SPMS STICHTING PENSIOENFONDS MEDISCH SPECIALISTEN

ALL VOTES

01/04/2023 to 30/06/2023

Date range covered : 04/01/2023 to 06/30/2023

10X Genomics, Inc.

Meeting Date: 06/14/2023 Country: USA Ticker: TXG
Meeting Type: Annual
Primary ISIN: US88025U1097 Primary SEDOL: BKS3RS7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Benjamin J. Hindson	Mgmt	For	For
1.2	Elect Director Serge Saxonov	Mgmt	For	For
1.3	Elect Director John R. Stuelpnagel	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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. 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			

29metals Limited

Meeting Date: 06/01/2023 Country: Australia Ticker: 29M
Meeting Type: Annual
Primary ISIN: AU0000157067 Primary SEDOL: BNNVRL0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	None	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
2	Approve Issuance of 2022 STI Performance Rights to Peter Albert	Mgmt	For	For
3	Approve Issuance of 2023 LTI Performance Rights to Peter Albert	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Elect Tamara Brown as Director	Mgmt	For	For

29metals Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Elect Francis 'Creagh' O'Connor as Director	Mgmt	For	For

2seventy bio, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: TSVT
Meeting Type: Annual
Primary ISIN: US9013841070 | Primary SEDOL: BMTXV88

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel S. Lynch	Mgmt	For	For
	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.			
1.2	Elect Director Sarah Glickman	Mgmt	For	For
	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.			
1.3	Elect Director Wei Lin	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

2U, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: TWOU
Meeting Type: Annual
Primary ISIN: US90214J1016 | Primary SEDOL: BKWBZZ0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John M. Larson	Mgmt	For	For
1b	Elect Director Edward S. Macias	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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, which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. 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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

2U, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For

3D Systems Corporation

Meeting Date: 05/16/2023 | Country: USA | Ticker: DDD

Meeting Type: Annual

Primary ISIN: US88554D2053 | Primary SEDOL: 2889768

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Malissia R. Clinton	Mgmt	For	For
1.2	Elect Director William E. Curran	Mgmt	For	Against
	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. 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.			
1.3	Elect Director Claudia N. Drayton	Mgmt	For	For
1.4	Elect Director Thomas W. Erickson	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.5	Elect Director Jeffrey A. Graves	Mgmt	For	For
1.6	Elect Director Jim D. Kever	Mgmt	For	For
1.7	Elect Director Charles G. McClure, Jr.	Mgmt	For	For
1.8	Elect Director Kevin S. Moore	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.			
1.9	Elect Director Vasant Padmanabhan	Mgmt	For	For
1.10	Elect Director John J. Tracy	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

3M Company

Meeting Date: 05/09/2023 | Country: USA | Ticker: MMM
Meeting Type: Annual
Primary ISIN: US88579Y1010 | Primary SEDOL: 2595708

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas "Tony" K. Brown	Mgmt	For	For
1b	Elect Director Anne H. Chow	Mgmt	For	For
1c	Elect Director David B. Dillon	Mgmt	For	For
1d	Elect Director Michael L. Eskew	Mgmt	For	For
1e	Elect Director James R. Fitterling	Mgmt	For	For
1f	Elect Director Amy E. Hood	Mgmt	For	For
1g	Elect Director Suzan Kereere	Mgmt	For	For
1h	Elect Director Gregory R. Page	Mgmt	For	For
1i	Elect Director Pedro J. Pizarro	Mgmt	For	For
1j	Elect Director Michael F. Roman	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

A. O. Smith Corporation

Meeting Date: 04/11/2023 | Country: USA | Ticker: AOS
Meeting Type: Annual
Primary ISIN: US8318652091 | Primary SEDOL: 2816023

A. O. Smith Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ronald D. Brown	Mgmt	For	Withhold
	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.			
1.2	Elect Director Earl E. Exum	Mgmt	For	For
1.3	Elect Director Michael M. Larsen	Mgmt	For	For
1.4	Elect Director Idelle K. Wolf	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: 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. 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.			
3	Ratify Ernst & Young 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Whether Company Policies Reinforce Racism in Company Culture	SH	Against	For
	Voter Rationale: Strengthening non-discrimination policies enhances companies' ability to recruit from the widest talent pool and may improve employee retention and performance. Expanded policies should enhance a company's reputation as a strong employer.			

A10 Networks, Inc.

Meeting Date: 04/26/2023 | Country: USA | Ticker: ATEN

Meeting Type: Annual

Primary ISIN: US0021211018 | Primary SEDOL: BKQVBN6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tor R. Braham	Mgmt	For	For
1b	Elect Director Peter Y. Chung	Mgmt	For	For
1c	Elect Director Eric Singer	Mgmt	For	Withhold
	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.			
1d	Elect Director Dhrupad Trivedi	Mgmt	For	For
1e	Elect Director Dana Wolf	Mgmt	For	For

A10 Networks, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
3	Ratify Armanino LLP as Auditors	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			

Aalberts NV

Meeting Date: 05/25/2023 | Country: Netherlands | Ticker: AALB

Meeting Type: Annual

Primary ISIN: NL0000852564 | Primary SEDOL: B1W8P14

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Receive Annual Report	Mgmt		
3.a	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3.b	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
4.a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
4.b	Approve Dividends	Mgmt	For	For
5	Approve Discharge of Management Board	Mgmt	For	For
6	Approve Discharge of Supervisory Board	Mgmt	For	For
7	Reelect J. Van Der Zouw to Supervisory Board	Mgmt	For	For
	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.			
8	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For

Aalberts NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
11	Reappoint Deloitte Accountants B.V. as Auditors	Mgmt	For	For
12	Other Business (Non-Voting)	Mgmt		
13	Close Meeting	Mgmt		

AAON, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: AAON

Meeting Type: Annual

Primary ISIN: US0003602069 | Primary SEDOL: 2268130

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Caron A. Lawhorn	Mgmt	For	For
1.2	Elect Director Stephen O. LeClair	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.3	Elect Director David R. Stewart	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			

Abbott Laboratories

Meeting Date: 04/28/2023 | Country: USA | Ticker: ABT

Meeting Type: Annual

Primary ISIN: US0028241000 | Primary SEDOL: 2002305

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert J. Alpern	Mgmt	For	For
1.2	Elect Director Claire Babineaux-Fontenot	Mgmt	For	For
1.3	Elect Director Sally E. Blount	Mgmt	For	For
1.4	Elect Director Robert B. Ford	Mgmt	For	For
1.5	Elect Director Paola Gonzalez	Mgmt	For	For
1.6	Elect Director Michelle A. Kumbier	Mgmt	For	For
1.7	Elect Director Darren W. McDew	Mgmt	For	For
1.8	Elect Director Nancy McKinstry	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.9	Elect Director Michael G. O'Grady	Mgmt	For	For
1.10	Elect Director Michael F. Roman	Mgmt	For	For
1.11	Elect Director Daniel J. Starks	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.12	Elect Director John G. Stratton	Mgmt	For	For
	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.			
2	Ratify Ernst & Young 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against
6	Require Independent Board Chair	SH	Against	For
	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 managements performance.			
7	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			

Abbott Laboratories

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Adopt Policy to Include Legal and Compliance Costs in Incentive Compensation Metrics	SH	Against	Against
	Voter Rationale: This policy provides an additional layer of protection to shareholders.			

AbbVie Inc.

Meeting Date: 05/05/2023 | Country: USA | Ticker: ABBV

Meeting Type: Annual

Primary ISIN: US00287Y1091 | Primary SEDOL: B92SR70

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert J. Alpern	Mgmt	For	For
1.2	Elect Director Melody B. Meyer	Mgmt	For	For
1.3	Elect Director Frederick H. Waddell	Mgmt	For	For
2	Ratify Ernst & Young 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.			
4	Eliminate 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.			
5	Adopt Simple Majority Vote	SH	Against	For
	Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.			
6	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks.			
7	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			
8	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks.			

ABC-MART, INC.

Meeting Date: 05/30/2023 | Country: Japan | Ticker: 2670
Meeting Type: Annual
Primary ISIN: JP3152740001 | Primary SEDOL: 6292102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 85	Mgmt	For	For
2.1	Elect Director Noguchi, Minoru	Mgmt	For	Against
	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. Furthermore, we expect companies to explicitly prohibit child and forced labour in their Supplier Code of Conduct.			
2.2	Elect Director Katsunuma, Kiyoshi	Mgmt	For	For
2.3	Elect Director Kikuchi, Takashi	Mgmt	For	For
2.4	Elect Director Hattori, Kiichiro	Mgmt	For	For
2.5	Elect Director Ishii, Yasuo	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Matsuoka, Tadashi	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Sugahara, Taio	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Toyoda, Ko	Mgmt	For	For
4	Approve Director Retirement Bonus	Mgmt	For	Against
	Voter Rationale: The bonus amount is not disclosed.			

ABN AMRO Bank NV

Meeting Date: 04/19/2023 | Country: Netherlands | Ticker: ABN
Meeting Type: Annual
Primary ISIN: NL0011540547 | Primary SEDOL: BYQP136

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Executive Board (Non-Voting)	Mgmt		
2.b	Receive Announcements on Sustainability	Mgmt		
2.c	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
2.d	Receive Presentation of the Employee Council	Mgmt		

ABN AMRO Bank NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.e	Discussion on Company's Corporate Governance Structure	Mgmt		
2.f	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
2.g	Receive Presentation of the Auditor	Mgmt		
2.h	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3.a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
3.b	Approve Dividends of EUR 0.67 Per Share	Mgmt	For	For
4.a	Approve Discharge of Executive Board	Mgmt	For	For
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For
5.a	Receive Auditor's Report (Non-Voting)	Mgmt		
5.b	Ratify Ernst & Young Accountants LLP (EY) as Auditors	Mgmt	For	For
6.a	Discuss Supervisory Board Profile	Mgmt		
6.b	Announce Vacancies on the Board	Mgmt		
6.c	Opportunity to Make Recommendations	Mgmt		
6.d	Opportunity for Employees Council to Explain Their Position on the Proposed Nominations	Mgmt		
6.e.1	Reelect Michiel Lap to Supervisory Board	Mgmt	For	For
6.e.2	Elect Wouter Devriendt to Supervisory Board	Mgmt	For	For
7	Announce Intention to Appoint Ferdinand Vaandrager as Interim CFO and as Member of Executive Board	Mgmt		
8	Approve Cross-Border Merger of ABN AMRO and Banque Neuflize OBC	Mgmt	For	For
9.a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For
9.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
9.c	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
10	Approve Cancellation of Shares	Mgmt	For	For
11	Close Meeting	Mgmt		

ABN AMRO Bank NV

Meeting Date: 06/29/2023 | Country: Netherlands | Ticker: ABN
Meeting Type: Extraordinary Shareholders
Primary ISIN: NL0011540547 | Primary SEDOL: BYQP136

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2a	Announcement to the General Meeting of the Supervisory Board's Nomination	Mgmt		
2b	Explanation and Motivation by Femke de Vries for her Appointment to the Supervisory Board	Mgmt		
2c	Elect Femke de Vries to Supervisory Board	Mgmt	For	For
3	Close Meeting	Mgmt		

Acadia Healthcare Company, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: ACHC
Meeting Type: Annual
Primary ISIN: US00404A1097 | Primary SEDOL: B65VZ37

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael J. Fucci	Mgmt	For	For
1b	Elect Director Wade D. Miquelon	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. Variable remuneration should not contain a significant overlap of 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Variable remuneration should not contain a significant overlap of 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.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

ACADIA Pharmaceuticals, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: ACAD
Meeting Type: Annual
Primary ISIN: US0042251084 | Primary SEDOL: 2713317

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James M. Daly	Mgmt	For	For
1.2	Elect Director Edmund P. Harrigan	Mgmt	For	For
1.3	Elect Director Adora Ndu	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. 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. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Accor SA

Meeting Date: 05/17/2023 | Country: France | Ticker: AC
Meeting Type: Annual/Special
Primary ISIN: FR0000120404 | Primary SEDOL: 5852842

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 1.05 per Share	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Reelect Sebastien Bazin as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
5	Reelect Iris Knobloch as Director	Mgmt	For	For
6	Reelect Bruno Pavlovsky as Director	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. 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.			
7	Elect Anne-Laure Kiechel as Director	Mgmt	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
	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.			
9	Approve Compensation of Sebastien Bazin, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Any increase in the size of awards under the short-term/long-term incentive scheme(s) should be accompanied by a corresponding increase in performance expectations. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
11	Approve Remuneration Policy of Directors	Mgmt	For	For

Accor SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Transaction with Fondation de France Re: Sponsorship Agreement	Mgmt	For	For
13	Approve Transaction with Accor Acquisition Company Re: Provision of Premises Agreement	Mgmt	For	For
14	Approve Transaction with Paris Saint-Germain Football Re: Partnership Agreement	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
15	Approve Transaction with Rotana Music Re: Share Subscription Agreement	Mgmt	For	For
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
	Extraordinary Business	Mgmt		
17	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of 50 Percent of Issued Capital	Mgmt	For	For
19	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of 10 Percent of Issued Capital	Mgmt	For	For
20	Approve Issuance of Equity or Equity-Linked Securities for up to 10 Percent of Issued Capital for Private Placement	Mgmt	For	For
21	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For
22	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
23	Authorize Capitalization of Reserves of Up to 50 Percent of Issued Capital for Bonus Issue or Increase in Par Value	Mgmt	For	For
24	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 18 and 23 at 50 Percent of the Share Capital and Under Items 19-22 at 10 Percent of Issued Capital	Mgmt	For	For

Accor SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
25	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
26	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
	Ordinary Business	Mgmt		
27	Authorize Board to Issue Free Warrants with Preemptive Rights During a Public Tender Offer	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
28	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Accton Technology Corp.

Meeting Date: 06/15/2023 | Country: Taiwan | Ticker: 2345

Meeting Type: Annual

Primary ISIN: TW0002345006 | Primary SEDOL: 6005214

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For
	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.			
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Amendments to Articles of Association	Mgmt	For	For
4	Approve Amendments to Procedures Governing the Acquisition or Disposal of Assets	Mgmt	For	Against
	Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.			

Acerinox SA

Meeting Date: 05/22/2023 | Country: Spain | Ticker: ACX
Meeting Type: Annual
Primary ISIN: ES0132105018 | Primary SEDOL: B01ZVZ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
2	Approve Non-Financial Information Statement	Mgmt	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For
4	Approve Discharge of Board	Mgmt	For	For
5.1	Reelect George Donald Johnston as Director	Mgmt	For	For
	Voter Rationale: A vote FOR Items 5.1 and 5.2 is warranted due to a lack of concerns about the independent director nominees. It is nonetheless noted that the board does not meet the 40 percent gender diversity by 2022 target, established by the local code of best practice. Mitigating, the board of directors' gender diversity has been steadily increasing since 2019 and women now account for 36 percent of directors, and it is company policy to ensure the presence of female candidates in the pool of director candidates.			
5.2	Reelect Pedro Sainz de Baranda Riva as Director	Mgmt	For	For
6	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For
7	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 10 Percent	Mgmt	For	For
8	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For
9	Authorize Share Repurchase Program	Mgmt	For	For
10	Advisory Vote on Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
11	Amend Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
12	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Long-Term Incentive Plan	Mgmt	For	Against
	Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.			
13	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Long-Term Incentive Plan	Mgmt	For	Against
	Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.			

Acerinox SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Approve Long-Term Incentive Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
15	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For
16	Receive Chairman Report on Updates of Company's Corporate Governance	Mgmt		
17	Receive Chairman Report on Updates Related to Sustainability and Climate Change	Mgmt		
18	Receive Amendments to Board of Directors Regulations	Mgmt		

ACI Worldwide, Inc.

Meeting Date: 06/01/2023 Country: USA Ticker: ACIW

Meeting Type: Annual

Primary ISIN: US0044981019 Primary SEDOL: 2889155

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Janet O. Estep	Mgmt	For	For
1.2	Elect Director James C. Hale, III	Mgmt	For	For
1.3	Elect Director Mary P. Harman	Mgmt	For	For
1.4	Elect Director Charles E. Peters, Jr.	Mgmt	For	For
1.5	Elect Director Adalio T. Sanchez	Mgmt	For	For
1.6	Elect Director Thomas W. Warsop, III	Mgmt	For	For
1.7	Elect Director Samir M. Zabaneh	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

ACI Worldwide, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Aclaris Therapeutics, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: ACRS

Meeting Type: Annual

Primary ISIN: US00461U1051 | Primary SEDOL: BYV2W40

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anand Mehra	Mgmt	For	For
1.2	Elect Director Andrew Powell	Mgmt	For	Withhold
	Voter Rationale: 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. 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.			
1.3	Elect Director Maxine Gowen	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Increase Authorized Common Stock	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

ACM Research, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: ACMR

Meeting Type: Annual

Primary ISIN: US00108J1097 | Primary SEDOL: BF5C2N2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Haiping Dun	Mgmt	For	Withhold
	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.			

ACM Research, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Chenming C. Hu	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents, and the pop-up classified board, each of which adversely impacts shareholder rights.			
1c	Elect Director Tracy Liu	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents, and the pop-up classified board, each of which adversely impacts shareholder rights.			
1d	Elect Director David H. Wang	Mgmt	For	Withhold
	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			
1e	Elect Director Xiao Xing	Mgmt	For	For
2	Ratify Armanino LLP as Auditors	Mgmt	For	For

Activision Blizzard, Inc.

Meeting Date: 06/21/2023 | Country: USA | Ticker: ATVI

Meeting Type: Annual

Primary ISIN: US00507V1098 | Primary SEDOL: 2575818

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Reveta Bowers	Mgmt	For	For
1b	Elect Director Kerry Carr	Mgmt	For	For
1c	Elect Director Robert Corti	Mgmt	For	Against
	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. 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.			
1d	Elect Director Brian Kelly	Mgmt	For	For
	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.			
1e	Elect Director Robert Kotick	Mgmt	For	For
1f	Elect Director Barry Meyer	Mgmt	For	For
1g	Elect Director Robert Morgado	Mgmt	For	Against
	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. 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.			
1h	Elect Director Peter Nolan	Mgmt	For	For
1i	Elect Director Dawn Ostroff	Mgmt	For	For

Activision Blizzard, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
	Voter Rationale: While we agree with the spirit of this proposal, we understand that the CEO's equity acceleration benefit is estimated to be zero, as he has forgone compensation. Further, we are able to express concern over potential future severance arrangements through the annual say on pay vote.			
6	Adopt Policy on Freedom of Association and Collective Bargaining	SH	Against	For
	Voter Rationale: Some of the company's evaluated peers disclose a commitment to protecting freedom of association and collective bargaining. Microsoft, which is seeking to acquire Activision, and CWA have entered into an agreement in which Microsoft commits to not interfere in unionization efforts. Activision has been accused by the NLRB in several instances of interfering unlawfully in unionization efforts, and its activities have received media attention. The criteria laid out in the proposed policy may benefit shareholders by improving the company's management of freedom of association and collective bargaining issues, while still offering the company enough flexibility to constructively engage on these issues. Furthermore, if Activision does merge with Microsoft, the proposed policy would likely help the company better align with Microsoft's approach.			
7	Report on Prevention of Harassment and Discrimination in the Workplace - Withdrawn	SH		

ACV Auctions Inc.

Meeting Date: 05/30/2023	Country: USA Meeting Type: Annual	Ticker: ACVA	
		Primary ISIN: US00091G1040	Primary SEDOL: BMFPJK6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eileen A. Kamerick	Mgmt	For	Withhold
	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 reasonable 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.			
1.2	Elect Director Brian Hirsch	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

ACV Auctions Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

AdaptHealth Corp.

Meeting Date: 06/21/2023 | Country: USA | Ticker: AHCO
Meeting Type: Annual
Primary ISIN: US00653Q1022 | Primary SEDOL: BKDRF35

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard Barasch	Mgmt	For	Withhold
	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 classified board structure which adversely impacts shareholder rights. 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.			
1.2	Elect Director Stephen Griggs *Withdrawn Resolution*	Mgmt		
1.3	Elect Director Gregory Belinfanti	Mgmt	For	For
	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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median 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.			

Adaptive Biotechnologies Corporation

Meeting Date: 06/09/2023 | Country: USA | Ticker: ADPT
Meeting Type: Annual
Primary ISIN: US00650F1093 | Primary SEDOL: BJ5FZ74

Adaptive Biotechnologies Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Katey Owen	Mgmt	For	Withhold
	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.			
1.2	Elect Director Robert Hershberg	Mgmt	For	Withhold
	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.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 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Adeia Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: ADEA

Meeting Type: Annual

Primary ISIN: US00676P1075 | Primary SEDOL: BPMQ8J5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paul E. Davis	Mgmt	For	For
1b	Elect Director V Sue Molina	Mgmt	For	For
1c	Elect Director Daniel Moloney	Mgmt	For	For
1d	Elect Director Tonia O'Connor	Mgmt	For	For
1e	Elect Director Raghavendra Rau	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
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Adobe Inc.

Meeting Date: 04/20/2023 | Country: USA | Ticker: ADBE
Meeting Type: Annual
Primary ISIN: US00724F1012 | Primary SEDOL: 2008154

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Amy Banse	Mgmt	For	For
1b	Elect Director Brett Biggs	Mgmt	For	For
1c	Elect Director Melanie Boulden	Mgmt	For	For
1d	Elect Director Frank Calderoni	Mgmt	For	For
1e	Elect Director Laura Desmond	Mgmt	For	For
1f	Elect Director Shantanu Narayen	Mgmt	For	For
1g	Elect Director Spencer Neumann	Mgmt	For	For
1h	Elect Director Kathleen Oberg	Mgmt	For	For
1i	Elect Director Dheeraj Pandey	Mgmt	For	For
1j	Elect Director David Ricks	Mgmt	For	For
1k	Elect Director Daniel Rosensweig	Mgmt	For	For
1l	Elect Director John Warnock	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
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. However, we note the company has recently increased target vesting to the 55th percentile. Additionally, the plan is sufficiently broad-based and is a integral part of the company's recruitment and retention strategy.			
3	Ratify KPMG 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: While there are several elements of compensation that we would like to see improve, the company has made changes to the executive compensation program that we find positive, including increasing the TSR target under the LTIP to the 55th percentile and adding additional operational metrics in addition to the existing TSR metric. We encourage the company to disclose more information on the annual bonus assessment, especially regarding the strategic objectives, and to eliminate accelerated vesting on a change in control.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Report on Hiring of Persons with Arrest or Incarceration Records	SH	Against	Against

ADT Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: ADT
Meeting Type: Annual
Primary ISIN: US00090Q1031 | Primary SEDOL: BFWCP81

ADT Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marc E. Becker	Mgmt	For	Withhold
	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. 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 pop-up 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.			
1.2	Elect Director Stephanie Drescher	Mgmt	For	For
1.3	Elect Director Reed B. Rayman	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1.4	Elect Director Sigal Zarmi	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

ADTRAN Holdings, Inc.

Meeting Date: 05/10/2023 Country: USA Ticker: ADTN

Meeting Type: Annual

Primary ISIN: US00486H1059 Primary SEDOL: BPLJ828

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas R. Stanton	Mgmt	For	For
1b	Elect Director Johanna Hey	Mgmt	For	For

ADTRAN Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director H. Fenwick Huss	Mgmt	For	Against
	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.			
1d	Elect Director Gregory J. McCray	Mgmt	For	For
1e	Elect Director Balan Nair	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1f	Elect Director Brian Protiva	Mgmt	For	For
1g	Elect Director Jacqueline H. (Jackie) Rice	Mgmt	For	For
1h	Elect Director Nikos Theodosopoulos	Mgmt	For	For
1i	Elect Director Kathryn A. Walker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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. 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. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Advanced Energy Industries, Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: AEIS

Meeting Type: Annual

Primary ISIN: US0079731008 | Primary SEDOL: 2049175

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Grant H. Beard	Mgmt	For	For
1.2	Elect Director Frederick A. Ball	Mgmt	For	Withhold
	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.			

Advanced Energy Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Anne T. DelSanto	Mgmt	For	For
	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.			
1.4	Elect Director Tina M. Donikowski	Mgmt	For	For
1.5	Elect Director Ronald C. Foster	Mgmt	For	For
1.6	Elect Director Stephen D. Kelley	Mgmt	For	For
1.7	Elect Director Lanesha T. Minnix	Mgmt	For	For
1.8	Elect Director David W. Reed	Mgmt	For	For
	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.			
1.9	Elect Director John A. Roush	Mgmt	For	For
	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.			
1.10	Elect Director Brian M. Shirley	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
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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. 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.			

Advanced Micro Devices, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: AMD

Meeting Type: Annual

Primary ISIN: US0079031078 | Primary SEDOL: 2007849

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nora M. Denzel	Mgmt	For	For
1b	Elect Director Mark Durcan	Mgmt	For	For
1c	Elect Director Michael P. Gregoire	Mgmt	For	For

Advanced Micro Devices, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Joseph A. Householder	Mgmt	For	For
1e	Elect Director John W. Marren	Mgmt	For	For
1f	Elect Director Jon A. Olson	Mgmt	For	For
1g	Elect Director Lisa T. Su	Mgmt	For	For
1h	Elect Director Abhi Y. Talwalkar	Mgmt	For	Against
	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.			
1i	Elect Director Elizabeth W. Vanderslice	Mgmt	For	For
2	Approve 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. 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.			
3	Ratify Ernst & Young 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Advantest Corp.

Meeting Date: 06/27/2023 Country: Japan Ticker: 6857
Meeting Type: Annual
Primary ISIN: JP3122400009 Primary SEDOL: 6870490

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yoshida, Yoshiaki	Mgmt	For	For
1.2	Elect Director Douglas Lefever	Mgmt	For	For
1.3	Elect Director Tsukui, Koichi	Mgmt	For	For
1.4	Elect Director Urabe, Toshimitsu	Mgmt	For	For
1.5	Elect Director Nicholas Benes	Mgmt	For	For
1.6	Elect Director Nishida, Naoto	Mgmt	For	For

Advantest Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director and Audit Committee Member Kurita, Yuichi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Nakada, Tomoko	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Nicholas Benes	Mgmt	For	For

Aegon NV

Meeting Date: 05/25/2023 | Country: Netherlands | Ticker: AGN

Meeting Type: Annual

Primary ISIN: NL0000303709 | Primary SEDOL: 5927375

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.1	Receive Report of Executive Board (Non-Voting)	Mgmt		
2.2	Approve Remuneration Report	Mgmt	For	Against
	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.			
2.3	Receive Explanation on Company's Dividend Policy	Mgmt		
2.4	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
2.5	Approve Dividends	Mgmt	For	For
3.1	Approve Discharge of Executive Board	Mgmt	For	For
3.2	Approve Discharge of Supervisory Board	Mgmt	For	For
4.1	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For
5.1	Reelect Dona Young to Supervisory Board	Mgmt	For	For
6.1	Approve Cancellation of Common Shares and Common Shares B	Mgmt	For	For
6.2	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For
6.3	Grant Board Authority to Issue Shares Up To 25 Percent of Issued Capital in Connection with a Rights Issue	Mgmt	For	For

Aegon NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.4	Authorize Repurchase of Up to 30 Percent of Issued Share Capital	Mgmt	For	Against
	Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.			
7	Other Business (Non-Voting)	Mgmt		
8	Close Meeting	Mgmt		

AEM Holdings Ltd.

Meeting Date: 04/27/2023 | Country: Singapore | Ticker: AWX

Meeting Type: Annual

Primary ISIN: SG1BA1000003 | Primary SEDOL: BXC7XC2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	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.			
2	Approve Final Dividend	Mgmt	For	For
3	Elect Loke Wai San 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 nomination committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness. 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. 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.			
4	Elect James Toh Ban Leng 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 audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness.			
5	Elect Andre Andonian as Director	Mgmt	For	For
6	Approve Directors' Fees	Mgmt	For	For
7	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
9	Authorize Share Repurchase Program	Mgmt	For	For

AEM Holdings Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Grant of Awards and Issuance of Shares Under AEM Performance Share Plan 2017	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over time.			

AEON Co., Ltd.

Meeting Date: 05/26/2023 | Country: Japan | Ticker: 8267
Meeting Type: Annual
Primary ISIN: JP3388200002 | Primary SEDOL: 6480048

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Provisions on Basic Philosophy - Allow Virtual Only Shareholder Meetings	Mgmt	For	Against
	Voter Rationale: The passage of this proposal will authorize the company to hold virtual only meetings permanently, without further need to consult shareholders, even after the current health crisis is resolved, and the proposed language fails to specify situations under which virtual meetings will be held.			
2.1	Elect Director Okada, Motoya	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The remuneration committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness.			
2.2	Elect Director Yoshida, Akio	Mgmt	For	For
2.3	Elect Director Habu, Yuki	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Tsukamoto, Takashi	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. 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.			
2.5	Elect Director Peter Child	Mgmt	For	For
2.6	Elect Director Carrie Yu	Mgmt	For	For
2.7	Elect Director Hayashi, Makoto	Mgmt	For	For

AEON Financial Service Co., Ltd.

Meeting Date: 05/24/2023 | Country: Japan | Ticker: 8570
Meeting Type: Annual
Primary ISIN: JP3131400008 | Primary SEDOL: 6037734

AEON Financial Service Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Clarify Director Authority on Shareholder Meetings	Mgmt	For	For
2.1	Elect Director Shirakawa, Shunsuke	Mgmt	For	Against
	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.			
2.2	Elect Director Fujita, Kenji	Mgmt	For	Against
	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.			
2.3	Elect Director Tamai, Mitsugu	Mgmt	For	For
2.4	Elect Director Kisaka, Yuro	Mgmt	For	For
2.5	Elect Director Mitsufuji, Tomoyuki	Mgmt	For	For
2.6	Elect Director Arima, Kazuaki	Mgmt	For	For
2.7	Elect Director Shimakata, Toshiya	Mgmt	For	For
2.8	Elect Director Watanabe, Hiroyuki	Mgmt	For	For
2.9	Elect Director Nakajima, Yoshimi	Mgmt	For	For
2.10	Elect Director Yamazawa, Kotaro	Mgmt	For	For
2.11	Elect Director Sakuma, Tatsuya	Mgmt	For	For
2.12	Elect Director Nagasaka, Takashi	Mgmt	For	For
3.1	Appoint Statutory Auditor Watanabe, Maki	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Fujimoto, Takafumi	Mgmt	For	Against
	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.			
4	Approve Deep Discount Stock Option 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. 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.			

AEON Mall Co., Ltd.

Meeting Date: 05/17/2023 | Country: Japan | Ticker: 8905

Meeting Type: Annual

Primary ISIN: JP3131430005 | Primary SEDOL: 6534202

AEON Mall Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Iwamura, Yasutsugu	Mgmt	For	For
2.2	Elect Director Fujiki, Mitsuhiro	Mgmt	For	For
2.3	Elect Director Okamoto, Masahiko	Mgmt	For	For
2.4	Elect Director Yokoyama, Hiroshi	Mgmt	For	For
2.5	Elect Director Okada, Motoya	Mgmt	For	For
2.6	Elect Director Minami, Shinichiro	Mgmt	For	For
2.7	Elect Director Koshizuka, Kunihiro	Mgmt	For	For
2.8	Elect Director Enomoto, Chisa	Mgmt	For	For
2.9	Elect Director Kurosaki, Hironobu	Mgmt	For	For
2.10	Elect Director Owada, Junko	Mgmt	For	For
2.11	Elect Director Taki, Junko	Mgmt	For	For
3.1	Appoint Statutory Auditor Aoyama, Kazuhiro	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Torii, Emi	Mgmt	For	For
3.3	Appoint Statutory Auditor Tanabe, Rumiko	Mgmt	For	For
3.4	Appoint Statutory Auditor Nishimatsu, Masato	Mgmt	For	Against
	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.			

Aeroports de Paris ADP

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

Meeting Type: Annual/Special

Primary ISIN: FR0010340141 | Primary SEDOL: B164FY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	Abstain
	Voter Rationale: ABSTAIN on annual report and accounts given concerns with disclosure on emissions in comparison to industry peers and lack of a robust decarbonisation strategy.			

Aeroports de Paris ADP

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	Abstain
	Voter Rationale: ABSTAIN on annual report and accounts given concerns with disclosure on emissions in comparison to industry peers and lack of a robust decarbonisation strategy.			
3	Approve Allocation of Income and Dividends of EUR 3.13 per Share	Mgmt	For	For
4	Approve Transaction with the French State	Mgmt	For	For
5	Approve Transaction with Gestionnaire d'Infrastructure CDG Express	Mgmt	For	For
6	Approve Transaction with Gestionnaire d'Infrastructure CDG Express and SNCF Reseau	Mgmt	For	For
7	Approve Transaction with SNCF Reseau, la Caisse des Depots et Consignations, Gestionnaire d'Infrastructure CDG Express and BNP Paribas	Mgmt	For	For
8	Approve Transaction with Ecole Nationale de l'Aviation Civile and Airbus	Mgmt	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	Against
	Voter Rationale: Vote AGAINST as this authority can be used as an antitakeover mechanism.			
10	Approve Compensation Report of Corporate Officers	Mgmt	For	For
11	Approve Compensation of Augustin de Romanet, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Vote AGAINST due to concerns with disclosure governing incentive arrangements.			
12	Approve Remuneration Policy of Directors	Mgmt	For	For
13	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Vote AGAINST due to concerns with disclosure governing incentive arrangements.			
14	Ratify Appointment of Didier Martin as Censor	Mgmt	For	Against
	Voter Rationale: Vote AGAINST item. Non-voting directors, or censors, can have considerable influence on the board whereas they bear no legal liability toward shareholders. Censors should be appointed only in the event of exceptional and temporary circumstances and if their presence adds significant value in terms of board composition and board functioning.			
15	Ratify Appointment of Stephane Raison as Director	Mgmt	For	Against
	Voter Rationale: Vote AGAINST due to concerns with the balance of the board.			
	Extraordinary Business	Mgmt		
16	Authorize up to 0.1 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
	Ordinary Business	Mgmt		

Aeroports de Paris ADP

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For
	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 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.			
	Proposal Submitted by Comite Social et Economique	Mgmt		
A	Approve Resolution on Social Policy and Revision of the Hiring Plan	SH	None	Against
	Voter Rationale: Vote AGAINST given the lack of detail and overstepping on the Board's responsibilities.			

AerSale Corporation

Meeting Date: 06/09/2023 Country: USA Ticker: ASLE

Meeting Type: Annual

Primary ISIN: US00810F1066 Primary SEDOL: BN2RY85

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicolas Finazzo	Mgmt	For	For
1b	Elect Director Robert B. Nichols	Mgmt	For	For
1c	Elect Director Jonathan Seiffer	Mgmt	For	For
	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.			
1d	Elect Director Peter Nolan	Mgmt	For	For
1e	Elect Director Richard J. Townsend	Mgmt	For	For
1f	Elect Director C. Robert Kehler	Mgmt	For	For
1g	Elect Director Judith A. Fedder	Mgmt	For	For
1h	Elect Director Andrew Levy	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. 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.			
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Affiliated Managers Group, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: AMG

Meeting Type: Annual

Primary ISIN: US0082521081 Primary SEDOL: 2127899

Affiliated Managers Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Karen L. Alvingham	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Tracy A. Atkinson	Mgmt	For	For
1c	Elect Director Dwight D. Churchill	Mgmt	For	For
1d	Elect Director Jay C. Horgen	Mgmt	For	For
1e	Elect Director Reuben Jeffery, III	Mgmt	For	For
1f	Elect Director Felix V. Matos Rodriguez	Mgmt	For	For
1g	Elect Director Tracy P. Palandjian	Mgmt	For	For
1h	Elect Director David C. Ryan	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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Aflac Incorporated

Meeting Date: 05/01/2023 Country: USA Ticker: AFL
Meeting Type: Annual
Primary ISIN: US0010551028 Primary SEDOL: 2026361

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel P. Amos	Mgmt	For	For
	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			
1b	Elect Director W. Paul Bowers	Mgmt	For	For
1c	Elect Director Arthur R. Collins	Mgmt	For	For
1d	Elect Director Miwako Hosoda	Mgmt	For	For
1e	Elect Director Thomas J. Kenny	Mgmt	For	For
1f	Elect Director Georgette D. Kiser	Mgmt	For	For
1g	Elect Director Karole F. Lloyd	Mgmt	For	For
1h	Elect Director Nobuchika Mori	Mgmt	For	For

Aflac Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Joseph L. Moskowitz	Mgmt	For	For
1j	Elect Director Barbara K. Rimer	Mgmt	For	For
1k	Elect Director Katherine T. Rohrer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

ageas SA/NV

Meeting Date: 04/19/2023 | Country: Belgium | Ticker: AGS

Meeting Type: Extraordinary Shareholders

Primary ISIN: BE0974264930 | Primary SEDOL: B86S2N0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.1	Approve Cancellation of Repurchased Shares	Mgmt	For	For
2.2.1	Receive Special Board Report Re: Authorized Capital	Mgmt		
2.2.2	Renew Authorization to Increase Share Capital within the Framework of Authorized Capital	Mgmt	For	For
3	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
4	Close Meeting	Mgmt		

Agiliti, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: AGTI
Meeting Type: Annual
Primary ISIN: US00848J1043 | Primary SEDOL: BHHMRR3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gary L. Gottlieb	Mgmt	For	Withhold
	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 classified board and the pop-up supermajority vote requirement to enact changes to the governing documents, each of which adversely impacts shareholder rights.			
1.2	Elect Director Diane B. Patrick	Mgmt	For	Withhold
	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 classified board and the pop-up supermajority vote requirement to enact changes to the governing documents, each of which adversely impacts shareholder rights.			
1.3	Elect Director Scott M. Sperling	Mgmt	For	Withhold
	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 classified board and the pop-up supermajority vote requirement to enact changes to the governing documents, each of which adversely impacts shareholder rights.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			

Agilon Health, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: AGL
Meeting Type: Annual
Primary ISIN: US00857U1079 | Primary SEDOL: BLR4TK4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ron Williams	Mgmt	For	Against
	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 classified board structure and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. 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.			
1b	Elect Director Derek L. Strum	Mgmt	For	For
1c	Elect Director Diana L. McKenzie	Mgmt	For	For

Agilon Health, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Karen McLoughlin	Mgmt	For	Against
	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 classified board structure and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Agios Pharmaceuticals, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: AGIO

Meeting Type: Annual

Primary ISIN: US00847X1046 | Primary SEDOL: BCBVTX1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rahul Ballal	Mgmt	For	For
1.2	Elect Director Brian Goff	Mgmt	For	For
1.3	Elect Director Cynthia Smith	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The majority of annual bonus incentives should be quantitative. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

AGNC Investment Corp.

Meeting Date: 04/20/2023 | Country: USA | Ticker: AGNC

Meeting Type: Annual

Primary ISIN: US00123Q1040 | Primary SEDOL: BYYHJL8

AGNC Investment Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donna J. Blank	Mgmt	For	For
1b	Elect Director Morris A. Davis	Mgmt	For	For
1c	Elect Director Peter J. Federico	Mgmt	For	For
1d	Elect Director John D. Fisk	Mgmt	For	For
1e	Elect Director Andrew A. Johnson, Jr.	Mgmt	For	For
1f	Elect Director Gary D. Kain	Mgmt	For	For
1g	Elect Director Prue B. Larocca	Mgmt	For	For
1h	Elect Director Paul E. Mullings	Mgmt	For	For
1i	Elect Director Frances R. Spark	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
5a	Eliminate Supermajority Vote Requirement to Amend Certain Provisions of Certificate of Incorporation	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.			
5b	Eliminate Supermajority Vote Requirement to Amend Bylaws	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.			
5c	Eliminate Supermajority Vote Requirement to Remove Directors	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.			

Agnico Eagle Mines Limited

Meeting Date: 04/28/2023 | Country: Canada | Ticker: AEM

Meeting Type: Annual/Special

Primary ISIN: CA0084741085 | Primary SEDOL: 2009823

Agnico Eagle Mines Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Leona Aglukkaq	Mgmt	For	For
1.2	Elect Director Ammar Al-Joundi	Mgmt	For	For
1.3	Elect Director Sean Boyd	Mgmt	For	For
1.4	Elect Director Martine A. Celej	Mgmt	For	For
1.5	Elect Director Robert J. Gemmell	Mgmt	For	Withhold
	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.			
1.6	Elect Director Jonathan Gill	Mgmt	For	For
1.7	Elect Director Peter Grosskopf	Mgmt	For	For
1.8	Elect Director Elizabeth Lewis-Gray	Mgmt	For	For
1.9	Elect Director Deborah McCombe	Mgmt	For	For
	Voter Rationale: Given scope 3 emissions are over twice the size of the company's scope 1 and 2 emissions we strongly encourage the company to set a target to reduce these emissions in the near future.			
1.10	Elect Director Jeffrey Parr	Mgmt	For	For
1.11	Elect Director J. Merfyn Roberts	Mgmt	For	For
1.12	Elect Director Jamie C. Sokalsky	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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. 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.			

Agree Realty Corporation

Meeting Date: 05/11/2023 | Country: USA | Ticker: ADC

Meeting Type: Annual

Primary ISIN: US0084921008 | Primary SEDOL: 2062161

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Merrie S. Frankel	Mgmt	For	Withhold
	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.			
1.2	Elect Director John Rakolta, Jr.	Mgmt	For	For

Agree Realty Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Jerome Rossi	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

AIA Group Limited

Meeting Date: 05/18/2023 Country: Hong Kong Ticker: 1299

Meeting Type: Annual

Primary ISIN: HK0000069689 Primary SEDOL: B4TX8S1

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 Edmund Sze-Wing Tse as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4	Elect Jack Chak-Kwong So as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
5	Elect Lawrence Juen-Yee Lau as Director	Mgmt	For	For
6	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
7A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
7B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
8	Approve Increase in Rate of Directors' Fees	Mgmt	For	For

AIA Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Amend Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
10	Amend Restricted Share Unit Scheme	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
11	Amend Employee Share Purchase Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
12	Amend Agency Share Purchase Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			

AIB Group plc

Meeting Date: 05/04/2023 | Country: Ireland | Ticker: A5G

Meeting Type: Annual

Primary ISIN: IE00BF0L3536 | Primary SEDOL: BF0L353

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	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
4	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
5a	Re-elect Anik Chaumartin as Director	Mgmt	For	For
5b	Re-elect Donal Galvin as Director	Mgmt	For	For
5c	Re-elect Basil Geoghegan as Director	Mgmt	For	For
5d	Re-elect Tanya Horgan as Director	Mgmt	For	For

AIB Group plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5e	Re-elect Colin Hunt as Director	Mgmt	For	For
5f	Re-elect Sandy Kinney Pritchard as Director	Mgmt	For	For
5g	Re-elect Elaine MacLean as Director	Mgmt	For	For
5h	Re-elect Andy Maguire as Director	Mgmt	For	For
5i	Re-elect Brendan McDonagh as Director	Mgmt	For	For
5j	Re-elect Helen Normoyle as Director	Mgmt	For	For
5k	Re-elect Ann O'Brien as Director	Mgmt	For	For
5l	Re-elect Fergal O'Dwyer as Director	Mgmt	For	For
5m	Re-elect Jim Pettigrew Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
5n	Re-elect Jan Sijbrand as Director	Mgmt	For	For
5o	Re-elect Raj Singh as Director	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	For
7	Approve Remuneration Policy	Mgmt	For	For
8	Authorise Issue of Equity	Mgmt	For	For
9a	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
9b	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
10	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
11	Determine the Price Range at which Treasury Shares may be Re-issued Off-Market	Mgmt	For	For
12	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
13	Approve the Directed Buyback Contract with the Minister for Finance	Mgmt	For	For

Aica Kogyo Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 4206

Meeting Type: Annual

Primary ISIN: JP3100800006 | Primary SEDOL: 6010047

Aica Kogyo Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 59	Mgmt	For	For
2.1	Elect Director Ono, Yuji	Mgmt	For	For
2.2	Elect Director Ebihara, Kenji	Mgmt	For	For
2.3	Elect Director Omura, Nobuyuki	Mgmt	For	For
2.4	Elect Director Iwatsuka, Yuji	Mgmt	For	For
2.5	Elect Director Kanie, Hiroshi	Mgmt	For	For
2.6	Elect Director Shimizu, Ayako	Mgmt	For	For

Aida Engineering Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 6118

Meeting Type: Annual

Primary ISIN: JP3102400003 | Primary SEDOL: 6010326

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2.1	Elect Director Aida, Kimikazu	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Suzuki, Toshihiko	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Ugawa, Hiromitsu	Mgmt	For	For
2.4	Elect Director Yap Teck Meng	Mgmt	For	For
2.5	Elect Director Gomi, Hirofumi	Mgmt	For	For
2.6	Elect Director Mochizuki, Mikio	Mgmt	For	For
2.7	Elect Director Iguchi, Isao	Mgmt	For	For
2.8	Elect Director Kado, Kiyoe	Mgmt	For	For

AIFUL Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8515

Meeting Type: Annual

Primary ISIN: JP3105040004 | Primary SEDOL: 6019419

AIFUL Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fukuda, Mitsuhide	Mgmt	For	Abstain
	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.			
1.2	Elect Director Fukuda, Yoshitaka	Mgmt	For	Abstain
	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.			
1.3	Elect Director Sato, Masayuki	Mgmt	For	For
1.4	Elect Director Kamiyo, Akira	Mgmt	For	For
1.5	Elect Director Masui, Keiji	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Shimura, Hitoshi	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Okawa, Keiichiro	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Suzuki, Haruichi	Mgmt	For	For

Air Lease Corporation

Meeting Date: 05/03/2023 Country: USA Ticker: AL

Meeting Type: Annual

Primary ISIN: US00912X3026 Primary SEDOL: B3XS562

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Matthew J. Hart	Mgmt	For	For
1b	Elect Director Yvette Hollingsworth Clark	Mgmt	For	For
1c	Elect Director Cheryl Gordon Krongard	Mgmt	For	For
1d	Elect Director Marshall O. Larsen	Mgmt	For	For
1e	Elect Director Susan McCaw	Mgmt	For	For
1f	Elect Director Robert A. Milton	Mgmt	For	For
1g	Elect Director John L. Plueger	Mgmt	For	For
1h	Elect Director Ian M. Saines	Mgmt	For	For
1i	Elect Director Steven F. Udvar-Hazy	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Air Lease Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Omnibus Stock Plan	Mgmt	For	Against
	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 remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Air Liquide SA

Meeting Date: 05/03/2023 | Country: France | Ticker: AI

Meeting Type: Annual/Special

Primary ISIN: FR0000120073 | Primary SEDOL: B1YXBJ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 2.95 per Share	Mgmt	For	For
4	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
5	Elect Catherine Guillouard as Director	Mgmt	For	For
6	Elect Christina Law as Director	Mgmt	For	For
7	Elect Alexis Perakis-Valat as Director	Mgmt	For	For
8	Elect Michael H. Thaman as Director	Mgmt	For	For
9	Ratify Appointment of Monica de Virgiliis as Director	Mgmt	For	For
10	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
11	Approve Compensation of Benoit Potier, Chairman and CEO from January 1, 2022 to May 31, 2022	Mgmt	For	For

Air Liquide SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Compensation of Francois Jackow, CEO from June 1, 2022 to December 31, 2022	Mgmt	For	For
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
13	Approve Compensation of Benoit Potier, Chairman of the Board from June 1, 2022 to December 31, 2022	Mgmt	For	For
14	Approve Compensation Report of Corporate Officers	Mgmt	For	For
15	Approve Remuneration Policy of CEO	Mgmt	For	For
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. 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.			
16	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
17	Approve Remuneration Policy of Directors	Mgmt	For	For
	Extraordinary Business	Mgmt		
18	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
19	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 470 Million	Mgmt	For	For
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For
	Ordinary Business	Mgmt		
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Airbnb, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: ABNB

Meeting Type: Annual

Primary ISIN: US0090661010 | Primary SEDOL: BMGYYH4

Airbnb, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nathan Blecharczyk	Mgmt	For	For
1.2	Elect Director Alfred Lin	Mgmt	For	Withhold
	Voter Rationale: 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 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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Airbus SE

Meeting Date: 04/19/2023 | Country: Netherlands | Ticker: AIR

Meeting Type: Annual

Primary ISIN: NL0000235190 | Primary SEDOL: 4012250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.1	Discussion on Company's Corporate Governance Structure	Mgmt		
2.2	Receive Report on Business and Financial Statements	Mgmt		
2.3	Receive Explanation on Company's Dividend Policy	Mgmt		
3.1	Receive Board Report	Mgmt		
3.2	Discussion on Leading the Journey Towards Clean Aerospace	Mgmt		
3.3	Discuss Potential Long-Term Strategic and Technological Partnership with Evidian and Acquisition of a Minority Stake in Evidian	Mgmt		
4.1	Adopt Financial Statements	Mgmt	For	For
4.2	Approve Allocation of Income	Mgmt	For	For
4.3	Approve Discharge of Non-Executive Directors	Mgmt	For	For

Airbus SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.4	Approve Discharge of Executive Directors	Mgmt	For	For
4.5	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For
4.6	Approve Implementation of Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
4.7	Reelect Ralph D. Crosby, Jr. as Non-Executive Director	Mgmt	For	For
4.8	Reelect Mark Dunkerley as Non-Executive Director	Mgmt	For	Abstain
	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.			
4.9	Reelect Stephan Gemkow as Non-Executive Director	Mgmt	For	For
4.10	Elect Antony Wood as Non-Executive Director	Mgmt	For	For
4.11	Grant Board Authority to Issue Shares and Exclude Preemptive Rights for the Purpose of Employee Share Ownership Plans and Share-Related Long-Term Incentive Plans	Mgmt	For	For
4.12	Grant Board Authority to Issue Shares and Exclude Preemptive Rights for the Purpose of Company Funding	Mgmt	For	For
4.13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
4.14	Approve Cancellation of Repurchased Shares	Mgmt	For	For
5	Close Meeting	Mgmt		

AIXTRON SE

Meeting Date: 05/17/2023 | Country: Germany | Ticker: AIXA

Meeting Type: Annual

Primary ISIN: DE000A0WMPJ6 | Primary SEDOL: 5468346

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.31 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For

AIXTRON SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
6	Reelect Kim Schindelhauer to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: The nomination committee should be majority independent and this directors membership could hamper the committees 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 40% of the board. 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.			
7	Ratify KPMG AG as Auditors for Fiscal Year 2023	Mgmt	For	For
8.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
8.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For

Ajinomoto Co., Inc.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 2802

Meeting Type: Annual

Primary ISIN: JP3119600009 | Primary SEDOL: 6010906

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 37	Mgmt	For	For
2.1	Elect Director Iwata, Kimie	Mgmt	For	For
2.2	Elect Director Nakayama, Joji	Mgmt	For	For
2.3	Elect Director Toki, Atsushi	Mgmt	For	For
2.4	Elect Director Indo, Mami	Mgmt	For	For
2.5	Elect Director Hatta, Yoko	Mgmt	For	For
2.6	Elect Director Scott Trevor Davis	Mgmt	For	For
2.7	Elect Director Fujie, Taro	Mgmt	For	For
2.8	Elect Director Shiragami, Hiroshi	Mgmt	For	For
2.9	Elect Director Sasaki, Tatsuya	Mgmt	For	For
2.10	Elect Director Saito, Takeshi	Mgmt	For	For
2.11	Elect Director Matsuzawa, Takumi	Mgmt	For	For

Akamai Technologies, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: AKAM

Meeting Type: Annual

Primary ISIN: US00971T1016 | Primary SEDOL: 2507457

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sharon Bowen	Mgmt	For	For
1.2	Elect Director Marianne Brown	Mgmt	For	For
1.3	Elect Director Monte Ford	Mgmt	For	For
1.4	Elect Director Dan Hesse	Mgmt	For	For
1.5	Elect Director Tom Killalea	Mgmt	For	For
1.6	Elect Director Tom Leighton	Mgmt	For	For
1.7	Elect Director Jonathan Miller	Mgmt	For	For
1.8	Elect Director Madhu Ranganathan	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.9	Elect Director Ben Verwaayen	Mgmt	For	For
1.10	Elect Director Bill Wagner	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Akamai Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Ratify PricewaterhouseCoopers 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.			

Aker BP ASA

Meeting Date: 04/14/2023 | Country: Norway | Ticker: AKRBP

Meeting Type: Annual

Primary ISIN: NO0010345853 | Primary SEDOL: B1L95G3

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting; Registration of Attending Shareholders and Proxies	Mgmt		
2	Elect Chairman of Meeting; Designate Inspector of Minutes of Meeting	Mgmt	For	Do Not Vote
3	Approve Notice of Meeting and Agenda	Mgmt	For	Do Not Vote
4	Accept Financial Statements and Statutory Reports	Mgmt	For	Do Not Vote
5	Approve Remuneration Statement	Mgmt	For	Do Not Vote
6	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Do Not Vote
7	Approve Remuneration of Auditors	Mgmt	For	Do Not Vote
8	Approve Remuneration of Directors in the Amount of NOK 905,000 for Chairman, NOK 485,000 for Deputy Chair and NOK 425,000 for Other Directors	Mgmt	For	Do Not Vote
9	Approve Remuneration of Nomination Committee	Mgmt	For	Do Not Vote
10	Reelect Kjell Inge Rokke, Anne Marie Cannon and Kate Thomson as Directors	Mgmt	For	Do Not Vote
11	Elect Members of Nominating Committee	Mgmt	For	Do Not Vote
12	Approve Creation of Pool of Capital without Preemptive Rights	Mgmt	For	Do Not Vote
13	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Do Not Vote
14	Authorize Board to Distribute Dividends	Mgmt	For	Do Not Vote

Aker BP ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Amend Articles Re: General Meeting; Nomination Committee	Mgmt	For	Do Not Vote

Akero Therapeutics, Inc.

Meeting Date: 06/23/2023 | Country: USA | Ticker: AKRO
Meeting Type: Annual
Primary ISIN: US00973Y1082 | Primary SEDOL: BK7Y2V9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew Cheng	Mgmt	For	For
	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.			
1.2	Elect Director Jane Henderson	Mgmt	For	Withhold
	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.			
1.3	Elect Director Mark T. Iwicki	Mgmt	For	Withhold
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Alamos Gold Inc.

Meeting Date: 05/25/2023 | Country: Canada | Ticker: AGI
Meeting Type: Annual
Primary ISIN: CA0115321089 | Primary SEDOL: BZ3DNP6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elaine Ellingham	Mgmt	For	Withhold

Alamos Gold Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director David Fleck	Mgmt	For	For
1.3	Elect Director David Gower	Mgmt	For	Withhold
	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.			
1.4	Elect Director Claire M. Kennedy	Mgmt	For	For
1.5	Elect Director John A. McCluskey	Mgmt	For	For
1.6	Elect Director Monique Mercier	Mgmt	For	For
1.7	Elect Director Paul J. Murphy	Mgmt	For	For
1.8	Elect Director J. Robert S. Prichard	Mgmt	For	For
1.9	Elect Director Shaun Usmar	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Alarm.com Holdings, Inc.

Meeting Date: 06/07/2023 Country: USA Ticker: ALRM

Meeting Type: Annual

Primary ISIN: US0116421050 Primary SEDOL: BYN7H26

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Donald Clarke	Mgmt	For	For
1.2	Elect Director Stephen Evans	Mgmt	For	For
1.3	Elect Director Timothy McAdam	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.4	Elect Director Timothy J. Whall	Mgmt	For	For
1.5	Elect Director Simone Wu	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Alarm.com Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4	Amend Bylaws to Allow Time for Votes to be Casted or Changed After a Final Proposal is Presented at the Annual Meeting	SH	Against	Against

Albany International Corp.

Meeting Date: 05/12/2023 Country: USA Ticker: AIN

Meeting Type: Annual

Primary ISIN: US0123481089 Primary SEDOL: 2012757

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Erland E. Kailbourne	Mgmt	For	For
1.2	Elect Director John R. Scannell	Mgmt	For	For
1.3	Elect Director Katharine L. Plourde	Mgmt	For	Withhold
	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.			
1.4	Elect Director A. William Higgins	Mgmt	For	For
1.5	Elect Director Kenneth W. Krueger	Mgmt	For	For
1.6	Elect Director Mark J. Murphy	Mgmt	For	For
1.7	Elect Director J. Michael McQuade	Mgmt	For	For
1.8	Elect Director Christina M. Alvord	Mgmt	For	For
1.9	Elect Director Russell E. Toney	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	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.			
6	Eliminate Class B Common Stock	Mgmt	For	For

Albemarle Corporation

Meeting Date: 05/02/2023 | Country: USA | Ticker: ALB
Meeting Type: Annual
Primary ISIN: US0126531013 | Primary SEDOL: 2046853

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director M. Lauren Brlas	Mgmt	For	For
1b	Elect Director Ralf H. Cramer	Mgmt	For	For
1c	Elect Director J. Kent Masters, Jr.	Mgmt	For	For
1d	Elect Director Glenda J. Minor	Mgmt	For	For
1e	Elect Director James J. O'Brien	Mgmt	For	For
1f	Elect Director Diarmuid B. O'Connell	Mgmt	For	For
1g	Elect Director Dean L. Seavers	Mgmt	For	For
1h	Elect Director Gerald A. Steiner	Mgmt	For	For
1i	Elect Director Holly A. Van Deursen	Mgmt	For	For
1j	Elect Director Alejandro D. Wolff	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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. Overall, with the balance in 3-yr pay-for-performance, we are supportive of this plan at this time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Approve Non-Employee Director Restricted 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. 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. Overall, these are not dispositive concerns in this particular instance.			

Alcon Inc.

Meeting Date: 05/05/2023 | Country: Switzerland | Ticker: ALC
Meeting Type: Annual
Primary ISIN: CH0432492467 | Primary SEDOL: BJT1GR5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Discharge of Board and Senior Management	Mgmt	For	For
3	Approve Allocation of Income and Dividends of CHF 0.21 per Share	Mgmt	For	For
4.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
4.2	Approve Remuneration of Directors in the Amount of CHF 3.9 Million	Mgmt	For	For
4.3	Approve Remuneration of Executive Committee in the Amount of CHF 41.9 Million	Mgmt	For	For
5.1	Reelect Michael Ball as Director and Board Chair	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
5.2	Reelect Lynn Bleil as Director	Mgmt	For	For
5.3	Reelect Raquel Bono as Director	Mgmt	For	For
5.4	Reelect Arthur Cummings as Director	Mgmt	For	For
5.5	Reelect David Endicott as Director	Mgmt	For	For
5.6	Reelect Thomas Glanzmann as Director	Mgmt	For	For
5.7	Reelect Keith Grossman as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.			
5.8	Reelect Scott Maw as Director	Mgmt	For	For
5.9	Reelect Karen May as Director	Mgmt	For	For
5.10	Reelect Ines Poeschel as Director	Mgmt	For	For
5.11	Reelect Dieter Spaelti as Director	Mgmt	For	For
6.1	Reappoint Thomas Glanzmann as Member of the Compensation Committee	Mgmt	For	For
6.2	Reappoint Scott Maw as Member of the Compensation Committee	Mgmt	For	For

Alcon Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.3	Reappoint Karen May as Member of the Compensation Committee	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
6.4	Reappoint Ines Poeschel as Member of the Compensation Committee	Mgmt	For	For
7	Designate Hartmann Dreyer as Independent Proxy	Mgmt	For	For
8	Ratify PricewaterhouseCoopers SA as Auditors	Mgmt	For	For
9.1	Approve Creation of Capital Band within the Upper Limit of CHF 22 Million and the Lower Limit of CHF 19 Million with or without Exclusion of Preemptive Rights	Mgmt	For	For
9.2	Approve Creation of CHF 2 Million Pool of Conditional Capital for Financings, Mergers and Acquisitions	Mgmt	For	For
9.3	Amend Articles Re: Conversion of Shares; Subscription Rights	Mgmt	For	For
9.4	Amend Articles Re: General Meetings	Mgmt	For	For
9.5	Amend Articles Re: Board Meetings; Powers of the Board of Directors	Mgmt	For	For
9.6	Amend Articles Re: Compensation; External Mandates for Members of the Board of Directors and Executive Committee	Mgmt	For	For
10	Transact Other Business (Voting)	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Alexander & Baldwin, Inc.

Meeting Date: 04/25/2023 Country: USA Ticker: ALEX

Meeting Type: Annual

Primary ISIN: US0144911049 Primary SEDOL: B827VB2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christopher J. Benjamin	Mgmt	For	For
1.2	Elect Director Diana M. Laing	Mgmt	For	Against
	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. 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.			

Alexander & Baldwin, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director John T. Leong	Mgmt	For	For
1.4	Elect Director Thomas A. Lewis, Jr.	Mgmt	For	For
	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.			
1.5	Elect Director Douglas M. Pasquale	Mgmt	For	For
1.6	Elect Director Michele K. Saito	Mgmt	For	For
	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.			
1.7	Elect Director Eric K. Yeaman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	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.			

Alexander's, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: ALX

Meeting Type: Annual

Primary ISIN: US0147521092 | Primary SEDOL: 2014021

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas R. DiBenedetto	Mgmt	For	Withhold
	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.			
1.2	Elect Director Mandakini Puri	Mgmt	For	For
1.3	Elect Director Russell B. Wight, Jr.	Mgmt	For	Withhold
	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.			

Alexander's, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	None	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Alexandria Real Estate Equities, Inc.

Meeting Date: 05/16/2023 Country: USA Ticker: ARE

Meeting Type: Annual

Primary ISIN: US0152711091 Primary SEDOL: 2009210

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joel S. Marcus	Mgmt	For	For
	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.			
1b	Elect Director Steven R. Hash	Mgmt	For	For
1c	Elect Director James P. Cain	Mgmt	For	Against
	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 maintains governing documents that prohibit shareholders' ability to amend the bylaws.			
1d	Elect Director Cynthia L. Feldmann	Mgmt	For	For
1e	Elect Director Maria C. Freire	Mgmt	For	Against
	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 maintains governing documents that prohibit shareholders' ability to amend the bylaws.			
1f	Elect Director Richard H. Klein	Mgmt	For	Against
	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.			

Alexandria Real Estate Equities, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Michael A. Woronoff	Mgmt	For	Against
	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 maintains governing documents that prohibit shareholders' ability to amend the bylaws.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Algonquin Power & Utilities Corp.

Meeting Date: 06/20/2023 | Country: Canada | Ticker: AQN

Meeting Type: Annual

Primary ISIN: CA0158571053 | Primary SEDOL: B51BMR7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
2.1	Elect Director Arun Banskota	Mgmt	For	For
2.2	Elect Director Melissa Stapleton Barnes	Mgmt	For	For
2.3	Elect Director Amee Chande	Mgmt	For	For
2.4	Elect Director Daniel Goldberg	Mgmt	For	For
2.5	Elect Director Christopher Huskilson	Mgmt	For	For
2.6	Elect Director D. Randy Laney	Mgmt	For	For
2.7	Elect Director Kenneth Moore	Mgmt	For	For
2.8	Elect Director Masheed Saidi	Mgmt	For	For
2.9	Elect Director Dilek Samil	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Alight, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: ALIT
Meeting Type: Annual
Primary ISIN: US01626W1018 | Primary SEDOL: BNG7BZ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel S. Henson	Mgmt	For	Against
	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 structure, 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.			
1b	Elect Director Richard N. Massey	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. 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.			
1c	Elect Director Kausik Rajgopal	Mgmt	For	For
1d	Elect Director Stephan D. Scholl	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
	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.			

Align Technology, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: ALGN
Meeting Type: Annual
Primary ISIN: US0162551016 | Primary SEDOL: 2679204

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin J. Dallas	Mgmt	For	For
1.2	Elect Director Joseph M. Hogan	Mgmt	For	For
1.3	Elect Director Joseph Lacob	Mgmt	For	Against
	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. 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. Company fails to meet our Climate VAM Net Zero Model expectations. In particular, we note the company has failed to disclose scope emissions and has no 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.			
1.4	Elect Director C. Raymond Larkin, Jr.	Mgmt	For	For

Align Technology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director George J. Morrow	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			
1.6	Elect Director Anne M. Myong	Mgmt	For	For
1.7	Elect Director Andrea L. Saia	Mgmt	For	For
1.8	Elect Director Susan E. Siegel	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
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			
6	Ratify PricewaterhouseCoopers 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.			

Alignment Healthcare, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: ALHC

Meeting Type: Annual

Primary ISIN: US01625V1044 | Primary SEDOL: BNNLSZ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jody Bilney	Mgmt	For	Withhold

Alignment Healthcare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director David Hodgson	Mgmt	For	Withhold
	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.			
1.3	Elect Director Jacqueline Kosecoff	Mgmt	For	Withhold
	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. 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.			
1.4	Elect Director Jeffrey Margolis	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	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. 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.			

Alinma Bank

Meeting Date: 04/30/2023 | Country: Saudi Arabia | Ticker: 1150

Meeting Type: Annual

Primary ISIN: SA122050HV19 | Primary SEDOL: B39NWT3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Board Report on Company Operations for FY 2022	Mgmt	For	For
2	Accept Financial Statements and Statutory Reports for FY 2022	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Auditors' Report on Company Financial Statements for FY 2022	Mgmt	For	For
4	Approve Discharge of Directors for FY 2022	Mgmt	For	For
5	Ratify Auditors and Fix Their Remuneration for Q1, Q2, Q3 and Annual Statement of FY 2023 and Q1 for FY 2024	Mgmt	For	Against
	Voter Rationale: Fees paid to the auditor should be disclosed and specify any non-audit work undertaken by the auditor.			
6	Approve Dividends of SAR 0.50 per Share for Second Half of FY 2022	Mgmt	For	For
7	Approve Remuneration of Directors of SAR 9,085,604.40 for FY 2022	Mgmt	For	For
8	Approve Interim Dividends Semi Annually or Quarterly for FY 2023	Mgmt	For	For
9	Amend Shariah Committee Charter	Mgmt	For	For
10	Amend Audit Committee Charter	Mgmt	For	For
11	Approve Corporate Social Responsibility Policy	Mgmt	For	For
12	Elect Haytham Al Sheikh Mubarak and Othman Al Tuweejri as Members of Audit Committee	Mgmt	For	For
13	Delete Article 8 of Bylaws Re: Subscription	Mgmt	For	For
14	Amend Article 9 of Bylaws Re: Shares	Mgmt	For	For
15	Amend Article 10 of Bylaws Re: Trading of Shares	Mgmt	For	For
16	Amend 13 of Bylaws Re: Increase of Capital	Mgmt	For	For
17	Amend 14 of Bylaws Re: Decrease of Capital	Mgmt	For	For
18	Amend 15 of Bylaws Re: Purchase of Shares	Mgmt	For	For
19	Amend Article 18 of Bylaws Re: Management	Mgmt	For	For
20	Amend Article 19 of Bylaws Re: Membership Expiry	Mgmt	For	For
21	Amend Article 20 of Bylaws Re: Powers	Mgmt	For	For
22	Amend Article 22 of Bylaws Re: Executive Committee	Mgmt	For	For
23	Amend Article 23 of Bylaws Re: Audit Committee	Mgmt	For	Against
	Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.			
24	Amend Article 25 of Bylaws Re: Chairman, Vice Chairman, and Secretary	Mgmt	For	For
25	Amend Article 26 of Bylaws Re: Meetings	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
26	Amend Article 27 of Bylaws Re: Quorum of Meetings	Mgmt	For	For
27	Amend Article 28 of Bylaws Re: Board's Resolutions	Mgmt	For	For
28	Amend Article 29 of Bylaws Re: General Assembly Meeting	Mgmt	For	For
29	Delete Article 30 of Bylaws Re: Founding Assembly	Mgmt	For	For
30	Amend Article 33 of Bylaws Re: Convening of General Assembly Meetings	Mgmt	For	Against
	Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.			
31	Amend Article 34 of Bylaws Re: Method of Attending	Mgmt	For	For
32	Amend Article 35 of Bylaws Re: Quorum of Ordinary General Assembly	Mgmt	For	For
33	Amend Article 36 of Bylaws Re: Quorum of Extraordinary General Assembly	Mgmt	For	For
34	Amend Article 38 of Bylaws Re: Resolutions	Mgmt	For	For
35	Amend Article 39 of Bylaws Re: Agenda	Mgmt	For	Against
	Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.			
36	Amend Article 40 of Bylaws Re: General Assemblies Chairmanship	Mgmt	For	For
37	Amend Article 42 of Bylaws Re: Records	Mgmt	For	For
38	Amend Article 43 of Bylaws Re: Fiscal Year	Mgmt	For	For
39	Amend Article 44 of Bylaws Re: Financial Statement and Board's Report	Mgmt	For	For
40	Amend Article 47 of Bylaws Re: Liability Actions	Mgmt	For	For
41	Amend Article 48 of Bylaws Re: Company's Losses	Mgmt	For	For
42	Amend Article 51 of Bylaws Re: Shariah Governance	Mgmt	For	For
43	Approve Rearrangement and Numbering of Company's Articles of Association	Mgmt	For	For
44	Approve Employee Stock Incentive program and Authorize Board to Approve the Rules and Any Future Amendments on the Program	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Alinma Bank

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
45	Authorize Share Repurchase Program up to 5,000,000 Shares for the Purpose of Employee Stok Incentive Program and Authorize Board to Execute the Resolution	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
46	Approve Authorization of the Board Regarding Future Related Party Transactions According to Paragraph 1 of Article 27 of Companies Law	Mgmt	For	For
47	Approve Authorization of the Board Regarding Future Related Party Transactions According to Paragraph 2 of Article 27 of Companies Law	Mgmt	For	For
48	Allow Anees Muominah to Be Involved with Competitor Companies	Mgmt	For	For
49	Approve Related Party Transactions with Alinma Tokyo Marine Company Re: Issuance and Renewal of Insurance Policies for the Bank	Mgmt	For	For

Alkermes Plc

Meeting Date: 06/29/2023 | Country: Ireland | Ticker: ALKS

Meeting Type: Proxy Contest

Primary ISIN: IE00B56GVS15 | Primary SEDOL: B3P6D26

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 7 Directors	Mgmt		
1A	Elect Management Nominee Director Emily Peterson Alva	Mgmt	For	For
	Voter Rationale: We elect to support this nominee.			
1B	Elect Management Nominee Director Shane M. Cooke	Mgmt	For	For
	Voter Rationale: We elect to support this nominee.			
1C	Elect Management Nominee Director Richard B. Gaynor	Mgmt	For	For
	Voter Rationale: We elect to support this nominee.			
1D	Elect Management Nominee Director Cato T. Laurencin	Mgmt	For	For
	Voter Rationale: We elect to support this nominee.			

Alkermes Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1E	Elect Management Nominee Director Brian P. McKeon	Mgmt	For	For
	Voter Rationale: We elect to support this nominee.			
1F	Elect Management Nominee Director Richard F. Pops	Mgmt	For	For
	Voter Rationale: We elect to support this nominee.			
1G	Elect Management Nominee Director Christopher I. Wright	Mgmt	For	For
	Voter Rationale: We elect to support this nominee.			
1H	Elect Dissident Nominee Director Patrice Bonfiglio	SH	Withhold	Withhold
	Voter Rationale: We elect to not support this nominee.			
1I	Elect Dissident Nominee Director Alexander J. Denner	SH	Withhold	Withhold
	Voter Rationale: We elect to not support this nominee.			
1J	Elect Dissident Nominee Director Sarah J. Schlesinger	SH	Withhold	Withhold
	Voter Rationale: We elect to not support this nominee.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
4	Amend Omnibus 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.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.			
5	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For
6	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	For
	Dissident Universal Proxy (Blue Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 7 Directors	Mgmt		
	SARISSA NOMINEES	Mgmt		
1A	Elect Dissident Nominee Director Patrice Bonfiglio	SH	For	Do Not Vote
1B	Elect Dissident Nominee Director Alexander J. Denner	SH	For	Do Not Vote
1C	Elect Dissident Nominee Director Sarah J. Schlesinger	SH	For	Do Not Vote
	UNOPPOSED COMPANY NOMINEES	Mgmt		

Alkermes Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1D	Elect Management Nominee Director Emily Peterson Alva	Mgmt	For	Do Not Vote
1E	Elect Management Nominee Director Cato T. Laurencin	Mgmt	For	Do Not Vote
1F	Elect Management Nominee Director Brian P. McKeon	Mgmt	For	Do Not Vote
1G	Elect Management Nominee Director Christopher I. Wright	Mgmt	For	Do Not Vote
	OPPOSED COMPANY NOMINEES	Mgmt		
1H	Elect Management Nominee Director Shane M. Cooke	Mgmt	Withhold	Do Not Vote
1I	Elect Management Nominee Director Richard B. Gaynor	Mgmt	Withhold	Do Not Vote
1J	Elect Management Nominee Director Richard F. Pops	Mgmt	Withhold	Do Not Vote
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	Against	Do Not Vote
	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.			
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Do Not Vote
	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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Do Not Vote
	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. 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. This plan could lead to excessive dilution.			
5	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	Do Not Vote
6	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	Do Not Vote

Allegion Plc

Meeting Date: 06/08/2023 | Country: Ireland | Ticker: ALLE

Meeting Type: Annual

Primary ISIN: IE00BFRT3W74 | Primary SEDOL: BFRT3W7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect as Director Kirk S. Hachigian	Mgmt	For	For

Allegion Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect as Director Steven C. Mizell	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1c	Elect as Director Nicole Parent Haughey	Mgmt	For	For
1d	Elect as Director Lauren B. Peters	Mgmt	For	For
1e	Elect as Director Ellen Rubin	Mgmt	For	For
1f	Elect as Director Dean I. Schaffer	Mgmt	For	For
1g	Elect as Director John H. Stone	Mgmt	For	For
1h	Elect as Director Dev Vardhan	Mgmt	For	For
1i	Elect as Director Martin E. Welch, III	Mgmt	For	For
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Approve 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Ratify PricewaterhouseCoopers as Auditors and Authorise Their Remuneration	Mgmt	For	For
5	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For
6	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	For

Allianz SE

Meeting Date: 05/04/2023 | Country: Germany | Ticker: ALV

Meeting Type: Annual

Primary ISIN: DE0008404005 | Primary SEDOL: 5231485

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 11.40 per Share	Mgmt	For	For

Allianz SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Approve Discharge of Management Board Member Oliver Baete for Fiscal Year 2022	Mgmt	For	For
3.2	Approve Discharge of Management Board Member Sergio Balbinot for Fiscal Year 2022	Mgmt	For	For
3.3	Approve Discharge of Management Board Member Sirma Boshnakova for Fiscal Year 2022	Mgmt	For	For
3.4	Approve Discharge of Management Board Member Barbara Karuth-Zelle for Fiscal Year 2022	Mgmt	For	For
3.5	Approve Discharge of Management Board Member Klaus-Peter Roehler for Fiscal Year 2022	Mgmt	For	For
3.6	Approve Discharge of Management Board Member Ivan de la Sota for Fiscal Year 2022	Mgmt	For	For
3.7	Approve Discharge of Management Board Member Giulio Terzariol for Fiscal Year 2022	Mgmt	For	For
3.8	Approve Discharge of Management Board Member Guenther Thallinger for Fiscal Year 2022	Mgmt	For	For
3.9	Approve Discharge of Management Board Member Christopher Townsend for Fiscal Year 2022	Mgmt	For	For
3.10	Approve Discharge of Management Board Member Renate Wagner for Fiscal Year 2022	Mgmt	For	For
3.11	Approve Discharge of Management Board Member Andreas Wimmer for Fiscal Year 2022	Mgmt	For	For
4.1	Approve Discharge of Supervisory Board Member Michael Diekmann for Fiscal Year 2022	Mgmt	For	For
4.2	Approve Discharge of Supervisory Board Member Gabriele Burkhardt-Berg for Fiscal Year 2022	Mgmt	For	For
4.3	Approve Discharge of Supervisory Board Member Herbert Hainer for Fiscal Year 2022	Mgmt	For	For
4.4	Approve Discharge of Supervisory Board Member Sophie Boissard for Fiscal Year 2022	Mgmt	For	For
4.5	Approve Discharge of Supervisory Board Member Christine Bosse for Fiscal Year 2022	Mgmt	For	For
4.6	Approve Discharge of Supervisory Board Member Rashmy Chatterjee for Fiscal Year 2022	Mgmt	For	For
4.7	Approve Discharge of Supervisory Board Member Friedrich Eichiner for Fiscal Year 2022	Mgmt	For	For

Allianz SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.8	Approve Discharge of Supervisory Board Member Jean-Claude Le Goaer for Fiscal Year 2022	Mgmt	For	For
4.9	Approve Discharge of Supervisory Board Member Martina Grundler for Fiscal Year 2022	Mgmt	For	For
4.10	Approve Discharge of Supervisory Board Member Godfrey Hayward for Fiscal Year 2022	Mgmt	For	For
4.11	Approve Discharge of Supervisory Board Member Frank Kirsch for Fiscal Year 2022	Mgmt	For	For
4.12	Approve Discharge of Supervisory Board Member Juergen Lawrenz for Fiscal Year 2022	Mgmt	For	For
4.13	Approve Discharge of Supervisory Board Member Primiano Di Paolo for Fiscal Year 2022	Mgmt	For	For
4.14	Approve Discharge of Supervisory Board Member Jim Hagemann Snabe for Fiscal Year 2022	Mgmt	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7	Approve Remuneration of Supervisory Board	Mgmt	For	For
8	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
9	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For
10	Amend Article Re: Location of Annual Meeting	Mgmt	For	For

Allied Properties Real Estate Investment Trust

Meeting Date: 05/02/2023 Country: Canada Ticker: AP.UN

Meeting Type: Annual/Special

Primary ISIN: CA0194561027 Primary SEDOL: 2387701

Allied Properties Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Trustee Matthew Andrade	Mgmt	For	For
1B	Elect Trustee Kay Brekken	Mgmt	For	For
1C	Elect Trustee Thomas G. Burns	Mgmt	For	For
1D	Elect Trustee Hazel Claxton	Mgmt	For	For
1E	Elect Trustee Lois Cormack	Mgmt	For	For
1F	Elect Trustee Michael R. Emory	Mgmt	For	For
1G	Elect Trustee Antonia Rossi	Mgmt	For	For
1H	Elect Trustee Stephen L. Sender	Mgmt	For	For
1I	Elect Trustee Jennifer A. Tory	Mgmt	For	For
	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.			
1J	Elect Trustee Cecilia C. Williams	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
3	Approve Conversion from Closed-End Trust to an Open-End Trust	Mgmt	For	For
4	Amend Declaration of Trust	Mgmt	For	For
5	Advisory Vote on Executive Compensation Approach	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.			

Ally Financial Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: ALLY

Meeting Type: Annual

Primary ISIN: US02005N1000 | Primary SEDOL: B72XK05

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Franklin W. Hobbs	Mgmt	For	For
	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.			

Ally Financial Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Kenneth J. Bacon	Mgmt	For	For
1c	Elect Director William H. Cary	Mgmt	For	For
1d	Elect Director Mayree C. Clark	Mgmt	For	For
	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.			
1e	Elect Director Kim S. Fennebresque	Mgmt	For	For
	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.			
1f	Elect Director Melissa Goldman	Mgmt	For	For
1g	Elect Director Marjorie Magner	Mgmt	For	For
	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.			
1h	Elect Director David Reilly	Mgmt	For	For
1i	Elect Director Brian H. Sharples	Mgmt	For	For
1j	Elect Director Michael F. Steib	Mgmt	For	For
1k	Elect Director Jeffrey J. Brown	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	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.			

Alnylam Pharmaceuticals, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: ALNY

Meeting Type: Annual

Primary ISIN: US02043Q1076 Primary SEDOL: B00FWN1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael W. Bonney	Mgmt	For	For

Alnylam Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Yvonne L. Greenstreet	Mgmt	For	For
1c	Elect Director Phillip A. Sharp	Mgmt	For	For
	Voter Rationale: 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.			
1d	Elect Director Elliott Sigal	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Alphabet Inc.

Meeting Date: 06/02/2023 | Country: USA | Ticker: GOOGL

Meeting Type: Annual

Primary ISIN: US02079K3059 | Primary SEDOL: BYVY8G0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Larry Page	Mgmt	For	For
	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.			
1b	Elect Director Sergey Brin	Mgmt	For	For
	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.			
1c	Elect Director Sundar Pichai	Mgmt	For	For
1d	Elect Director John L. Hennessy	Mgmt	For	Against
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
1e	Elect Director Frances H. Arnold	Mgmt	For	For
1f	Elect Director R. Martin "Marty" Chavez	Mgmt	For	For

Alphabet Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director L. John Doerr	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1h	Elect Director Roger W. Ferguson, Jr.	Mgmt	For	For
1i	Elect Director Ann Mather	Mgmt	For	Against
	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.			
1j	Elect Director K. Ram Shriram	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1k	Elect Director Robin L. Washington	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	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 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. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Report on Lobbying Payments and Policy	SH	Against	Abstain
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			
7	Publish Congruency Report on Partnerships with Globalist Organizations and Company Fiduciary Duties	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Alphabet Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Report on Framework to Assess Company Lobbying Alignment with Climate Goals	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
9	Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalizing Abortion Access	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
10	Report on Risks of Doing Business in Countries with Significant Human Rights Concerns	SH	Against	Abstain
	Voter Rationale: The company faces risks related to human rights in its global operations. Good practice includes developing a clear human rights policy or code of practice, along with a narrative on how impacts are monitored and effectively mitigated.			
11	Publish Independent Human Rights Impact Assessment of Targeted Advertising Technology	SH	Against	For
	Voter Rationale: The company faces risks related to human rights in its global operations. Good practice includes developing a clear human rights policy or code of practice, along with a narrative on how impacts are monitored and effectively mitigated.			
12	Disclose More Quantitative and Qualitative Information on Algorithmic Systems	SH	Against	For
	Voter Rationale: The company has faced scrutiny over biases in its algorithmic systems and increased reporting would assist shareholders in assessing progress and management of related risks			
13	Report on Alignment of YouTube Policies With Online Safety Regulations	SH	Against	For
	Voter Rationale: Increased reporting would provide shareholders with more information on the company's management of related risks.			
14	Report on Content Governance and Censorship	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
15	Commission Independent Assessment of Effectiveness of Audit and Compliance Committee	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
16	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
17	Adopt Share Retention Policy For Senior Executives	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
18	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
	Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.			

Alphatec Holdings, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: ATEC
Meeting Type: Annual
Primary ISIN: US02081G2012 | Primary SEDOL: BD60BG7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth Altman	Mgmt	For	For
1.2	Elect Director Evan Bakst	Mgmt	For	For
1.3	Elect Director Mortimer Berkowitz, III	Mgmt	For	Withhold
	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.			
1.4	Elect Director Quentin Blackford	Mgmt	For	Withhold
	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.			
1.5	Elect Director Karen K. McGinnis	Mgmt	For	For
	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.			
1.6	Elect Director Marie Meynadier	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director Patrick S. Miles	Mgmt	For	For
1.8	Elect Director David H. Mowry	Mgmt	For	For
1.9	Elect Director David R. Pelizzon	Mgmt	For	For
1.10	Elect Director Jeffrey P. Rydin	Mgmt	For	For
1.11	Elect Director James L.L. Tullis	Mgmt	For	For
1.12	Elect Director Ward W. Woods	Mgmt	For	For
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. 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. 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.			

Alphatec Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Alps Alpine Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 6770
Meeting Type: Annual
Primary ISIN: JP3126400005 Primary SEDOL: 6021500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Kuriyama, Toshihiro	Mgmt	For	For
2.2	Elect Director Izumi, Hideo	Mgmt	For	For
2.3	Elect Director Kodaira, Satoshi	Mgmt	For	For
2.4	Elect Director Endo, Koichi	Mgmt	For	For
2.5	Elect Director Fujie, Naofumi	Mgmt	For	For
2.6	Elect Director Oki, Noriko	Mgmt	For	For
2.7	Elect Director Date, Hidefumi	Mgmt	For	For
3	Elect Director and Audit Committee Member Gomi, Yuko	Mgmt	For	For

Alteryx, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: AYX
Meeting Type: Annual
Primary ISIN: US02156B1035 Primary SEDOL: BYWMQJ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles R. Cory	Mgmt	For	Withhold

Alteryx, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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 reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the classified board, and the dual class capital structure, each of which adversely impacts shareholder rights. The Compensation Committee approved the exchange of outstanding stock options without prior shareholder approval.			
1.2	Elect Director Jeffrey L. Horing	Mgmt	For	Withhold
	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 reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the classified board, and the dual class capital structure, each of which adversely impacts shareholder rights.			
1.3	Elect Director Dean A. Stoecker	Mgmt	For	Withhold
	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			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. Variable remuneration should not contain a significant overlap of metrics. 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.			

Altice USA, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: ATUS

Meeting Type: Annual

Primary ISIN: US02156K1034 | Primary SEDOL: BDRY7P9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alexandre Fonseca	Mgmt	For	Against
	Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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.			
1b	Elect Director Patrick Drahi	Mgmt	For	Against
	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			
1c	Elect Director David Drahi	Mgmt	For	Against
	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			
1d	Elect Director Dexter Goei	Mgmt	For	For

Altice USA, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Mark Mullen	Mgmt	For	Against
	Voter Rationale: In the absence of a say-on-pay proposal on the ballot, we are holding the compensation committee accountable for the company's poor pay practices, including repricing without seeking unaffiliated shareholder approval, award of front-loaded time vesting equity, and exercising discretion to increase annual payout levels.			
1f	Elect Director Dennis Okhuijsen	Mgmt	For	For
1g	Elect Director Susan Schnabel	Mgmt	For	Against
	Voter Rationale: In the absence of a say-on-pay proposal on the ballot, we are holding the compensation committee accountable for the company's poor pay practices, including repricing without seeking unaffiliated shareholder approval, award of front-loaded time vesting equity, and exercising discretion to increase annual payout levels.			
1h	Elect Director Charles Stewart	Mgmt	For	Abstain
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
1i	Elect Director Raymond Svider	Mgmt	For	Against
	Voter Rationale: In the absence of a say-on-pay proposal on the ballot, we are holding the compensation committee accountable for the company's poor pay practices, including repricing without seeking unaffiliated shareholder approval, award of front-loaded time vesting equity, and exercising discretion to increase annual payout levels.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	Voter Rationale: .			

Altius Minerals Corporation

Meeting Date: 05/18/2023 | Country: Canada | Ticker: ALS

Meeting Type: Annual/Special

Primary ISIN: CA0209361009 | Primary SEDOL: 2122355

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicole Adshead-Bell	Mgmt	For	Withhold
	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.			
1b	Elect Director John Baker	Mgmt	For	For
1c	Elect Director Teresa Conway	Mgmt	For	For
1d	Elect Director Brian Dalton	Mgmt	For	For
1e	Elect Director Anna El-Erian	Mgmt	For	Withhold
	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.			
1f	Elect Director Andre Gaumond	Mgmt	For	For
1g	Elect Director Roger Lace	Mgmt	For	For
1h	Elect Director Fredrick Mifflin	Mgmt	For	Withhold
	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.			

Altius Minerals Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Jamie Strauss	Mgmt	For	Withhold
	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.			
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Re-approve Omnibus Long-Term Incentive 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. 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.			
4	Advisory Vote on Executive Compensation Approach	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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Amend By-Law No. 1	Mgmt	For	Against
	Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.			

Altus Group Limited

Meeting Date: 05/03/2023 Country: Canada Ticker: AIF

Meeting Type: Annual

Primary ISIN: CA02215R1073 Primary SEDOL: B67M8D9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Wai-Fong Au	Mgmt	For	For
1b	Elect Director Angela L. Brown	Mgmt	For	For
1c	Elect Director Colin J. Dyer	Mgmt	For	For
1d	Elect Director Tony Gaffney	Mgmt	For	For
1e	Elect Director Michael J. Gordon	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Anthony W. Long	Mgmt	For	For
1g	Elect Director Diane MacDiarmid	Mgmt	For	For
1h	Elect Director Raymond Mikulich	Mgmt	For	For
1i	Elect Director Carolyn M. Schuetz	Mgmt	For	For
1j	Elect Director Janet P. Woodruff	Mgmt	For	For

Altus Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote on Executive Compensation Approach	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Altus Power, Inc.

Meeting Date: 05/22/2023 | Country: USA | Ticker: AMPS

Meeting Type: Annual

Primary ISIN: US02217A1025 | Primary SEDOL: BPNXP05

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christine R. Detrick	Mgmt	For	Withhold
	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 structure, which adversely impacts shareholder rights.			
1b	Elect Director Robert M. Horn	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

AMADA Co., Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 6113

Meeting Type: Annual

Primary ISIN: JP3122800000 | Primary SEDOL: 6022105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 26	Mgmt	For	For
2.1	Elect Director Isobe, Tsutomu	Mgmt	For	Against
	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.			

AMADA Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Yamanashi, Takaaki	Mgmt	For	Against
	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.			
2.3	Elect Director Tadokoro, Masahiko	Mgmt	For	For
2.4	Elect Director Yamamoto, Koji	Mgmt	For	For
2.5	Elect Director Miwa, Kazuhiko	Mgmt	For	For
2.6	Elect Director Sasa, Hiroyuki	Mgmt	For	For
2.7	Elect Director Chino, Toshitake	Mgmt	For	For
2.8	Elect Director Miyoshi, Hidekazu	Mgmt	For	For
2.9	Elect Director Kobe, Harumi	Mgmt	For	For
3.1	Appoint Statutory Auditor Shibata, Kotaro	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Fujimoto, Takashi	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Takenouchi, Akira	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Murata, Makoto	Mgmt	For	For

Amalgamated Financial Corp.

Meeting Date: 05/24/2023 Country: USA Ticker: AMAL

Meeting Type: Annual

Primary ISIN: US0226711010 Primary SEDOL: BLR7B41

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lynne P. Fox	Mgmt	For	For
1b	Elect Director Priscilla Sims Brown	Mgmt	For	For
1c	Elect Director Maryann Bruce	Mgmt	For	For
1d	Elect Director Mark A. Finser	Mgmt	For	For
1e	Elect Director Darrell Jackson	Mgmt	For	Against
	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.			
1f	Elect Director Julie Kelly	Mgmt	For	For
1g	Elect Director JoAnn Lilek	Mgmt	For	For
1h	Elect Director John McDonagh	Mgmt	For	For

Amalgamated Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Meredith Miller	Mgmt	For	For
1j	Elect Director Robert G. Romasco	Mgmt	For	For
1k	Elect Director Edgar Romney, Sr.	Mgmt	For	For
2	Ratify Crowe LLP as Auditors	Mgmt	For	For
3	Approve Restricted Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			

Amano Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6436

Meeting Type: Annual

Primary ISIN: JP3124400007 | Primary SEDOL: 6027304

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For
2	Amend Articles to Amend Business Lines - Clarify Director Authority on Board Meetings	Mgmt	For	For
3.1	Elect Director Tsuda, Hiroyuki	Mgmt	For	Abstain
	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.			
3.2	Elect Director Yamazaki, Manabu	Mgmt	For	Abstain
	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.			
3.3	Elect Director Ihara, Kunihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Hata, Yoshihiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Amano Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.5	Elect Director Tazo, Fujinori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Kawashima, Kiyoshi	Mgmt	For	For
3.7	Elect Director Omori, Michinobu	Mgmt	For	For
3.8	Elect Director Watanabe, Sumie	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
4	Appoint Statutory Auditor Nakaya, Hanae	Mgmt	For	For
5	Appoint Alternate Statutory Auditor Shinta, Motoki	Mgmt	For	For
6	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Amazon.com, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: AMZN

Meeting Type: Annual

Primary ISIN: US0231351067 | Primary SEDOL: 2000019

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey P. Bezos	Mgmt	For	For
1b	Elect Director Andrew R. Jassy	Mgmt	For	For
1c	Elect Director Keith B. Alexander	Mgmt	For	For
1d	Elect Director Edith W. Cooper	Mgmt	For	For
1e	Elect Director Jamie S. Gorelick	Mgmt	For	For
1f	Elect Director Daniel P. Huttenlocher	Mgmt	For	For
1g	Elect Director Judith A. McGrath	Mgmt	For	Against
	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.			
1h	Elect Director Indra K. Nooyi	Mgmt	For	For
1i	Elect Director Jonathan J. Rubinstein	Mgmt	For	For
1j	Elect Director Patricia Q. Stonesifer	Mgmt	For	For
1k	Elect Director Wendell P. Weeks	Mgmt	For	For
2	Ratify Ratification of Ernst & Young 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.			

Amazon.com, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.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.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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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.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.			
6	Report on Climate Risk in Retirement Plan Options	SH	Against	Against
	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.			
7	Report on Customer Due Diligence	SH	Against	For
	Voter Rationale: The company faces risks related to human rights in its global operations. Good practice includes developing a clear human rights policy or code of practice, along with a narrative on how impacts are monitored and effectively mitigated.			
8	Revise Transparency Report to Provide Greater Disclosure on Government Requests	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
9	Report on Government Take Down Requests	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
10	Report on Impact of Climate Change Strategy Consistent With Just Transition Guidelines	SH	Against	For
	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.			
11	Publish a Tax Transparency Report	SH	Against	For
	Voter Rationale: Shareholders would benefit from increased transparency and disclosure regarding tax transparency in accordance with the internationally recognised GRI Tax Standard.			
12	Report on Climate Lobbying	SH	Against	Abstain
	Voter Rationale: While we believe that more granular information regarding the company's lobbying and policy influence activities are aligned with its climate commitments is useful. Amazon provides sufficient disclosure regarding how it identifies and mitigates misalignment between its lobbying activities and climate commitments.			
13	Report on Median and Adjusted Gender/Racial Pay Gaps	SH	Against	For
	Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Report on Cost/Benefit Analysis of Diversity, Equity and Inclusion Programs	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
15	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against
	Voter Rationale: This change is not in the best interest of shareholders.			
16	Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining	SH	Against	For
	Voter Rationale: Shareholders would benefit from increased disclosure through a third-party assessment of the company's commitment to its freedom of association policies and practices to provide assurance regarding the company's claims			
17	Consider Pay Disparity Between Executives and Other Employees	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
18	Report on Animal Welfare Standards	SH	Against	Against
	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			
19	Establish a Public Policy Committee	SH	Against	Against
	Voter Rationale: The board already has a committee to review corporate responsibility performance and risks. Best practice suggests that the board clearly define this committees role in reviewing sustainability policies, evaluating management implementation and report publicly on its work.			
20	Adopt a Policy to Include Non-Management Employees as Prospective Director Candidates	SH	Against	Against
	Voter Rationale: At this time, we believe the board and nominating committee retain full discretion in the recruitment process of nominees.			
21	Commission a Third Party Audit on Working Conditions	SH	Against	For
	Voter Rationale: Shareholders would benefit from increased disclosure through third-party auditing on warehouse working conditions given the discrepancies positioned by NGO reports and controversies to provide stakeholders with greater assurance that its current workplace safety policies and procedures are sufficient			
22	Report on Efforts to Reduce Plastic Use	SH	Against	Abstain
	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.			
23	Commission Third Party Study and Report on Risks Associated with Use of Rekognition	SH	Against	For
	Voter Rationale: The company faces risks related to human rights in its global operations. Good practice includes developing a clear human rights policy or code of practice, along with a narrative on how impacts are monitored and effectively mitigated.			

Ambac Financial Group, Inc.

Meeting Date: 06/22/2023 | Country: USA | Ticker: AMBC
Meeting Type: Annual
Primary ISIN: US0231398845 | Primary SEDOL: B7ZKH46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ian D. Haft	Mgmt	For	For
1b	Elect Director Lisa G. Iglesias	Mgmt	For	For
1c	Elect Director Joan Lamm-Tennant	Mgmt	For	Against
	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.			
1d	Elect Director Claude LeBlanc	Mgmt	For	For
1e	Elect Director Kristi A. Matus	Mgmt	For	For
1f	Elect Director Michael D. Price	Mgmt	For	For
1g	Elect Director Jeffrey S. Stein	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Ratify KPMG 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.			

Ambarella, Inc.

Meeting Date: 06/21/2023 | Country: Cayman Islands | Ticker: AMBA
Meeting Type: Annual
Primary ISIN: KYG037AX1015 | Primary SEDOL: B7KH3G6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Leslie Kohn	Mgmt	For	For
1.2	Elect Director D. Jeffrey Richardson	Mgmt	For	Withhold
	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.			
1.3	Elect Director Elizabeth M. Schwarting	Mgmt	For	For

Ambarella, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

AMC Networks Inc.

Meeting Date: 06/15/2023 Country: USA Ticker: AMCX

Meeting Type: Annual

Primary ISIN: US00164V1035 Primary SEDOL: B4MG4Z6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Matthew C. Blank	Mgmt	For	For
1.2	Elect Director Joseph M. Cohen	Mgmt	For	For
1.3	Elect Director Debra G. Perelman	Mgmt	For	For
1.4	Elect Director Leonard Tow	Mgmt	For	For
1.5	Elect Director Carl E. Vogel	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Variable remuneration should not contain a significant overlap of metrics. Long-term incentives should not be delivered via cash or other non-equity vehicles. 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. 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.			
4	Adopt Share Retention Policy For Senior Executives	SH	Against	For
	Voter Rationale: The more rigorous guidelines recommended by the proponent may better address concerns about creating a strong link between the interests of top executives and long-term shareholder value			

Amedisys, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: AMED
Meeting Type: Annual
Primary ISIN: US0234361089 | Primary SEDOL: 2024332

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard M. Ashworth	Mgmt	For	For
1.2	Elect Director Vickie L. Capps	Mgmt	For	For
1.3	Elect Director Molly J. Coye	Mgmt	For	For
1.4	Elect Director Julie D. Klapstein	Mgmt	For	For
1.5	Elect Director Teresa L. Kline	Mgmt	For	For
1.6	Elect Director Paul B. Kusserow	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director Bruce D. Perkins	Mgmt	For	For
1.8	Elect Director Jeffrey A. Rideout	Mgmt	For	For
1.9	Elect Director Ivanetta Davis Samuels	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.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.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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Amerant Bancorp Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: AMTB
Meeting Type: Annual
Primary ISIN: US0235761014 | Primary SEDOL: BKDSMB5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gerald P. Plush	Mgmt	For	For

Amerant Bancorp Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Pamella J. Dana	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. 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.			
1.3	Elect Director Miguel A. Capriles L.	Mgmt	For	For
1.4	Elect Director Samantha Holroyd	Mgmt	For	For
1.5	Elect Director Erin D. Knight	Mgmt	For	For
1.6	Elect Director Gustavo Marturet M.	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director John A. Quelch	Mgmt	For	For
1.8	Elect Director John W. Quill	Mgmt	For	For
1.9	Elect Director Ashaki Rucker	Mgmt	For	For
1.10	Elect Director Oscar Suarez	Mgmt	For	For
1.11	Elect Director Millar Wilson	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify RSM US LLP as Auditors	Mgmt	For	For

Ameresco, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: AMRC

Meeting Type: Annual

Primary ISIN: US02361E1082 | Primary SEDOL: B3SWPT2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Claire Hughes Johnson	Mgmt	For	For
1.2	Elect Director Frank V. Wisneski	Mgmt	For	Withhold
	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.			
1.3	Elect Director Charles R. Patton	Mgmt	For	For

Ameresco, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: 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. 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 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

American Equity Investment Life Holding Company

Meeting Date: 06/08/2023 | Country: USA | Ticker: AEL

Meeting Type: Annual

Primary ISIN: US0256762065 | Primary SEDOL: 2191300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joyce A. Chapman	Mgmt	For	Withhold
	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 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.			
1.2	Elect Director Michael E. Hayes	Mgmt	For	For
1.3	Elect Director Robert L. Howe	Mgmt	For	For
1.4	Elect Director William R. Kunkel	Mgmt	For	For
2	Ratify Ernst & Young 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 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.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
	Voter Rationale: We support an annual say on pay frequency.			

American Equity Investment Life Holding Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve 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.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.			

American Express Company

Meeting Date: 05/02/2023 Country: USA Ticker: AXP

Meeting Type: Annual

Primary ISIN: US0258161092 Primary SEDOL: 2026082

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas J. Baltimore	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1b	Elect Director John J. Brennan	Mgmt	For	For
1c	Elect Director Peter Chernin	Mgmt	For	Against
	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.			
1d	Elect Director Walter J. Clayton, III	Mgmt	For	For
1e	Elect Director Ralph de la Vega	Mgmt	For	For
1f	Elect Director Theodore J. Leonsis	Mgmt	For	For
1g	Elect Director Deborah P. Majoras	Mgmt	For	For
1h	Elect Director Karen L. Parkhill	Mgmt	For	For
1i	Elect Director Charles E. Phillips	Mgmt	For	For
1j	Elect Director Lynn A. Pike	Mgmt	For	For
1k	Elect Director Stephen J. Squeri	Mgmt	For	For
1l	Elect Director Daniel L. Vasella	Mgmt	For	For
1m	Elect Director Lisa W. Wardell	Mgmt	For	For
1n	Elect Director Christopher D. Young	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

American Express Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			
6	Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalizing Abortion Access	SH	Against	Against
	Voter Rationale: This is an evolving issue under review by US regulators, and one which the company is monitoring closely. New FCC regulations may resolve concerns, but the company should ensure that its existing policies are strong, practices are clear, and disclosure is excellent in order to avoid further rulemaking.			

American Financial Group, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: AFG

Meeting Type: Annual

Primary ISIN: US0259321042 | Primary SEDOL: 2134532

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carl H. Lindner, III	Mgmt	For	For
1.2	Elect Director S. Craig Lindner	Mgmt	For	For
1.3	Elect Director John B. Berding	Mgmt	For	For
1.4	Elect Director James E. Evans	Mgmt	For	Withhold
	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.			
1.5	Elect Director Terry S. Jacobs	Mgmt	For	Withhold
	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.			
1.6	Elect Director Gregory G. Joseph	Mgmt	For	Withhold
	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.			
1.7	Elect Director Mary Beth Martin	Mgmt	For	For
1.8	Elect Director Amy Y. Murray	Mgmt	For	For
1.9	Elect Director Evans N. Nwankwo	Mgmt	For	For

American Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director William W. Verity	Mgmt	For	Withhold
	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 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.			
1.11	Elect Director John I. Von Lehman	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

American Homes 4 Rent

Meeting Date: 05/09/2023 | Country: USA | Ticker: AMH

Meeting Type: Annual

Primary ISIN: US02665T3068 | Primary SEDOL: BCF5RR9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Matthew J. Hart	Mgmt	For	For
1b	Elect Director David P. Singelyn	Mgmt	For	For
1c	Elect Director Douglas N. Benham	Mgmt	For	For
	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.			
1d	Elect Director Jack Corrigan	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1e	Elect Director David Goldberg	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Tamara H. Gustavson	Mgmt	For	For
1g	Elect Director Michelle C. Kerrick	Mgmt	For	For
1h	Elect Director James H. Kropp	Mgmt	For	For
1i	Elect Director Lynn C. Swann	Mgmt	For	For
1j	Elect Director Winifred M. Webb	Mgmt	For	For
1k	Elect Director Jay Willoughby	Mgmt	For	For

American Homes 4 Rent

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1l	Elect Director Matthew R. Zaist	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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.			

American International Group, Inc.

Meeting Date: 05/10/2023 Country: USA Ticker: AIG

Meeting Type: Annual

Primary ISIN: US0268747849 Primary SEDOL: 2027342

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paola Bergamaschi	Mgmt	For	For
1b	Elect Director James Cole, Jr.	Mgmt	For	For
1c	Elect Director W. Don Cornwell	Mgmt	For	For
1d	Elect Director Linda A. Mills	Mgmt	For	For
1e	Elect Director Diana M. Murphy	Mgmt	For	For
1f	Elect Director Peter R. Porrino	Mgmt	For	For
1g	Elect Director John G. Rice	Mgmt	For	For
1h	Elect Director Therese M. Vaughan	Mgmt	For	For
1i	Elect Director Vanessa A. Wittman	Mgmt	For	For
1j	Elect Director Peter Zaffino	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Ratify PricewaterhouseCoopers 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.			

American International Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Require Independent Board Chair	SH	Against	For
	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.			

American States Water Company

Meeting Date: 05/23/2023 Country: USA Ticker: AWR
Meeting Type: Annual
Primary ISIN: US0298991011 Primary SEDOL: 2267171

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas A. Eichelberger	Mgmt	For	For
1.2	Elect Director Roger M. Ervin	Mgmt	For	For
1.3	Elect Director C. James Levin	Mgmt	For	For
	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.			
2	Approve Non-Employee Director Restricted Stock Plan	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify PricewaterhouseCoopers 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.			

American Tower Corporation

Meeting Date: 05/24/2023 Country: USA Ticker: AMT
Meeting Type: Annual
Primary ISIN: US03027X1000 Primary SEDOL: B7FBFL2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas A. Bartlett	Mgmt	For	For

American Tower Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Kelly C. Chambliss	Mgmt	For	For
1c	Elect Director Teresa H. Clarke	Mgmt	For	For
1d	Elect Director Raymond P. Dolan	Mgmt	For	For
1e	Elect Director Kenneth R. Frank	Mgmt	For	For
1f	Elect Director Robert D. Hormats	Mgmt	For	For
1g	Elect Director Grace D. Lieblein	Mgmt	For	For
1h	Elect Director Craig Macnab	Mgmt	For	For
1i	Elect Director JoAnn A. Reed	Mgmt	For	For
	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.			
1j	Elect Director Pamela D. A. Reeve	Mgmt	For	For
1k	Elect Director Bruce L. Tanner	Mgmt	For	For
1l	Elect Director Samme L. Thompson	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

American Water Works Company, Inc.

Meeting Date: 05/10/2023 Country: USA Ticker: AWK

Meeting Type: Annual

Primary ISIN: US0304201033 Primary SEDOL: B2R3PV1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey N. Edwards	Mgmt	For	For
1b	Elect Director Martha Clark Goss	Mgmt	For	For
1c	Elect Director M. Susan Hardwick	Mgmt	For	For
1d	Elect Director Kimberly J. Harris	Mgmt	For	For

American Water Works Company, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Laurie P. Havanec	Mgmt	For	For
1f	Elect Director Julia L. Johnson	Mgmt	For	For
1g	Elect Director Patricia L. Kampling	Mgmt	For	For
1h	Elect Director Karl F. Kurz	Mgmt	For	For
1i	Elect Director Michael L. Marberry	Mgmt	For	For
1j	Elect Director James G. Stavridis	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Oversee and Report a Racial Equity Audit	SH	Against	Abstain
	Voter Rationale: Although we consider this topic to be important to the company, at this time, we believe the company's current disclosure provides sufficient information to determine whether management and the board are taking into consideration attendant material risks.			

Americold Realty Trust

Meeting Date: 05/16/2023 | Country: USA | Ticker: COLD

Meeting Type: Annual

Primary ISIN: US03064D1081 | Primary SEDOL: B3SKZK7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director George F. Chappelle, Jr.	Mgmt	For	For
1b	Elect Director George J. Alburger, Jr.	Mgmt	For	For
1c	Elect Director Kelly H. Barrett	Mgmt	For	For
1d	Elect Director Robert L. Bass	Mgmt	For	For
1e	Elect Director Antonio F. Fernandez	Mgmt	For	For
1f	Elect Director Pamela K. Kohn	Mgmt	For	For
1g	Elect Director David J. Neithercut	Mgmt	For	For

Americold Realty Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Mark R. Patterson	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1i	Elect Director Andrew P. Power	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Ameriprise Financial, Inc.

Meeting Date: 04/26/2023 Country: USA Ticker: AMP

Meeting Type: Annual

Primary ISIN: US03076C1062 Primary SEDOL: B0J7D57

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James M. Cracchiolo	Mgmt	For	For
1b	Elect Director Robert F. Sharpe, Jr.	Mgmt	For	For
1c	Elect Director Dianne Neal Blixt	Mgmt	For	For
1d	Elect Director Amy DiGeso	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1e	Elect Director Christopher J. Williams	Mgmt	For	For
1f	Elect Director Armando Pimentel, Jr.	Mgmt	For	For
1g	Elect Director Brian T. Shea	Mgmt	For	For
1h	Elect Director W. Edward Walter, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			

Ameriprise Financial, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

AMERISAFE, Inc.

Meeting Date: 06/09/2023 | Country: USA | Ticker: AMSF

Meeting Type: Annual

Primary ISIN: US03071H1005 | Primary SEDOL: B0PPHS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael J. Brown	Mgmt	For	For
1.2	Elect Director G. Janelle Frost	Mgmt	For	For
1.3	Elect Director Sean M. Traynor	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

AMETEK, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: AME
Meeting Type: Annual
Primary ISIN: US0311001004 | Primary SEDOL: 2089212

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas A. Amato	Mgmt	For	For
1b	Elect Director Anthony J. Conti	Mgmt	For	For
1c	Elect Director Gretchen W. McClain	Mgmt	For	For
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Amgen Inc.

Meeting Date: 05/19/2023 | Country: USA | Ticker: AMGN
Meeting Type: Annual
Primary ISIN: US0311621009 | Primary SEDOL: 2023607

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Wanda M. Austin	Mgmt	For	For
1b	Elect Director Robert A. Bradway	Mgmt	For	For
1c	Elect Director Michael V. Drake	Mgmt	For	For
1d	Elect Director Brian J. Druker	Mgmt	For	For
1e	Elect Director Robert A. Eckert	Mgmt	For	For
1f	Elect Director Greg C. Garland	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1g	Elect Director Charles M. Holley, Jr.	Mgmt	For	For
1h	Elect Director S. Omar Ishrak	Mgmt	For	For

Amgen Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Tyler Jacks	Mgmt	For	For
1j	Elect Director Ellen J. Kullman	Mgmt	For	For
1k	Elect Director Amy E. Miles	Mgmt	For	For
1l	Elect Director Ronald D. Sugar	Mgmt	For	For
1m	Elect Director R. Sanders Williams	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
	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.			
4	Ratify Ernst & Young 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.			

Amicus Therapeutics, Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: FOLD

Meeting Type: Annual

Primary ISIN: US03152W1099 Primary SEDOL: B19FQ48

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lynn D. Bleil	Mgmt	For	For
1.2	Elect Director Bradley L. Campbell	Mgmt	For	For
2	Amend Omnibus 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. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Amicus Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
7	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

AMN Healthcare Services, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: AMN

Meeting Type: Annual

Primary ISIN: US0017441017 | Primary SEDOL: 2813552

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jorge A. Caballero	Mgmt	For	For
1b	Elect Director Mark G. Foletta	Mgmt	For	For
1c	Elect Director Teri G. Fontenot	Mgmt	For	For
1d	Elect Director Cary S. Grace	Mgmt	For	For
1e	Elect Director R. Jeffrey Harris	Mgmt	For	Against
	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.			
1f	Elect Director Daphne E. Jones	Mgmt	For	For
1g	Elect Director Martha H. Marsh	Mgmt	For	For
1h	Elect Director Sylvia Trent-Adams	Mgmt	For	For
1i	Elect Director Douglas D. Wheat	Mgmt	For	Against
	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.			
2	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.The remuneration committee should not allow vesting of incentive awards for substantially below median performance.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.A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify KPMG 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.			
4	Amend Right to Call Special Meeting	SH	Against	Against
	Voter Rationale: Current practices are consistent with SEC requirements			

Amneal Pharmaceuticals, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: AMRX
Meeting Type: Annual
Primary ISIN: US03168L1052 | Primary SEDOL: BFNF1D6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Emily Peterson Alva	Mgmt	For	For
1b	Elect Director Deb Autor	Mgmt	For	For
1c	Elect Director J. Kevin Buchi	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1d	Elect Director Jeff George	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1e	Elect Director John Kiely	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1f	Elect Director Paul Meister	Mgmt	For	Against
	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. 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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1g	Elect Director Ted Nark	Mgmt	For	For
1h	Elect Director Chintu Patel	Mgmt	For	For
1i	Elect Director Chirag Patel	Mgmt	For	For
1j	Elect Director Gautam Patel	Mgmt	For	For
1k	Elect Director Shlomo Yanai	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics.			

Amneal Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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.			

Amphastar Pharmaceuticals, Inc.

Meeting Date: 06/05/2023 | Country: USA | Ticker: AMPH

Meeting Type: Annual

Primary ISIN: US03209R1032 | Primary SEDOL: BNFWZS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Floyd F. Petersen	Mgmt	For	Against
	Voter Rationale: 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.			
1b	Elect Director Jacob Liawatidewi	Mgmt	For	For
1c	Elect Director William J. Peters	Mgmt	For	For
2	Ratify Ernst & Young 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.			
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. 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. 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.			

Amphenol Corporation

Meeting Date: 05/18/2023 | Country: USA | Ticker: APH
Meeting Type: Annual
Primary ISIN: US0320951017 | Primary SEDOL: 2145084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nancy A. Altobello	Mgmt	For	For
1.2	Elect Director David P. Falck	Mgmt	For	For
1.3	Elect Director Edward G. Jepsen	Mgmt	For	Against
	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. 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.			
1.4	Elect Director Rita S. Lane	Mgmt	For	For
1.5	Elect Director Robert A. Livingston	Mgmt	For	For
1.6	Elect Director Martin H. Loeffler	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director R. Adam Norwitt	Mgmt	For	For
1.8	Elect Director Prahlad Singh	Mgmt	For	For
1.9	Elect Director Anne Clarke Wolff	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Political Contributions and Expenditures	SH	Against	For
	Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporations behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.			

Amyris, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: AMRS
Meeting Type: Annual
Primary ISIN: US03236M2008 | Primary SEDOL: BF0FLW8

Amyris, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ana Dutra	Mgmt	For	For
1b	Elect Director Geoffrey Duyk	Mgmt	For	For
1c	Elect Director James McCann	Mgmt	For	Withhold
	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.			
1d	Elect Director Steven Mills	Mgmt	For	Withhold
	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.			
2	Ratify Macias Gini & O'Connell LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Increase Authorized Common Stock	Mgmt	For	For

ANA HOLDINGS INC.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 9202

Meeting Type: Annual

Primary ISIN: JP3429800000 | Primary SEDOL: 6014908

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Katanozaka, Shinya	Mgmt	For	For
1.2	Elect Director Hirako, Yuji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Shibata, Koji	Mgmt	For	For
1.4	Elect Director Fukuzawa, Ichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Hirasawa, Juichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

ANA HOLDINGS INC.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Kajita, Emiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Inoue, Shinichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.8	Elect Director Yamamoto, Ado	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Kobayashi, Izumi	Mgmt	For	For
1.10	Elect Director Katsu, Eijiro	Mgmt	For	For
1.11	Elect Director Minegishi, Masumi	Mgmt	For	For
2.1	Appoint Statutory Auditor Kano, Nozomu	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Mitsuhashi, Yukiko	Mgmt	For	For

Andlauer Healthcare Group Inc.

Meeting Date: 05/04/2023 Country: Canada Ticker: AND

Meeting Type: Annual

Primary ISIN: CA0342231077 Primary SEDOL: BJP26N8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Rona Ambrose	Mgmt	For	Withhold
	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.			
1B	Elect Director Michael Andlauer	Mgmt	For	For
1C	Elect Director Peter Jelley	Mgmt	For	For
1D	Elect Director Cameron Joyce	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1E	Elect Director Joseph Schlett	Mgmt	For	For
1F	Elect Director Evelyn Sutherland	Mgmt	For	Withhold
	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 a			
1G	Elect Director Thomas Wellner	Mgmt	For	For
	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			

Andlauer Healthcare Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Anglo American Plc

Meeting Date: 04/26/2023 | Country: United Kingdom | Ticker: AAL

Meeting Type: Annual

Primary ISIN: GB00B1XZS820 | Primary SEDOL: B1XZS82

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 Magali Anderson as Director	Mgmt	For	For
4	Re-elect Stuart Chambers as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
5	Re-elect Duncan Wanblad as Director	Mgmt	For	For
6	Re-elect Stephen Pearce as Director	Mgmt	For	For
7	Re-elect Ian Ashby as Director	Mgmt	For	For
8	Re-elect Marcelo Bastos as Director	Mgmt	For	For
9	Re-elect Hilary Maxson as Director	Mgmt	For	For
10	Re-elect Hixonia Nyasulu as Director	Mgmt	For	For
11	Re-elect Nonkululeko Nyembezi as Director	Mgmt	For	For
12	Re-elect Ian Tyler as Director	Mgmt	For	For
13	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
14	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
15	Approve Remuneration Policy	Mgmt	For	For
16	Approve Remuneration Report	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 Market Purchase of Ordinary Shares	Mgmt	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

ANI Pharmaceuticals, Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: ANIP

Meeting Type: Annual

Primary ISIN: US00182C1036 | Primary SEDOL: BCDWBX6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert E. Brown, Jr. *Withdrawn Resolution*	Mgmt		
1b	Elect Director Thomas Haughey	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1c	Elect Director Nikhil Lalwani	Mgmt	For	For
1d	Elect Director David B. Nash	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1e	Elect Director Antonio R. Pera	Mgmt	For	For
	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.			
1f	Elect Director Renee P. Tannenbaum	Mgmt	For	For
	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.			
1g	Elect Director Muthusamy Shanmugam	Mgmt	For	For
1h	Elect Director Jeanne A. Thoma	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1i	Elect Director Patrick D. Walsh	Mgmt	For	For
2	Ratify EisnerAmper LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

ANI Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	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. This plan could lead to excessive dilution. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Anicom Holdings, Inc.

Meeting Date: 06/23/2023 Country: Japan Ticker: 8715
Meeting Type: Annual
Primary ISIN: JP3122440005 Primary SEDOL: B3PQXL5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 4	Mgmt	For	For
2.1	Elect Director Komori, Nobuaki	Mgmt	For	For
2.2	Elect Director Momose, Yumiko	Mgmt	For	For
2.3	Elect Director Tanaka, Eiichi	Mgmt	For	For
2.4	Elect Director Shoyama, Katsuo	Mgmt	For	For
2.5	Elect Director David G. Litt	Mgmt	For	For
2.6	Elect Director Takemi, Hiromitsu	Mgmt	For	For
3	Appoint Statutory Auditor Aoyama, Keiji	Mgmt	For	For

Annaly Capital Management, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: NLY
Meeting Type: Annual
Primary ISIN: US0357108390 Primary SEDOL: BPMQ7X2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Francine J. Bovich	Mgmt	For	For
1b	Elect Director David L. Finkelstein	Mgmt	For	For
1c	Elect Director Thomas Hamilton	Mgmt	For	For
1d	Elect Director Kathy Hopinkah Hannan	Mgmt	For	For
1e	Elect Director Michael Haylon	Mgmt	For	For
1f	Elect Director Martin Laguerre	Mgmt	For	For

Annaly Capital Management, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Eric A. Reeves	Mgmt	For	For
1h	Elect Director John H. Schaefer	Mgmt	For	For
1i	Elect Director Glenn A. Votek	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1j	Elect Director Vicki Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Reduce Authorized Common Stock	Mgmt	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			

Anritsu Corp.

Meeting Date: 06/28/2023 Country: Japan Ticker: 6754

Meeting Type: Annual

Primary ISIN: JP3128800004 Primary SEDOL: 6044109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Hamada, Hirokazu	Mgmt	For	Against
	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.			
2.2	Elect Director Kubota, Akifumi	Mgmt	For	For
2.3	Elect Director Niimi, Masumi	Mgmt	For	For
2.4	Elect Director Shima, Takeshi	Mgmt	For	For
2.5	Elect Director Masamura, Tatsuro	Mgmt	For	For
2.6	Elect Director Ueda, Nozomi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Igarashi, Norio	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Aoyagi, Junichi	Mgmt	For	For

Anritsu Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Director and Audit Committee Member Saigo, Hidetoshi	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Wakinaga, Toru	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For

ANSYS, Inc.

Meeting Date: 05/12/2023 | Country: USA | Ticker: ANSS
Meeting Type: Annual
Primary ISIN: US03662Q1058 | Primary SEDOL: 2045623

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert M. Calderoni	Mgmt	For	For
1b	Elect Director Glenda M. Dorchak	Mgmt	For	For
1c	Elect Director Ajei S. Gopal	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Declassify the Board of Directors	Mgmt	For	For
	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.			

Antero Midstream Corporation

Meeting Date: 06/06/2023 | Country: USA | Ticker: AM
Meeting Type: Annual
Primary ISIN: US03676B1026 | Primary SEDOL: BJBT0Q4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter A. Dea	Mgmt	For	For

Antero Midstream Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director W. Howard Keenan, Jr.	Mgmt	For	Withhold
	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. 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. 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.			
1.3	Elect Director Janine J. McArdle	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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. 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.			
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

AOKI Holdings, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8214

Meeting Type: Annual

Primary ISIN: JP3105400000 | Primary SEDOL: 6045759

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines - 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

AOKI Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Aoki, Akihiro	Mgmt	For	Against
	Voter Rationale: We have concerns regarding the effectiveness of board oversight in light of the highly-publicized bribery scandal related to the Tokyo 2020 Olympics and its consequences.			
2.2	Elect Director Tamura, Haruo	Mgmt	For	Against
	Voter Rationale: We have concerns regarding the effectiveness of board oversight in light of the highly-publicized bribery scandal related to the Tokyo 2020 Olympics and its consequences.			
2.3	Elect Director Terui, Norio	Mgmt	For	For
2.4	Elect Director Aoki, Masamitsu	Mgmt	For	For
2.5	Elect Director Nagemoto, Keita	Mgmt	For	For
2.6	Elect Director Kawaguchi, Yoshiko	Mgmt	For	For
2.7	Elect Director Ohara, Yoko	Mgmt	For	For
2.8	Elect Director Takahashi, Mitsuo	Mgmt	For	For
2.9	Elect Director Nakamura, Eiichi	Mgmt	For	For
2.10	Elect Director Sugano, Sonoko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Minemura, Mitsuji	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Uehira, Yosuke	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Kanai, Satoru	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Tanaka, Yoshiyuki	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.			

Aon plc

Meeting Date: 06/16/2023 | Country: Ireland | Ticker: AON

Meeting Type: Annual

Primary ISIN: IE00BLP1HW54 | Primary SEDOL: BLP1HW5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lester B. Knight	Mgmt	For	For

Aon plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.2	Elect Director Gregory C. Case	Mgmt	For	For
1.3	Elect Director Jin-Yong Cai	Mgmt	For	For
1.4	Elect Director Jeffrey C. Campbell	Mgmt	For	For
	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.			
1.5	Elect Director Fulvio Conti	Mgmt	For	For
1.6	Elect Director Cheryl A. Francis	Mgmt	For	For
1.7	Elect Director Adriana Karaboutis	Mgmt	For	For
1.8	Elect Director Richard C. Notebaert	Mgmt	For	For
	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. The average board tenure at the company significantly exceeds the industry average, raising concerns regarding board refreshment and succession planning.			
1.9	Elect Director Gloria Santona	Mgmt	For	For
1.10	Elect Director Sarah E. Smith	Mgmt	For	For
1.11	Elect Director Byron O. Spruell	Mgmt	For	For
1.12	Elect Director Carolyn Y. Woo	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Ratify Ernst & Young Chartered Accountants as Statutory Auditor	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.			
6	Authorise the Audit Committee to Fix Remuneration of 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.			
7	Amend Omnibus 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. 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.			

Aozora Bank Ltd.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 8304
Meeting Type: Annual
Primary ISIN: JP3711200000 | Primary SEDOL: B1G1854

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tanikawa, Kei	Mgmt	For	Against
	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.			
1.2	Elect Director Yamakoshi, Koji	Mgmt	For	For
1.3	Elect Director Omi, Hideto	Mgmt	For	For
1.4	Elect Director Murakami, Ippei	Mgmt	For	For
1.5	Elect Director Sakie Tachibana Fukushima	Mgmt	For	For
1.6	Elect Director Ohara, Masayoshi	Mgmt	For	For
1.7	Elect Director Takahashi, Hideyuki	Mgmt	For	For
1.8	Elect Director Saito, Hideaki	Mgmt	For	For
2	Appoint Statutory Auditor Maeda, Junichi	Mgmt	For	For
3.1	Appoint Alternate Statutory Auditor Yoshimura, Harutoshi	Mgmt	For	Against
	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.			
3.2	Appoint Alternate Statutory Auditor Oka, Kenzo	Mgmt	For	For

Apellis Pharmaceuticals, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: APLS
Meeting Type: Annual
Primary ISIN: US03753U1060 | Primary SEDOL: BYTQ6X1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gerald Chan	Mgmt	For	Withhold
	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. 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.			
1.2	Elect Director Cedric Francois	Mgmt	For	For

Apellis Pharmaceuticals, 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
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Aperam SA

Meeting Date: 05/02/2023 | Country: Luxembourg | Ticker: APAM

Meeting Type: Annual/Special

Primary ISIN: LU0569974404 | Primary SEDOL: B58C6H1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
I	Approve Consolidated Financial Statements	Mgmt	For	For
II	Approve Financial Statements	Mgmt	For	For
III	Approve Remuneration of Directors	Mgmt	For	For
IV	Approve Allocation of Income and Dividends	Mgmt	For	For
V	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
VI	Approve Annual Fees Structure of the Board and Remuneration of CEO	Mgmt	For	For
VII	Approve Discharge of Directors	Mgmt	For	For
VIII	Reelect Ros Rivaz as Director	Mgmt	For	For
IX	Reelect Alain Kinsch as Director	Mgmt	For	For
X	Approve Share Repurchase Program	Mgmt	For	For
XI	Appoint PricewaterhouseCoopers as Auditor	Mgmt	For	For

Aperam SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
XII	Approve Grants of Share Based Incentives	Mgmt	For	Against
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
	Extraordinary Meeting Agenda	Mgmt		
I	Approve Reduction in Share Capital Through Cancellation of Shares and Amend Articles 5.1 and 5.2 of the Articles of Association	Mgmt	For	For

APi Group Corporation

Meeting Date: 06/15/2023 | Country: USA | Ticker: APG

Meeting Type: Annual

Primary ISIN: US00187Y1001 | Primary SEDOL: BMBPH06

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Martin E. Franklin	Mgmt	For	Against
	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.			
1b	Elect Director James E. Lillie	Mgmt	For	For
1c	Elect Director Ian G.H. Ashken	Mgmt	For	Against
	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.			
1d	Elect Director Russell A. Becker	Mgmt	For	For
1e	Elect Director David S. Blitzer	Mgmt	For	For
1f	Elect Director Paula D. Loop	Mgmt	For	For
1g	Elect Director Anthony E. Malkin	Mgmt	For	For
1h	Elect Director Thomas V. Milroy	Mgmt	For	For
1i	Elect Director Cyrus D. Walker	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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 which adversely impacts shareholder rights.			
1j	Elect Director Carrie A. Wheeler	Mgmt	For	For

APi Group Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The annual bonus should be assessed using no less than two metrics.			

Apollo Commercial Real Estate Finance, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: ARI

Meeting Type: Annual

Primary ISIN: US03762U1051 | Primary SEDOL: B4JTYX6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark C. Biderman	Mgmt	For	For
1.2	Elect Director Pamela G. Carlton	Mgmt	For	Withhold
	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 ability to amend the bylaws.			
1.3	Elect Director Brenna Haysom	Mgmt	For	For
1.4	Elect Director Robert A. Kasdin	Mgmt	For	Withhold
	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 ability to amend the bylaws.			
1.5	Elect Director Katherine G. Newman	Mgmt	For	For
1.6	Elect Director Eric L. Press	Mgmt	For	Withhold
	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.			
1.7	Elect Director Scott S. Prince	Mgmt	For	For
1.8	Elect Director Stuart A. Rothstein	Mgmt	For	For
1.9	Elect Director Michael E. Salvati	Mgmt	For	Withhold
	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 ability to amend the bylaws.			
1.10	Elect Director Carmencita N.M. Whonder	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Apollo Commercial Real Estate Finance, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Apollo Medical Holdings, Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: AMEH

Meeting Type: Annual

Primary ISIN: US03763A2078 Primary SEDOL: BX3SQS1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth Sim	Mgmt	For	For
1.2	Elect Director Thomas S. Lam	Mgmt	For	For
1.3	Elect Director Mitchell W. Kitayama	Mgmt	For	For
	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.			
1.4	Elect Director David G. Schmidt	Mgmt	For	For
	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.			
1.5	Elect Director Linda Marsh	Mgmt	For	For
1.6	Elect Director John Chiang	Mgmt	For	For
	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.			
1.7	Elect Director Matthew Mazdyasni	Mgmt	For	For
1.8	Elect Director J. Lorraine Estradas	Mgmt	For	For
1.9	Elect Director Weili Dai	Mgmt	For	For
2	Ratify Ernst & Young, LLP as Auditors	Mgmt	For	For

Apollo Medical Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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.			
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

AppFolio, Inc.

Meeting Date: 06/16/2023	Country: USA Meeting Type: Annual	Ticker: APPF	
		Primary ISIN: US03783C1009	Primary SEDOL: BYN7H48

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Olivia Nottebohm	Mgmt	For	For
1.2	Elect Director Alex Wolf	Mgmt	For	Withhold
	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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Withhold
	Voter Rationale: The company paid significant severance for what the proxy describes as a resignation, which is considered a problematic practice. 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.			

Apple Hospitality REIT, Inc.

Meeting Date: 05/18/2023	Country: USA Meeting Type: Annual	Ticker: APLE	
		Primary ISIN: US03784Y2000	Primary SEDOL: BXRTX56

Apple Hospitality REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Glenn W. Bunting	Mgmt	For	For
1.2	Elect Director Jon A. Fosheim	Mgmt	For	For
1.3	Elect Director Kristian M. Gathright	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.4	Elect Director Carolyn B. Handlon	Mgmt	For	For
1.5	Elect Director Glade M. Knight	Mgmt	For	For
1.6	Elect Director Justin G. Knight	Mgmt	For	For
1.7	Elect Director Blythe J. McGarvie	Mgmt	For	For
1.8	Elect Director L. Hugh Redd	Mgmt	For	For
1.9	Elect Director Howard E. Woolley	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

AppLovin Corporation

Meeting Date: 06/07/2023 | Country: USA | Ticker: APP

Meeting Type: Annual

Primary ISIN: US03831W1080 | Primary SEDOL: BMV3LG4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Adam Foroughi	Mgmt	For	Withhold

AppLovin Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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			
1b	Elect Director Herald Chen	Mgmt	For	Withhold
	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			
1c	Elect Director Craig Billings	Mgmt	For	Withhold
	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.			
1d	Elect Director Margaret Georgiadis	Mgmt	For	For
1e	Elect Director Alyssa Harvey Dawson	Mgmt	For	For
1f	Elect Director Edward Oberwager	Mgmt	For	Withhold
	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			
1g	Elect Director Asha Sharma	Mgmt	For	For
1h	Elect Director Eduardo Vivas	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

AptarGroup, Inc.

Meeting Date: 05/03/2023 Country: USA Ticker: ATR

Meeting Type: Annual

Primary ISIN: US0383361039 Primary SEDOL: 2045247

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director George L. Fotiades	Mgmt	For	For
1b	Elect Director Candace Matthews	Mgmt	For	For
1c	Elect Director B. Craig Owens	Mgmt	For	For
1d	Elect Director Julie Xing	Mgmt	For	For

AptarGroup, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus 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. 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.			
5	Ratify PricewaterhouseCoopers 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.			

Aptiv PLC

Meeting Date: 04/26/2023 | Country: Jersey | Ticker: APTV

Meeting Type: Annual

Primary ISIN: JE00B783TY65 | Primary SEDOL: B783TY6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin P. Clark	Mgmt	For	For
1b	Elect Director Richard L. (Rick) Clemmer	Mgmt	For	For
1c	Elect Director Nancy E. Cooper	Mgmt	For	For
1d	Elect Director Joseph L. (Jay) Hooley	Mgmt	For	For
1e	Elect Director Merit E. Janow	Mgmt	For	For
1f	Elect Director Sean O. Mahoney	Mgmt	For	For
1g	Elect Director Paul M. Meister	Mgmt	For	For
1h	Elect Director Robert K. (Kelly) Ortberg	Mgmt	For	For
1i	Elect Director Colin J. Parris	Mgmt	For	For

Aptiv PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Ana G. Pinczuk	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Arbor Realty Trust, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: ABR

Meeting Type: Annual

Primary ISIN: US0389231087 | Primary SEDOL: B00N2S0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ivan Kaufman	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1b	Elect Director Melvin F. Lazar	Mgmt	For	Against
	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. Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the company's bylaws prohibit shareholders' ability to amend the bylaws. 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
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. 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. 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 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

ArcelorMittal SA

Meeting Date: 05/02/2023 | Country: Luxembourg | Ticker: MT
Meeting Type: Annual
Primary ISIN: LU1598757687 | Primary SEDOL: BYPBS67

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
I	Approve Consolidated Financial Statements	Mgmt	For	For
II	Approve Financial Statements	Mgmt	For	For
III	Approve Dividends	Mgmt	For	For
IV	Approve Allocation of Income	Mgmt	For	For
V	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
VI	Approve Remuneration of the Directors, Lead Independent Directors, Members and Chairs of the Audit and Risk Committee, Members and Chairs of the Other Committee, Members and Chairs of the Special Committee and Chief Executive Officer	Mgmt	For	For
VII	Approve Discharge of Directors	Mgmt	For	For
VIII	Reelect Lakshmi Niwas Mittal as Director	Mgmt	For	For
	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.			
IX	Reelect Aditya Mittal as Director	Mgmt	For	For
X	Reelect Etienne Schneider as Director	Mgmt	For	For
XI	Reelect Michel Wurth as Director	Mgmt	For	For
XII	Reelect Patrica Barbizet as Director	Mgmt	For	For
XIII	Approve Share Repurchase	Mgmt	For	For
XIV	Appoint Ernst & Young as Auditor	Mgmt	For	For
XV	Approve Grants of Share-Based Incentives and Performance Unit Plan 2023-2033 for the Executive Chairman and the Chief Executive Officer	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			

ArcelorMittal SA

Meeting Date: 05/02/2023 | Country: Luxembourg | Ticker: MT
Meeting Type: Extraordinary Shareholders
Primary ISIN: LU1598757687 | Primary SEDOL: BYPBS67

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

Arch Capital Group Ltd.

Meeting Date: 05/04/2023 | Country: Bermuda | Ticker: ACGL
Meeting Type: Annual
Primary ISIN: BMG0450A1053 | Primary SEDOL: 2740542

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Francis Ebong	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1b	Elect Director Eileen Mallesch	Mgmt	For	For
1c	Elect Director Louis J. Paglia	Mgmt	For	For
1d	Elect Director Brian S. Posner	Mgmt	For	For
1e	Elect Director John D. Vollaro	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Ratify PricewaterhouseCoopers 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.			

Arch Capital Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6a	Elect Director Matthew Dragonetti as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6b	Elect Director Seamus Fearon as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6c	Elect Director H. Beau Franklin as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6d	Elect Director Jerome Halgan as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6e	Elect Director James Haney as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6f	Elect Director Chris Hovey as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6g	Elect Director Pierre Jal as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6h	Elect Director Francois Morin as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6i	Elect Director David J. Mulholland as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6j	Elect Director Chiara Nannini as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6k	Elect Director Maamoun Rajeh as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
6l	Elect Director Christine Todd as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For

Archrock, Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: AROC

Meeting Type: Annual

Primary ISIN: US03957W1062 Primary SEDOL: BYRGSX7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anne-Marie N. Ainsworth	Mgmt	For	Withhold
	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.			
1.2	Elect Director D. Bradley Childers	Mgmt	For	For

Archrock, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Gordon T. Hall	Mgmt	For	For
1.4	Elect Director Frances Powell Hawes	Mgmt	For	For
1.5	Elect Director J.W.G. "Will" Honeybourne	Mgmt	For	For
1.6	Elect Director James H. Lytal	Mgmt	For	For
1.7	Elect Director Leonard W. Mallett	Mgmt	For	For
1.8	Elect Director Jason C. Rebrook	Mgmt	For	For
1.9	Elect Director Edmund P. Segner, III	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Ares Commercial Real Estate Corporation

Meeting Date: 05/25/2023 Country: USA Ticker: ACRE

Meeting Type: Annual

Primary ISIN: US04013V1089 Primary SEDOL: B77PWP5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William S. Benjamin	Mgmt	For	Withhold
	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 ability to amend the bylaws.			
1.2	Elect Director Caroline E. Blakely	Mgmt	For	Withhold
	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 ability to amend 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Ares Commercial Real Estate Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			

Ares Management Corporation

Meeting Date: 06/12/2023 Country: USA Ticker: ARES

Meeting Type: Annual

Primary ISIN: US03990B1017 Primary SEDOL: BF14BT1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael J. Arougheti	Mgmt	For	Against
	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			
1b	Elect Director Ashish Bhutani	Mgmt	For	For
1c	Elect Director Antoinette Bush	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, there are continuing concerns regarding NEO pay magnitude, and disclosure regarding large carried interest and incentive fee payments is limited and lack a meaningful disclosed cap.			
1d	Elect Director R. Kipp deVeer	Mgmt	For	Against
	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			
1e	Elect Director Paul G. Joubert	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, there are continuing concerns regarding NEO pay magnitude, and disclosure regarding large carried interest and incentive fee payments is limited and lack a meaningful disclosed cap.			

Ares Management Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director David B. Kaplan	Mgmt	For	Against
	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			
1g	Elect Director Michael Lynton	Mgmt	For	Against
	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. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, there are continuing concerns regarding NEO pay magnitude, and disclosure regarding large carried interest and incentive fee payments is limited and lack a meaningful disclosed cap.			
1h	Elect Director Eileen Naughton	Mgmt	For	For
	Voter Rationale: Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, there are continuing concerns regarding NEO pay magnitude, and disclosure regarding large carried interest and incentive fee payments is limited and lack a meaningful disclosed cap.			
1i	Elect Director Judy D. Olian	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, there are continuing concerns regarding NEO pay magnitude, and disclosure regarding large carried interest and incentive fee payments is limited and lack a meaningful disclosed cap.			
1j	Elect Director Antony P. Ressler	Mgmt	For	Against
	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			
1k	Elect Director Bennett Rosenthal	Mgmt	For	Against
	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			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Ares Management Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Plan renewal should be subject to shareholder approval. This plan could lead to excessive dilution. 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.			

Argo Group International Holdings, Ltd.

Meeting Date: 04/19/2023 | Country: Bermuda | Ticker: ARGO
Meeting Type: Special
Primary ISIN: BMG0464B1072 | Primary SEDOL: 2499543

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

ARIAKE JAPAN Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 2815
Meeting Type: Annual
Primary ISIN: JP3125800007 | Primary SEDOL: 6049632

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 82	Mgmt	For	For
2.1	Elect Director Tagawa, Tomoki	Mgmt	For	Against
	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.			
2.2	Elect Director Shirakawa, Naoki	Mgmt	For	Against
	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.			

ARIAKE JAPAN Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Iwaki, Katsutoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Matsumoto, Koichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Iwaki, Koji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Kameoka, Masahiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Sasaki, Takahiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Elect Director and Audit Committee Member Kimura, Morihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Ono, Takeyoshi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Nishiki, Toru	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For

Arista Networks, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: ANET

Meeting Type: Annual

Primary ISIN: US0404131064 | Primary SEDOL: BN33VM5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lewis Chew	Mgmt	For	Withhold
	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.			
1.2	Elect Director Douglas Merritt *Withdrawn Resolution*	Mgmt		

Arista Networks, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Mark B. Templeton	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Aritzia Inc.

Meeting Date: 06/28/2023 | Country: Canada | Ticker: ATZ

Meeting Type: Annual

Primary ISIN: CA04045U1021 | Primary SEDOL: BDCG2C2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Subordinate Voting and Multiple Voting Shares	Mgmt		
1a	Elect Director Brian Hill	Mgmt	For	For
1b	Elect Director Jennifer Wong	Mgmt	For	For
1c	Elect Director Aldo Bensadoun	Mgmt	For	For
1d	Elect Director John Currie	Mgmt	For	For
1e	Elect Director Daniel Habashi	Mgmt	For	For
1f	Elect Director David Labistour	Mgmt	For	For
1g	Elect Director John Montalbano	Mgmt	For	For
1h	Elect Director Marni Payne	Mgmt	For	Withhold
	Voter Rationale: 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.			
1i	Elect Director Glen Senk	Mgmt	For	For
1j	Elect Director Marcia Smith	Mgmt	For	For

Aritzia Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			

Arkema SA

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

Meeting Type: Annual/Special

Primary ISIN: FR0010313833 Primary SEDOL: B0Z5YZ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.40 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Reelect Helene Moreau-Leroy as Director	Mgmt	For	For
6	Reelect Ian Hudson as Director	Mgmt	For	For
7	Elect Florence Lambert as Director	Mgmt	For	For
8	Elect Severin Cabannes as Director	Mgmt	For	For
9	Approve Remuneration Policy of Directors	Mgmt	For	For
10	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For
12	Approve Compensation of Thierry Le Henaff, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Arkema SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
14	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
16	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Armada Hoffler Properties, Inc.

Meeting Date: 06/14/2023 Country: USA Ticker: AHH

Meeting Type: Annual

Primary ISIN: US04208T1088 Primary SEDOL: B96FTB5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director George F. Allen	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1b	Elect Director James A. Carroll	Mgmt	For	For
1c	Elect Director James C. Cherry	Mgmt	For	For
1d	Elect Director Dennis H. Gartman	Mgmt	For	For
1e	Elect Director Louis S. Haddad	Mgmt	For	For
1f	Elect Director Eva S. Hardy	Mgmt	For	For
1g	Elect Director Daniel A. Hoffler	Mgmt	For	For
1h	Elect Director A. Russell Kirk	Mgmt	For	For
1i	Elect Director John W. Snow	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
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. Variable remuneration should not contain a significant overlap of 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.			

Armada Hoffler Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

ARMOUR Residential REIT, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: ARR

Meeting Type: Annual

Primary ISIN: US0423155078 | Primary SEDOL: BYRYKS0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Z. Jamie Behar	Mgmt	For	For
1b	Elect Director Marc H. Bell	Mgmt	For	For
1c	Elect Director Carolyn Downey	Mgmt	For	For
1d	Elect Director Thomas K. Guba	Mgmt	For	For
1e	Elect Director Robert C. Hain	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1f	Elect Director John "Jack" P. Hollihan, III	Mgmt	For	For
1g	Elect Director Stewart J. Paperin	Mgmt	For	For
1h	Elect Director Daniel C. Staton	Mgmt	For	For
1i	Elect Director Scott J. Ulm	Mgmt	For	For
1j	Elect Director Jeffrey J. Zimmer	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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 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.			

Armstrong World Industries, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: AWI

Meeting Type: Annual

Primary ISIN: US04247X1028 | Primary SEDOL: B1FT462

Armstrong World Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Victor D. Grizzle	Mgmt	For	For
1.2	Elect Director Richard D. Holder	Mgmt	For	Withhold
	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.			
1.3	Elect Director Barbara L. Loughran	Mgmt	For	For
1.4	Elect Director James C. Melville	Mgmt	For	For
1.5	Elect Director William H. Osborne	Mgmt	For	For
1.6	Elect Director Wayne R. Shurts	Mgmt	For	For
1.7	Elect Director Roy W. Templin	Mgmt	For	For
1.8	Elect Director Cherryl T. Thomas	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Array Technologies, Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: ARRY

Meeting Type: Annual

Primary ISIN: US04271T1007 | Primary SEDOL: BLBLMD5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brad Forth	Mgmt	For	Withhold
	Voter Rationale: 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. 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. The nominee is a former executive and considered to be non-independent.			

Array Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Kevin Hostetler	Mgmt	For	For
1.3	Elect Director Gerrard Schmid	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Amend Certificate of Incorporation to Allow Exculpation of Officers as Permitted by Delaware Law	Mgmt	For	For

ARTERIA Networks Corp.

Meeting Date: 06/28/2023 Country: Japan Ticker: 4423
Meeting Type: Annual
Primary ISIN: JP3126240005 Primary SEDOL: BG33GP4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kabumoto, Koji	Mgmt	For	Abstain
	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.			
1.2	Elect Director Arita, Daisuke	Mgmt	For	For
1.3	Elect Director Okubo, Osamu	Mgmt	For	For
1.4	Elect Director Esaki, Hiroshi	Mgmt	For	For
1.5	Elect Director Miyake, Ichiro	Mgmt	For	For
2	Appoint Statutory Auditor Ihara, Koichi	Mgmt	For	Against
	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.			

Arthur J. Gallagher & Co.

Meeting Date: 05/09/2023 Country: USA Ticker: AJG
Meeting Type: Annual
Primary ISIN: US3635761097 Primary SEDOL: 2359506

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sherry S. Barrat	Mgmt	For	For

Arthur J. Gallagher & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director William L. Bax	Mgmt	For	Against
	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.			
1c	Elect Director Teresa H. Clarke	Mgmt	For	For
1d	Elect Director D. John Coldman	Mgmt	For	For
1e	Elect Director J. Patrick Gallagher, Jr.	Mgmt	For	For
1f	Elect Director David S. Johnson	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1g	Elect Director Christopher C. Miskel	Mgmt	For	For
1h	Elect Director Ralph J. Nicoletti	Mgmt	For	For
1i	Elect Director Norman L. Rosenthal	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Certificate of Incorporation to Limit the Personal Liability of Certain Officers	Mgmt	For	For

Artis Real Estate Investment Trust

Meeting Date: 06/08/2023 Country: Canada Ticker: AX.UN

Meeting Type: Annual

Primary ISIN: CA04315L1058 Primary SEDOL: B0XZXV3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Trustees at Seven	Mgmt	For	For
2a	Elect Trustee Samir Manji	Mgmt	For	For
2b	Elect Trustee Heather-Anne Irwin	Mgmt	For	For
2c	Elect Trustee Ben Rodney	Mgmt	For	For
2d	Elect Trustee Mike Shaikh	Mgmt	For	For
2e	Elect Trustee Aida Tammer	Mgmt	For	For
2f	Elect Trustee Lis Wigmore	Mgmt	For	For

Artis Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2g	Elect Trustee Lauren Zucker	Mgmt	For	For
3	Approve Deloitte LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
	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.			
4	Advisory Vote on Executive Compensation Approach	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.			

Artivion, Inc.

Meeting Date: 05/16/2023 Country: USA Ticker: AORT

Meeting Type: Annual

Primary ISIN: US2289031005 Primary SEDOL: 2239017

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas F. Ackerman	Mgmt	For	Withhold
	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.			
1.2	Elect Director Daniel J. Bevevino	Mgmt	For	Withhold
	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.			
1.3	Elect Director Marna P. Borgstrom	Mgmt	For	For
1.4	Elect Director James W. Bullock	Mgmt	For	For
1.5	Elect Director Jeffrey H. Burbank	Mgmt	For	For
	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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1.6	Elect Director Elizabeth A. Hoff	Mgmt	For	For
1.7	Elect Director J. Patrick Mackin	Mgmt	For	For
1.8	Elect Director Jon W. Salveson	Mgmt	For	Withhold
	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.			
1.9	Elect Director Anthony B. Semedo	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			

Artivion, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	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. 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.			

Arvinas, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: ARVN
Meeting Type: Annual
Primary ISIN: US04335A1051 | Primary SEDOL: BDZ30Q0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sunil Agarwal	Mgmt	For	For
1.2	Elect Director Leslie V. Norwalk	Mgmt	For	Withhold
	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.			
1.3	Elect Director John Young	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time 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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

AS ONE Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 7476
Meeting Type: Annual
Primary ISIN: JP3131300000 | Primary SEDOL: 6480929

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Iuchi, Takuji	Mgmt	For	For

AS ONE Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Yamada, Kazuhito	Mgmt	For	For
1.3	Elect Director Nishikawa, Keisuke	Mgmt	For	For
1.4	Elect Director Hara, Toshiki	Mgmt	For	For
1.5	Elect Director Odaki, Kazuhiko	Mgmt	For	For
1.6	Elect Director Endo, Yumie	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Suzuki, Kazutaka	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Mihara, Hideaki	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Kanai, Michiko	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Morisawa, Takeo	Mgmt	For	For

Asahi Holdings, Inc.

Meeting Date: 06/20/2023 Country: Japan Ticker: 5857

Meeting Type: Annual

Primary ISIN: JP3116700000 Primary SEDOL: B60DQZ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Change Company Name	Mgmt	For	For
2	Elect Director Higashiura, Tomoya	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Hara, Yoshinori	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Kimura, Miyoko	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Kagimoto, Mitsutoshi	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Yamamoto, Akinori	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Tsuru, Yuki	Mgmt	For	For
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Asahi Kasei Corp.

Meeting Date: 06/27/2023 Country: Japan Ticker: 3407

Meeting Type: Annual

Primary ISIN: JP3111200006 Primary SEDOL: 6054603

Asahi Kasei Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kobori, Hideki	Mgmt	For	For
1.2	Elect Director Kudo, Koshiro	Mgmt	For	For
1.3	Elect Director Kuse, Kazushi	Mgmt	For	For
1.4	Elect Director Horie, Toshiyasu	Mgmt	For	For
1.5	Elect Director Ideguchi, Hiroki	Mgmt	For	For
1.6	Elect Director Kawase, Masatsugu	Mgmt	For	For
1.7	Elect Director Tatsuoka, Tsuneyoshi	Mgmt	For	For
1.8	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For
1.9	Elect Director Maeda, Yuko	Mgmt	For	For
1.10	Elect Director Matsuda, Chieko	Mgmt	For	For
2.1	Appoint Statutory Auditor Magara, Takuya	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Ochiai, Yoshikazu	Mgmt	For	For

Asana, Inc.

Meeting Date: 06/12/2023 | Country: USA | Ticker: ASAN

Meeting Type: Annual

Primary ISIN: US04342Y1047 | Primary SEDOL: BLFDQC4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Krista Anderson-Copperman	Mgmt	For	For
1.2	Elect Director Sydney Carey	Mgmt	For	Withhold
	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 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.			
1.3	Elect Director Adam D'Angelo	Mgmt	For	Withhold
	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 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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Asana, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			

ASE Technology Holding Co., Ltd.

Meeting Date: 06/27/2023 Country: Taiwan Ticker: 3711
Meeting Type: Annual
Primary ISIN: TW0003711008 Primary SEDOL: BFXZDY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For
	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.			
2	Approve Plan on Profit Distribution	Mgmt	For	For

ASGN Incorporated

Meeting Date: 06/15/2023 Country: USA Ticker: ASGN
Meeting Type: Annual
Primary ISIN: US00191U1025 Primary SEDOL: BFY8W20

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark A. Frantz	Mgmt	For	For
1.2	Elect Director Jonathan S. Holman	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. 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.			
1.3	Elect Director Arshad Matin	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

ASGN Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

ASML Holding NV

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

Meeting Type: Annual

Primary ISIN: NL0010273215 | Primary SEDOL: B929F46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Discuss the Company's Business, Financial Situation and Sustainability	Mgmt		
3a	Approve Remuneration Report	Mgmt	For	Against
	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.			
3b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3c	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
3d	Approve Dividends	Mgmt	For	For
4a	Approve Discharge of Management Board	Mgmt	For	For
4b	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Approve Number of Shares for Management Board	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median 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.			
6a	Amend Remuneration Policy for the Supervisory Board	Mgmt	For	For
6b	Amend Remuneration of the Members of the Supervisory Board	Mgmt	For	For

ASML Holding NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Receive Information on the Composition of the Management Board and Announce Intention to Appoint W.R. Allan to Management Board	Mgmt		
8	Elect N.S. Andersen to Supervisory Board	Mgmt	For	For
8b	Elect J.P. de Kreij to Supervisory Board	Mgmt	For	For
8c	Discuss Composition of the Supervisory Board	Mgmt		
9	Ratify PricewaterhouseCoopers Accountants N.V. as Auditors	Mgmt	For	For
10a	Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition	Mgmt	For	For
10b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
11	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
12	Authorize Cancellation of Repurchased Shares	Mgmt	For	For
13	Other Business (Non-Voting)	Mgmt		
14	Close Meeting	Mgmt		

ASMPT Limited

Meeting Date: 05/09/2023 Country: Cayman Islands Ticker: 522

Meeting Type: Annual

Primary ISIN: KYG0535Q1331 Primary SEDOL: 6002453

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 Deloitte Touche Tohmatsu as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	For
7	Elect Robin Gerard Ng Cher Tat as Director	Mgmt	For	For

ASMPT Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Elect Guenter Walter Lauber as Director	Mgmt	For	For
9	Elect Andrew Chong Yang Hsueh as Director	Mgmt	For	For
10	Elect Hera Siu Kitwan as Director	Mgmt	For	For
11	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For

Aspen Aerogels, Inc.

Meeting Date: 06/01/2023 Country: USA Ticker: ASPN

Meeting Type: Annual

Primary ISIN: US04523Y1055 Primary SEDOL: BN65SM7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven R. Mitchell	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.2	Elect Director Donald R. Young	Mgmt	For	For
2	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
3	Increase Authorized Common Stock	Mgmt	For	For
4	Approve Omnibus 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. 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.			
5	Ratify KPMG 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.			

Aspen Aerogels, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

ASR Nederland NV

Meeting Date: 05/31/2023 | Country: Netherlands | Ticker: ASRNL

Meeting Type: Annual

Primary ISIN: NL0011872643 | Primary SEDOL: BD9PNF2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Executive Board (Non-Voting)	Mgmt		
2.b	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
2.c	Discussion on Company's Corporate Governance Structure	Mgmt		
2.d	Approve Remuneration Report	Mgmt	For	For
3.a	Amend Remuneration Policy for Executive Board	Mgmt	For	For
3.b	Approve Remuneration of the Chairman of the Executive Board	Mgmt	For	For
3.c	Approve Remuneration of Supervisory Board	Mgmt	For	For
4.a	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
4.b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
4.c	Approve Dividends	Mgmt	For	For
5.a	Approve Discharge of Management Board	Mgmt	For	For
5.b	Approve Discharge of Supervisory Board	Mgmt	For	For
6.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
6.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
6.c	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For

ASR Nederland NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.a	Approve Cancellation of Repurchased Shares	Mgmt	For	For
8	Announce Intention to Reappoint Ingrid de Swart to Executive Board	Mgmt		
9.a	Reelect Gisella Van Vollenhoven to Supervisory Board	Mgmt	For	For
9.b	Reelect Gerard Van Olphen to Supervisory Board	Mgmt	For	For
10	Allow Questions	Mgmt		
11	Close Meeting	Mgmt		

Assa Abloy AB

Meeting Date: 04/26/2023 | Country: Sweden | Ticker: ASSA.B

Meeting Type: Annual

Primary ISIN: SE0007100581 | Primary SEDOL: BYPC1T4

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	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive President's Report	Mgmt		
8.a	Receive Financial Statements and Statutory Reports	Mgmt		
8.b	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management	Mgmt		
8.c	Receive Board's Report	Mgmt		
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9.b	Approve Allocation of Income and Dividends of SEK 4.80 Per Share	Mgmt	For	For
9.c	Approve Discharge of Board and President	Mgmt	For	For
10	Determine Number of Members (8) and Deputy Members (0) of Board	Mgmt	For	For

Assa Abloy AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11.a	Approve Remuneration of Directors in the Amount of SEK 3 Million for Chair, SEK 1.12 Million for Vice Chair and SEK 890,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
11.b	Approve Remuneration of Auditors	Mgmt	For	For
12	Reelect Carl Douglas (Vice Chair), Erik Ekudden, Johan Hjertonsson (Chair), Sofia Schorling Hogberg, Lena Olving, Joakim Weidemanis and Susanne Pahlen Aklundh as Directors; Elect Victoria Van Camp as New Director	Mgmt	For	Against
	Voter Rationale: The board should submit directors for re-election individually, rather than as a single slate and ensure that there is sufficient level of independence on the board. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent from the company and majority independent from its major shareholder(s). The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s). In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. 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.			
13	Ratify Ernst & Young as Auditors	Mgmt	For	For
14	Authorize Chairman of Board and Representatives of Five of Company's Largest Shareholders to Serve on Nominating Committee	Mgmt	For	For
15	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
16	Authorize Class B Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
17	Approve Performance Share Matching Plan LTI 2023	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
18	Close Meeting	Mgmt		

Associated Banc-Corp

Meeting Date: 04/25/2023 | Country: USA | Ticker: ASB
Meeting Type: Annual
Primary ISIN: US0454871056 | Primary SEDOL: 2055718

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director R. Jay Gerken	Mgmt	For	For
1.2	Elect Director Judith P. Greffin	Mgmt	For	For
1.3	Elect Director Michael J. Haddad	Mgmt	For	For
1.4	Elect Director Andrew J. Harmening	Mgmt	For	For
1.5	Elect Director Robert A. Jeffe	Mgmt	For	For
1.6	Elect Director Eileen A. Kamerick	Mgmt	For	Withhold
	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.			
1.7	Elect Director Gale E. Klappa	Mgmt	For	Withhold
	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.			
1.8	Elect Director Cory L. Nettles	Mgmt	For	For
1.9	Elect Director Karen T. van Lith	Mgmt	For	For
1.10	Elect Director John (Jay) B. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. .			
3	Ratify KPMG 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.			

Assurant, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: AIZ
Meeting Type: Annual
Primary ISIN: US04621X1081 | Primary SEDOL: 2331430

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Elaine D. Rosen	Mgmt	For	For
1b	Elect Director Paget L. Alves	Mgmt	For	For
1c	Elect Director Rajiv Basu	Mgmt	For	For
1d	Elect Director J. Braxton Carter	Mgmt	For	For

Assurant, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Juan N. Cento	Mgmt	For	For
1f	Elect Director Keith W. Demmings	Mgmt	For	For
1g	Elect Director Harriet Edelman	Mgmt	For	For
1h	Elect Director Sari Granat	Mgmt	For	For
1i	Elect Director Lawrence V. Jackson	Mgmt	For	For
1j	Elect Director Debra J. Perry	Mgmt	For	For
1k	Elect Director Ognjen (Ogi) Redzic	Mgmt	For	For
1l	Elect Director Paul J. Reilly	Mgmt	For	For
1m	Elect Director Robert W. Stein	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Assured Guaranty Ltd.

Meeting Date: 05/03/2023 | Country: Bermuda | Ticker: AGO

Meeting Type: Annual

Primary ISIN: BMG0585R1060 | Primary SEDOL: B00V7H8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Francisco L. Borges	Mgmt	For	Against
	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. 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.			
1b	Elect Director G. Lawrence Buhl	Mgmt	For	For
1c	Elect Director Dominic J. Frederico	Mgmt	For	For
1d	Elect Director Bonnie L. Howard	Mgmt	For	For
1e	Elect Director Thomas W. Jones	Mgmt	For	For
1f	Elect Director Patrick W. Kenny	Mgmt	For	For
1g	Elect Director Alan J. Kreczko	Mgmt	For	For

Assured Guaranty Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Simon W. Leathes	Mgmt	For	For
1i	Elect Director Yukiko Omura	Mgmt	For	For
1j	Elect Director Lorin P.T. Radtke	Mgmt	For	For
1k	Elect Director Courtney C. Shea	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
6aa	Elect Robert A. Bailenson as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
6ab	Elect Gary Burnet as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
6ac	Elect Ling Chow as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
6ad	Elect Stephen Donnarumma as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
6ae	Elect Dominic J. Frederico as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
6af	Elect Darrin Futter as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
6ag	Elect Jorge A. Gana as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
6ah	Elect Holly L. Horn as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
6ai	Elect Walter A. Scott as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
6B	Ratify PricewaterhouseCoopers LLP as Auditor of Assured Guaranty Re Ltd.	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

Astellas Pharma, Inc.

Meeting Date: 06/22/2023 Country: Japan Ticker: 4503

Meeting Type: Annual

Primary ISIN: JP3942400007 Primary SEDOL: 6985383

Astellas Pharma, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yasukawa, Kenji	Mgmt	For	For
1.2	Elect Director Okamura, Naoki	Mgmt	For	For
1.3	Elect Director Sugita, Katsuyoshi	Mgmt	For	For
1.4	Elect Director Tanaka, Takashi	Mgmt	For	For
1.5	Elect Director Sakurai, Eriko	Mgmt	For	For
1.6	Elect Director Miyazaki, Masahiro	Mgmt	For	For
1.7	Elect Director Ono, Yoichi	Mgmt	For	For
2	Elect Director and Audit Committee Member Akiyama, Rie	Mgmt	For	For

AstraZeneca Plc

Meeting Date: 04/27/2023 | Country: United Kingdom | Ticker: AZN

Meeting Type: Annual

Primary ISIN: GB0009895292 | Primary SEDOL: 0989529

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Dividends	Mgmt	For	For
3	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
5a	Re-elect Michel Demare as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
5b	Re-elect Pascal Soriot as Director	Mgmt	For	For
5c	Re-elect Aradhana Sarin as Director	Mgmt	For	For
5d	Re-elect Philip Broadley as Director	Mgmt	For	For
5e	Re-elect Euan Ashley as Director	Mgmt	For	For
5f	Re-elect Deborah DiSanzo as Director	Mgmt	For	For
5g	Re-elect Diana Layfield as Director	Mgmt	For	For
5h	Re-elect Sheri McCoy as Director	Mgmt	For	For
5i	Re-elect Tony Mok as Director	Mgmt	For	For

AstraZeneca Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5j	Re-elect Nazneen Rahman as Director	Mgmt	For	For
5k	Re-elect Andreas Rummelt as Director	Mgmt	For	For
5l	Re-elect Marcus Wallenberg as Director	Mgmt	For	For
	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.			
6	Approve Remuneration Report	Mgmt	For	For
7	Authorise UK Political Donations and Expenditure	Mgmt	For	For
8	Authorise Issue of Equity	Mgmt	For	For
9	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
	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.			
10	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
	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.			
11	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
12	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
13	Adopt New Articles of Association	Mgmt	For	For

AT&T Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: T

Meeting Type: Annual

Primary ISIN: US00206R1023 | Primary SEDOL: 2831811

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott T. Ford	Mgmt	For	For
1.2	Elect Director Glenn H. Hutchins	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.3	Elect Director William E. Kennard	Mgmt	For	For
1.4	Elect Director Stephen J. Luczo	Mgmt	For	For
1.5	Elect Director Michael B. McCallister	Mgmt	For	For

AT&T Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Beth E. Mooney	Mgmt	For	For
1.7	Elect Director Matthew K. Rose	Mgmt	For	For
1.8	Elect Director John T. Stankey	Mgmt	For	For
1.9	Elect Director Cynthia B. Taylor	Mgmt	For	For
1.10	Elect Director Luis A. Ubinas	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Commission Third Party Racial Equity Audit	SH	Against	Against
	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.			

ATAI Life Sciences NV

Meeting Date: 05/16/2023 Country: Netherlands Ticker: ATAI

Meeting Type: Annual

Primary ISIN: NL0015000DX5 Primary SEDOL: BN6M8F1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Approve Discharge of Management and Supervisory Boards	Mgmt	For	For

ATAI Life Sciences NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Reelect Sabrina Martucci Johnson to Supervisory Board	Mgmt	For	Abstain
	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.			
5	Reelect Amir Kalali to Supervisory Board	Mgmt	For	For
6	Reelect Andrea Heslin Smiley to Supervisory Board	Mgmt	For	For
7	Grant Board Authority to Issue Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital greater than 50% of the issued share capital with pre-emptive rights should be undertaken in exceptional circumstances only and fully justified by the company. 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.			
8	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	Against
	Voter Rationale: Any increase in capital greater than 50% of the issued share capital with pre-emptive rights should be undertaken in exceptional circumstances only and fully justified by the company. 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.			
9	Authorize Repurchase of Shares	Mgmt	For	Against
	Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.			

ATI, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: ATI

Meeting Type: Annual

Primary ISIN: US01741R1023 | Primary SEDOL: 2526117

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Brett Harvey	Mgmt	For	For
1.2	Elect Director James C. Diggs	Mgmt	For	Withhold
	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.			
1.3	Elect Director David J. Morehouse	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
	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.			

ATI, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Ernst & Young 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.			

Atlantic Union Bankshares Corporation

Meeting Date: 05/02/2023 Country: USA Ticker: AUB

Meeting Type: Annual

Primary ISIN: US04911A1079 Primary SEDOL: BFZ9DB8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John C. Asbury	Mgmt	For	For
1.2	Elect Director Patrick E. Corbin	Mgmt	For	For
1.3	Elect Director Heather M. Cox	Mgmt	For	For
1.4	Elect Director Rilla S. Delorier	Mgmt	For	For
1.5	Elect Director Frank Russell Ellett	Mgmt	For	For
1.6	Elect Director Patrick J. McCann	Mgmt	For	For
1.7	Elect Director Thomas P. Rohman	Mgmt	For	For
1.8	Elect Director Linda V. Schreiner	Mgmt	For	For
1.9	Elect Director Thomas G. Snead, Jr	Mgmt	For	For
	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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1.10	Elect Director Ronald L. Tillett	Mgmt	For	For
1.11	Elect Director Keith L. Wampler	Mgmt	For	For
1.12	Elect Director F. Blair Wimbush	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Atlanticus Holdings Corporation

Meeting Date: 05/09/2023 | Country: USA | Ticker: ATLC
Meeting Type: Annual
Primary ISIN: US04914Y1029 | Primary SEDOL: B9B9F36

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David G. Hanna	Mgmt	For	For
1.2	Elect Director Denise M. Harrod	Mgmt	For	For
1.3	Elect Director Jeffrey A. Howard	Mgmt	For	For
1.4	Elect Director Deal W. Hudson	Mgmt	For	Withhold
	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. 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.			
1.5	Elect Director Dennis H. James, Jr.	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.			
1.6	Elect Director Joann G. Jones	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually. 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.			
1.7	Elect Director Mack F. Mattingly	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually. 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.			

Atlas Arteria

Meeting Date: 05/30/2023 | Country: Australia | Ticker: ALX
Meeting Type: Annual
Primary ISIN: AU0000013559 | Primary SEDOL: BZ03TZ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda of Atlas Arteria Limited (ATLAX)	Mgmt		

Atlas Arteria

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: We have several compensation concerns, including the reduced weighting to financial metrics in the FY22 STI award, that the Board exercised of upward discretion in the CEO's STI outcomes, the reduced weighting to objective financial measures in the FY22 LTI grant, and the payment of dividends on unvested shares. Given this, we will not support this proposal at this time.			
3	Approve Grant of 2023 Performance Rights to Graeme Bevans	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Approve Grant of Restricted Securities to Graeme Bevans	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
5	Approve Grant of Additional 2022 Performance Rights to Graeme Bevans	Mgmt	For	Against
	Voter Rationale: We have several compensation concerns, including the payment of dividends on unvested shares and potential broad discretion given to the Board. Given this, we will not support this proposal at this time.			
6	Approve the Increase in the Maximum Number of Directors	Mgmt	For	For
7	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	None	For
8a	Elect Debra Goodin as Director	Mgmt	For	For
8b	Elect John Wigglesworth as Director	Mgmt	For	For
8c	Elect Ken Daley as Director	Mgmt	For	For
	Annual Meeting Agenda of Atlas Arteria International Limited (ATLIX)	Mgmt		
2	Appoint PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
3	Approve Reduction in the Maximum Number of Directors	Mgmt	For	Against
	Voter Rationale: This proposal is unusual in the market and represents a limitation on shareholder rights that may allow the board to invoke a 'no vacancy' in certain director elections. Should the proposed reduction be approved, there will be no board vacancy available unless and until any of the incumbent directors step down from the board or are not re-elected to the board by shareholders, as the case may be.			
4	Approve the Reduction in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	For	For
5a	Elect Debra Goodin as Director	Mgmt	For	For
5b	Elect Andrew Cook as Director	Mgmt	For	For

Atlas Copco AB

Meeting Date: 04/27/2023 | Country: Sweden | Ticker: ATCO.A
Meeting Type: Annual
Primary ISIN: SE0017486889 | Primary SEDOL: BLDBN41

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Opening of Meeting; Elect Chairman of Meeting	Mgmt	For	For
2	Prepare and Approve List of Shareholders	Mgmt	For	For
3	Approve Agenda of Meeting	Mgmt	For	For
4	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Receive Financial Statements and Statutory Reports	Mgmt		
7	Receive CEO's Report	Mgmt		
8.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8.b1	Approve Discharge of Staffan Bohman	Mgmt	For	For
8.b2	Approve Discharge of Johan Forssell	Mgmt	For	For
8.b3	Approve Discharge of Helene Mellquist	Mgmt	For	For
8.b4	Approve Discharge of Anna Ohlsson-Leijon	Mgmt	For	For
8.b5	Approve Discharge of Mats Rahmstrom	Mgmt	For	For
8.b6	Approve Discharge of Gordon Riske	Mgmt	For	For
8.b7	Approve Discharge of Hans Straberg	Mgmt	For	For
8.b8	Approve Discharge of Peter Wallenberg Jr	Mgmt	For	For
8.b9	Approve Discharge of Mikael Bergstedt	Mgmt	For	For
8.b10	Approve Discharge of Benny Larsson	Mgmt	For	For
8.b11	Approve Discharge of CEO Mats Rahmstrom	Mgmt	For	For
8.c	Approve Allocation of Income and Dividends of SEK 2.30 Per Share	Mgmt	For	For
8.d	Approve Record Date for Dividend Payment	Mgmt	For	For
9.a	Determine Number of Members (8) and Deputy Members of Board (0)	Mgmt	For	For
9.b	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.a1	Reelect Johan Forssell as Director	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
10.a2	Reelect Helene Mellquist as Director	Mgmt	For	For
10.a3	Reelect Anna Ohlsson-Leijon as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
10.a4	Reelect Mats Rahmstrom as Director	Mgmt	For	For
10.a5	Reelect Gordon Riske as Director	Mgmt	For	For
10.a6	Reelect Hans Straberg as Director	Mgmt	For	Against
	Voter Rationale: We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. 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. 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 40% of the board. Given that the number of of female directors has increased since the last AGM, we will keep this matter under review.			
10.a7	Reelect Peter Wallenberg Jr as Director	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness.			
10.b	Elect Jumana Al-Sibai as New Director	Mgmt	For	For
10.c	Reelect Hans Straberg as Board Chair	Mgmt	For	Against
	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 40% of the board. Given that the number of of female directors has increased since the last AGM, we will keep this matter under review. The board 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.			
10.d	Ratify Ernst & Young as Auditors	Mgmt	For	For
11.a	Approve Remuneration of Directors in the Amount of SEK 3.2 Million to Chair and SEK 1 Million to Other Directors; Approve Remuneration for Committee Work; Approve Delivering Part of Remuneration in form of Synthetic Shares	Mgmt	For	For
11.b	Approve Remuneration of Auditors	Mgmt	For	For

Atlas Copco AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12.a	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: 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. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
12.b	Approve Stock Option Plan 2023 for Key Employees	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
13.a	Acquire Class A Shares Related to Personnel Option Plan for 2022 and 2023	Mgmt	For	For
13.b	Acquire Class A Shares Related to Remuneration of Directors in the Form of Synthetic Shares	Mgmt	For	For
13.c	Transfer Class A Shares Related to Personnel Option Plan for 2023	Mgmt	For	For
13.d	Sell Class A Shares to Cover Costs Related to Synthetic Shares to the Board	Mgmt	For	For
13.e	Sell Class A to Cover Costs in Relation to the Personnel Option Plans for 2017, 2018, 2019 and 2020	Mgmt	For	For
14	Amend Articles Re: Attendance at General Meeting	Mgmt	For	For
15	Close Meeting	Mgmt		

ATN International, Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: ATNI

Meeting Type: Annual

Primary ISIN: US00215F1075 Primary SEDOL: BDC84D3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bernard J. Bulkin	Mgmt	For	Against
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, given the unilateral amendment to the company's bylaws to eliminate shareholders' right to act by written consent.			
1b	Elect Director Richard J. Ganong	Mgmt	For	For
1c	Elect Director April V. Henry	Mgmt	For	For
1d	Elect Director Derek Hudson	Mgmt	For	For

ATN International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Patricia Jacobs	Mgmt	For	For
1f	Elect Director Pamela F. Lenehan	Mgmt	For	For
1g	Elect Director Michael T. Prior	Mgmt	For	For
2	Approve 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. 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify PricewaterhouseCoopers 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.			

AtriCure, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: ATRC

Meeting Type: Annual

Primary ISIN: US04963C2098 | Primary SEDOL: B0C8KV2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael H. Carrel	Mgmt	For	For
1b	Elect Director Regina E. Groves	Mgmt	For	For
1c	Elect Director B. Kristine Johnson	Mgmt	For	For
1d	Elect Director Karen N. Prange	Mgmt	For	For
1e	Elect Director Deborah H. Telman	Mgmt	For	For
1f	Elect Director Sven A. Wehrwein	Mgmt	For	For
1g	Elect Director Robert S. White	Mgmt	For	For
1h	Elect Director Maggie Yuen	Mgmt	For	For

AtriCure, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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.			
3	Approve Omnibus Stock Plan	Mgmt	For	For
	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.			
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Atrion Corporation

Meeting Date: 05/23/2023 | Country: USA | Ticker: ATRI

Meeting Type: Annual

Primary ISIN: US0499041053 | Primary SEDOL: 2012735

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Emile A. Battat	Mgmt	For	For
1b	Elect Director Ronald N. Spaulding	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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 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. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. 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.			
2	Ratify Grant Thornton 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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 annual bonus should be assessed using no less than two metrics.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Autodesk, Inc.

Meeting Date: 06/21/2023 | Country: USA | Ticker: ADSK
Meeting Type: Annual
Primary ISIN: US0527691069 | Primary SEDOL: 2065159

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew Anagnost	Mgmt	For	For
1b	Elect Director Karen Blasing	Mgmt	For	For
1c	Elect Director Reid French	Mgmt	For	For
1d	Elect Director Ayanna Howard	Mgmt	For	For
1e	Elect Director Blake Irving	Mgmt	For	For
1f	Elect Director Mary T. McDowell	Mgmt	For	For
1g	Elect Director Stephen Milligan	Mgmt	For	For
1h	Elect Director Lorrie M. Norrington	Mgmt	For	For
1i	Elect Director Elizabeth (Betsy) Rafael	Mgmt	For	For
1j	Elect Director Rami Rahim	Mgmt	For	For
1k	Elect Director Stacy J. Smith	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

AvalonBay Communities, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: AVB
Meeting Type: Annual
Primary ISIN: US0534841012 | Primary SEDOL: 2131179

AvalonBay Communities, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Glyn F. Aeppel	Mgmt	For	For
1b	Elect Director Terry S. Brown	Mgmt	For	For
1c	Elect Director Ronald L. Havner, Jr.	Mgmt	For	For
1d	Elect Director Stephen P. Hills	Mgmt	For	For
1e	Elect Director Christopher B. Howard	Mgmt	For	For
1f	Elect Director Richard J. Lieb	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1g	Elect Director Nnenna Lynch	Mgmt	For	For
1h	Elect Director Charles E. Mueller, Jr.	Mgmt	For	For
1i	Elect Director Timothy J. Naughton	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1j	Elect Director Benjamin W. Schall	Mgmt	For	For
1k	Elect Director Susan Swanezy	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1l	Elect Director W. Edward Walter	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Avanos Medical, Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: AVNS

Meeting Type: Annual

Primary ISIN: US05350V1061 Primary SEDOL: BFFVV54

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gary D. Blackford	Mgmt	For	For
1b	Elect Director John P. Byrnes	Mgmt	For	For

Avanos Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Lisa Egbuonu-Davis	Mgmt	For	Withhold
	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.			
1d	Elect Director Patrick J. O'Leary	Mgmt	For	For
1e	Elect Director Julie Shimer	Mgmt	For	For
1f	Elect Director Joseph F. Woody	Mgmt	For	For
2	Ratify Deloitte & Touche 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Avantax, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: AVTA

Meeting Type: Annual

Primary ISIN: US0952291005 | Primary SEDOL: B8L2DV2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Georganne C. Proctor	Mgmt	For	For
1.2	Elect Director Mark A. Ernst	Mgmt	For	For
1.3	Elect Director E. Carol Hayles	Mgmt	For	For
1.4	Elect Director Kanayalal A. Kotecha	Mgmt	For	For
1.5	Elect Director J. Richard Leaman, III	Mgmt	For	For
1.6	Elect Director Tina Perry	Mgmt	For	For
1.7	Elect Director Karthik Rao	Mgmt	For	For
1.8	Elect Director Jana R. Schreuder	Mgmt	For	For
1.9	Elect Director Christopher W. Walters	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Avantax, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Amend Charter to Permit the Exculpation of Officers Consistent with Changes to Delaware General Corporation Law	Mgmt	For	For

Avantor, Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: AVTR

Meeting Type: Annual

Primary ISIN: US05352A1007 Primary SEDOL: BJLT387

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Juan Andres	Mgmt	For	For
1b	Elect Director John Carethers	Mgmt	For	For
1c	Elect Director Lan Kang	Mgmt	For	For
1d	Elect Director Joseph Massaro	Mgmt	For	For
1e	Elect Director Mala Murthy	Mgmt	For	For
1f	Elect Director Jonathan Peacock	Mgmt	For	For
1g	Elect Director Michael Severino	Mgmt	For	For
1h	Elect Director Christi Shaw	Mgmt	For	For
1i	Elect Director Michael Stubblefield	Mgmt	For	For
1j	Elect Director Gregory Summe	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Avantor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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. 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			

Avery Dennison Corporation

Meeting Date: 04/27/2023 Country: USA Ticker: AVY

Meeting Type: Annual

Primary ISIN: US0536111091 Primary SEDOL: 2066408

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bradley A. Alford	Mgmt	For	For
1b	Elect Director Anthony K. Anderson	Mgmt	For	For
1c	Elect Director Mitchell R. Butier	Mgmt	For	For
1d	Elect Director Ken C. Hicks	Mgmt	For	For
1e	Elect Director Andres A. Lopez	Mgmt	For	For
1f	Elect Director Francesca Reverberi	Mgmt	For	For
1g	Elect Director Patrick T. Siewert	Mgmt	For	For
1h	Elect Director Julia A. Stewart	Mgmt	For	For
1i	Elect Director Martha N. Sullivan	Mgmt	For	For
1j	Elect Director William R. Wagner	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: -Severance payments should not exceed two year's 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 incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. -All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency			
4	Ratify PricewaterhouseCoopers 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.			

Avid Technology, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: AVID
Meeting Type: Annual
Primary ISIN: US05367P1003 | Primary SEDOL: 2065870

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christian A. Asmar	Mgmt	For	For
1b	Elect Director Robert M. Bakish	Mgmt	For	For
1c	Elect Director Paula E. Boggs	Mgmt	For	For
1d	Elect Director Elizabeth M. Daley	Mgmt	For	For
1e	Elect Director Nancy Hawthorne	Mgmt	For	Against
	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.			
1f	Elect Director Jeff Rosica	Mgmt	For	For
1g	Elect Director Daniel B. Silvers	Mgmt	For	For
1h	Elect Director John P. Wallace	Mgmt	For	For
1i	Elect Director Peter M. Westley	Mgmt	For	For
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			
4	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Avis Budget Group, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: CAR
Meeting Type: Annual
Primary ISIN: US0537741052 | Primary SEDOL: B1CL8J2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bernardo Hees	Mgmt	For	For
1.2	Elect Director Jagdeep Pahwa	Mgmt	For	For
1.3	Elect Director Anu Hariharan	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.4	Elect Director Lynn Krominga	Mgmt	For	Against
	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. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. 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.			
1.5	Elect Director Glenn Lurie	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. 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.			
1.6	Elect Director Karthik Sarma	Mgmt	For	For
	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.			
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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Avis Budget Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Aviva Plc

Meeting Date: 05/04/2023 | Country: United Kingdom | Ticker: AV

Meeting Type: Annual

Primary ISIN: GB00BPQY8M80 | Primary SEDOL: BPQY8M8

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 Climate-Related Financial Disclosure	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Elect Mike Craston as Director	Mgmt	For	For
6	Elect Charlotte Jones as Director	Mgmt	For	For
7	Re-elect Amanda Blanc as Director	Mgmt	For	For
8	Re-elect Andrea Blance as Director	Mgmt	For	For
9	Re-elect George Culmer as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
10	Re-elect Patrick Flynn as Director	Mgmt	For	For
11	Re-elect Shonaid Jemmett-Page as Director	Mgmt	For	For
12	Re-elect Mohit Joshi as Director	Mgmt	For	For
13	Re-elect Pippa Lambert as Director	Mgmt	For	For
14	Re-elect Jim McConville as Director	Mgmt	For	For
15	Re-elect Michael Mire as Director	Mgmt	For	For
16	Re-elect Martin Strobel as Director	Mgmt	For	For
17	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
18	Authorise Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For
20	Authorise Issue of Equity	Mgmt	For	For

Aviva Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
23	Authorise Issue of Equity in Relation to Any Issuance of SII Instruments	Mgmt	For	For
24	Authorise Issue of Equity without Pre-emptive Rights in Relation to Any Issuance of SII Instruments	Mgmt	For	For
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
26	Authorise Market Purchase of 8 3/4 % Preference Shares	Mgmt	For	For
27	Authorise Market Purchase of 8 3/8 % Preference Shares	Mgmt	For	For
28	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Aviva Plc

Meeting Date: 05/04/2023 | Country: United Kingdom | Ticker: AV

Meeting Type: Special

Primary ISIN: GB00BPQY8M80 | Primary SEDOL: BPQY8M8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Reduction of the Share Premium Account	Mgmt	For	For
2	Approve Reduction of Capital Redemption Reserve	Mgmt	For	For

AXA SA

Meeting Date: 04/27/2023 | Country: France | Ticker: CS

Meeting Type: Annual/Special

Primary ISIN: FR0000120628 | Primary SEDOL: 7088429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For

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

AXA SA

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

Axalta Coating Systems Ltd.

Meeting Date: 06/07/2023 Country: Bermuda Ticker: AXTA

Meeting Type: Annual

Primary ISIN: BMG0750C1082 Primary SEDOL: BSFWCF5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jan A. Bertsch	Mgmt	For	For
1.2	Elect Director Steven M. Chapman	Mgmt	For	For
1.3	Elect Director William M. Cook	Mgmt	For	For
1.4	Elect Director Tyrone M. Jordan	Mgmt	For	For
1.5	Elect Director Deborah J. Kissire	Mgmt	For	For
	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.			

Axalta Coating Systems Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Robert M. McLaughlin	Mgmt	For	For
1.7	Elect Director Rakesh Sachdev	Mgmt	For	Withhold
	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.			
1.8	Elect Director Samuel L. Smolik	Mgmt	For	For
1.9	Elect Director Chris Villavarayan	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	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. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Axcelis Technologies, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: ACLS

Meeting Type: Annual

Primary ISIN: US0545402085 | Primary SEDOL: BD420Q8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tzu-Yin ("TY") Chiu	Mgmt	For	Withhold
	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.			
1.2	Elect Director Joseph P. Keithley	Mgmt	For	For
1.3	Elect Director John T. Kurtzweil	Mgmt	For	For
1.4	Elect Director Russell J. Low	Mgmt	For	For
1.5	Elect Director Mary G. Puma	Mgmt	For	For
1.6	Elect Director Jeanne Quirk	Mgmt	For	For
1.7	Elect Director Thomas St. Dennis	Mgmt	For	For
1.8	Elect Director Jorge Titinger	Mgmt	For	For

Axcelis Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Dipti Vachani	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Axis Bank Limited

Meeting Date: 04/28/2023 | Country: India | Ticker: 532215
Meeting Type: Special
Primary ISIN: INE238A01034 | Primary SEDOL: BPFJHC7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Postal Ballot	Mgmt		
1	Elect Chamarty Seshabhadrasrinivasa Mallikarjunarao as Director	Mgmt	For	For
2	Amend Articles of Association Re: Cancellation of Nomination Rights of the Administrator	Mgmt	For	For

Axis Capital Holdings Limited

Meeting Date: 05/04/2023 | Country: Bermuda | Ticker: AXS
Meeting Type: Annual
Primary ISIN: BMG0692U1099 | Primary SEDOL: 2677606

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director W. Marston Becker	Mgmt	For	For
1.2	Elect Director Michael Millegan	Mgmt	For	For
1.3	Elect Director Thomas C. Ramey	Mgmt	For	For
1.4	Elect Director Lizabeth H. Zlatkus	Mgmt	For	For

Axis Capital Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
5	Approve Deloitte Ltd., Hamilton, Bermuda as Auditors and Authorize Board to Fix Their Remuneration	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.			

Axon Enterprise, Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: AXON

Meeting Type: Annual

Primary ISIN: US05464C1018 | Primary SEDOL: BDT5S35

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Adriane Brown	Mgmt	For	For
	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.			
1B	Elect Director Michael Garnreiter	Mgmt	For	Against
	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. 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.			
1C	Elect Director Mark W. Kroll	Mgmt	For	For
1D	Elect Director Matthew R. McBrady	Mgmt	For	For

Axon Enterprise, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1E	Elect Director Hadi Partovi	Mgmt	For	For
	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.			
1F	Elect Director Graham Smith	Mgmt	For	For
1G	Elect Director Patrick W. Smith	Mgmt	For	For
1H	Elect Director Jeri Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			
5	Approve Stock Option Grants to Patrick W. Smith	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
6	Discontinue the Development and Plans for Sale of a Remotely-operated, Non-lethal TASER Drone System	SH	Against	Against
	Voter Rationale: Although we consider human and civil rights to be important to the company, at this time, we believe the company addresses concerns.			

Axonics, Inc.

Meeting Date: 06/26/2023 | Country: USA | Ticker: AXNX

Meeting Type: Annual

Primary ISIN: US05465P1012 | Primary SEDOL: BGDQ8B3

Axonics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael H. Carrel	Mgmt	For	For
1b	Elect Director Raymond W. Cohen	Mgmt	For	For
1c	Elect Director David M. Demski	Mgmt	For	For
1d	Elect Director Jane E. Kiernan	Mgmt	For	For
1e	Elect Director Esteban Lopez	Mgmt	For	For
1f	Elect Director Robert E. McNamara	Mgmt	For	For
1g	Elect Director Nancy Snyderman	Mgmt	For	For
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

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. 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.

Axsome Therapeutics, Inc.

Meeting Date: 06/02/2023 | Country: USA | Ticker: AXSM

Meeting Type: Annual

Primary ISIN: US05464T1043 | Primary SEDOL: BYZR4X4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Mark Saad	Mgmt	For	Withhold

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. Specifically, the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter and the classified board, each of which adversely impacts shareholder rights.

2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

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

Aya Gold & Silver Inc.

Meeting Date: 06/15/2023 | Country: Canada | Ticker: AYA
Meeting Type: Annual
Primary ISIN: CA05466C1095 | Primary SEDOL: BK94091

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yves Grou	Mgmt	For	For
1.2	Elect Director Natacha Garoute	Mgmt	For	For
1.3	Elect Director Jurgen Hambrecht	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. 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.			
1.4	Elect Director Benoit La Salle	Mgmt	For	For
	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.			
1.5	Elect Director Eloise Martin	Mgmt	For	For
1.6	Elect Director Marc Nolet de Brauwere van Steeland	Mgmt	For	For
1.7	Elect Director Nikolaos Sofronis	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.8	Elect Director Robert Taub	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Azbil Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 6845
Meeting Type: Annual
Primary ISIN: JP3937200008 | Primary SEDOL: 6985543

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 33.5	Mgmt	For	For
2.1	Elect Director Sone, Hirozumi	Mgmt	For	For
2.2	Elect Director Yamamoto, Kiyohiro	Mgmt	For	For
2.3	Elect Director Yokota, Takayuki	Mgmt	For	For
2.4	Elect Director Katsuta, Hisaya	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.5	Elect Director Ito, Takeshi	Mgmt	For	For
2.6	Elect Director Fujiso, Waka	Mgmt	For	For
2.7	Elect Director Nagahama, Mitsuhiro	Mgmt	For	For
2.8	Elect Director Anne Ka Tse Hung	Mgmt	For	For
2.9	Elect Director Sakuma, Minoru	Mgmt	For	For
2.10	Elect Director Sato, Fumitoshi	Mgmt	For	For
2.11	Elect Director Yoshikawa, Shigeaki	Mgmt	For	For
2.12	Elect Director Miura, Tomoyasu	Mgmt	For	For

AZ-COM Maruwa Holdings, Inc.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 9090
Meeting Type: Annual
Primary ISIN: JP3879170003 | Primary SEDOL: BKRC097

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 11.75	Mgmt	For	For
2.1	Elect Director Wasami, Masaru	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Yamamoto, Teruaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

AZ-COM Maruwa Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Kuzuno, Masanao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Fujita, Tsutomu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Motohashi, Katsunobu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Iwasaki, Akinori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Ogura, Tomoki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Yamakawa, Yukio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Tachi, Itsushi	Mgmt	For	For
2.10	Elect Director Saigo, Masami	Mgmt	For	For
2.11	Elect Director Funamoto, Miwako	Mgmt	For	For
3	Appoint Statutory Auditor Monguchi, Masato	Mgmt	For	Against
	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.			

Azelis Group NV

Meeting Date: 06/08/2023 | Country: Belgium | Ticker: AZE

Meeting Type: Annual

Primary ISIN: BE0974400328 | Primary SEDOL: BMHT025

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive Directors' and Auditors' Consolidated Reports (Non-Voting)	Mgmt		
2	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt		
3	Receive Directors' and Auditors' Reports (Non-Voting)	Mgmt		
4	Approve Financial Statements, Allocation of Income, and Dividends of EUR 0.29 per Share	Mgmt	For	For

Azelis Group NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
6	Approve Revised Remuneration Policy	Mgmt	For	For
7	Approve Discharge of Directors	Mgmt	For	For
8	Approve Discharge of Auditors	Mgmt	For	For
9	Approve Co-optation of Thomas Edward (Tom) Hallam as Independent Director	Mgmt	For	For
10.1	Approve Change-of-Control Clause Re: Schuldschein Loan Agreements	Mgmt	For	For
10.2	Approve Change-of-Control Clause Re: Senior Unsecured Notes due 2028	Mgmt	For	For
11	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For

B. Riley Financial, Inc.

Meeting Date: 05/23/2023 Country: USA Ticker: RILY

Meeting Type: Annual

Primary ISIN: US05580M1080 Primary SEDOL: BSKS2D6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bryant R. Riley	Mgmt	For	For
1.2	Elect Director Thomas J. Kelleher	Mgmt	For	For
1.3	Elect Director Robert L. Antin	Mgmt	For	For
	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.			
1.4	Elect Director Tammy Brandt	Mgmt	For	For
1.5	Elect Director Robert D'Agostino	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. 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.			
1.6	Elect Director Renee E. LaBran	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			

B. Riley Financial, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Randall E. Paulson	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.8	Elect Director Michael J. Sheldon	Mgmt	For	For
	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.			
1.9	Elect Director Mimi K. Walters	Mgmt	For	For
2	Ratify Marcum LLP as Auditors	Mgmt	For	For
	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.			

Badger Infrastructure Solutions Ltd.

Meeting Date: 05/04/2023 | Country: Canada | Ticker: BDGI

Meeting Type: Annual

Primary ISIN: CA0565331026 | Primary SEDOL: BLCW7S7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert Blackadar	Mgmt	For	For
1.2	Elect Director David Bronicheski	Mgmt	For	For
1.3	Elect Director Stephanie Cuskley	Mgmt	For	For
	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.			
1.4	Elect Director William (Bill) Derwin	Mgmt	For	For
1.5	Elect Director G. Keith Graham	Mgmt	For	For
1.6	Elect Director Stephen (Steve) Jones	Mgmt	For	For
1.7	Elect Director Mary Jordan	Mgmt	For	For
1.8	Elect Director William Lingard	Mgmt	For	For
1.9	Elect Director Glen Roane	Mgmt	For	For
1.10	Elect Director Patricia (Tribby) Warfield	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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.			

Badger Meter, Inc.

Meeting Date: 04/28/2023 | Country: USA | Ticker: BMI
Meeting Type: Annual
Primary ISIN: US0565251081 | Primary SEDOL: 2069128

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Todd A. Adams	Mgmt	For	For
1b	Elect Director Kenneth C. Bockhorst	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
1c	Elect Director Henry F. Brooks	Mgmt	For	For
1d	Elect Director Melanie K. Cook	Mgmt	For	For
1e	Elect Director Xia Liu	Mgmt	For	For
1f	Elect Director James W. McGill	Mgmt	For	For
1g	Elect Director Tessa M. Myers	Mgmt	For	For
1h	Elect Director James F. Stern	Mgmt	For	For
1i	Elect Director Glen E. Tellock	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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			
5	Increase Authorized Common Stock	Mgmt	For	For
6	Report on Hiring of Persons with Arrest or Incarceration Records	SH	Against	Against

BAE Systems Plc

Meeting Date: 05/04/2023 | Country: United Kingdom | Ticker: BA
Meeting Type: Annual
Primary ISIN: GB0002634946 | Primary SEDOL: 0263494

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
	Voter Rationale: Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.			
3	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.			
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Nicholas Anderson as Director	Mgmt	For	For
6	Re-elect Thomas Arseneault as Director	Mgmt	For	For
7	Re-elect Crystal Ashby as Director	Mgmt	For	For
8	Re-elect Dame Elizabeth Corley as Director	Mgmt	For	For
9	Re-elect Bradley Greve as Director	Mgmt	For	For
10	Re-elect Jane Griffiths as Director	Mgmt	For	For
11	Re-elect Christopher Grigg as Director	Mgmt	For	For
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given that the number of female directors has increased since the last AGM, we will keep this matter under review.			
12	Re-elect Ewan Kirk as Director	Mgmt	For	For
13	Re-elect Stephen Pearce as Director	Mgmt	For	For
14	Re-elect Nicole Piasecki as Director	Mgmt	For	For
15	Re-elect Charles Woodburn as Director	Mgmt	For	For
16	Elect Cressida Hogg as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
17	Elect Lord Sedwill as Director	Mgmt	For	For
18	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
19	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
20	Authorise UK Political Donations and Expenditure	Mgmt	For	For
21	Approve Long-Term Incentive Plan	Mgmt	For	For
	Voter Rationale: Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.			
22	Authorise Issue of Equity	Mgmt	For	For
23	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
24	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

BAE Systems Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
25	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Baidu, Inc.

Meeting Date: 06/27/2023 | Country: Cayman Islands | Ticker: 9888
Meeting Type: Annual
Primary ISIN: KYG070341048 | Primary SEDOL: B0J2D41

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Memorandum of Association and Articles of Association	Mgmt	For	For

Baker Hughes Company

Meeting Date: 05/16/2023 | Country: USA | Ticker: BKR
Meeting Type: Annual
Primary ISIN: US05722G1004 | Primary SEDOL: BDHLTQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director W. Geoffrey Beattie	Mgmt	For	For
1.2	Elect Director Gregory D. Brenneman	Mgmt	For	For
1.3	Elect Director Cynthia B. Carroll	Mgmt	For	For
1.4	Elect Director Nelda J. Connors	Mgmt	For	For
1.5	Elect Director Michael R. Dumais	Mgmt	For	For
1.6	Elect Director Lynn L. Elsenhans	Mgmt	For	For
1.7	Elect Director John G. Rice	Mgmt	For	For
1.8	Elect Director Lorenzo Simonelli	Mgmt	For	For
1.9	Elect Director Mohsen Sohi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles. 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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Balchem Corporation

Meeting Date: 06/22/2023 | Country: USA | Ticker: BCPC
Meeting Type: Annual
Primary ISIN: US0576652004 | Primary SEDOL: 2072074

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David Fischer	Mgmt	For	For
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Comfortable with the perceived pay versus performance misalignment at this time as it does not appear egregious. Moreover, one-time retention grant was majority performance-based. Plan passes our scorecard.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	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. 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.			

Ball Corporation

Meeting Date: 04/26/2023 | Country: USA | Ticker: BALL
Meeting Type: Annual
Primary ISIN: US0584981064 | Primary SEDOL: 2073022

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cathy D. Ross	Mgmt	For	For
1.2	Elect Director Betty J. Sapp	Mgmt	For	For
1.3	Elect Director Stuart A. Taylor, II	Mgmt	For	Withhold
	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.			
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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. 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.			

Ball Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Ballard Power Systems Inc.

Meeting Date: 06/07/2023 Country: Canada Ticker: BLDP
Meeting Type: Annual
Primary ISIN: CA0585861085 Primary SEDOL: 2072717

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Kathy Bayless	Mgmt	For	For
1B	Elect Director Douglas P. Hayhurst	Mgmt	For	For
1C	Elect Director Kui (Kevin) Jiang	Mgmt	For	For
1D	Elect Director Randy MacEwen	Mgmt	For	For
1E	Elect Director Hubertus M. Muehlhaeuser	Mgmt	For	For
1F	Elect Director Marty Neese	Mgmt	For	For
1G	Elect Director James Roche	Mgmt	For	For
1H	Elect Director Shaojun (Sherman) Sun	Mgmt	For	Withhold
	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.			
1I	Elect Director Janet Woodruff	Mgmt	For	Withhold
	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.			
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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 majority of annual bonus incentives should be quantitative. 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.			

Banc of California, Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: BANC
Meeting Type: Annual
Primary ISIN: US05990K1060 Primary SEDOL: BCD47X4

Banc of California, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James A. "Conan" Barker	Mgmt	For	For
1b	Elect Director Mary A. Curran	Mgmt	For	For
1c	Elect Director Shannon F. Eusey	Mgmt	For	For
1d	Elect Director Bonnie G. Hill	Mgmt	For	For
1e	Elect Director Denis P. Kalscheur	Mgmt	For	For
1f	Elect Director Richard J. Lashley	Mgmt	For	For
1g	Elect Director Joseph J. Rice	Mgmt	For	For
1h	Elect Director Vania E. Schlogel	Mgmt	For	For
1i	Elect Director Jonah F. Schnel	Mgmt	For	For
1j	Elect Director Robert D. Sznewajs	Mgmt	For	For
1k	Elect Director Andrew Thau	Mgmt	For	For
1l	Elect Director Jared M. Wolff	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

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.

Banca Generali SpA

Meeting Date: 04/19/2023 | Country: Italy | Ticker: BGN

Meeting Type: Annual

Primary ISIN: IT0001031084 | Primary SEDOL: B1HKSV6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Allocation of Income	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	Against

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

Banca Generali SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
4	Approve Fixed-Variable Compensation Ratio	Mgmt	For	For
5	Approve Long-Term Incentive Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
6	Approve Incentive System and Other Share-based Variable Remunerations	Mgmt	For	For
7	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Long-term Incentive Plan and the Incentive System and Other Share-based Variable Remunerations	Mgmt	For	For
8	Elect Directors (Bundled)	Mgmt	For	For
	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.			

BancFirst Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: BANF

Meeting Type: Annual

Primary ISIN: US05945F1030 | Primary SEDOL: 2078782

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dennis L. Brand	Mgmt	For	For
1.2	Elect Director F. Ford Drummond	Mgmt	For	For
1.3	Elect Director Joseph Ford	Mgmt	For	For
1.4	Elect Director Joe R. Goyne	Mgmt	For	For
1.5	Elect Director David R. Harlow	Mgmt	For	For
1.6	Elect Director William O. Johnstone	Mgmt	For	For
1.7	Elect Director Mautra Staley Jones	Mgmt	For	For
1.8	Elect Director Bill G. Lance	Mgmt	For	For
1.9	Elect Director Dave R. Lopez	Mgmt	For	For
1.10	Elect Director William Scott Martin	Mgmt	For	For
1.11	Elect Director Tom H. McCasland, III	Mgmt	For	For

BancFirst Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Elect Director David E. Rainbolt	Mgmt	For	For
1.13	Elect Director Robin Roberson	Mgmt	For	For
1.14	Elect Director Darryl W. Schmidt	Mgmt	For	For
1.15	Elect Director Natalie Shirley	Mgmt	For	For
1.16	Elect Director Michael K. Wallace	Mgmt	For	For
1.17	Elect Director Gregory G. Wedel	Mgmt	For	For
1.18	Elect Director G. Rainey Williams, Jr.	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
2	Approve Restricted 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. 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.			
3	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Banco BTG Pactual SA

Meeting Date: 04/28/2023 Country: Brazil Ticker: BPAC11

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRBPACUNT006 Primary SEDOL: BZBZVC7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Article 3 Re: Corporate Purpose	Mgmt	For	For
2	Consolidate Bylaws	Mgmt	For	For

Banco BTG Pactual SA

Meeting Date: 04/28/2023 | Country: Brazil | Ticker: BPAC11
Meeting Type: Annual
Primary ISIN: BRBPACUNT006 | Primary SEDOL: BZBZVC7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Units	Mgmt		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2022	Mgmt	For	For
	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.			
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
4.1	Elect Andre Santos Esteves as Director	Mgmt	For	Against
	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. The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4.2	Elect Eduardo Henrique de Mello Motta Loyo as Independent Director	Mgmt	For	Against
	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 directors membership could hamper the committees impartiality and effectiveness.			
4.3	Elect Guillermo Ortiz Martinez as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. 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.			
4.4	Elect John Huw Gwili Jenkins as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
4.5	Elect Mark Clifford Maletz as Independent Director	Mgmt	For	For
4.6	Elect Nelson Azevedo Jobim as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.7	Elect Roberto Balls Sallouti as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. '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.			
4.8	Elect Sofia De Fatima Esteves as Independent Director	Mgmt	For	For
4.9	Elect Joao Marcello Dantas Leite as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
	If Voting FOR on Item 5, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt		
5	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
6.1	Percentage of Votes to Be Assigned - Elect Andre Santos Esteves as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
6.2	Percentage of Votes to Be Assigned - Elect Eduardo Henrique de Mello Motta Loyo as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
6.3	Percentage of Votes to Be Assigned - Elect Guillermo Ortiz Martinez as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
6.4	Percentage of Votes to Be Assigned - Elect John Huw Gwili Jenkins as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
6.5	Percentage of Votes to Be Assigned - Elect Mark Clifford Maletz as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
6.6	Percentage of Votes to Be Assigned - Elect Nelson Azevedo Jobim as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Banco BTG Pactual SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.7	Percentage of Votes to Be Assigned - Elect Roberto Balls Sallouti as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
6.8	Percentage of Votes to Be Assigned - Elect Sofia De Fatima Esteves as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
6.9	Percentage of Votes to Be Assigned - Elect Joao Marcello Dantas Leite as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
7	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8	As a Preferred Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
9	Approve Remuneration of Company's Management	Mgmt	For	Against
	Voter Rationale: The company provides limited disclosure of the overall remuneration structure making it difficult to assess alignment with shareholder interests.			
10	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
11	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	Mgmt	None	For

Banco Santander Chile SA

Meeting Date: 04/19/2023	Country: Chile	Ticker: BSANTANDER	
	Meeting Type: Annual		
		Primary ISIN: CLP1506A1070	Primary SEDOL: 2000257

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income and Dividends of CLP 2.57 Per Share	Mgmt	For	For
	Elect Directors. Votes Will Be Equally Distributed Amongst the Nominees You Voted FOR OR Contact Your Client Service Rep to Disproportionately Allocate Votes	Mgmt		
3.1.a	Elect Claudio Melandri as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
3.1.b	Elect Rodrigo Vergara as Director	Mgmt	For	For
3.1.c	Elect Orlando Poblete as Director	Mgmt	For	For
3.1.d	Elect Felix de Vicente as Director	Mgmt	For	For
3.1.e	Elect Blanca Bustamante as Director	Mgmt	For	For
3.1.f	Elect Maria Olivia Recart as Director	Mgmt	For	For
3.1.g	Elect Lucia Santa Cruz as Director	Mgmt	For	For
3.1.h	Elect Ana Dorrego as Director	Mgmt	For	For
3.1.i	Elect Rodrigo Echenique as Director	Mgmt	For	For
3.1.j	Elect Director	Mgmt	For	Withhold
	Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote			
3.2.1	Elect Juan Pedro Santa Maria as Alternate Director	Mgmt	For	For
3.2.2	Elect Alfonso Gomez as Alternate Director	Mgmt	For	For
4	Approve Remuneration of Directors	Mgmt	For	For
5	Appoint PricewaterhouseCoopers Consultores, Auditores SpA as Auditors	Mgmt	For	For
6	Designate Feller Rate and ICR Chile as Risk Assessment Companies	Mgmt	For	For
7	Approve Remuneration and Budget of Directors' Committee and Audit Committee; Receive Directors and Audit Committee's Report	Mgmt	For	For
8	Receive Report Regarding Related-Party Transactions	Mgmt		
9	Transact Other Business	Mgmt		

Bandai Namco Holdings, Inc.

Meeting Date: 06/19/2023 | Country: Japan | Ticker: 7832
Meeting Type: Annual
Primary ISIN: JP3778630008 | Primary SEDOL: B0JDQD4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 179	Mgmt	For	For
2.1	Elect Director Kawaguchi, Masaru	Mgmt	For	For
2.2	Elect Director Asako, Yuji	Mgmt	For	For
2.3	Elect Director Momoi, Nobuhiko	Mgmt	For	For
2.4	Elect Director Udagawa, Nao	Mgmt	For	For
2.5	Elect Director Takenaka, Kazuhiro	Mgmt	For	For
2.6	Elect Director Asanuma, Makoto	Mgmt	For	For
2.7	Elect Director Kawasaki, Hiroshi	Mgmt	For	For
2.8	Elect Director Otsu, Shuji	Mgmt	For	For
2.9	Elect Director Kawana, Koichi	Mgmt	For	For
2.10	Elect Director Shimada, Toshio	Mgmt	For	For

Bank of America Corporation

Meeting Date: 04/25/2023 | Country: USA | Ticker: BAC
Meeting Type: Annual
Primary ISIN: US0605051046 | Primary SEDOL: 2295677

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sharon L. Allen	Mgmt	For	For
1b	Elect Director Jose (Joe) E. Almeida	Mgmt	For	For
1c	Elect Director Frank P. Bramble, Sr.	Mgmt	For	Against
	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.			
1d	Elect Director Pierre J.P. de Weck	Mgmt	For	For
1e	Elect Director Arnold W. Donald	Mgmt	For	For
1f	Elect Director Linda P. Hudson	Mgmt	For	For
1g	Elect Director Monica C. Lozano	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.			
1h	Elect Director Brian T. Moynihan	Mgmt	For	For
1i	Elect Director Lionel L. Nowell, III	Mgmt	For	For

Bank of America Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Denise L. Ramos	Mgmt	For	For
1k	Elect Director Clayton S. Rose	Mgmt	For	For
1l	Elect Director Michael D. White	Mgmt	For	For
1m	Elect Director Thomas D. Woods	Mgmt	For	For
1n	Elect Director Maria T. Zuber	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	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.			
6	Require Independent Board Chair	SH	Against	For
	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.			
7	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			
8	Disclose 2030 Absolute GHG Reduction Targets Associated with Lending and Underwriting	SH	Against	Against
9	Report on Climate Transition Plan Describing Efforts to Align Financing Activities with GHG Targets	SH	Against	For
	Voter Rationale: A vote FOR this resolution is warranted. Additional disclosure about the company's climate transition plan would help shareholders better evaluate the company's strategy for implementing its commitments to advance a low-carbon economy and the company's management of related risks and opportunities.			
10	Adopt Time-Bound Policy to Phase Out Underwriting and Lending for New Fossil Fuel Development	SH	Against	Against
11	Commission Third Party Racial Equity Audit	SH	Against	Against

Bank of Hawaii Corporation

Meeting Date: 04/28/2023 | Country: USA | Ticker: BOH
Meeting Type: Annual
Primary ISIN: US0625401098 | Primary SEDOL: 2074070

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director S. Haunani Apoliona	Mgmt	For	For
1.2	Elect Director Mark A. Burak	Mgmt	For	For
1.3	Elect Director John C. Erickson	Mgmt	For	For
1.4	Elect Director Joshua D. Feldman	Mgmt	For	For
1.5	Elect Director Peter S. Ho	Mgmt	For	For
1.6	Elect Director Michelle E. Hulst	Mgmt	For	For
1.7	Elect Director Kent T. Lucien	Mgmt	For	For
1.8	Elect Director Elliot K. Mills	Mgmt	For	For
1.9	Elect Director Alicia E. Moy	Mgmt	For	For
1.10	Elect Director Victor K. Nichols	Mgmt	For	For
1.11	Elect Director Barbara J. Tanabe	Mgmt	For	For
1.12	Elect Director Dana M. Tokioka	Mgmt	For	For
1.13	Elect Director Raymond P. Vara, Jr.	Mgmt	For	For
1.14	Elect Director Robert W. Wo	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.			
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. Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Bank of Montreal

Meeting Date: 04/18/2023 | Country: Canada | Ticker: BMO
Meeting Type: Annual
Primary ISIN: CA0636711016 | Primary SEDOL: 2076009

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Janice M. Babiak	Mgmt	For	For
1.2	Elect Director Sophie Brochu	Mgmt	For	For
1.3	Elect Director Craig W. Broderick	Mgmt	For	For
1.4	Elect Director George A. Cope	Mgmt	For	For
1.5	Elect Director Stephen Dent	Mgmt	For	For
1.6	Elect Director Christine A. Edwards	Mgmt	For	For
1.7	Elect Director Martin S. Eichenbaum	Mgmt	For	For
1.8	Elect Director David E. Harquail	Mgmt	For	For
1.9	Elect Director Linda S. Huber	Mgmt	For	For
1.10	Elect Director Eric R. La Fleche	Mgmt	For	For
1.11	Elect Director Lorraine Mitchelmore	Mgmt	For	For
1.12	Elect Director Madhu Ranganathan	Mgmt	For	Withhold
	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.			
1.13	Elect Director Darryl White	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		
A	SP 1: Advisory Vote on Environmental Policies	SH	Against	Against
B	SP 2: Continue to Invest in and Finance the Canadian Oil and Gas Sector	SH	Against	Against
C	SP 3: Publish a Third-Party Racial Equity Audit	SH	Against	Against

Bank OZK

Meeting Date: 05/08/2023 | Country: USA | Ticker: OZK
Meeting Type: Annual
Primary ISIN: US06417N1037 | Primary SEDOL: BZ56Q65

Bank OZK

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicholas Brown	Mgmt	For	For
1b	Elect Director Paula Cholmondeley	Mgmt	For	For
1c	Elect Director Beverly Cole	Mgmt	For	For
1d	Elect Director Robert East	Mgmt	For	For
1e	Elect Director Kathleen Franklin	Mgmt	For	For
1f	Elect Director Jeffrey Gearhart	Mgmt	For	For
1g	Elect Director George Gleason	Mgmt	For	For
1h	Elect Director Peter Kenny	Mgmt	For	For
1i	Elect Director William A. Koefoed, Jr.	Mgmt	For	For
1j	Elect Director Elizabeth Musico	Mgmt	For	For
1k	Elect Director Christopher Orndorff	Mgmt	For	For
1l	Elect Director Steven Sadoff	Mgmt	For	For
1m	Elect Director Ross Whipple	Mgmt	For	For
2	Ratify Pricewaterhousecoopers Llp as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

BANK POLSKA KASA OPIEKI SA

Meeting Date: 06/06/2023 Country: Poland Ticker: PEO

Meeting Type: Annual

Primary ISIN: PLPEKAO00016 Primary SEDOL: 5473113

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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
5	Receive Management Board Report on Company's and Group's Operations	Mgmt		
6	Receive Financial Statements	Mgmt		
7	Receive Consolidated Financial Statements	Mgmt		

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Receive Management Board Proposal on Allocation of Income	Mgmt		
9	Receive Supervisory Board Reports	Mgmt		
10.1	Approve Management Board Report on Company's and Group's Operations	Mgmt	For	For
10.2	Approve Financial Statements	Mgmt	For	For
10.3	Approve Consolidated Financial Statements	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
10.4	Approve Allocation of Income and Dividends of PLN 3.65 per Share	Mgmt	For	For
10.5	Approve Supervisory Board Report	Mgmt	For	For
10.6a	Approve Individual Suitability of Beata Kozlowska-Chyla (Supervisory Board Chairwoman)	Mgmt	For	For
10.6b	Approve Individual Suitability of Joanna Dynysiuk (Supervisory Board Deputy Chairwoman)	Mgmt	For	For
10.6c	Approve Individual Suitability of Malgorzata Sadurska (Supervisory Board Deputy Chairwoman)	Mgmt	For	For
10.6d	Approve Individual Suitability of Stanislaw Kaczoruk (Supervisory Board Secretary)	Mgmt	For	For
10.6e	Approve Individual Suitability of Marcin Izdebski (Supervisory Board Member)	Mgmt	For	For
10.6f	Approve Individual Suitability of Sabina Bigos-Jaworowska (Supervisory Board Member)	Mgmt	For	For
10.6g	Approve Individual Suitability of Justyna Glebikowska-Michalak (Supervisory Board Member)	Mgmt	For	For
10.6h	Approve Individual Suitability of Michal Kaszynski (Supervisory Board Member)	Mgmt	For	For
10.6i	Approve Individual Suitability of Marian Majcher (Supervisory Board Member)	Mgmt	For	For
10.6j	Approve Collective Suitability of Supervisory Board Members	Mgmt	For	For
10.7a	Approve Discharge of Leszek Skiba (CEO)	Mgmt	For	For
10.7b	Approve Discharge of Marcin Gadomski (Deputy CEO)	Mgmt	For	For
10.7c	Approve Discharge of Piotr Zborowski (Deputy CEO)	Mgmt	For	For
10.7d	Approve Discharge of Jerzy Kwiecinski (Deputy CEO)	Mgmt	For	For
10.7e	Approve Discharge of Magdalena Zmitrowicz (Deputy CEO)	Mgmt	For	For

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.7f	Approve Discharge of Jaroslaw Fuchs (Deputy CEO)	Mgmt	For	For
10.7g	Approve Discharge of Wojciech Werochowski (Deputy CEO)	Mgmt	For	For
10.7h	Approve Discharge of Blazej Szczecki (Deputy CEO)	Mgmt	For	For
10.7i	Approve Discharge of Pawel Straczynski (Deputy CEO)	Mgmt	For	For
10.8a	Approve Discharge of Beata Kozlowska-Chyla (Supervisory Board Chairwoman)	Mgmt	For	For
10.8b	Approve Discharge of Joanna Dynysiuk (Supervisory Board Deputy Chairwoman)	Mgmt	For	For
10.8c	Approve Discharge of Malgorzata Sadurska (Supervisory Board Deputy Chairwoman)	Mgmt	For	For
10.8d	Approve Discharge of Stanislaw Ryszard Kaczoruk (Supervisory Board Secretary)	Mgmt	For	For
10.8e	Approve Discharge of Marcin Izdebski (Supervisory Board Member)	Mgmt	For	For
10.8f	Approve Discharge of Sabina Bigos-Jaworowska (Supervisory Board Member)	Mgmt	For	For
10.8g	Approve Discharge of Justyna Glebikowska-Michalak (Supervisory Board Member)	Mgmt	For	For
10.8h	Approve Discharge of Michal Kaszynski (Supervisory Board Member)	Mgmt	For	For
10.8i	Approve Discharge of Marian Majcher (Supervisory Board Member)	Mgmt	For	For
11	Approve Supervisory Board Report on Remuneration Policy	Mgmt	For	For
12	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
13	Approve Assessment of Policy on Suitability of Supervisory Board Members	Mgmt	For	For
14	Receive Supervisory Board Report on Company's Compliance with Corporate Governance Principles for Supervised Institutions	Mgmt		
15.1	Amend Statute Re: Corporate Purpose	Mgmt	For	For
15.2	Amend Statute Re: General Meeting and Supervisory Board	Mgmt	For	For
15.3	Amend Statute Re: General Meeting and Supervisory Board	Mgmt	For	For
15.4	Amend Statute Re: Supervisory Board	Mgmt	For	For

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15.5	Amend Statute Re: Supervisory Board	Mgmt	For	For
15.6	Amend Statute Re: Supervisory Board	Mgmt	For	For
15.7	Amend Statute Re: Supervisory Board	Mgmt	For	For
15.8	Amend Statute Re: Share Capital	Mgmt	For	For
16	Close Meeting	Mgmt		

Bar Harbor Bankshares

Meeting Date: 05/18/2023 | Country: USA | Ticker: BHB

Meeting Type: Annual

Primary ISIN: US0668491006 | Primary SEDOL: 2618111

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daina H. Belair	Mgmt	For	For
1b	Elect Director Matthew L. Caras	Mgmt	For	For
1c	Elect Director David M. Colter	Mgmt	For	For
1d	Elect Director Martha T. Dudman	Mgmt	For	For
1e	Elect Director Lauri E. Fernald	Mgmt	For	For
1f	Elect Director Debra B. Miller	Mgmt	For	For
1g	Elect Director Brendan J. O'Halloran	Mgmt	For	For
1h	Elect Director Brian D. Shaw	Mgmt	For	For
1i	Elect Director Curtis C. Simard	Mgmt	For	For
1j	Elect Director Kenneth E. Smith	Mgmt	For	For
1k	Elect Director Scott G. Toothaker	Mgmt	For	For
1l	Elect Director David B. Woodside	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify RSM US LLP as Auditors	Mgmt	For	For

Barclays PLC

Meeting Date: 05/03/2023 | Country: United Kingdom | Ticker: BARC
Meeting Type: Annual
Primary ISIN: GB0031348658 | Primary SEDOL: 3134865

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.			
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Elect Marc Moses as Director	Mgmt	For	For
5	Re-elect Robert Berry as Director	Mgmt	For	For
6	Re-elect Tim Breedon as Director	Mgmt	For	For
7	Re-elect Anna Cross as Director	Mgmt	For	For
8	Re-elect Mohamed A. El-Erian as Director	Mgmt	For	For
	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.			
9	Re-elect Dawn Fitzpatrick as Director	Mgmt	For	For
10	Re-elect Mary Francis as Director	Mgmt	For	For
11	Re-elect Crawford Gillies as Director	Mgmt	For	For
12	Re-elect Brian Gilvary as Director	Mgmt	For	For
13	Re-elect Nigel Higgins as Director	Mgmt	For	For
	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 Nomination Committee.			
14	Re-elect Diane Schueneman as Director	Mgmt	For	For
15	Re-elect Coimbatore Venkatakrishnan as Director	Mgmt	For	For
16	Re-elect Julia Wilson as Director	Mgmt	For	For
17	Reappoint KPMG LLP as Auditors	Mgmt	For	For
18	Authorise the Board Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For
20	Authorise Issue of Equity	Mgmt	For	For

Barclays PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
23	Authorise Issue of Equity in Relation to the Issuance of Contingent Equity Conversion Notes	Mgmt	For	For
24	Authorise Issue of Equity without Pre-emptive Rights in Relation to the Issuance of Contingent Equity Conversion Notes	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

Barnes Group Inc.

Meeting Date: 05/05/2023 | Country: USA | Ticker: B

Meeting Type: Annual

Primary ISIN: US0678061096 | Primary SEDOL: 2080732

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas O. Barnes	Mgmt	For	For
1b	Elect Director Elijah K. Barnes	Mgmt	For	For
1c	Elect Director Jakki L. Haussler	Mgmt	For	For
1d	Elect Director Richard J. Hipple	Mgmt	For	For
1e	Elect Director Thomas J. Hook	Mgmt	For	For
1f	Elect Director Daphne E. Jones	Mgmt	For	For
1g	Elect Director Neal J. Keating	Mgmt	For	For
1h	Elect Director Mylle H. Mangum	Mgmt	For	Against
	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.			
1i	Elect Director Hans-Peter Manner	Mgmt	For	Against
	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.			
1j	Elect Director Anthony V. Nicolosi	Mgmt	For	For
1k	Elect Director JoAnna L. Sohovich	Mgmt	For	For

Barnes Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Ratify PricewaterhouseCoopers 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.			

Bath & Body Works, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: BBWI

Meeting Type: Annual

Primary ISIN: US0708301041 | Primary SEDOL: BNNTGJ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Patricia S. Bellinger	Mgmt	For	For
1.2	Elect Director Alessandro Bogliolo	Mgmt	For	For
1.3	Elect Director Gina R. Boswell	Mgmt	For	For
1.4	Elect Director Lucy O. Brady	Mgmt	For	For
1.5	Elect Director Francis A. Hondal	Mgmt	For	For
1.6	Elect Director Thomas J. Kuhn	Mgmt	For	For
1.7	Elect Director Danielle M. Lee	Mgmt	For	For
1.8	Elect Director Michael G. Morris	Mgmt	For	For
1.9	Elect Director Sarah E. Nash	Mgmt	For	For
1.10	Elect Director Juan Rajlin	Mgmt	For	For
1.11	Elect Director Stephen D. Steinour	Mgmt	For	For

Bath & Body Works, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Elect Director J.K. Symancyk	Mgmt	For	For
1.13	Elect Director Steven E. Voskuil	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			

Bausch Health Companies Inc.

Meeting Date: 05/16/2023 | Country: Canada | Ticker: BHC

Meeting Type: Annual

Primary ISIN: CA0717341071 | Primary SEDOL: BFFVVC1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas J. Appio	Mgmt	For	For
1b	Elect Director Brett M. Icahn	Mgmt	For	Withhold
	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. 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.			
1c	Elect Director Sarah B. Kavanagh	Mgmt	For	For
1d	Elect Director Steven D. Miller	Mgmt	For	Withhold
	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.			

Bausch Health Companies Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Richard C. Mulligan	Mgmt	For	Withhold
	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.			
1f	Elect Director John A. Paulson	Mgmt	For	For
1g	Elect Director Robert N. Power	Mgmt	For	For
1h	Elect Director Russel C. Robertson	Mgmt	For	For
1i	Elect Director Thomas W. Ross, Sr.	Mgmt	For	For
1j	Elect Director Amy B. Wechsler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	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. 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.			
5	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

Baxter International Inc.

Meeting Date: 05/02/2023 | Country: USA | Ticker: BAX

Meeting Type: Annual

Primary ISIN: US0718131099 | Primary SEDOL: 2085102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jose (Joe) E. Almeida	Mgmt	For	For
1b	Elect Director Michael F. Mahoney	Mgmt	For	For
1c	Elect Director Patricia B. Morrison	Mgmt	For	For
1d	Elect Director Stephen N. Oesterle	Mgmt	For	For
1e	Elect Director Nancy M. Schlichting	Mgmt	For	For
1f	Elect Director Brent Shafer	Mgmt	For	For

Baxter International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Cathy R. Smith	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time			
1h	Elect Director Amy A. Wendell	Mgmt	For	For
1i	Elect Director David S. Wilkes	Mgmt	For	For
1j	Elect Director Peter M. Wilver	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			
6	Adopt Share Retention Policy For Senior Executives	SH	Against	Against

BayCurrent Consulting, Inc.

Meeting Date: 05/26/2023 | Country: Japan | Ticker: 6532

Meeting Type: Annual

Primary ISIN: JP3835250006 | Primary SEDOL: BYP20B9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 23	Mgmt	For	For

BayCurrent Consulting, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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 - Authorize Board to Determine Income Allocation	Mgmt	For	For
	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 also update the board structure to an Audit Committee structure, which we prefer to the current Kansayaku structure. As such, we will support this proposal.			
3.1	Elect Director Abe, Yoshiyuki	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
3.2	Elect Director Ikehira, Kentaro	Mgmt	For	For
3.3	Elect Director Nakamura, Kosuke	Mgmt	For	For
3.4	Elect Director Shoji, Toshimune	Mgmt	For	For
3.5	Elect Director Sato, Shintaro	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Okuyama, Yoshitaka	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Kasuya, Yuichiro	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Fujimoto, Tetsuya	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Midorikawa, Yoshie	Mgmt	For	For
5	Approve Compensation Ceiling for Directors Who Are Not 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.			
7	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For

Bayer AG

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

Meeting Type: Annual

Primary ISIN: DE000BAY0017 | Primary SEDOL: 5069211

Bayer AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of EUR 2.40 per Share for Fiscal Year 2022	Mgmt	For	For
2	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
3	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For
4.1	Elect Norbert Winkeljohann to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
4.2	Elect Kimberly Mathisen to the Supervisory Board	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
6	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
7	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For
8	Ratify Deloitte GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Reports for the First Half of Fiscal Year 2023	Mgmt	For	For
9	Voting Instructions for Motions or Nominations by Shareholders that are not Made Accessible Before the AGM and that are Made or Amended in the Course of the AGM	Mgmt	None	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

BCE Inc.

Meeting Date: 05/04/2023 | Country: Canada | Ticker: BCE

Meeting Type: Annual

Primary ISIN: CA05534B7604 | Primary SEDOL: B188TH2

BCE Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mirko Bibic	Mgmt	For	For
1.2	Elect Director David F. Denison	Mgmt	For	For
1.3	Elect Director Robert P. Dexter	Mgmt	For	For
1.4	Elect Director Katherine Lee	Mgmt	For	For
1.5	Elect Director Monique F. Leroux	Mgmt	For	For
1.6	Elect Director Sheila A. Murray	Mgmt	For	For
1.7	Elect Director Gordon M. Nixon	Mgmt	For	For
1.8	Elect Director Louis P. Pagnutti	Mgmt	For	For
1.9	Elect Director Calin Rovinescu	Mgmt	For	For
1.10	Elect Director Karen Sheriff	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.11	Elect Director Robert C. Simmonds	Mgmt	For	For
1.12	Elect Director Jennifer Tory	Mgmt	For	For
1.13	Elect Director Louis Vachon	Mgmt	For	For
1.14	Elect Director Cornell Wright	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Beam Therapeutics Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: BEAM

Meeting Type: Annual

Primary ISIN: US07373V1052 Primary SEDOL: BK6L288

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John Evans	Mgmt	For	For

Beam Therapeutics Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director John Maraganore	Mgmt	For	Against
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			

Beazley Plc

Meeting Date: 04/25/2023	Country: United Kingdom Meeting Type: Annual	Ticker: BEZ	
		Primary ISIN: GB00BYQ0JC66	Primary SEDOL: BYQ0JC6

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 Interim Dividends	Mgmt	For	For
5	Re-elect Rajesh Agrawal as Director	Mgmt	For	For
6	Re-elect Adrian Cox as Director	Mgmt	For	For
7	Re-elect Pierre-Olivier Desaulle as Director	Mgmt	For	For

Beazley Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Re-elect Nicola Hodson as Director	Mgmt	For	For
	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.			
9	Re-elect Sally Lake as Director	Mgmt	For	For
10	Re-elect Christine LaSala as Director	Mgmt	For	For
11	Re-elect John Reizenstein as Director	Mgmt	For	For
12	Re-elect Robert Stuchbery as Director	Mgmt	For	For
13	Elect Clive Bannister as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
14	Elect Fiona Muldoon as Director	Mgmt	For	For
15	Elect Cecilia Reyes Leuzinger as Director	Mgmt	For	For
16	Reappoint EY as Auditors	Mgmt	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Approve UK Share Incentive Plan	Mgmt	For	For
19	Approve International Share Incentive Plan	Mgmt	For	For
20	Amend Long Term Incentive Plan	Mgmt	For	For
21	Authorise Issue of Equity	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	Against
	Voter Rationale: Vote AGAINT as the company raised equity through a cash box structure in November and therefore pre-emptive rights were not considered with the placing.			
23	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Specified Capital Investment	Mgmt	For	Against
	Voter Rationale: Vote AGAINT as the company raised equity through a cash box structure in November and therefore pre-emptive rights were not considered with the placing.			
24	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
25	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Beiersdorf AG

Meeting Date: 04/13/2023 | Country: Germany | Ticker: BEI

Meeting Type: Annual

Primary ISIN: DE0005200000 | Primary SEDOL: 5107401

Beiersdorf AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.70 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, ideally, annual re-elections, in order to facilitate a more dynamic board refreshment process.			
5	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
6	Approve Remuneration Report	Mgmt	For	Against
	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. 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. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7.1	Elect Uta Kemmerich-Keil to the Supervisory Board	Mgmt	For	For
7.2	Elect Beatrice Dreyfus as Alternate Supervisory Board Member	Mgmt	For	For
8.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
8.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For

Belc Co., Ltd.

Meeting Date: 05/25/2023 | Country: Japan | Ticker: 9974

Meeting Type: Annual

Primary ISIN: JP3835700000 | Primary SEDOL: 6098913

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 49	Mgmt	For	For
2.1	Elect Director Harashima, Tamotsu	Mgmt	For	For
2.2	Elect Director Harashima, Issei	Mgmt	For	For

Belc Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Ueda, Hideo	Mgmt	For	For
2.4	Elect Director Harashima, Yoichiro	Mgmt	For	For
2.5	Elect Director Nakamura, Mitsuhiro	Mgmt	For	For
2.6	Elect Director Osugi, Yoshihiro	Mgmt	For	For
2.7	Elect Director Ueda, Kanji	Mgmt	For	For
2.8	Elect Director Harada, Hiroyuki	Mgmt	For	For
2.9	Elect Director Hisaki, Kunihiko	Mgmt	For	For
2.10	Elect Director Matsushita, Kaori	Mgmt	For	For
2.11	Elect Director Izawa, Kyoko	Mgmt	For	For
2.12	Elect Director Umekuni, Tomoko	Mgmt	For	For
2.13	Elect Director Saito, Shuichi	Mgmt	For	For
2.14	Elect Director Onishi, Chiaki	Mgmt	For	For
3.1	Appoint Statutory Auditor Sugimura, Shigeru	Mgmt	For	For
3.2	Appoint Statutory Auditor Tokunaga, Masumi	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Machida, Tomoaki	Mgmt	For	For

Belden Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: BDC

Meeting Type: Annual

Primary ISIN: US0774541066 Primary SEDOL: B01WL78

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David J. Aldrich	Mgmt	For	For
1b	Elect Director Lance C. Balk	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.			
1c	Elect Director Steven W. Berglund	Mgmt	For	For
1d	Elect Director Diane D. Brink	Mgmt	For	For
1e	Elect Director Judy L. Brown	Mgmt	For	For
1f	Elect Director Nancy Calderon	Mgmt	For	For
1g	Elect Director Ashish Chand	Mgmt	For	For
1h	Elect Director Jonathan C. Klein	Mgmt	For	For
1i	Elect Director YY Lee	Mgmt	For	For

Belden Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Gregory J. McCray	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Belluna Co., Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 9997
Meeting Type: Annual
Primary ISIN: JP3835650007 | Primary SEDOL: 6070353

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For
2.1	Elect Director Yasuno, Kiyoshi	Mgmt	For	For
2.2	Elect Director Yasuno, Yuichiro	Mgmt	For	For
2.3	Elect Director Shishido, Junko	Mgmt	For	For
2.4	Elect Director Matsuda, Tomohiro	Mgmt	For	For
2.5	Elect Director Miyashita, Masayoshi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Yamagata, Hideki	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Watabe, Yukimitsu	Mgmt	For	For

BELLUS Health Inc.

Meeting Date: 06/16/2023 | Country: Canada | Ticker: BLU
Meeting Type: Special
Primary ISIN: CA07987C2040 | Primary SEDOL: BKBZHY6

BELLUS Health Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Acquisition by 14934792 Canada Inc., a Wholly-Owned Subsidiary of GSK plc	Mgmt	For	For

BELLUS Health Inc.

Meeting Date: 06/30/2023 | Country: Canada | Ticker: BLU

Meeting Type: Annual

Primary ISIN: CA07987C2040 | Primary SEDOL: BKBZHY6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Francesco Bellini	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Roberto Bellini	Mgmt	For	For
1.3	Elect Director Youssef L. Bennani	Mgmt	For	For
1.4	Elect Director Franklin M. Berger	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. 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. 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. 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. 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.			
1.5	Elect Director Clarissa Desjardins	Mgmt	For	For
1.6	Elect Director Pierre Larochelle	Mgmt	For	Against
	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.			
1.7	Elect Director William Mezzanotte	Mgmt	For	For
1.8	Elect Director Joseph Rus	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize the Audit Committee to Fix Their Remuneration	Mgmt	For	Withhold
	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.			

BELLUS Health Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Re-approve Stock Option Plan	Mgmt	For	Against
	Voter Rationale: 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Benefit One Inc.

Meeting Date: 06/30/2023 | Country: Japan | Ticker: 2412
Meeting Type: Annual
Primary ISIN: JP3835630009 | Primary SEDOL: B02JV67

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fukasawa, Junko	Mgmt	For	For
1.2	Elect Director Shiraishi, Norio	Mgmt	For	For
1.3	Elect Director Tanaka, Hideyo	Mgmt	For	For
1.4	Elect Director Ozaki, Kenji	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Umekita, Takuo	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Kubo, Nobuyasu	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Hamada, Toshiaki	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Fujiike, Tomonori	Mgmt	For	For

Benesse Holdings, Inc.

Meeting Date: 06/24/2023 | Country: Japan | Ticker: 9783
Meeting Type: Annual
Primary ISIN: JP3835620000 | Primary SEDOL: 6121927

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kobayashi, Hitoshi	Mgmt	For	Against
	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.			
1.2	Elect Director Takiyama, Shinya	Mgmt	For	For

Benesse Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Yamakawa, Kenji	Mgmt	For	For
1.4	Elect Director Fukutake, Hideaki	Mgmt	For	For
1.5	Elect Director Iwai, Mutsuo	Mgmt	For	For
1.6	Elect Director Noda, Yumiko	Mgmt	For	For
1.7	Elect Director Takashima, Kohei	Mgmt	For	For
1.8	Elect Director Onishi, Masaru	Mgmt	For	For
2.1	Appoint Statutory Auditor Matsumoto, Yoshinori	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Saito, Naoto	Mgmt	For	Against
	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.			
2.3	Appoint Statutory Auditor Izumo, Eiichi	Mgmt	For	Against
	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.			
2.4	Appoint Statutory Auditor Ishiguro, Miyuki	Mgmt	For	For

Bengo4.com, Inc.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 6027

Meeting Type: Annual

Primary ISIN: JP3835870001 | Primary SEDOL: BSLTDM4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Remove All Provisions on Advisory Positions - Amend Provisions on Number of Statutory Auditors - Clarify Provisions on Alternate Statutory Auditors	Mgmt	For	For
2.1	Elect Director Motoe, Taichiro	Mgmt	For	Abstain
	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.			
2.2	Elect Director Uchida, Yosuke	Mgmt	For	Abstain
	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.			
2.3	Elect Director Tagami, Yoshikazu	Mgmt	For	For
2.4	Elect Director Tachibana, Daichi	Mgmt	For	For
2.5	Elect Director Watanabe, Yosuke	Mgmt	For	For
2.6	Elect Director Sawada, Masaoki	Mgmt	For	For
2.7	Elect Director Ishimaru, Fumihiko	Mgmt	For	For

Bengo4.com, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Murakami, Atsuhiro	Mgmt	For	For
2.9	Elect Director Uenoyama, Katsuya	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Matsura, Keita	Mgmt	For	Against
	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.			

Bentley Systems, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: BSY

Meeting Type: Annual

Primary ISIN: US08265T2087 Primary SEDOL: BMC1PR6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Barry J. Bentley	Mgmt	For	Withhold
	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. 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			
1.2	Elect Director Gregory S. Bentley	Mgmt	For	Withhold
	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 The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).			
1.3	Elect Director Keith A. Bentley	Mgmt	For	Withhold
	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. 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. The nominee is a former executive and considered to be non-independent.			
1.4	Elect Director Raymond B. Bentley	Mgmt	For	Withhold
	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			
1.5	Elect Director Kirk B. Griswold	Mgmt	For	For
	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.			
1.6	Elect Director Janet B. Haugen	Mgmt	For	Withhold
	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. Specifically, the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirements to enact certain changes to the governing documents, 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.			
1.7	Elect Director Brian F. Hughes	Mgmt	For	For
	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.			

Bentley Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 annual bonus should be assessed using no less than two metrics. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify KPMG 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.			

Berkshire Hathaway Inc.

Meeting Date: 05/06/2023 | Country: USA | Ticker: BRK.B

Meeting Type: Annual

Primary ISIN: US0846707026 | Primary SEDOL: 2073390

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Warren E. Buffett	Mgmt	For	For
1.2	Elect Director Charles T. Munger	Mgmt	For	For
	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.			
1.3	Elect Director Gregory E. Abel	Mgmt	For	For
1.4	Elect Director Howard G. Buffett	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.5	Elect Director Susan A. Buffett	Mgmt	For	For
1.6	Elect Director Stephen B. Burke	Mgmt	For	Withhold
	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.			
1.7	Elect Director Kenneth I. Chenault	Mgmt	For	Withhold
	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.			
1.8	Elect Director Christopher C. Davis	Mgmt	For	Withhold
	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 voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.			
1.9	Elect Director Susan L. Decker	Mgmt	For	Withhold
	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. We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.			

Berkshire Hathaway Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Charlotte Guyman	Mgmt	For	Withhold
	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. 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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
1.11	Elect Director Ajit Jain	Mgmt	For	For
1.12	Elect Director Thomas S. Murphy, Jr.	Mgmt	For	For
1.13	Elect Director Ronald L. Olson	Mgmt	For	For
1.14	Elect Director Wallace R. Weitz	Mgmt	For	For
1.15	Elect Director Meryl B. Witmer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Two NEOs continue to receive large base salaries of $16.0 million each and overall pay is not clearly linked to company performance. Pay disclosure is minimal, leaving shareholders with little information to assess decisions regarding, or committee oversight of, compensation determinations for executives.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Report on Physical and Transitional Climate-Related Risks and Opportunities	SH	Against	For
	Voter Rationale: A vote FOR the proposal is warranted as shareholders would benefit from corporate-level disclosure on the climate risks the company judges as material and plans to mitigate those risks			
5	Report on Audit Committee's Oversight on Climate Risks and Disclosures	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted at this time because the enhanced disclosure would allow shareholders to assess the board's governance and risk oversight mechanisms in place to protect the company from potentially adverse regulatory requirements and market changes related to the energy transition.			
6	Report If and How Company Will Measure, Disclose and Reduce GHG Emissions	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted at this time because the requested report would allow shareholders to evaluate emissions from Berkshire's insurance group, its peers have made public commitments, and the report may help the company prepare for state climate regulations.			
7	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For
	Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.			
8	Require Independent Board Chair	SH	Against	For
	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.			

Berkshire Hathaway Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Encourage Senior Management Commitment to Avoid Political Speech	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Beyond Meat, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: BYND

Meeting Type: Annual

Primary ISIN: US08862E1091 Primary SEDOL: BJ1FDK7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Seth Goldman	Mgmt	For	Withhold
	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. The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director C. James Koch	Mgmt	For	For
1.3	Elect Director Kathy N. Waller	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			

BGC Partners, Inc.

Meeting Date: 06/27/2023 Country: USA Ticker: BGCP

Meeting Type: Written Consent

Primary ISIN: US05541T1016 Primary SEDOL: 2528168

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Plan of Conversion	Mgmt	For	For

BGC Partners, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. Plan renewal should be subject to 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. 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.			
3a	Increase Authorized Class A Common Stock	Mgmt	For	For
3b	Increase Authorized Class B Common Stock	Mgmt	For	Against
	Voter Rationale: The issuance of shares with impaired/enhanced voting rights violates the principle of one share, one vote.			
3c	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against
	Voter Rationale: Company has a dual class structure.			
3d	Adopt the Jurisdiction of Incorporation as the Exclusive Forum for Certain Disputes	Mgmt	For	For

Bid Corp. Ltd.

Meeting Date: 06/29/2023 | Country: South Africa | Ticker: BID

Meeting Type: Special

Primary ISIN: ZAE000216537 | Primary SEDOL: BZBFKT7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Conditional Share Plan to Require that a Participant Exercises their Vested Awards Before they can be Settled and Freely Disposed of	Mgmt	For	For
2	Amend Conditional Share Plan to Introduce a Discretion on the Remuneration Committee to Determine that Awards of "Good Leavers" may Not be Subject to Time Pro-Rated Early Vesting and may Vest in Full in the Ordinary Course	Mgmt	For	Against
	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.			
3	Authorise Ratification of Approved Resolutions	Mgmt	For	For

Bilfinger SE

Meeting Date: 04/20/2023 | Country: Germany | Ticker: GBF
Meeting Type: Annual
Primary ISIN: DE0005909006 | Primary SEDOL: 5117381

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 1.30 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, ideally, annual re-elections, in order to facilitate a more dynamic board refreshment process.			
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For
6	Approve Remuneration Policy	Mgmt	For	Against
	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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
7	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval.			
8	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For
9	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	Against
	Voter Rationale: Any request to use financial derivatives when repurchasing shares should be fully explained and justified by the company.			
10	Approve Creation of EUR 66.3 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	For
11.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
11.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For
12	Amend Articles of Association	Mgmt	For	For

BioCryst Pharmaceuticals, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: BCRX
Meeting Type: Annual
Primary ISIN: US09058V1035 | Primary SEDOL: 2100362

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George B. Abercrombie	Mgmt	For	For
1.2	Elect Director Theresa M. Heggie	Mgmt	For	For
1.3	Elect Director Amy E. McKee	Mgmt	For	For
1.4	Elect Director Jon P. Stonehouse	Mgmt	For	For
	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.			
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. 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.			

Biogen Inc.

Meeting Date: 06/26/2023 | Country: USA | Ticker: BIIB
Meeting Type: Annual
Primary ISIN: US09062X1037 | Primary SEDOL: 2455965

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alexander J. Denner - Withdrawn	Mgmt		
	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.			
1b	Elect Director Caroline D. Dorsa	Mgmt	For	For
1c	Elect Director Maria C. Freire	Mgmt	For	For

Biogen Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director William A. Hawkins	Mgmt	For	For
1e	Elect Director William D. Jones-Withdrawn	Mgmt		
	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.			
1f	Elect Director Jesus B. Mantas	Mgmt	For	For
1g	Elect Director Richard C. Mulligan-Withdrawn	Mgmt		
	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.			
1h	Elect Director Eric K. Rowinsky	Mgmt	For	For
1i	Elect Director Stephen A. Sherwin	Mgmt	For	For
1j	Elect Director Christopher A. Viehbacher	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Elect Director Susan K. Langer	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

BioMarin Pharmaceutical Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: BMRN

Meeting Type: Annual

Primary ISIN: US09061G1013 | Primary SEDOL: 2437071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark J. Alles	Mgmt	For	Withhold

BioMarin Pharmaceutical Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Voter Rationale: Company fails to meet our Net Zero Model expectations. In particular, we note the company has failed to disclose scope 1 and scope 2 emissions and has no 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.			
1.2	Elect Director Elizabeth McKee Anderson	Mgmt	For	For
1.3	Elect Director Jean-Jacques Bienaime	Mgmt	For	For
1.4	Elect Director Willard Dere	Mgmt	For	For
1.5	Elect Director Elaine J. Heron	Mgmt	For	For
1.6	Elect Director Maykin Ho	Mgmt	For	For
1.7	Elect Director Robert J. Hombach	Mgmt	For	For
1.8	Elect Director V. Bryan Lawlis	Mgmt	For	For
1.9	Elect Director Richard A. Meier	Mgmt	For	For
1.10	Elect Director David E.I. Pyott	Mgmt	For	For
1.11	Elect Director Dennis J. Slamon	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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. 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. 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. 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.			
5	Amend Omnibus 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. 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. 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.			

Bionano Genomics, Inc.

Meeting Date: 06/14/2023	Country: USA	Ticker: BNGO	
	Meeting Type: Annual		
		Primary ISIN: US09075F1075	Primary SEDOL: BFY8K60

Bionano Genomics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Albert Luderer	Mgmt	For	Withhold
	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.			
1.2	Elect Director Kristiina Vuori	Mgmt	For	Withhold
	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.			
1.3	Elect Director Hannah Mamuszka	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: 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. 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.			
3	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
4	Approve Reverse Stock Split	Mgmt	For	For
5	Adjourn Meeting	Mgmt	For	For

Bio-Rad Laboratories, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: BIO

Meeting Type: Annual

Primary ISIN: US0905722072 | Primary SEDOL: 2098508

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Melinda Litherland	Mgmt	For	For
1.2	Elect Director Arnold A. Pinkston	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Bio-Rad Laboratories, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Political Contributions and Expenditures	SH	Against	For
	Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.			

BIPROGY Inc.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 8056
Meeting Type: Annual
Primary ISIN: JP3754200008 | Primary SEDOL: 6642688

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Hiraoka, Akiyoshi	Mgmt	For	For
2.2	Elect Director Saito, Noboru	Mgmt	For	For
2.3	Elect Director Katsuya, Koji	Mgmt	For	For
2.4	Elect Director Kanazawa, Takahito	Mgmt	For	For
2.5	Elect Director Sato, Chie	Mgmt	For	For
2.6	Elect Director Nalin Advani	Mgmt	For	For
2.7	Elect Director Ikeda, Yoshinori	Mgmt	For	For
2.8	Elect Director Osaki, Asako	Mgmt	For	For

BJ's Wholesale Club Holdings, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: BJ
Meeting Type: Annual
Primary ISIN: US05550J1016 | Primary SEDOL: BFZNZF8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Chris Baldwin	Mgmt	For	For
1.2	Elect Director Darryl Brown	Mgmt	For	For
1.3	Elect Director Bob Eddy	Mgmt	For	For

BJ's Wholesale Club Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Michelle Gloeckler	Mgmt	For	For
	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. 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.			
1.5	Elect Director Maile Naylor (nee Clark)	Mgmt	For	For
1.6	Elect Director Ken Parent	Mgmt	For	For
1.7	Elect Director Chris Peterson	Mgmt	For	For
1.8	Elect Director Rob Steele	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Ratify PricewaterhouseCoopers 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.			

Black Knight, Inc.

Meeting Date: 04/28/2023 | Country: USA | Ticker: BKI

Meeting Type: Special

Primary ISIN: US09215C1053 | Primary SEDOL: BDG75V1

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
	Voter Rationale: While cash severance is double trigger and reasonably based, no excise tax gross-ups are payable, and equity awards will be assumed by the acquirer and will continue to be subject to double-trigger acceleration, the executive chairman (and recent former CEO) received a large discretionary cash bonus of $40 million without a disclosed rationale for the award's size.			
3	Adjourn Meeting	Mgmt	For	For

Blackbaud, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: BLKB

Meeting Type: Annual

Primary ISIN: US09227Q1004 | Primary SEDOL: 2458878

Blackbaud, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Yogesh K. Gupta	Mgmt	For	For
1b	Elect Director Rupal S. Hollenbeck	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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. 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.			
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

BlackBerry Limited

Meeting Date: 06/27/2023	Country: Canada	Ticker: BB	
	Meeting Type: Annual/Special		
		Primary ISIN: CA09228F1036	Primary SEDOL: BCBHZ31

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John Chen	Mgmt	For	For
1.2	Elect Director Michael A. Daniels	Mgmt	For	Withhold
	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.			
1.3	Elect Director Timothy Dattels	Mgmt	For	For
1.4	Elect Director Lisa Disbrow	Mgmt	For	For
1.5	Elect Director Richard Lynch	Mgmt	For	For
1.6	Elect Director Laurie Smaldone Alsup	Mgmt	For	For
1.7	Elect Director V. Prem Watsa	Mgmt	For	Withhold
	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.			
1.8	Elect Director Wayne Wouters	Mgmt	For	For

BlackBerry Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Re-approve Deferred Share Unit Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

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

BlackLine, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: BL

Meeting Type: Annual

Primary ISIN: US09239B1098 | Primary SEDOL: BD3WZS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Therese Tucker	Mgmt	For	For
1.2	Elect Director Thomas Unterman	Mgmt	For	Withhold

Voter Rationale: 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.

1.3	Elect Director Amit Yoran	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: 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. 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. 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.

BlackRock, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: BLK

Meeting Type: Annual

Primary ISIN: US09247X1019 | Primary SEDOL: 2494504

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bader M. Alsaad	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Pamela Daley	Mgmt	For	For
1c	Elect Director Laurence D. Fink	Mgmt	For	For
1d	Elect Director William E. Ford	Mgmt	For	For
1e	Elect Director Fabrizio Freda	Mgmt	For	For
1f	Elect Director Murry S. Gerber	Mgmt	For	For
1g	Elect Director Margaret "Peggy" L. Johnson	Mgmt	For	For
1h	Elect Director Robert S. Kapito	Mgmt	For	For
1i	Elect Director Cheryl D. Mills	Mgmt	For	For
1j	Elect Director Gordon M. Nixon	Mgmt	For	For
	Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
1k	Elect Director Kristin C. Peck	Mgmt	For	For
1l	Elect Director Charles H. Robbins	Mgmt	For	For
1m	Elect Director Marco Antonio Slim Domit	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1n	Elect Director Hans E. Vestberg	Mgmt	For	For
1o	Elect Director Susan L. Wagner	Mgmt	For	Against
	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.			
1p	Elect Director Mark Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: \The majority of annual bonus incentives should be quantitative. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Report on Third-Party Civil Rights Audit	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
6	Report on Ability to Engineer Decarbonization in the Real Economy	SH	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warranted, as the company provides adequate information on its climate-related stewardship.			

BlackRock, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Report on Societal Impacts of Aerospace & Defense Industry ETF	SH	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warranted, as the company appears to provide shareholders with sufficient disclosure to assess the potential risks related to its ITA fund.			

Blackstone Mortgage Trust, Inc.

Meeting Date: 06/23/2023 Country: USA Ticker: BXMT

Meeting Type: Annual

Primary ISIN: US09257W1009 Primary SEDOL: B94QHZ0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael B. Nash	Mgmt	For	For
1.2	Elect Director Katharine A. Keenan	Mgmt	For	For
1.3	Elect Director Leonard W. Cotton	Mgmt	For	For
1.4	Elect Director Thomas E. Dobrowski	Mgmt	For	For
1.5	Elect Director Timothy Johnson	Mgmt	For	For
1.6	Elect Director Nnenna Lynch	Mgmt	For	For
1.7	Elect Director Henry N. Nassau	Mgmt	For	Withhold
	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. 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.			
1.8	Elect Director Gilda Perez-Alvarado	Mgmt	For	Withhold
	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.			
1.9	Elect Director Jonathan L. Pollack	Mgmt	For	For
1.10	Elect Director Lynne B. Sagalyn	Mgmt	For	Withhold
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Block, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: SQ
Meeting Type: Annual
Primary ISIN: US8522341036 | Primary SEDOL: BYNZGK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roelof Botha	Mgmt	For	For
1.2	Elect Director Amy Brooks	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, for failing 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.			
1.3	Elect Director Shawn Carter	Mgmt	For	For
1.4	Elect Director James McKelvey	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For
	Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.			

Bloom Energy Corp.

Meeting Date: 05/17/2023 | Country: USA | Ticker: BE
Meeting Type: Annual
Primary ISIN: US0937121079 | Primary SEDOL: BDD1BB8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey Immelt	Mgmt	For	For

Bloom Energy Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Eddy Zervigon	Mgmt	For	Withhold
	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 supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Blue Owl Capital, Inc.

Meeting Date: 06/09/2023 | Country: USA | Ticker: OWL

Meeting Type: Annual

Primary ISIN: US09581B1035 | Primary SEDOL: BN7CQS9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Claudia Holz	Mgmt	For	For
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities.			
1b	Elect Director Marc S. Lipschultz	Mgmt	For	Against
	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.For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities.			
1c	Elect Director Michael D. Rees	Mgmt	For	Against
	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.For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Blueprint Medicines Corporation

Meeting Date: 06/21/2023 | Country: USA | Ticker: BPMC
Meeting Type: Annual
Primary ISIN: US09627Y1091 | Primary SEDOL: BWY52P3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alexis Borisy	Mgmt	For	Withhold
	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.			
1.2	Elect Director Lonnel Coats	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Kathryn Haviland	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The majority of annual bonus incentives should be quantitative. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

BML, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4694
Meeting Type: Annual
Primary ISIN: JP3799700004 | Primary SEDOL: 6197876

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	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Kondo, Kensuke	Mgmt	For	Against
	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.			
3.2	Elect Director Arai, Nobuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

BML, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Director Takebe, Norihisa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Osawa, Hideaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Shibata, Kenji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Yamashita, Yuji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Yoritaka, Yukiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.8	Elect Director Arai, Tatsuharu	Mgmt	For	For
3.9	Elect Director Osawa, Shigeru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
4	Appoint Alternate Statutory Auditor Nohara, Shunsuke	Mgmt	For	For

BNP Paribas SA

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

Meeting Type: Annual/Special

Primary ISIN: FR0000131104 | Primary SEDOL: 7309681

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.90 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Reelect Jean Lemierre as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
7	Reelect Jacques Aschenbroich as Director	Mgmt	For	For
8	Reelect Monique Cohen as Director	Mgmt	For	For
9	Reelect Daniela Schwarzer as Director	Mgmt	For	For
10	Approve Remuneration Policy of Directors	Mgmt	For	For
11	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
12	Approve Remuneration Policy of CEO and Vice-CEOs	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
13	Approve Compensation Report of Corporate Officers	Mgmt	For	For
14	Approve Compensation of Jean Lemierre, Chairman of the Board	Mgmt	For	For
15	Approve Compensation of Jean-Laurent Bonnafe, CEO	Mgmt	For	Against
	Voter Rationale: 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. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
16	Approve Compensation of Yann Gerardin, Vice-CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			

BNP Paribas SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Approve Compensation of Thierry Laborde, Vice-CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
18	Approve the Overall Envelope of Compensation of Certain Senior Management, Responsible Officers and the Risk-takers	Mgmt	For	For
	Extraordinary Business	Mgmt		
19	Approve Issuance of Super-Subordinated Contigent Convertible Bonds without Preemptive Rights for Private Placements, up to 10 Percent of Issued Capital	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
21	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
22	Amend Article 14 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Boardwalk Real Estate Investment Trust

Meeting Date: 05/08/2023 | Country: Canada | Ticker: BEI.UN

Meeting Type: Annual/Special

Primary ISIN: CA0966311064 | Primary SEDOL: B011205

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Trustees at Seven	Mgmt	For	For
2.1	Elect Trustee Mandy Abramsohn	Mgmt	For	For
2.2	Elect Trustee Andrea Goertz	Mgmt	For	For
	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.			
2.3	Elect Trustee Gary Goodman	Mgmt	For	For
2.4	Elect Trustee Sam Kolias	Mgmt	For	For

Boardwalk Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Trustee Samantha A. Kolias-Gunn	Mgmt	For	For
2.6	Elect Trustee Scott Morrison	Mgmt	For	For
2.7	Elect Trustee Brian G. Robinson	Mgmt	For	Withhold
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3	Approve Deloitte LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
	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.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
5	Re-approve Deferred Unit Plan	Mgmt	For	For

BOC Hong Kong (Holdings) Limited

Meeting Date: 06/29/2023 | Country: Hong Kong | Ticker: 2388

Meeting Type: Annual

Primary ISIN: HK2388011192 | Primary SEDOL: 6536112

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 Ge Haijiao as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. '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.			
3b	Elect Sun Yu as Director	Mgmt	For	For
3c	Elect Cheng Eva as Director	Mgmt	For	For
3d	Elect Lee Sunny Wai Kwong as Director	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board or Duly Authorized Committee of the Board to Fix Their Remuneration	Mgmt	For	Against
	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.			

BOC Hong Kong (Holdings) Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Approve Continuing Connected Transactions and the New Caps	Mgmt	For	For

Boliden AB

Meeting Date: 04/25/2023 Country: Sweden Ticker: BOL

Meeting Type: Annual

Primary ISIN: SE0020050417 Primary SEDOL: BPYTZ57

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
5	Designate Inspectors of Minutes of Meeting	Mgmt		
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive Financial Statements and Statutory Reports	Mgmt		
8	Receive Board's Report	Mgmt		
9	Receive President's Report	Mgmt		
10	Receive Auditor's Report	Mgmt		
11	Accept Financial Statements and Statutory Reports	Mgmt	For	For
12	Approve Allocation of Income and Dividends of SEK 15.00 Per Share	Mgmt	For	For
13.1	Approve Discharge of Karl-Henrik Sundstrom (Chair)	Mgmt	For	For
13.2	Approve Discharge of Helene Bistrom	Mgmt	For	For
13.3	Approve Discharge of Michael G:son Low	Mgmt	For	For
13.4	Approve Discharge of Tomas Eliasson	Mgmt	For	For
13.5	Approve Discharge of Per Lindberg	Mgmt	For	For
13.6	Approve Discharge of Perttu Louhiluoto	Mgmt	For	For
13.7	Approve Discharge of Elisabeth Nilsson	Mgmt	For	For

Boliden AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13.8	Approve Discharge of Pia Rudengren	Mgmt	For	For
13.9	Approve Discharge of Anders Ullberg	Mgmt	For	For
13.10	Approve Discharge of CEO Mikael Staffas	Mgmt	For	For
13.11	Approve Discharge of Marie Holmberg	Mgmt	For	For
13.12	Approve Discharge of Kenneth Stahl	Mgmt	For	For
13.13	Approve Discharge of Jonny Johansson	Mgmt	For	For
13.14	Approve Discharge of Andreas Martensson	Mgmt	For	For
13.15	Approve Discharge of Johan Vidmark	Mgmt	For	For
13.16	Approve Discharge of Ola Holmstrom	Mgmt	For	For
13.17	Approve Discharge of Magnus Filipsson	Mgmt	For	For
13.18	Approve Discharge of Gard Folkvord	Mgmt	For	For
13.19	Approve Discharge of Timo Popponen	Mgmt	For	For
13.20	Approve Discharge of Elin Soderlund	Mgmt	For	For
14.1	Determine Number of Members (7) and Deputy Members (0) of Board	Mgmt	For	For
14.2	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
15	Approve Remuneration of Directors in the Amount of SEK 1.97 Million for Chairman and SEK 655,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
16.a	Reelect Helene Bistrom as Director	Mgmt	For	For
16.b	Reelect Tomas Eliasson as Director	Mgmt	For	For
16.c	Reelect Per Lindberg as Director	Mgmt	For	For
16.d	Reelect Perttu Louhiluoto as Director	Mgmt	For	For
16.e	Reelect Elisabeth Nilsson as Director	Mgmt	For	For
16.f	Reelect Pia Rudengren as Director	Mgmt	For	For
16.g	Reelect Karl-Henrik Sundstrom as Director	Mgmt	For	For
	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 company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
16.h	Reelect Karl-Henrik Sundstrom as Board Chair	Mgmt	For	For
	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 company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
17	Approve Remuneration of Auditors	Mgmt	For	For
18	Ratify Deloitte as Auditors	Mgmt	For	For

Boliden AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
20.1	Elect Lennart Franke as Member of Nominating Committee	Mgmt	For	For
20.2	Elect Karin Eliasson as Member of Nominating Committee	Mgmt	For	For
20.3	Elect Patrik Jonsson as Member of Nominating Committee	Mgmt	For	For
21	Approve 2:1 Stock Split; Reduction of Share Capital Through Redemption of Shares; Increase of Share Capital through a Bonus Issue without the Issuance of New Shares	Mgmt	For	For
22.a	Approve Long-term Share Savings Programme (LTIP 2023/2026) for Key Employees	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
22.b	Approve Equity Plan Financing	Mgmt		
	Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.			
22.b1	Approve Transfer of 40,000 Shares to Participants in Long-term Share Savings Programme (LTIP 2023/2026)	Mgmt	For	Against
	Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.			
22.b2	Approve Alternative Equity Plan Financing	Mgmt	For	Against
	Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.			
23	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
24	Close Meeting	Mgmt		

Bombardier Inc.

Meeting Date: 04/27/2023 | Country: Canada | Ticker: BBD.B

Meeting Type: Annual

Primary ISIN: CA0977518616 | Primary SEDOL: BN33PL2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meetings for Class A Multiple Voting and Class B Subordinate Voting Shareholders	Mgmt		
1.1	Elect Director Pierre Beaudoin	Mgmt	For	Against
	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 The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Joanne Bissonnette	Mgmt	For	Against
	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			
1.3	Elect Director Charles Bombardier	Mgmt	For	Against
	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			
1.4	Elect Director Rose Damen	Mgmt	For	For
1.5	Elect Director Diane Fontaine	Mgmt	For	Against
	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			
1.6	Elect Director Ji-Xun Foo	Mgmt	For	For
1.7	Elect Director Diane Giard	Mgmt	For	For
1.8	Elect Director Anthony R. Graham	Mgmt	For	For
1.9	Elect Director Eric Martel	Mgmt	For	For
1.10	Elect Director Douglas R. Oberhelman	Mgmt	For	For
	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.			
1.11	Elect Director Melinda Rogers-Hixon	Mgmt	For	For
1.12	Elect Director Eric Sprunk	Mgmt	For	For
1.13	Elect Director Antony N. Tyler	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposal	Mgmt		
4	SP1: Disclosure of Languages Mastered by Directors	SH	Against	Against
	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.			

Booking Holdings Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: BKNG
Meeting Type: Annual
Primary ISIN: US09857L1089 | Primary SEDOL: BDRXDB4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Glenn D. Fogel	Mgmt	For	For
1.2	Elect Director Mirian M. Graddick-Weir	Mgmt	For	For
1.3	Elect Director Wei Hopeman	Mgmt	For	For
1.4	Elect Director Robert J. Mylod, Jr.	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Charles H. Noski	Mgmt	For	For
1.6	Elect Director Larry Quinlan	Mgmt	For	For
1.7	Elect Director Nicholas J. Read	Mgmt	For	For
1.8	Elect Director Thomas E. Rothman	Mgmt	For	For
1.9	Elect Director Sumit Singh	Mgmt	For	For
1.10	Elect Director Lynn Vojvodich Radakovich	Mgmt	For	For
1.11	Elect Director Vanessa A. Wittman	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.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.Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			

Boralex Inc.

Meeting Date: 05/10/2023 | Country: Canada | Ticker: BLX
Meeting Type: Annual
Primary ISIN: CA09950M3003 | Primary SEDOL: 2099084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andre Courville	Mgmt	For	For
1.2	Elect Director Lise Croteau	Mgmt	For	For
1.3	Elect Director Patrick Decostre	Mgmt	For	For
1.4	Elect Director Ghyslain Deschamps	Mgmt	For	For
1.5	Elect Director Marie-Claude Dumas	Mgmt	For	For
1.6	Elect Director Marie Giguere	Mgmt	For	For
	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.			
1.7	Elect Director Ines Kolmsee	Mgmt	For	For
1.8	Elect Director Patrick Lemaire	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.9	Elect Director Alain Rheaume	Mgmt	For	For
1.10	Elect Director Zin Smati	Mgmt	For	For
1.11	Elect Director Dany St-Pierre	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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 remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Boston Properties, Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: BXP
Meeting Type: Annual
Primary ISIN: US1011211018 | Primary SEDOL: 2019479

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kelly A. Ayotte	Mgmt	For	For
1b	Elect Director Bruce W. Duncan	Mgmt	For	For
1c	Elect Director Carol B. Einiger	Mgmt	For	For

Boston Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Diane J. Hoskins	Mgmt	For	For
1e	Elect Director Mary E. Kipp	Mgmt	For	For
1f	Elect Director Joel I. Klein	Mgmt	For	For
1g	Elect Director Douglas T. Linde	Mgmt	For	For
1h	Elect Director Matthew J. Lustig	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1i	Elect Director Owen D. Thomas	Mgmt	For	For
1j	Elect Director William H. Walton, III	Mgmt	For	For
1k	Elect Director Derek Anthony (Tony) West	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Boston Scientific Corporation

Meeting Date: 05/04/2023 Country: USA Ticker: BSX

Meeting Type: Annual

Primary ISIN: US1011371077 Primary SEDOL: 2113434

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nelda J. Connors	Mgmt	For	For
1b	Elect Director Charles J. Dockendorff	Mgmt	For	For
1c	Elect Director Yoshiaki Fujimori	Mgmt	For	For
1d	Elect Director Edward J. Ludwig	Mgmt	For	For
1e	Elect Director Michael F. Mahoney	Mgmt	For	For
1f	Elect Director David J. Roux	Mgmt	For	For

Boston Scientific Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director John E. Sununu	Mgmt	For	For
	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.			
1h	Elect Director David S. Wichmann	Mgmt	For	For
1i	Elect Director Ellen M. Zane	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Box, Inc.

Meeting Date: 06/27/2023 Country: USA Ticker: BOX

Meeting Type: Annual

Primary ISIN: US10316T1043 Primary SEDOL: BVB3BV2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sue Barsamian	Mgmt	For	Against
	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 classified board which adversely impacts shareholder rights.			
1b	Elect Director Jack Lazar	Mgmt	For	Against
	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 classified board which adversely impacts shareholder rights.			
1c	Elect Director John Park	Mgmt	For	Against
	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 classified board which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Variable remuneration should not contain a significant overlap of metrics.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Boyd Gaming Corporation

Meeting Date: 05/04/2023 | Country: USA | Ticker: BYD
Meeting Type: Annual
Primary ISIN: US1033041013 | Primary SEDOL: 2117232

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John R. Bailey	Mgmt	For	Withhold
	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.			
1.2	Elect Director William R. Boyd	Mgmt	For	For
1.3	Elect Director Marianne Boyd Johnson	Mgmt	For	For
1.4	Elect Director Keith E. Smith	Mgmt	For	For
1.5	Elect Director Christine J. Spadafor	Mgmt	For	Withhold
	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.			
1.6	Elect Director A. Randall Thoman	Mgmt	For	For
1.7	Elect Director Peter M. Thomas	Mgmt	For	Withhold
	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. 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.			
1.8	Elect Director Paul W. Whetsell	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

BP Plc

Meeting Date: 04/27/2023 | Country: United Kingdom | Ticker: BP
Meeting Type: Annual
Primary ISIN: GB0007980591 | Primary SEDOL: 0798059

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.			
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Re-elect Helge Lund as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
5	Re-elect Bernard Looney as Director	Mgmt	For	For
6	Re-elect Murray Auchincloss as Director	Mgmt	For	For
7	Re-elect Paula Reynolds as Director	Mgmt	For	For
8	Re-elect Melody Meyer as Director	Mgmt	For	For
9	Re-elect Tushar Morzaria as Director	Mgmt	For	For
10	Re-elect Sir John Sawers as Director	Mgmt	For	For
11	Re-elect Pamela Daley as Director	Mgmt	For	For
12	Re-elect Karen Richardson as Director	Mgmt	For	For
13	Re-elect Johannes Teyssen as Director	Mgmt	For	For
14	Elect Amanda Blanc as Director	Mgmt	For	For
15	Elect Satish Pai as Director	Mgmt	For	For
16	Elect Hina Nagarajan as Director	Mgmt	For	For
17	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
18	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For
20	Authorise Issue of Equity	Mgmt	For	For
21	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
23	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
24	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
	Shareholder Proposal	Mgmt		

BP Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
25	Approve Shareholder Resolution on Climate Change Targets	SH	Against	For
	Voter Rationale: - The company has a great opportunity to lead, and thrive in, the transition, having the requisite experience, capital, and global power. This resolution is aligned with this ambition.- Given the points raised, recommendation is to SUPPORT this shareholder resolution.			

BPER Banca SpA

Meeting Date: 04/26/2023 | Country: Italy | Ticker: BPE
Meeting Type: Annual
Primary ISIN: IT0000066123 | Primary SEDOL: 4116099

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1b	Approve Allocation of Income	Mgmt	For	For
2	Integrate Remuneration of External Auditors for 2017-2025	Mgmt	For	For
3a1	Approve Remuneration Policy	Mgmt	For	For
3a2	Approve Second Section of the Remuneration Report	Mgmt	For	For
3b	Approve Incentive Bonus Plan	Mgmt	For	For
3c	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service 2023 MBO Incentive Plan, 2022-2025 Long-Term Incentive Plan, and for Any Severance Payments	Mgmt	For	For

BrainChip Holdings Limited

Meeting Date: 05/23/2023 | Country: Australia | Ticker: BRN
Meeting Type: Annual
Primary ISIN: AU000000BRN8 | Primary SEDOL: BYMJYD3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against

BrainChip Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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 suffciently 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. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. 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 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.			
2	Elect Geoffrey Carrick as Director	Mgmt	For	For
3	Elect Antonio J. Viana as Director	Mgmt	For	Abstain
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
4	Elect Duy-Loan Le as Director	Mgmt	For	For
5	Ratify Past Issuance of Shares to LDA Capital Limited	Mgmt	For	For
6a	Approve Issuance of 187,344 Restricted Stock Units to Antonio J. Viana	Mgmt	None	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. 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.			
6b	Approve Issuance of 187,344 Performance Rights to Pia Turcinov	Mgmt	None	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. 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.			

BrainChip Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6c	Approve Issuance of 187,344 Performance Rights to Geoffrey Carrick	Mgmt	None	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. 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.			
6d	Approve Issuance of 462,963 Restricted Stock Units to Duy-Loan Le	Mgmt	None	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. 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.			
6e	Approve Issuance of 187,344 Restricted Stock Units to Duy-Loan Le	Mgmt	None	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. 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.			
7a	Approve Issuance of Restricted Stock Units to Sean Hehir	Mgmt	None	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			

BrainChip Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7b	Approve Issuance of Performance Rights to Peter van der Made	Mgmt	None	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
8	Approve Issuance of Restricted Stock Units to Emmanuel Hernandez	Mgmt	For	Against
	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. 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.			

BRC Inc.

Meeting Date: 05/05/2023 | Country: USA | Ticker: BRCC
Meeting Type: Annual
Primary ISIN: US05601U1051 | Primary SEDOL: BNBV240

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kathryn Dickson	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, for failing 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. 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 expect companies to explicitly prohibit child and forced labour in their Supplier Code of Conduct.			
1.2	Elect Director Roland Smith	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Brenntag SE

Meeting Date: 06/15/2023 | Country: Germany | Ticker: BNR
Meeting Type: Annual
Primary ISIN: DE000A1DAHH0 | Primary SEDOL: B4YVF56

Brenntag SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 2.00 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
6	Approve Remuneration Policy for the Management Board	Mgmt	For	For
	Voter Rationale: The policy raises concern as the vesting and holding period is below 5 years. The company has a 48 month vesting period. This is in line with the local market practice. A vote FOR is warranted.			
7	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
8	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: The policy raises concern as the vesting and holding period is below 5 years. The company has a 48 month vesting period. This is in line with the local market practice. A vote FOR is warranted.			
9.1	Elect Richard Ridinger to the Supervisory Board	Mgmt	For	Abstain
	Voter Rationale: .			
9.2	Elect Sujatha Chandrasekaran to the Supervisory Board	Mgmt	For	Abstain
	Voter Rationale: .			
10.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
10.2	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For
11	Voting Instructions for Motions or Nominations by Shareholders that are not Made Accessible Before the AGM and that are Made or Amended in the Course of the AGM	Mgmt	None	For
	Voter Rationale: A vote FOR the counter motions is warranted as if the current directors are not re-elected, a vote FOR reduces the risk of a 4 person board and retains a great diversity of skills at the board level.			

Bright Horizons Family Solutions, Inc.

Meeting Date: 06/21/2023 Country: USA Ticker: BFAM

Meeting Type: Annual

Primary ISIN: US1091941005 Primary SEDOL: B7MJWP2

Bright Horizons Family Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stephen H. Kramer	Mgmt	For	For
1b	Elect Director Sara Lawrence-Lightfoot	Mgmt	For	Against
	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.			
1c	Elect Director Cathy E. Minehan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Brighthouse Financial, Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: BHF

Meeting Type: Annual

Primary ISIN: US10922N1037 Primary SEDOL: BF429K9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Philip V. (Phil) Bancroft	Mgmt	For	For
1b	Elect Director Irene Chang Britt	Mgmt	For	For
1c	Elect Director C. Edward (Chuck) Chaplin	Mgmt	For	For
1d	Elect Director Stephen C. (Steve) Hooley	Mgmt	For	For
1e	Elect Director Carol D. Juel	Mgmt	For	For
1f	Elect Director Eileen A. Mallesch	Mgmt	For	For
1g	Elect Director Diane E. Offereins	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1h	Elect Director Eric T. Steigerwalt	Mgmt	For	For
1i	Elect Director Paul M. Wetzel	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Brighthouse Financial, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Eliminate 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.			
5	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For

BrightSpire Capital, Inc.

Meeting Date: 05/16/2023 Country: USA Ticker: BRSP

Meeting Type: Annual

Primary ISIN: US10949T1097 Primary SEDOL: BN7VBP8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Catherine D. Rice	Mgmt	For	For
1.2	Elect Director Kim S. Diamond	Mgmt	For	For
1.3	Elect Director Catherine Long	Mgmt	For	For
1.4	Elect Director Vernon B. Schwartz	Mgmt	For	For
1.5	Elect Director John E. Westerfield	Mgmt	For	For
1.6	Elect Director Michael J. Mazzei	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Eliminate 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.			

Bristol-Myers Squibb Company

Meeting Date: 05/02/2023 Country: USA Ticker: BMY

Meeting Type: Annual

Primary ISIN: US1101221083 Primary SEDOL: 2126335

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Peter J. Arduini	Mgmt	For	For
1B	Elect Director Deepak L. Bhatt	Mgmt	For	For
1C	Elect Director Giovanni Caforio	Mgmt	For	For
1D	Elect Director Julia A. Haller	Mgmt	For	For
1E	Elect Director Manuel Hidalgo Medina	Mgmt	For	For
1F	Elect Director Paula A. Price	Mgmt	For	For
1G	Elect Director Derica W. Rice	Mgmt	For	For
1H	Elect Director Theodore R. Samuels	Mgmt	For	Against
	Voter Rationale: Company fails to meet our Climate VAM Net Zero Model expectations. In particular, we note Bristol-Myers Squibb does not disclosed interim reduction targets set on Scope 1 and Scope 2. Climate change presents an ongoing and serious long-term risk that can impact shareholder value. Company should improve its public disclosure and strategy setting in relation to climate change.			
1I	Elect Director Gerald L. Storch	Mgmt	For	For
1J	Elect Director Karen H. Vousden	Mgmt	For	For
1K	Elect Director Phyllis R. Yale	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Commission a Civil Rights and Non-Discrimination Audit	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
7	Amend Right to Call Special Meeting	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current special meeting provisions are consistent with Delaware listed issuers' special meetings practices.			

Brixmor Property Group Inc.

Meeting Date: 04/26/2023 | Country: USA | Ticker: BRX
Meeting Type: Annual
Primary ISIN: US11120U1051 | Primary SEDOL: BFTDJL8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James M. Taylor, Jr.	Mgmt	For	For
1.2	Elect Director Michael Berman	Mgmt	For	For
1.3	Elect Director Julie Bowerman	Mgmt	For	For
1.4	Elect Director Sheryl M. Crosland	Mgmt	For	For
1.5	Elect Director Thomas W. Dickson	Mgmt	For	For
1.6	Elect Director Daniel B. Hurwitz	Mgmt	For	For
1.7	Elect Director Sandra A. J. Lawrence	Mgmt	For	For
1.8	Elect Director William D. Rahm	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Severance payments should not exceed two year's 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.

Broadcom Inc.

Meeting Date: 04/03/2023 | Country: USA | Ticker: AVGO
Meeting Type: Annual
Primary ISIN: US11135F1012 | Primary SEDOL: BDZ78H9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Diane M. Bryant	Mgmt	For	For
1b	Elect Director Gayla J. Delly	Mgmt	For	For
1c	Elect Director Raul J. Fernandez	Mgmt	For	For
1d	Elect Director Eddy W. Hartenstein	Mgmt	For	For
1e	Elect Director Check Kian Low	Mgmt	For	For
1f	Elect Director Justine F. Page	Mgmt	For	For
1g	Elect Director Henry Samueli	Mgmt	For	For

Broadcom Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Hock E. Tan	Mgmt	For	For
1i	Elect Director Harry L. You	Mgmt	For	For
	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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: This plan could lead to excessive dilution. 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. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. We have concerns regarding the timing and quantum of the equity grants to the CEO. We would prefer to see the CEO and other executives paid through the company's long-term incentive plan, as that appears adequate to incentivize management. Further, the large upcoming grant to the CEO underscores our continued concerns regarding the lack of concrete succession planning, which is important given the company's business strategy.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Broadstone Net Lease, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: BNL

Meeting Type: Annual

Primary ISIN: US11135E2037 | Primary SEDOL: BN93088

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laurie A. Hawkes	Mgmt	For	For
1.2	Elect Director John D. Moragne	Mgmt	For	For
1.3	Elect Director Denise Brooks-Williams	Mgmt	For	For

Broadstone Net Lease, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Michael A. Coke	Mgmt	For	For
1.5	Elect Director Jessica Duran	Mgmt	For	For
1.6	Elect Director Laura Felice	Mgmt	For	For
1.7	Elect Director David M. Jacobstein	Mgmt	For	For
1.8	Elect Director Shekar Narasimhan	Mgmt	For	For
1.9	Elect Director James H. Watters	Mgmt	For	Against
	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.			
2	Amend Charter	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Brookfield Asset Management Ltd.

Meeting Date: 06/09/2023 | Country: Canada | Ticker: BAM

Meeting Type: Annual/Special

Primary ISIN: CA1130041058 | Primary SEDOL: BPCPYH2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Class A Limited Voting Shares	Mgmt		
1.1	Elect Director Marcel R. Coutu	Mgmt	For	For
1.2	Elect Director Olivia (Liv) Garfield	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.3	Elect Director Nili Gilbert	Mgmt	For	For
1.4	Elect Director Allison Kirkby	Mgmt	For	Withhold
	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.			
1.5	Elect Director Diana Noble	Mgmt	For	For
1.6	Elect Director Satish Rai	Mgmt	For	For

Brookfield Asset Management Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Amend Escrowed Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Brookfield Corporation

Meeting Date: 06/09/2023 | Country: Canada | Ticker: BN

Meeting Type: Annual/Special

Primary ISIN: CA11271J1075 | Primary SEDOL: BPCPYT4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Class A Limited Voting Shares	Mgmt		
1	Approve Decrease in Size of Board from Sixteen to Fourteen	Mgmt	For	For
2.1	Elect Director M. Elyse Allan	Mgmt	For	For
2.2	Elect Director Angela F. Braly	Mgmt	For	For
2.3	Elect Director Janice Fukakusa	Mgmt	For	For
2.4	Elect Director Maureen Kempston Darkes	Mgmt	For	Withhold
	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.			
2.5	Elect Director Frank J. McKenna	Mgmt	For	Withhold
	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. 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. 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.			
2.6	Elect Director Hutham S. Olayan	Mgmt	For	For
2.7	Elect Director Diana L. Taylor	Mgmt	For	Withhold
	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.			

Brookfield Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Amend Escrowed Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
6	Approve BNRE Restricted Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
	Shareholder Proposal	Mgmt		
7	SP: Report on Tax Transparency	SH	Against	For
	Voter Rationale: On balance, shareholders may benefit from additional disclosure regarding this matter.			

Brookfield Renewable Corporation

Meeting Date: 06/27/2023 | Country: Canada | Ticker: BEPC

Meeting Type: Annual

Primary ISIN: CA11284V1058 | Primary SEDOL: BMW8YT2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey Blidner	Mgmt	For	For
	Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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.			
1.2	Elect Director Scott Cutler	Mgmt	For	For
1.3	Elect Director Sarah Deasley	Mgmt	For	For
1.4	Elect Director Nancy Dorn	Mgmt	For	For

Brookfield Renewable Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Eleazar de Carvalho Filho	Mgmt	For	Withhold
	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.			
1.6	Elect Director Randy MacEwen	Mgmt	For	For
1.7	Elect Director David Mann	Mgmt	For	For
1.8	Elect Director Lou Maroun	Mgmt	For	For
1.9	Elect Director Stephen Westwell	Mgmt	For	For
1.10	Elect Director Patricia Zuccotti	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Brother Industries, Ltd.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 6448

Meeting Type: Annual

Primary ISIN: JP3830000000 | Primary SEDOL: 6146500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Koike, Toshikazu	Mgmt	For	Against
	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.			
1.2	Elect Director Sasaki, Ichiro	Mgmt	For	Against
	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.			
1.3	Elect Director Ishiguro, Tadashi	Mgmt	For	For
1.4	Elect Director Ikeda, Kazufumi	Mgmt	For	For
1.5	Elect Director Kuwabara, Satoru	Mgmt	For	For
1.6	Elect Director Murakami, Taizo	Mgmt	For	For
1.7	Elect Director Takeuchi, Keisuke	Mgmt	For	For
1.8	Elect Director Shirai, Aya	Mgmt	For	For
1.9	Elect Director Uchida, Kazunari	Mgmt	For	For
1.10	Elect Director Hidaka, Naoki	Mgmt	For	For
1.11	Elect Director Miyaki, Masahiko	Mgmt	For	For
2.1	Appoint Statutory Auditor Yamada, Takeshi	Mgmt	For	Against
	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.			

Brother Industries, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Appoint Statutory Auditor Jono, Kazuya	Mgmt	For	Against
	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.			
2.3	Appoint Statutory Auditor Matsumoto, Chika	Mgmt	For	For

Brown & Brown, Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: BRO

Meeting Type: Annual

Primary ISIN: US1152361010 | Primary SEDOL: 2692687

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Hyatt Brown	Mgmt	For	For
1.2	Elect Director J. Powell Brown	Mgmt	For	For
1.3	Elect Director Lawrence L. Gellerstedt, III	Mgmt	For	For
1.4	Elect Director James C. Hays	Mgmt	For	For
1.5	Elect Director Theodore J. Hoepner	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.6	Elect Director James S. Hunt	Mgmt	For	For
1.7	Elect Director Toni Jennings	Mgmt	For	For
1.8	Elect Director Timothy R.M. Main	Mgmt	For	For
1.9	Elect Director Jaymin B. Patel	Mgmt	For	For
1.10	Elect Director H. Palmer Proctor, Jr.	Mgmt	For	Withhold
	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.			
1.11	Elect Director Wendell S. Reilly	Mgmt	For	Withhold
	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.			
1.12	Elect Director Chilton D. Varner	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
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.			

Brown & Brown, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

BRP Group, Inc.

Meeting Date: 06/05/2023 Country: USA Ticker: BRP

Meeting Type: Annual

Primary ISIN: US05589G1022 Primary SEDOL: BKTPCS7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lowry Baldwin	Mgmt	For	Withhold
	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.			
1.2	Elect Director Sathish Muthukrishnan	Mgmt	For	For
1.3	Elect Director Sunita Parasuraman	Mgmt	For	Withhold
	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.			
1.4	Elect Director Ellyn Shook	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Bruker Corporation

Meeting Date: 06/07/2023 Country: USA Ticker: BRKR

Meeting Type: Annual

Primary ISIN: US1167941087 Primary SEDOL: 2616137

Bruker Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cynthia M. Friend	Mgmt	For	For
1.2	Elect Director Philip Ma	Mgmt	For	For
1.3	Elect Director Hermann F. Requardt	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

BSR Real Estate Investment Trust

Meeting Date: 05/11/2023 Country: Canada Ticker: HOM.U

Meeting Type: Annual

Primary ISIN: CA05585D1033 Primary SEDOL: BK948Q4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Trustee John S. Bailey	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Trustee William A. Halter	Mgmt	For	For
1c	Elect Trustee Bryan H. Held	Mgmt	For	For
1d	Elect Trustee W. Daniel Hughes, Jr.	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1e	Elect Trustee Neil J. Labatte	Mgmt	For	For
1f	Elect Trustee S. Jane Marshall	Mgmt	For	For
1g	Elect Trustee Teresa Neto	Mgmt	For	For
1h	Elect Trustee Daniel M. Oberste	Mgmt	For	For
1i	Elect Trustee Graham D. Senst	Mgmt	For	For
1j	Elect Trustee Elizabeth A. Wademan	Mgmt	For	For
	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.			
2	Approve KPMG LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For

Budweiser Brewing Company APAC Limited

Meeting Date: 05/08/2023 | Country: Cayman Islands | Ticker: 1876
Meeting Type: Annual
Primary ISIN: KYG1674K1013 | Primary SEDOL: BKDXJH5

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 Jan Craps as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. 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.			
3b	Elect Michel Doukeris as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3c	Elect Katherine Barrett as Director	Mgmt	For	For
3d	Elect Nelson Jamel as Director	Mgmt	For	Against
	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.			
3e	Elect Martin Cubbon as Director	Mgmt	For	For
3f	Elect Marjorie Mun Tak Yang as Director	Mgmt	For	For
3g	Elect Katherine King-suen Tsang as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3h	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Budweiser Brewing Company APAC Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Amend Share Award Schemes	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. 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.			
9	Approve Refreshment of the Maximum Number of New Shares Issued which may be Granted Pursuant to the Share Award Schemes	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. 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.			

Builders FirstSource, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: BLDR

Meeting Type: Annual

Primary ISIN: US12008R1077 | Primary SEDOL: B0BV2M7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paul S. Levy	Mgmt	For	For
1.2	Elect Director Cory J. Boydston	Mgmt	For	For
1.3	Elect Director James O'Leary	Mgmt	For	For
	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.			
1.4	Elect Director Craig A. Steinke	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Builders FirstSource, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Adopt Short, Medium, and Long-Term GHG Emissions Reduction Targets	SH	Against	Against

Bumble Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: BMBL
Meeting Type: Annual
Primary ISIN: US12047B1052 | Primary SEDOL: BMZ2WT7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director R. Lynn Atchison	Mgmt	For	For
1.2	Elect Director Matthew S. Bromberg	Mgmt	For	For
1.3	Elect Director Amy M. Griffin	Mgmt	For	Withhold
	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 "pop-up" supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Bureau Veritas SA

Meeting Date: 06/22/2023 | Country: France | Ticker: BVI
Meeting Type: Annual/Special
Primary ISIN: FR0006174348 | Primary SEDOL: B28DTJ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 0.77 per Share	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Ratify Appointment of Laurent Mignon as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
6	Reelect Frederic Sanchez as Director	Mgmt	For	For
7	Approve Compensation Report of Corporate Officers	Mgmt	For	For
8	Approve Compensation of Aldo Cardoso, Chairman of the Board	Mgmt	For	For
9	Approve Compensation of Didier Michaud-Daniel, CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The adjustment made under the 2019 LTI plans decided by the board erases the effects of the Covid-19 crisis on the plan, which can therefore be in disconnection with the company's performance and shareholders' interests. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10	Approve Remuneration Policy of Directors	Mgmt	For	For
11	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
12	Approve Remuneration Policy of CEO from January 1, 2023 to June 22, 2023	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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.			
13	Approve Remuneration Policy of CEO since June 22, 2023	Mgmt	For	Against
	Voter Rationale: The remuneration policy should provide details of the rules governing the award of the annual and long-term variable incentives, any exceptional components and termination arrangements. 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 cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
14	Approve Compensation of Didier Michaud-Daniel, CEO until June 22, 2023	Mgmt	For	For
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
16	Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 21.6 Million	Mgmt	For	For

Bureau Veritas SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 16.2 Million	Mgmt	For	For
18	Authorize Capitalization of Reserves of Up to EUR 16.2 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
19	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
20	Authorize Capital Increase of Up to EUR 5.4 Million for Future Exchange Offers	Mgmt	For	For
21	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 5.4 Million	Mgmt	For	For
22	Approve Issuance of Equity or Equity-Linked Securities Reserved for Qualified Investors, up to Aggregate Nominal Amount of EUR 5.4 Million	Mgmt	For	For
23	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For
24	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 17 and 21-23	Mgmt	For	For
25	Authorize up to 1.5 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
26	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
27	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
28	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For

Bureau Veritas SA

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

Burlington Stores, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: BURL
Meeting Type: Annual
Primary ISIN: US1220171060 Primary SEDOL: BF311Y5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ted English	Mgmt	For	For
1b	Elect Director Jordan Hitch	Mgmt	For	For
	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.			
1c	Elect Director Mary Ann Tocio	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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.			

Butterfly Network, Inc.

Meeting Date: 06/16/2023 Country: USA Ticker: BFLY
Meeting Type: Annual
Primary ISIN: US1241551027 Primary SEDOL: BMHYQY4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joseph DeVivo	Mgmt	For	For
1b	Elect Director Jonathan M. Rothberg	Mgmt	For	Against
	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			
1c	Elect Director Larry Robbins	Mgmt	For	For
1d	Elect Director Dawn Carfora	Mgmt	For	For
1e	Elect Director Elazer Edelman	Mgmt	For	For
1f	Elect Director Gianluca Pettiti	Mgmt	For	For

Butterfly Network, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director S. Louise Phanstiel	Mgmt	For	For
1h	Elect Director Erica Schwartz	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	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. 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.			

Buzzi Unicem SpA

Meeting Date: 05/12/2023 Country: Italy Ticker: BZU

Meeting Type: Annual/Special

Primary ISIN: IT0001347308 Primary SEDOL: 5782206

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
	Shareholder Proposals Submitted by Presa SpA and Fimedi SpA	Mgmt		
4.1	Fix Number of Directors	SH	None	For
4.2	Fix Board Terms for Directors	SH	None	For
4.3	Approve Remuneration of Directors	SH	For	For
4.4	Deliberations Pursuant to Article 2390 of Civil Code Re: Decisions Inherent to Authorization of Board Members to Assume Positions in Competing Companies	SH	None	Against
	Voter Rationale: Shareholder proponents should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt		

Buzzi Unicem SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.5.1	Slate 1 Submitted by Presa SpA and Fimedi SpA	SH	None	Against
	Voter Rationale: Vote AGAINST this slate because: - Shareholders can support only one slate. - Slate number 2 is better positioned to represent the long-term interests of minority shareholders and carry out an independent oversight of the management's action.			
4.5.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For
	Voter Rationale: Candidates on this list have agreed to adhere to the chart of corporate governance principles adopted by Assogestioni.			
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt		
5.1.1	Slate 1 Submitted by Presa SpA and Fimedi SpA	SH	None	Against
	Voter Rationale: This item warrants a vote AGAINST because: - Shareholders can support only one slate. - Slate 2 is likely to better represent the interests of global institutional investors and minority shareholders.			
5.1.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For
	Voter Rationale: Candidates on this slate have agreed to abide by the chart of corporate governance principles adopted by Assogestioni.			
	Shareholder Proposal Submitted by Presa SpA and Fimedi SpA	Mgmt		
5.2	Approve Internal Auditors' Remuneration	SH	None	For
	Management Proposals	Mgmt		
6.1	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
6.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
7	Adjust Remuneration of External Auditors	Mgmt	For	For
	Extraordinary Business	Mgmt		
1	Amend Company Bylaws Re: Article 1	Mgmt	For	For
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

BWX Technologies, Inc.

Meeting Date: 05/03/2023	Country: USA	Ticker: BWXT	
	Meeting Type: Annual		
		Primary ISIN: US05605H1005	Primary SEDOL: BZ0W624

BWX Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jan A. Bertsch	Mgmt	For	For
1b	Elect Director Gerhard F. Burbach	Mgmt	For	For
1c	Elect Director Rex D. Geveden	Mgmt	For	For
1d	Elect Director James M. Jaska	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1e	Elect Director Kenneth J. Krieg	Mgmt	For	For
1f	Elect Director Leland D. Melvin	Mgmt	For	For
1g	Elect Director Robert L. Nardelli	Mgmt	For	For
1h	Elect Director Barbara A. Niland	Mgmt	For	For
1i	Elect Director John M. Richardson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Byline Bancorp, Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: BY

Meeting Type: Annual

Primary ISIN: US1244111092 Primary SEDOL: BD5G2C9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roberto R. Herencia	Mgmt	For	For
	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.			
1.2	Elect Director Phillip R. Cabrera	Mgmt	For	For
1.3	Elect Director Antonio del Valle Perochena	Mgmt	For	Withhold
	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.			

Byline Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Mary Jo S. Herseth	Mgmt	For	For
1.5	Elect Director Margarita Hugues Velez	Mgmt	For	For
1.6	Elect Director Steven P. Kent	Mgmt	For	For
1.7	Elect Director William G. Kistner	Mgmt	For	For
1.8	Elect Director Alberto J. Paracchini	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify Moss Adams LLP as Auditors	Mgmt	For	For

C.H. Robinson Worldwide, Inc.

Meeting Date: 05/04/2023 Country: USA Ticker: CHRW

Meeting Type: Annual

Primary ISIN: US12541W2098 Primary SEDOL: 2116228

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Scott P. Anderson	Mgmt	For	For
1b	Elect Director James J. Barber, Jr.	Mgmt	For	For
1c	Elect Director Kermit R. Crawford	Mgmt	For	For
1d	Elect Director Timothy C. Gokey	Mgmt	For	For
1e	Elect Director Mark A. Goodburn	Mgmt	For	For
1f	Elect Director Mary J. Steele Guilfoile	Mgmt	For	For
1g	Elect Director Jodee A. Kozlak	Mgmt	For	For
1h	Elect Director Henry J. Maier	Mgmt	For	For
1i	Elect Director James B. Stake	Mgmt	For	For
1j	Elect Director Paula C. Tolliver	Mgmt	For	For
1k	Elect Director Henry W. 'Jay' Winship	Mgmt	For	For

C.H. Robinson Worldwide, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

Cable One, Inc.

Meeting Date: 05/19/2023 Country: USA Ticker: CABO

Meeting Type: Annual

Primary ISIN: US12685J1051 Primary SEDOL: BZ07DS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brad D. Brian	Mgmt	For	For
1b	Elect Director Deborah J. Kissire	Mgmt	For	For
1c	Elect Director Julia M. Laulis	Mgmt	For	For
1d	Elect Director Mary E. Meduski	Mgmt	For	For
1e	Elect Director Thomas O. Might	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Sherrese M. Smith	Mgmt	For	For
1g	Elect Director Wallace R. Weitz	Mgmt	For	For
1h	Elect Director Katharine B. Weymouth	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. Variable remuneration should not contain a significant overlap of 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.			

Cable One, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Cactus, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: WHD

Meeting Type: Annual

Primary ISIN: US1272031071 | Primary SEDOL: BF1GM16

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott Bender	Mgmt	For	For
1.2	Elect Director Gary Rosenthal	Mgmt	For	Withhold
	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.			
1.3	Elect Director Bruce Rothstein	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. 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.			

Cadence Design Systems, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: CDNS

Meeting Type: Annual

Primary ISIN: US1273871087 | Primary SEDOL: 2302232

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark W. Adams	Mgmt	For	For
1.2	Elect Director Ita Brennan	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			

Cadence Design Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Lewis Chew	Mgmt	For	For
1.4	Elect Director Anirudh Devgan	Mgmt	For	For
1.5	Elect Director ML Krakauer	Mgmt	For	For
1.6	Elect Director Julia Liuson	Mgmt	For	For
1.7	Elect Director James D. Plummer	Mgmt	For	For
1.8	Elect Director Alberto Sangiovanni-Vincentelli	Mgmt	For	For
1.9	Elect Director John B. Shoven	Mgmt	For	For
1.10	Elect Director Young K. Sohn	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: While we have concerns regarding the implementation of the stock plan for executives, we note that the proposed omnibus stock plan is broad based, covering all employees, and is an integral part of the company's recruitment and retention strategy.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
6	Remove One-Year Holding Period Requirement to Call Special Meeting	SH	Against	Against
	Voter Rationale: There appears to be no compelling reason to support this shareholder proposal as the one-year holding period is not especially problematic, is consistent with SEC requirements for filing shareholder proposals, and provides a reasonable safeguard against abuse of the right.			

Cadre Holdings, Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: CDRE

Meeting Type: Annual

Primary ISIN: US12763L1052 | Primary SEDOL: BKVKB49

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Warren B. Kanders	Mgmt	For	For

Cadre Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Nicholas Sokolow	Mgmt	For	Withhold
	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. 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 which adversely impacts shareholder rights, and for lack of racial or ethnic diversity on the board. 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.			
1.3	Elect Director William Quigley	Mgmt	For	For
1.4	Elect Director Hamish Norton	Mgmt	For	For
	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.			
1.5	Elect Director Deborah A. DeCotis	Mgmt	For	For
	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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Caesars Entertainment, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: CZR

Meeting Type: Annual

Primary ISIN: US12769G1004 | Primary SEDOL: BMWWGB0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gary L. Carano	Mgmt	For	For
1.2	Elect Director Bonnie S. Biumi	Mgmt	For	For
1.3	Elect Director Jan Jones Blackhurst	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.4	Elect Director Frank J. Fahrenkopf	Mgmt	For	Withhold
	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. 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.			
1.5	Elect Director Don R. Kornstein	Mgmt	For	For
1.6	Elect Director Courtney R. Mather	Mgmt	For	For
1.7	Elect Director Michael E. Pegram	Mgmt	For	For

Caesars Entertainment, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Thomas R. Reeg	Mgmt	For	For
1.9	Elect Director David P. Tomick	Mgmt	For	For
2	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. The annual bonus should be assessed using no less than two metrics. 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	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
5	Report on Political Contributions and Expenditures	SH	Against	For
	Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.			
6	Disclose Board Skills and Diversity Matrix	SH	Against	For
	Voter Rationale: We are encouraged by current disclosures on diversity management. The board should draw on the richest possible combination of talents and perspectives. In addition, board charters should affirm the value of individual diversity of all kinds including gender, ethnic origin, nationality, professional background, and many other factors that may enhance the boards performance.			

CALBEE, Inc.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 2229

Meeting Type: Annual

Primary ISIN: JP3220580009 | Primary SEDOL: B3TBRZ8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 52	Mgmt	For	For
2	Amend Articles to Allow Virtual Only Shareholder Meetings	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this proposal is warranted because: - The passage of this proposal will authorize the company to hold virtual only meetings permanently, without further need to consult shareholders, even after the current health crisis is resolved, and the proposed language fails to specify situations under which virtual meetings will be held.			
3.1	Elect Director Ehara, Makoto	Mgmt	For	Against
	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.			
3.2	Elect Director Kikuchi, Koichi	Mgmt	For	For
3.3	Elect Director Imoto, Akira	Mgmt	For	For
3.4	Elect Director Mogi, Yuzaburo	Mgmt	For	For
3.5	Elect Director Fukushima, Atsuko	Mgmt	For	For

CALBEE, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.6	Elect Director Miyauchi, Yoshihiko	Mgmt	For	For
3.7	Elect Director Wern Yuen Tan	Mgmt	For	For
3.8	Elect Director Kiriyama, Hatsunori	Mgmt	For	For
4	Appoint Statutory Auditor Usami, Yutaka	Mgmt	For	For
5	Appoint Alternate Statutory Auditor Yamasaki, Tokushi	Mgmt	For	For
6	Approve Annual Bonus	Mgmt	For	For
7	Approve Director Retirement Bonus	Mgmt	For	For
8	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

California Water Service Group

Meeting Date: 05/31/2023 | Country: USA | Ticker: CWT

Meeting Type: Annual

Primary ISIN: US1307881029 | Primary SEDOL: 2165383

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gregory E. Aliff	Mgmt	For	For
1b	Elect Director Shelly M. Esque	Mgmt	For	For
1c	Elect Director Martin A. Kropelnicki	Mgmt	For	For
1d	Elect Director Thomas M. Krummel	Mgmt	For	For
1e	Elect Director Yvonne (Bonnie) A. Maldonado	Mgmt	For	For
1f	Elect Director Scott L. Morris	Mgmt	For	For
1g	Elect Director Carol M. Pottenger	Mgmt	For	For
1h	Elect Director Lester A. Snow	Mgmt	For	For
1i	Elect Director Patricia K. Wagner	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

California Water Service Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
6	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For

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.

Calix, Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: CALX

Meeting Type: Annual

Primary ISIN: US13100M5094 Primary SEDOL: B3S4L67

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kathleen Crusco	Mgmt	For	For
1.2	Elect Director Carl Russo	Mgmt	For	For

Voter Rationale: The nominee is a former executive and considered to be non-independent.

2	Amend Omnibus Stock Plan	Mgmt	For	Against

Voter Rationale: This plan could lead to excessive dilution.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.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	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For

Voter Rationale: This plan could lead to excessive dilution.

4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.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.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.A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

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

6	Ratify KPMG LLP as Auditors	Mgmt	For	For

Cambium Networks Corporation

Meeting Date: 06/06/2023 | Country: Cayman Islands | Ticker: CMBM
Meeting Type: Annual
Primary ISIN: KYG177661090 | Primary SEDOL: BKC9Q28

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Atul Bhatnagar	Mgmt	For	For
	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.			
1.2	Elect Director Alexander R. Slusky	Mgmt	For	Withhold
	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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Camden National Corporation

Meeting Date: 05/23/2023 | Country: USA | Ticker: CAC
Meeting Type: Annual
Primary ISIN: US1330341082 | Primary SEDOL: 2116659

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Declassify the Board of Directors	Mgmt	For	For
	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.			
1b	Eliminate 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.			
2a	Elect Director Rebecca K. Hatfield	Mgmt	For	For
2b	Elect Director Robert D. Merrill	Mgmt	For	For
2c	Elect Director Robin A. Sawyer	Mgmt	For	For
2d	Elect Director Lawrence J. Sterrs	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify RSM US, LLP as Auditors	Mgmt	For	For

Camden Property Trust

Meeting Date: 05/12/2023 | Country: USA | Ticker: CPT
Meeting Type: Annual
Primary ISIN: US1331311027 | Primary SEDOL: 2166320

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard J. Campo	Mgmt	For	For
1b	Elect Director Javier E. Benito	Mgmt	For	For
1c	Elect Director Heather J. Brunner	Mgmt	For	For
1d	Elect Director Mark D. Gibson	Mgmt	For	For
1e	Elect Director Scott S. Ingraham	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Renu Khator	Mgmt	For	For
1g	Elect Director D. Keith Oden	Mgmt	For	For
1h	Elect Director Frances Aldrich Sevilla-Sacasa	Mgmt	For	Against
	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.			
1i	Elect Director Steven A. Webster	Mgmt	For	Against
	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.			
1j	Elect Director Kelvin R. Westbrook	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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. 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.			
3	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Cameco Corporation

Meeting Date: 05/10/2023 | Country: Canada | Ticker: CCO
Meeting Type: Annual
Primary ISIN: CA13321L1085 | Primary SEDOL: 2166160

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
A1	Elect Director Ian Bruce	Mgmt	For	For
A2	Elect Director Daniel Camus	Mgmt	For	For
A3	Elect Director Don Deranger	Mgmt	For	For
A4	Elect Director Catherine Gignac	Mgmt	For	For
A5	Elect Director Tim Gitzel	Mgmt	For	For
A6	Elect Director Jim Gowans	Mgmt	For	Against
	Voter Rationale: Per our guidelines, we strongly encourage the company to develop a clear strategy for mitigating biodiversity risks, including increasing disclosure by reporting to the CDP Forest and Water questionnaire.			
A7	Elect Director Kathryn (Kate) Jackson	Mgmt	For	For
A8	Elect Director Don Kayne	Mgmt	For	For
A9	Elect Director Leontine van Leeuwen-Atkins	Mgmt	For	For
B	Ratify KPMG LLP as Auditors	Mgmt	For	Withhold
	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.			
C	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
D	The Undersigned Hereby Certifies that the Shares Represented by this Proxy are Owned and Controlled by a Resident of Canada. Vote FOR = Yes and ABSTAIN = No. A Vote Against will be treated as not voted.	Mgmt	None	Abstain

Canadian Apartment Properties Real Estate Investment Trust

Meeting Date: 06/01/2023 | Country: Canada | Ticker: CAR.UN
Meeting Type: Annual
Primary ISIN: CA1349211054 | Primary SEDOL: 2117599

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Lori-Ann Beausoleil	Mgmt	For	For
1.2	Elect Trustee Harold Burke	Mgmt	For	For

Canadian Apartment Properties Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Trustee Gina Parvaneh Cody	Mgmt	For	For
1.4	Elect Trustee Mark Kenney	Mgmt	For	For
1.5	Elect Trustee Gervais Levasseur	Mgmt	For	For
1.6	Elect Trustee Ken Silver	Mgmt	For	For
1.7	Elect Trustee Jennifer Stoddart	Mgmt	For	For
1.8	Elect Trustee Elaine Todres	Mgmt	For	For
1.9	Elect Trustee Rene Tremblay	Mgmt	For	For
	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.			
2	Approve Ernst & Young LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	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.			

Canadian Imperial Bank of Commerce

Meeting Date: 04/04/2023 | Country: Canada | Ticker: CM

Meeting Type: Annual

Primary ISIN: CA1360691010 | Primary SEDOL: 2170525

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ammar Aljoundi	Mgmt	For	For
1b	Elect Director Charles J. G. Brindamour	Mgmt	For	For
1c	Elect Director Nanci E. Caldwell	Mgmt	For	For
1d	Elect Director Michelle L. Collins	Mgmt	For	For
1e	Elect Director Luc Desjardins	Mgmt	For	For
1f	Elect Director Victor G. Dodig	Mgmt	For	For
1g	Elect Director Kevin J. Kelly	Mgmt	For	For
1h	Elect Director Christine E. Larsen	Mgmt	For	For
1i	Elect Director Mary Lou Maher	Mgmt	For	For
1j	Elect Director William F. Morneau	Mgmt	For	For
1k	Elect Director Katharine B. Stevenson	Mgmt	For	For
1l	Elect Director Martine Turcotte	Mgmt	For	For

Canadian Imperial Bank of Commerce

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1m	Elect Director Barry L. Zubrow	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
	Shareholder Proposals	Mgmt		
4	SP 1: Disclose the CEO Compensation to Median Worker Pay Ratio on an Annual Basis	SH	Against	For
	Voter Rationale: On balance, the proposal would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address related material risks and opportunities.			
5	SP 2: Advisory Vote on Environmental Policies	SH	Against	Against
	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.			
6	SP 3: Invest in and Finance the Canadian Oil and Gas Sector	SH	Against	Against
	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.			

Canadian National Railway Company

Meeting Date: 04/25/2023 | Country: Canada | Ticker: CNR

Meeting Type: Annual

Primary ISIN: CA1363751027 | Primary SEDOL: 2180632

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Shauneen Bruder	Mgmt	For	For
1B	Elect Director Jo-ann dePass Olsovsky	Mgmt	For	For
1C	Elect Director David Freeman	Mgmt	For	For
1D	Elect Director Denise Gray	Mgmt	For	For
1E	Elect Director Justin M. Howell	Mgmt	For	For
1F	Elect Director Susan C. Jones	Mgmt	For	For
1G	Elect Director Robert Knight	Mgmt	For	For
1H	Elect Director Michel Letellier	Mgmt	For	For
1I	Elect Director Margaret A. McKenzie	Mgmt	For	For
1J	Elect Director Al Monaco	Mgmt	For	For
1K	Elect Director Tracy Robinson	Mgmt	For	For

Canadian National Railway Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	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. 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. Nevertheless, on balance, with little structural concern and decent pay-for -performance alignment, we are supportive of this plan.			
4	Management Advisory Vote on Climate Change	Mgmt	For	For
	Voter Rationale: We encourage companies to maintain science-based GHG reduction targets, disclose according to the TCFD framework, and provide credible climate-related disclosures. The company's climate disclosures currently meet our expectations. The company has a credible climate transition plan with specific actions, including SBTi-approved interim targets, and they maintain TCFD report alignment.We note that the company has committed to improving its existing 2030 target by applying a well below 2-degree scenario using the SBTi standards. We also note that the company has committed to a 2050 net zero target, which we commend.			

Canadian Pacific Kansas City Limited

Meeting Date: 06/15/2023 | Country: Canada | Ticker: CP

Meeting Type: Annual

Primary ISIN: CA13646K1084 | Primary SEDOL: BMBQR09

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
2	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Management Advisory Vote on Climate Change	Mgmt	For	For
4.1	Elect Director John Baird	Mgmt	For	For
4.2	Elect Director Isabelle Courville	Mgmt	For	For
4.3	Elect Director Keith E. Creel	Mgmt	For	For
4.4	Elect Director Gillian H. Denham	Mgmt	For	For
4.5	Elect Director Antonio Garza	Mgmt	For	For
4.6	Elect Director David Garza-Santos	Mgmt	For	For
4.7	Elect Director Edward R. Hamberger	Mgmt	For	For
4.8	Elect Director Janet H. Kennedy	Mgmt	For	For
4.9	Elect Director Henry J. Maier	Mgmt	For	For
4.10	Elect Director Matthew H. Paull	Mgmt	For	For

Canadian Pacific Kansas City Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.11	Elect Director Jane L. Peverett	Mgmt	For	For
4.12	Elect Director Andrea Robertson	Mgmt	For	For
4.13	Elect Director Gordon T. Trafton	Mgmt	For	For

Cano Health, Inc.

Meeting Date: 06/15/2023 Country: USA Ticker: CANO
Meeting Type: Proxy Contest
Primary ISIN: US13781Y1038 Primary SEDOL: BN0WWW2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proxy (White Proxy Card)	Mgmt		
1.1	Elect Director Alan Muney	Mgmt	For	Do Not Vote
1.2	Elect Director Kim M. Rivera	Mgmt	For	Do Not Vote
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote
3	Approve Reverse Stock Split	Mgmt	For	Do Not Vote
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Do Not Vote
	Dissident Proxy (Green Proxy Card)	Mgmt		
1.1	Management Nominee Alan Muney	SH	Withhold	Withhold
	Voter Rationale: The company would benefit from enhanced disclosures on strategic direction and enhance corporate governance practices.			
1.2	Management Nominee Kim M. Rivera	SH	Withhold	Withhold
	Voter Rationale: The company would benefit from enhanced disclosures on strategic direction and enhance corporate governance practices.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	None	For
	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 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.			
3	Approve Reverse Stock Split	Mgmt	None	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	None	For

Capcom Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 9697
Meeting Type: Annual
Primary ISIN: JP3218900003 | Primary SEDOL: 6173694

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Tsujimoto, Kenzo	Mgmt	For	Against
	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.			
2.2	Elect Director Tsujimoto, Haruhiro	Mgmt	For	Against
	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.			
2.3	Elect Director Miyazaki, Satoshi	Mgmt	For	For
2.4	Elect Director Egawa, Yoichi	Mgmt	For	For
2.5	Elect Director Nomura, Kenkichi	Mgmt	For	For
2.6	Elect Director Ishida, Yoshinori	Mgmt	For	For
2.7	Elect Director Tsujimoto, Ryozo	Mgmt	For	For
2.8	Elect Director Muranaka, Toru	Mgmt	For	For
2.9	Elect Director Mizukoshi, Yutaka	Mgmt	For	For
2.10	Elect Director Kotani, Wataru	Mgmt	For	For
2.11	Elect Director Muto, Toshiro	Mgmt	For	For
2.12	Elect Director Hirose, Yumi	Mgmt	For	For

Capgemini SE

Meeting Date: 05/16/2023 | Country: France | Ticker: CAP
Meeting Type: Annual/Special
Primary ISIN: FR0000125338 | Primary SEDOL: 4163437

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.25 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For

Capgemini SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For
6	Approve Compensation of Paul Hermelin, Chairman of the Board	Mgmt	For	Against
	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.			
7	Approve Compensation of Aiman Ezzat, CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
8	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
9	Approve Remuneration Policy of CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
10	Approve Remuneration Policy of Directors	Mgmt	For	For
11	Elect Megan Clarken as Director	Mgmt	For	For
12	Elect Ulrica Fearn as Director	Mgmt	For	For
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
14	Authorize up to 1.2 Percent of Issued Capital for Use in Restricted Stock Plans Under Performance Conditions Reserved for Employees and Corporate Officers	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
16	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Capital One Financial Corporation

Meeting Date: 05/04/2023 | Country: USA | Ticker: COF
Meeting Type: Annual
Primary ISIN: US14040H1059 | Primary SEDOL: 2654461

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard D. Fairbank	Mgmt	For	For
1b	Elect Director Ime Archibong	Mgmt	For	For
1c	Elect Director Christine Detrick	Mgmt	For	Against
	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.			
1d	Elect Director Ann Fritz Hackett	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1e	Elect Director Peter Thomas Killalea	Mgmt	For	For
1f	Elect Director Cornelis "Eli" Leenaars	Mgmt	For	For
1g	Elect Director Francois Locoh-Donou	Mgmt	For	For
1h	Elect Director Peter E. Raskind	Mgmt	For	For
1i	Elect Director Eileen Serra	Mgmt	For	For
1j	Elect Director Mayo A. Shattuck, III	Mgmt	For	For
1k	Elect Director Bradford H. Warner	Mgmt	For	Against
	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.			
1l	Elect Director Craig Anthony Williams	Mgmt	For	For
2	Eliminate 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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. 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. 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.			
5	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.			

Capital One Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Ratify Ernst & Young 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.			
7	Adopt Simple Majority Vote	SH	Against	For
	Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.			
8	Report on Board Oversight of Risks Related to Discrimination	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
9	Disclose Board Skills and Diversity Matrix	SH	Against	For
	Voter Rationale: The company should report to investors on efforts to widen its executive and board candidate pool. The board should draw on the richest possible combination of talents and perspectives. In addition, board charters should affirm the value of individual diversity of all kinds including gender, ethnic origin, nationality, professional background, and many other factors that may enhance the boards performance.			

CapitaLand Ascendas REIT

Meeting Date: 04/28/2023 | Country: Singapore | Ticker: A17U
Meeting Type: Annual
Primary ISIN: SG1M77906915 | Primary SEDOL: 6563875

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
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
2	Approve Ernst & Young LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4	Authorize Unit Repurchase Program	Mgmt	For	For

CapitaLand Ascott Trust

Meeting Date: 04/18/2023 | Country: Singapore | Ticker: HMN
Meeting Type: Annual
Primary ISIN: SGXC16332337 | Primary SEDOL: BG0RZ29

CapitaLand Ascott Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Report of the REIT Trustee, Report of the REIT Manager, Report of the BT Trustee-Manager, Statement by the Chief Executive Officer of the BT Trustee-Manager, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize REIT Manager and the BT Trustee-Manager to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4	Authorize Stapled Security Repurchase Program	Mgmt	For	For

CapitaLand China Trust

Meeting Date: 04/18/2023 | Country: Singapore | Ticker: AU8U

Meeting Type: Annual

Primary ISIN: SG1U25933169 | Primary SEDOL: B1HL3P8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize the Manager to Fix the Auditors' Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4	Authorize Unit Repurchase Program	Mgmt	For	For
5	Approve Issuance of Units Pursuant to CLCT Distribution Reinvestment Plan	Mgmt	For	For
6	Approve Whitewash Resolution	Mgmt	For	For

CapitaLand India Trust

Meeting Date: 04/17/2023 | Country: Singapore | Ticker: CY6U

Meeting Type: Extraordinary Shareholders

Primary ISIN: SG1V35936920 | Primary SEDOL: B23DMQ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Acquisition	Mgmt	For	For
2	Approve Sponsor Subscription	Mgmt	For	For

CapitaLand India Trust

Meeting Date: 04/17/2023 | Country: Singapore | Ticker: CY6U

Meeting Type: Annual

Primary ISIN: SG1V35936920 | Primary SEDOL: B23DMQ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee-Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Deloitte & Touche LLP as Independent Auditor and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against

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

CapitaLand Integrated Commercial Trust

Meeting Date: 04/19/2023 | Country: Singapore | Ticker: C38U

Meeting Type: Extraordinary Shareholders

Primary ISIN: SG1M51904654 | Primary SEDOL: 6420129

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Proposed Entry Into the New Singapore Property Management Agreement	Mgmt	For	For

CapitaLand Integrated Commercial Trust

Meeting Date: 04/19/2023 | Country: Singapore | Ticker: C38U
Meeting Type: Annual
Primary ISIN: SG1M51904654 | Primary SEDOL: 6420129

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, the Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	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.			
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4	Authorize Unit Repurchase Program	Mgmt	For	For

CapitaLand Investment Ltd.

Meeting Date: 04/25/2023 | Country: Singapore | Ticker: 9CI
Meeting Type: Annual
Primary ISIN: SGXE62145532 | Primary SEDOL: BNHXFJ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve First and Final Dividend	Mgmt	For	For
3	Approve Directors' Remuneration for the Year Ended December 31, 2022	Mgmt	For	For
4	Approve Directors' Remuneration for the Year Ending December 31, 2023	Mgmt	For	For
5a	Elect Chaly Mah Chee Kheong as Director	Mgmt	For	For
5b	Elect Gabriel Lim Meng Liang as Director	Mgmt	For	For
5c	Elect Miguel Ko Kai Kwun as Director	Mgmt	For	For
6	Elect Abdul Farid bin Alias as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			

CapitaLand Investment Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
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 Under the CapitaLand Investment Performance Share Plan 2021 and the CapitaLand Investment Restricted Share Plan 2021	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
10	Authorize Share Repurchase Program	Mgmt	For	For
11	Approve Distribution of Dividend-in-Specie	Mgmt	For	For

Capitec Bank Holdings Ltd.

Meeting Date: 05/26/2023 | Country: South Africa | Ticker: CPI

Meeting Type: Annual

Primary ISIN: ZAE000035861 | Primary SEDOL: 6440859

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Resolutions	Mgmt		
1	Re-elect Cora Fernandez as Director	Mgmt	For	For
2	Re-elect Stan du Plessis as Director	Mgmt	For	For
3	Re-elect Piet Mouton as Director	Mgmt	For	For
4	Reappoint PricewaterhouseCoopers Inc 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. However, the Company has indicated that PricewaterhouseCoopers will serve its final year as Capitec's external auditor in FY2024. KPMG Inc. will be appointed as joint auditor for FY2025.			
5	Reappoint Deloitte & Touche as Auditors	Mgmt	For	For
6	Authorise Specific Issue of Loss Absorbent Convertible Capital Securities for Cash	Mgmt	For	For
7	Authorise Board to Issue Shares for Cash	Mgmt	For	For
8	Approve Remuneration Policy	Mgmt	For	For
	Voter Rationale: This plan could lead to excessive dilution.			

Capitec Bank Holdings Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Implementation Report of Remuneration Policy	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
	Special Resolutions	Mgmt		
1	Approve Non-executive Directors' Remuneration	Mgmt	For	For
2	Authorise Repurchase of Issued Share Capital	Mgmt	For	For
3	Approve Financial Assistance in Terms of Section 45 of the Companies Act	Mgmt	For	For
4	Approve Financial Assistance in Respect of the Restricted Share Plan	Mgmt	For	For

CARA Therapeutics, Inc.

Meeting Date: 06/01/2023 Country: USA Ticker: CARA

Meeting Type: Annual

Primary ISIN: US1407551092 Primary SEDOL: BJ4YJ92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Martin Vogelbaum	Mgmt	For	For
1.2	Elect Director Lisa von Moltke	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

CareTrust REIT, Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: CTRE
Meeting Type: Annual
Primary ISIN: US14174T1079 | Primary SEDOL: BMP8TL6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Diana M. Laing	Mgmt	For	For
	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.			
1b	Elect Director Anne Olson	Mgmt	For	For
1c	Elect Director Spencer G. Plumb	Mgmt	For	For
	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.			
1d	Elect Director David M. Sedgwick	Mgmt	For	For
1e	Elect Director Careina D. Williams	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Cargurus, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: CARG
Meeting Type: Annual
Primary ISIN: US1417881091 | Primary SEDOL: BF5D6S8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Langley Steinert	Mgmt	For	Withhold

Cargurus, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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 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 problematic capital structure, 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. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Carlisle Companies Incorporated

Meeting Date: 05/03/2023 | Country: USA | Ticker: CSL

Meeting Type: Annual

Primary ISIN: US1423391002 | Primary SEDOL: 2176318

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert G. Bohn	Mgmt	For	For
1b	Elect Director Gregg A. Ostrander	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1c	Elect Director Jesse G. Singh	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

CarMax, Inc.

Meeting Date: 06/27/2023 | Country: USA | Ticker: KMX

Meeting Type: Annual

Primary ISIN: US1431301027 | Primary SEDOL: 2983563

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter J. Bensen	Mgmt	For	For
1b	Elect Director Ronald E. Blaylock	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.			
1c	Elect Director Sona Chawla	Mgmt	For	For
1d	Elect Director Thomas J. Folliard	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1e	Elect Director Shira Goodman	Mgmt	For	Against
	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.			
1f	Elect Director David W. McCreight	Mgmt	For	For
1g	Elect Director William D. Nash	Mgmt	For	For
1h	Elect Director Mark F. O'Neil	Mgmt	For	For
1i	Elect Director Pietro Satriano	Mgmt	For	For
1j	Elect Director Marcella Shinder	Mgmt	For	For
1k	Elect Director Mitchell D. Steenrod	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: everance payments should not exceed two years 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	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. 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.			

Carnival Corporation

Meeting Date: 04/21/2023 | Country: Panama | Ticker: CCL
Meeting Type: Annual
Primary ISIN: PA1436583006 | Primary SEDOL: 2523044

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Re-elect Micky Arison as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
2	Re-elect Jonathon Band as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
3	Re-elect Jason Glen Cahilly as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
4	Re-elect Helen Deeble as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
5	Re-elect Jeffrey J. Gearhart as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
6	Re-elect Katie Lahey as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
7	Elect Sara Mathew as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
8	Re-elect Stuart Subotnick as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	Against
	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.			
9	Re-elect Laura Weil as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	Against
	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.			
10	Elect Josh Weinstein as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
11	Re-elect Randall Weisenburger as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. Long-term incentives should not be delivered via cash or other non-equity vehicles.			
13	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Carnival Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Approve Directors' Remuneration Report (in Accordance with Legal Requirements Applicable to UK Companies)	Mgmt	For	For
	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. Long-term incentives should not be delivered via cash or other non-equity vehicles.			
15	Approve Remuneration Policy	Mgmt	For	For
	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.			
16	Reappoint PricewaterhouseCoopers LLP as Independent Auditors of Carnival plc; Ratify the Selection of the U.S. Firm of PricewaterhouseCoopers LLP as the Independent Registered Public Accounting Firm of Carnival Corporation	Mgmt	For	For
17	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For
18	Receive the Accounts and Reports of the Directors and Auditors of Carnival plc for the Year Ended November 30, 2022 (in Accordance with Legal Requirements Applicable to UK Companies)	Mgmt	For	For
19	Approve Issuance of Equity	Mgmt	For	For
20	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
21	Authorize Share Repurchase Program	Mgmt	For	For
22	Amend Omnibus Stock Plan	Mgmt	For	Against
	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 incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Long-term incentives should not be delivered via cash or other non-equity vehicles.			

Carnival Plc

Meeting Date: 04/21/2023 | Country: United Kingdom | Ticker: CCL

Meeting Type: Annual

Primary ISIN: GB0031215220 | Primary SEDOL: 3121522

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Re-elect Micky Arison as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
2	Re-elect Sir Jonathon Band as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For

Carnival Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Re-elect Jason Cahilly as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
4	Re-elect Helen Deeble as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
5	Re-elect Jeffery Gearhart as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
6	Re-elect Katie Lahey as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
7	Elect Sara Mathew as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
8	Re-elect Stuart Subotnick as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
9	Re-elect Laura Weil as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	Abstain
	Voter Rationale: remuneration concerns			
10	Elect Josh Weinstein as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
11	Re-elect Randall Weisenburger as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
12	Advisory Vote to Approve Executive Compensation	Mgmt	For	For
13	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
14	Approve Remuneration Report	Mgmt	For	For
15	Approve Remuneration Policy	Mgmt	For	For
16	Reappoint PricewaterhouseCoopers LLP as Independent Auditors of Carnival plc; Ratify the Selection of the U.S. Firm of PricewaterhouseCoopers LLP as the Independent Registered Public Accounting Firm of Carnival Corporation	Mgmt	For	For
17	Authorise the Audit Committee of Carnival plc to Fix Remuneration of Auditors	Mgmt	For	For
18	Accept Financial Statements and Statutory Reports	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

Carnival Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
22	Approve the Amendment of the Carnival Corporation 2020 Stock Plan	Mgmt	For	For

Carrefour SA

Meeting Date: 05/26/2023 | Country: France | Ticker: CA

Meeting Type: Annual/Special

Primary ISIN: FR0000120172 | Primary SEDOL: 5641567

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 0.56 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Reelect Alexandre Bompard as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
6	Reelect Marie-Laure Sauty de Chalon as Director	Mgmt	For	For
7	Renew Appointment of Mazars as Auditor	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
8	Approve Compensation Report of Corporate Officers	Mgmt	For	Abstain
	Voter Rationale: Concern is raise around the lack of response following notable dissent on the chair/CEO's remuneration report at the prior AGM.			
9	Approve Compensation of Alexandre Bompard, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			

Carrefour SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
11	Approve Remuneration Policy of Directors	Mgmt	For	For
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
13	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 500 Million	Mgmt	For	For
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 175 Million	Mgmt	For	For
16	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 175 Million	Mgmt	For	For
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 14 to 16	Mgmt	For	For
18	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
19	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For

Carrefour SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
22	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
	Ordinary Business	Mgmt		
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For
24	Approve Opinion on Quantification of the Company's Various Scope 3 Action Levers	Mgmt	For	Abstain
	Voter Rationale: The Company has fairly robust climate-related disclosures and policies, including reduction targets for its Scope 1, 2, and 3 emissions, a net zero commitment, and reporting in line with the recommendations of the TCFD. Although we support greater disclosure around the companies climate strategy we do note concern on shareholders being required to cast votes on the company climate strategy. The concern is that of a corporate governance nature, board members are elected to the board to oversee the management and execution of the companies strategy. Having a shareholder vote on the strategy removes a level of accountability of the board members. ABSTENTION of voting is warranted.			
	Shareholder Proposal	Mgmt		
25	Request Details relating to the Company's Environmental Strategy	SH		

Carriage Services, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: CSV

Meeting Type: Annual

Primary ISIN: US1439051079 | Primary SEDOL: 2177786

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas B. Meehan	Mgmt	For	Withhold
	Voter Rationale: Director sits on nominating committee and has failed to address concerns around diversity and lack of majority support for members of the board.			
1.2	Elect Director Donald D. Patteson, Jr.	Mgmt	For	Withhold
	Voter Rationale: Director sits on nominating committee and has failed to address concerns around diversity and lack of majority support for members of the board.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.			
2	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.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.A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Carriage Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Carrier Global Corporation

Meeting Date: 04/20/2023 | Country: USA | Ticker: CARR
Meeting Type: Annual
Primary ISIN: US14448C1045 | Primary SEDOL: BK4N0D7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jean-Pierre Garnier	Mgmt	For	For
1b	Elect Director David L. Gitlin	Mgmt	For	For
1c	Elect Director John J. Greisch	Mgmt	For	For
1d	Elect Director Charles M. Holley, Jr.	Mgmt	For	For
1e	Elect Director Michael M. McNamara	Mgmt	For	For
1f	Elect Director Susan N. Story	Mgmt	For	For
1g	Elect Director Michael A. Todman	Mgmt	For	For
1h	Elect Director Virginia M. Wilson	Mgmt	For	For
1i	Elect Director Beth A. Wozniak	Mgmt	For	For
2	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Require Independent Board Chairman	SH	Against	For
	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.			

Cars.com Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: CARS
Meeting Type: Annual
Primary ISIN: US14575E1055 | Primary SEDOL: BYXHTC0

Cars.com Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jerri DeVard	Mgmt	For	For
1.2	Elect Director Scott Forbes	Mgmt	For	For
1.3	Elect Director Jill Greenthal	Mgmt	For	For
1.4	Elect Director Thomas Hale	Mgmt	For	For
1.5	Elect Director Michael Kelly	Mgmt	For	For
1.6	Elect Director Donald A. McGovern, Jr.	Mgmt	For	For
1.7	Elect Director Greg Revelle	Mgmt	For	For
1.8	Elect Director Jenell R. Ross	Mgmt	For	For
1.9	Elect Director Bala Subramanian	Mgmt	For	For
1.10	Elect Director T. Alex Vetter	Mgmt	For	For
1.11	Elect Director Bryan Wiener	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

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.

Carter's, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: CRI

Meeting Type: Annual

Primary ISIN: US1462291097 | Primary SEDOL: 2980939

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rochester (Rock) Anderson, Jr.	Mgmt	For	For
1.2	Elect Director Jeffrey H. Black	Mgmt	For	For
1.3	Elect Director Hali Borenstein	Mgmt	For	For
1.4	Elect Director Luis Borgen	Mgmt	For	For
1.5	Elect Director Michael D. Casey	Mgmt	For	For
1.6	Elect Director Jevin S. Eagle	Mgmt	For	For
1.7	Elect Director Mark P. Hipp	Mgmt	For	For
1.8	Elect Director William J. Montgoris	Mgmt	For	Against

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.

Carter's, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Stacey S. Rauch	Mgmt	For	For
1.10	Elect Director Gretchen W. Schar	Mgmt	For	For
1.11	Elect Director Stephanie P. Stahl	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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. Variable remuneration should not contain a significant overlap of metrics. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Casa Systems, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: CASA

Meeting Type: Annual

Primary ISIN: US14713L1026 | Primary SEDOL: BFB4889

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott Bruckner	Mgmt	For	For
1.2	Elect Director Michael T. Hayashi	Mgmt	For	For
1.3	Elect Director Bill Styslinger	Mgmt	For	Withhold
	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. 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 structure, each of which adversely impacts shareholder rights.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. 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.			

Casa Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Casella Waste Systems, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: CWST
Meeting Type: Annual
Primary ISIN: US1474481041 | Primary SEDOL: 2120490

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael L. Battles	Mgmt	For	For
1.2	Elect Director Joseph G. Doody	Mgmt	For	Withhold
	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.			
1.3	Elect Director Emily Nagle Green	Mgmt	For	Withhold
	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.			
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify RSM US LLP as Auditors	Mgmt	For	For
	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.			

Casio Computer Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6952
Meeting Type: Annual
Primary ISIN: JP3209000003 | Primary SEDOL: 6178967

Casio Computer Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22.5	Mgmt	For	For
2.1	Elect Director Kashio, Kazuhiro	Mgmt	For	Against
	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.			
2.2	Elect Director Masuda, Yuichi	Mgmt	For	Against
	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.			
2.3	Elect Director Takano, Shin	Mgmt	For	For
2.4	Elect Director Kashio, Tetsuo	Mgmt	For	For
2.5	Elect Director Yamagishi, Toshiyuki	Mgmt	For	For
2.6	Elect Director Ozaki, Motoki	Mgmt	For	For
2.7	Elect Director Suhara, Eiichiro	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Abe, Hirotomo	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Chiba, Michiko	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Yamaguchi, Akihiko	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4	Elect Alternate Director and Audit Committee Member Ijuin, Kunimitsu	Mgmt	For	For

Cassava Sciences, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: SAVA

Meeting Type: Annual

Primary ISIN: US14817C1071 | Primary SEDOL: BJVLKZ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert Z. Gussin	Mgmt	For	Withhold
	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.			

Cassava Sciences, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Richard J. Barry	Mgmt	For	Withhold
	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.			
2	Amend Certificate of Incorporation to Limit the Personal Liability of Certain Officers	Mgmt	For	For
3	Approve Non-Employee Director Compensation Program	Mgmt	For	For
4	Ratify Ernst & Young 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.			
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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.			
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Catena AB

Meeting Date: 04/27/2023 | Country: Sweden | Ticker: CATE

Meeting Type: Annual

Primary ISIN: SE0001664707 | Primary SEDOL: B131GJ7

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

Catena AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Agenda of Meeting	Mgmt	For	For
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive Board's Report and Report on Committee Work	Mgmt		
8	Receive CEO's Report	Mgmt		
9	Receive Financial Statements and Statutory Reports	Mgmt		
10	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	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.			
11	Approve Allocation of Income and Dividends of SEK 8.26 Per Share	Mgmt	For	For
12.a	Approve Discharge of Gustav Hermelin	Mgmt	For	For
12.b	Approve Discharge of Katarina Wallin	Mgmt	For	For
12.c	Approve Discharge of Helene Briggert	Mgmt	For	For
12.d	Approve Discharge of Magnus Swardh	Mgmt	For	For
12.e	Approve Discharge of Caesar Afors	Mgmt	For	For
12.f	Approve Discharge of Vesna Jovic	Mgmt	For	For
12.g	Approve Discharge of Lennart Mauritzson	Mgmt	For	For
12.h	Approve Discharge of Joost Uwents	Mgmt	For	For
12.i	Approve Discharge of Jorgen Eriksson	Mgmt	For	For
13	Determine Number of Members (8) and Deputy Members (0) of Board	Mgmt	For	For
14.a	Approve Remuneration of Directors in the Amount of SEK 410,000 for Chairman, and SEK 205,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
14.b	Approve Remuneration of Auditors	Mgmt	For	For
15.a	Reelect Gustaf Hermelin as Director	Mgmt	For	For
15.b	Reelect Katarina Wallin as Director	Mgmt	For	For
15.c	Reelect Helene Briggert as Director	Mgmt	For	For
15.d	Reelect Lennart Mauritzson as Director	Mgmt	For	For
15.e	Reelect Magnus Swardh as Director	Mgmt	For	For
15.f	Reelect Caesar Afors as Director	Mgmt	For	For
15.g	Reelect Vesna Jovic as Director	Mgmt	For	For

Catena AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15.h	Elect Joost Uwents as New Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
15.i	Elect Lennart Mauritzson as Director	Mgmt	For	For
15.j	Elect Lennart Mauritzson as Board Chair	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. 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.			
16	Ratify KPMG as Auditors	Mgmt	For	For
17	Authorize Chairman of the Board and Representatives of Four of Company's Largest Shareholders to Serve on Nominating Committee	Mgmt	For	For
18	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
19	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: 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.			
20	Authorize Share Repurchase Program	Mgmt	For	For
21	Authorize Reissuance of Repurchased Shares	Mgmt	For	For
22	Approve Creation of Pool of Capital without Preemptive Rights	Mgmt	For	For
23	Amend Articles Re: Set Minimum (SEK 198 Million) and Maximum (SEK 792 Million) Share Capital; Set Minimum (45 Million) and Maximum (180 Million) Number of Shares	Mgmt	For	For
24	Other Business	Mgmt		
25	Close Meeting	Mgmt		

Cathay Financial Holdings Co. Ltd.

Meeting Date: 06/09/2023 | Country: Taiwan | Ticker: 2882

Meeting Type: Annual

Primary ISIN: TW0002882008 | Primary SEDOL: 6425663

Cathay Financial Holdings Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	AGM AGENDA FOR HOLDERS OF COMMON SHARES	Mgmt		
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
	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.			
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Cash Distribution from Capital Reserve and Legal Reserve	Mgmt	For	For
4	Approve Raising of Long-term Capital	Mgmt	For	For

Cathay General Bancorp

Meeting Date: 05/15/2023 Country: USA Ticker: CATY

Meeting Type: Annual

Primary ISIN: US1491501045 Primary SEDOL: 2264235

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nelson Chung	Mgmt	For	Against
	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.			
1b	Elect Director Felix S. Fernandez	Mgmt	For	Against
	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.			
1c	Elect Director Maan-Huei Hung	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-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.			
1d	Elect Director Richard Sun	Mgmt	For	Against
	Voter Rationale: 'The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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.			

Cathay General Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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.			
3	Ratify KPMG 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.			

CBL & Associates Properties, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: CBL

Meeting Type: Annual

Primary ISIN: US1248308785 | Primary SEDOL: BNTC8Y7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marjorie L. Bowen	Mgmt	For	For
1.2	Elect Director David J. Contis	Mgmt	For	For
1.3	Elect Director David M. Fields	Mgmt	For	Withhold
	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.			
1.4	Elect Director Robert G. Gifford	Mgmt	For	For
1.5	Elect Director Jeffrey Kivitz	Mgmt	For	For
1.6	Elect Director Stephen D. Lebovitz	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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
	Voter Rationale: We support an annual say on pay frequency.			

Cboe Global Markets, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: CBOE
Meeting Type: Annual
Primary ISIN: US12503M1080 | Primary SEDOL: B5834C5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Edward T. Tilly	Mgmt	For	For
1b	Elect Director William M. Farrow, III	Mgmt	For	For
1c	Elect Director Edward J. Fitzpatrick	Mgmt	For	For
1d	Elect Director Ivan K. Fong	Mgmt	For	For
1e	Elect Director Janet P. Froetscher	Mgmt	For	For
1f	Elect Director Jill R. Goodman	Mgmt	For	For
1g	Elect Director Alexander J. Matturri, Jr.	Mgmt	For	For
1h	Elect Director Jennifer J. McPeek	Mgmt	For	For
1i	Elect Director Roderick A. Palmore	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1j	Elect Director James E. Parisi	Mgmt	For	For
1k	Elect Director Joseph P. Ratterman	Mgmt	For	For
1l	Elect Director Fredric J. Tomczyk	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

CBRE Group, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: CBRE
Meeting Type: Annual
Primary ISIN: US12504L1098 | Primary SEDOL: B6WVMH3

CBRE Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brandon B. Boze	Mgmt	For	For
1b	Elect Director Beth F. Cobert	Mgmt	For	For
1c	Elect Director Reginald H. Gilyard	Mgmt	For	For
1d	Elect Director Shira D. Goodman	Mgmt	For	For
1e	Elect Director E.M. Blake Hutcheson	Mgmt	For	For
	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.			
1f	Elect Director Christopher T. Jenny	Mgmt	For	For
1g	Elect Director Gerardo I. Lopez	Mgmt	For	For
1h	Elect Director Susan Meaney	Mgmt	For	For
1i	Elect Director Oscar Munoz	Mgmt	For	For
1j	Elect Director Robert E. Sulentic	Mgmt	For	For
1k	Elect Director Sanjiv Yajnik	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Adopt Share Retention Policy For Senior Executives	SH	Against	Against
	Voter Rationale: At this time, we believe the board is adequately considering attendant material risks.			

CCR SA

Meeting Date: 04/19/2023 Country: Brazil Ticker: CCRO3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRCCROACNOR2 Primary SEDOL: 2840970

CCR SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Long-Term Incentive Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
2	Amend Articles and Consolidate Bylaws	Mgmt	For	For

CCR SA

Meeting Date: 04/19/2023 | Country: Brazil | Ticker: CCRO3

Meeting Type: Annual

Primary ISIN: BRCCROACNOR2 | Primary SEDOL: 2840970

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2022	Mgmt	For	For
	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.			
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Fix Number of Directors at 11	Mgmt	For	For
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
5	Elect Directors	Mgmt	For	Against
	Voter Rationale: The board should submit directors for re-election individually, rather than as a single slate and ensure that there is sufficient level of independence on the board. For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
	If Voting FOR on Item 7, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt		
7	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.1	Percentage of Votes to Be Assigned - Elect Ana Maria Marcondes Penido Sant'Anna as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.2	Percentage of Votes to Be Assigned - Elect Luiz Carlos Cavalcanti Dutra Junior as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.3	Percentage of Votes to Be Assigned - Elect Flavio Mendes Aidar as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.4	Percentage of Votes to Be Assigned - Elect Wilson Nelio Brumer as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.5	Percentage of Votes to Be Assigned - Elect Mateus Gomes Ferreira as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.6	Percentage of Votes to Be Assigned - Elect Joao Henrique Batista de Souza Schmidt as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.7	Percentage of Votes to Be Assigned - Elect Vicente Furletti Assis as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.8	Percentage of Votes to Be Assigned - Elect Roberto Egydio Setubal as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.9	Percentage of Votes to Be Assigned - Elect Eduardo Bunker Gentil as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.10	Percentage of Votes to Be Assigned - Elect Eliane Aleixo Lustosa de Andrade as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.11	Percentage of Votes to Be Assigned - Elect Jose Guimaraes Monforte as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
9	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
10	Elect Ana Maria Marcondes Penido Sant'Anna as Board Chairman	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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.			

CCR SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Elect Vicente Furletti Assis as Vice-Chairman	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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.			
12	Approve Remuneration of Company's Management	Mgmt	For	Against
	Voter Rationale: Vote AGAINST is warranted due to ongoing concerns of problematic pay practices, and lack oftransparency around such payments. In particular in relation to the Collaborative Incentive Program, and the limited disclosure of which component of the 2022 executive remuneration, if any, the collaboration program's payments were included.			
13	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	None	For
14.1	Elect Piedade Mota da Fonseca as Fiscal Council Member and Adalgiso Fragoso de Faria as Alternate	Mgmt	For	For
14.2	Elect Maria Cecilia Rossi as Fiscal Council Member and Lucy Aparecida de Sousa as Alternate	Mgmt	For	For
14.3	Elect Leda Maria Deiro Hahn as Fiscal Council Member and Marcelo de Aguiar Oliveira as Alternate	Mgmt	For	For
15	Approve Remuneration of Fiscal Council Members	Mgmt	For	For

CDL Hospitality Real Estate Investment Trust

Meeting Date: 04/21/2023 Country: Singapore Ticker: J85

Meeting Type: Annual

Primary ISIN: SG1T66931158 Primary SEDOL: B192HG8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt the Trustee-Manager's Report, Statement by the Chief Executive Officer of the HBT Trustee-Manager, the H-REIT Trustee's Report, the H-REIT Manager's Report, H-REIT and CDL Hospitality Trusts, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			

CDL Hospitality Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve KPMG LLP as Independent Auditors and Authorize H-REIT Manager and the HBT Trustee-Manager to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

CDW Corporation

Meeting Date: 05/18/2023 Country: USA Ticker: CDW

Meeting Type: Annual

Primary ISIN: US12514G1085 Primary SEDOL: BBM5MD6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Virginia C. Addicott	Mgmt	For	For
1b	Elect Director James A. Bell	Mgmt	For	For
1c	Elect Director Lynda M. Clarizio	Mgmt	For	For
1d	Elect Director Anthony R. Foxx	Mgmt	For	For
1e	Elect Director Marc E. Jones	Mgmt	For	For
1f	Elect Director Christine A. Leahy	Mgmt	For	For
1g	Elect Director Sanjay Mehrotra	Mgmt	For	For
1h	Elect Director David W. Nelms	Mgmt	For	For
1i	Elect Director Joseph R. Swedish	Mgmt	For	For
1j	Elect Director Donna F. Zarcone	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
5	Provide Right to Call Special Meeting	Mgmt	For	For

CDW Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Celldex Therapeutics, Inc.

Meeting Date: 06/15/2023 Country: USA Ticker: CLDX
Meeting Type: Annual
Primary ISIN: US15117B2025 Primary SEDOL: BJLV8T9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Karen L. Shoos	Mgmt	For	For
1b	Elect Director Anthony S. Marucci	Mgmt	For	For
1c	Elect Director Keith L. Brownlie	Mgmt	For	For
1d	Elect Director Cheryl L. Cohen	Mgmt	For	For
1e	Elect Director Herbert J. Conrad	Mgmt	For	Against
	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.			
1f	Elect Director Rita I. Jain	Mgmt	For	For
1g	Elect Director James J. Marino	Mgmt	For	For
1h	Elect Director Garry A. Neil	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1i	Elect Director Harry H. Penner, Jr.	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Amend Omnibus Stock Plan	Mgmt	For	For
	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. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Celldex Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Centene Corporation

Meeting Date: 05/10/2023 Country: USA Ticker: CNC

Meeting Type: Annual

Primary ISIN: US15135B1017 Primary SEDOL: 2807061

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jessica L. Blume	Mgmt	For	For
	Voter Rationale: 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. We note the company has failed to set reduction targets.			
1b	Elect Director Kenneth A. Burdick	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1c	Elect Director Christopher J. Coughlin	Mgmt	For	For
1d	Elect Director H. James Dallas	Mgmt	For	For
1e	Elect Director Wayne S. DeVeydt	Mgmt	For	For
1f	Elect Director Frederick H. Eppinger	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1g	Elect Director Monte E. Ford	Mgmt	For	For
1h	Elect Director Sarah M. London	Mgmt	For	For
1i	Elect Director Lori J. Robinson	Mgmt	For	For
1j	Elect Director Theodore R. Samuels	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Centene Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			
6	Report on Maternal Morbidity Reduction Metrics in Executive Compensation	SH	Against	Against
	Voter Rationale: At this time, we believe the proposal to be too prescriptive.			

Centerspace

Meeting Date: 05/16/2023 Country: USA Ticker: CSR
Meeting Type: Annual
Primary ISIN: US15202L1070 Primary SEDOL: BN47P80

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John A. Schissel	Mgmt	For	For
1b	Elect Director Jeffrey P. Caira	Mgmt	For	For
1c	Elect Director Emily Nagle Green	Mgmt	For	For
1d	Elect Director Linda J. Hall	Mgmt	For	For
1e	Elect Director Rodney Jones-Tyson	Mgmt	For	For
1f	Elect Director Anne Olson	Mgmt	For	For
1g	Elect Director Mary J. Twinem	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Central Japan Railway Co.

Meeting Date: 06/23/2023 Country: Japan Ticker: 9022
Meeting Type: Annual
Primary ISIN: JP3566800003 Primary SEDOL: 6183552

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 70	Mgmt	For	For
2.1	Elect Director Kaneko, Shin	Mgmt	For	Against
	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.			
2.2	Elect Director Niwa, Shunsuke	Mgmt	For	Against
	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.			
2.3	Elect Director Takeda, Kentaro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Nakamura, Akihiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Uno, Mamoru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Suzuki, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Mori, Atsuhito	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Tsuge, Koei	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Kasama, Haruo	Mgmt	For	For
2.10	Elect Director Oshima, Taku	Mgmt	For	For
2.11	Elect Director Nagano, Tsuyoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.12	Elect Director Kiba, Hiroko	Mgmt	For	For
2.13	Elect Director Joseph Schmelzeis	Mgmt	For	For
3.1	Appoint Statutory Auditor Yamada, Tatsuhiko	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Ishizu, Hajime	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Yamashita, Fumio	Mgmt	For	For

Central Japan Railway Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Appoint Statutory Auditor Hayashi, Makoto	Mgmt	For	For

Centre Testing International Group Co., Ltd.

Meeting Date: 05/15/2023 | Country: China | Ticker: 300012
Meeting Type: Annual
Primary ISIN: CNE100000GV8 | Primary SEDOL: B4VM756

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For
2	Approve Report of the Board of Directors	Mgmt	For	For
3	Approve Report of the Board of Supervisors	Mgmt	For	For
4	Approve Financial Statements	Mgmt	For	For
5	Approve Profit Distribution	Mgmt	For	For
6	Approve to Appoint Auditor	Mgmt	For	For
7	Amend Articles of Association	Mgmt	For	For

Cerevel Therapeutics Holdings, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: CERE
Meeting Type: Annual
Primary ISIN: US15678U1280 | Primary SEDOL: BMVMJ12

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marijn Dekkers	Mgmt	For	Against
	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 classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.2	Elect Director Deval Patrick	Mgmt	For	For
1.3	Elect Director Norbert G. Riedel	Mgmt	For	For
1.4	Elect Director Gabrielle Sulzberger	Mgmt	For	Against
	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 classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			

Cerevel Therapeutics Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Ceridian HCM Holding Inc.

Meeting Date: 04/28/2023 | Country: USA | Ticker: CDAY

Meeting Type: Annual

Primary ISIN: US15677J1088 | Primary SEDOL: BFX1V56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brent B. Bickett	Mgmt	For	For
	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.			
1.2	Elect Director Ronald F. Clarke	Mgmt	For	For
	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.			
1.3	Elect Director Ganesh B. Rao	Mgmt	For	For
1.4	Elect Director Leagh E. Turner	Mgmt	For	For
1.5	Elect Director Deborah A. Farrington	Mgmt	For	For
1.6	Elect Director Thomas M. Hagerty	Mgmt	For	For
	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.			
1.7	Elect Director Linda P. Mantia	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. Variable remuneration should not contain a significant overlap of metrics. 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. We note that the company engaged extensively with shareholders in the year under review and has made many positive changes, including the removal of some of the overlapping metrics in the annual bonus and the introduction of a relative metrics under the long-term incentive plan, sufficiently mitigating our concerns at this time. We will continue to monitor this.			
3	Ratify KPMG 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.			

Certara, Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: CERT
Meeting Type: Annual
Primary ISIN: US15687V1098 | Primary SEDOL: BM9GT61

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William Feehery	Mgmt	For	For
1b	Elect Director Rosemary Crane	Mgmt	For	For
1c	Elect Director Stephen McLean	Mgmt	For	Against
	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.			
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			

Cerus Corporation

Meeting Date: 06/07/2023 | Country: USA | Ticker: CERS
Meeting Type: Annual
Primary ISIN: US1570851014 | Primary SEDOL: 2222471

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William M. Greenman	Mgmt	For	For
1.2	Elect Director Ann Lucena	Mgmt	For	For
1.3	Elect Director Timothy L. Moore	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			

Cerus Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Ratify Ernst & Young 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.			

CEVA, Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: CEVA

Meeting Type: Annual

Primary ISIN: US1572101053 | Primary SEDOL: 2986937

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bernadette Andrietti	Mgmt	For	For
1.2	Elect Director Jaclyn Liu	Mgmt	For	For
1.3	Elect Director Maria Marced	Mgmt	For	For
1.4	Elect Director Peter McManamon	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Sven-Christer Nilsson	Mgmt	For	Withhold
	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.			
1.6	Elect Director Louis Silver	Mgmt	For	Withhold
	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.			
1.7	Elect Director Gideon Wertheizer	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	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. 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.			

CEVA, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Ratify Kost Forer Gabbay & Kasierer 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.			

Chailease Holding Co., Ltd.

Meeting Date: 05/24/2023 | Country: Cayman Islands | Ticker: 5871

Meeting Type: Annual

Primary ISIN: KYG202881093 | Primary SEDOL: B58J1S8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
	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.			
2	Approve Profit Distribution	Mgmt	For	For
3	Approve the Issuance of New Shares by Capitalization of Profit	Mgmt	For	For
4	Amend Articles of Association	Mgmt	For	For
5	Approve Plan for Long-term Fundraising	Mgmt	For	For
6	Approve Indirect Shareholding of Malaysian Subsidiary, Plan on Initial Public Offering and Listing on Malaysian Stock Exchange	Mgmt	For	For
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
7.1	Elect Steven Jeremy Goodman, with Shareholder No. 1959121XXX, as Independent Director	Mgmt	For	For
7.2	Elect Casey K. Tung, with Shareholder No. 1951121XXX, as Independent Director	Mgmt	For	For

Chailease Holding Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.3	Elect Ching-Shui Tsou, with Shareholder No. J101182XXX, as Independent Director	Mgmt	For	For
7.4	Elect Hong-Tzer Yang, with Shareholder No. R122158XXX, as Independent Director	Mgmt	For	For
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
7.5	Elect John-Lee Koo, a Representative of Chun An Investment Co., Ltd. with Shareholder No. 93771, as Non-independent Director	Mgmt	For	For
7.6	Elect Fong-Long Chen, a Representative of Chun An Investment Co., Ltd. with Shareholder No. 93771, as Non-independent Director	Mgmt	For	Abstain
	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. 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. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).			
7.7	Elect Chee Wee Goh, with Shareholder No. 1946102XXX, as Non-independent Director	Mgmt	For	For
7.8	Elect Hsiu-Tze Cheng, a Representative of Chun An Technology Co., Ltd. with Shareholder No. 100317, as Non-independent Director	Mgmt	For	For
7.9	Elect Chih-Yang, Chen, a Representative of Chun An Technology Co., Ltd. with Shareholder No. 100317, as Non-independent Director	Mgmt	For	For
8	Approve Release of Restrictions of Competitive Activities of John-Lee Koo	Mgmt	For	For
9	Approve Release of Restrictions of Competitive Activities of Fong-Long Chen	Mgmt	For	For
10	Approve Release of Restrictions of Competitive Activities of Hsiu-Tze Cheng	Mgmt	For	For
11	Approve Release of Restrictions of Competitive Activities of Hong-Tzer Yang	Mgmt	For	For

Champion Real Estate Investment Trust

Meeting Date: 05/25/2023 | Country: Hong Kong | Ticker: 2778

Meeting Type: Annual

Primary ISIN: HK2778034606 | Primary SEDOL: B14WZ47

Champion Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Note the Audited Financial Statements and the Independent Auditor's Report	Mgmt		
2	Note the Appointment of Deloitte Touche Tohmatsu as Auditors and the Fixing of Their Remuneration	Mgmt		
3	Elect Chan Ka Keung, Ceajer as Director	Mgmt	For	For
4	Elect Ip Yuk Keung, Albert as Director	Mgmt	For	Against
	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.			
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

ChampionX Corporation

Meeting Date: 05/10/2023 | Country: USA | Ticker: CHX

Meeting Type: Annual

Primary ISIN: US15872M1045 | Primary SEDOL: BMW7N69

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Heidi S. Alderman	Mgmt	For	For
1.2	Elect Director Mamatha Chamarthi	Mgmt	For	For
1.3	Elect Director Carlos A. Fierro	Mgmt	For	For
1.4	Elect Director Gary P. Luquette	Mgmt	For	For
1.5	Elect Director Elaine Pickle	Mgmt	For	For
1.6	Elect Director Stuart Porter	Mgmt	For	For
1.7	Elect Director Daniel W. Rabun	Mgmt	For	For
1.8	Elect Director Sivasankaran ("Soma") Somasundaram	Mgmt	For	For
1.9	Elect Director Stephen M. Todd	Mgmt	For	For
2	Adopt Majority Voting for Uncontested Election of Directors	Mgmt	For	For
3	Amend Certificate of Incorporation to Allow Exculpation of Officers	Mgmt	For	For
4	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

ChampionX Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
7	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

CHANGE Holdings, Inc.

Meeting Date: 06/27/2023 Country: Japan Ticker: 3962
Meeting Type: Annual
Primary ISIN: JP3507750002 Primary SEDOL: BD41Y74

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For
2.1	Elect Director Fukudome, Hiroshi	Mgmt	For	For
2.2	Elect Director Ito, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Yamada, Yutaka	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Matsumoto, Takeshi	Mgmt	For	For
2.5	Elect Director Takigawa, Kayo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Appoint Statutory Auditor Kubo, Takehiko	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Yaji, Hiroyuki	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Koide, Ryuzo	Mgmt	For	For

Charles River Laboratories International, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: CRL
Meeting Type: Annual
Primary ISIN: US1598641074 | Primary SEDOL: 2604336

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James C. Foster	Mgmt	For	For
1.2	Elect Director Nancy C. Andrews	Mgmt	For	For
1.3	Elect Director Robert Bertolini	Mgmt	For	For
1.4	Elect Director Deborah T. Kochevar	Mgmt	For	For
1.5	Elect Director George Llado, Sr.	Mgmt	For	For
1.6	Elect Director Martin W. Mackay	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.7	Elect Director George E. Massaro	Mgmt	For	For
1.8	Elect Director C. Richard Reese	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.			
1.9	Elect Director Craig B. Thompson	Mgmt	For	For
1.10	Elect Director Richard F. Wallman	Mgmt	For	For
1.11	Elect Director Virginia M. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Report on Non-human Primates Imported by the Company	SH	Against	For
	Voter Rationale: The company has been involved in an above-average number of controversies in the past years related to animal welfare. Although the company has in place animal welfare policies and trains employees on animal welfare, the controversies indicate weak execution of these policies. Additional disclosure would benefit shareholders.			

Chart Industries, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: GTLS
Meeting Type: Annual
Primary ISIN: US16115Q3083 | Primary SEDOL: B19HNF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jillian C. Evanko	Mgmt	For	For
1.2	Elect Director Andrew R. Cichocki	Mgmt	For	For
1.3	Elect Director Paula M. Harris	Mgmt	For	For
1.4	Elect Director Linda A. Harty	Mgmt	For	For
1.5	Elect Director Paul E. Mahoney	Mgmt	For	For
1.6	Elect Director Singleton B. McAllister	Mgmt	For	For
1.7	Elect Director Michael L. Molinini	Mgmt	For	For
1.8	Elect Director David M. Sagehorn	Mgmt	For	For
1.9	Elect Director Spencer S. Stiles	Mgmt	For	For
1.10	Elect Director Roger A. Strauch	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Charter Communications, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: CHTR
Meeting Type: Annual
Primary ISIN: US16119P1084 | Primary SEDOL: BZ6VT82

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director W. Lance Conn	Mgmt	For	For
	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.			
1b	Elect Director Kim C. Goodman	Mgmt	For	For
1c	Elect Director Craig A. Jacobson	Mgmt	For	For

Charter Communications, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Gregory B. Maffei	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. 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.			
1e	Elect Director John D. Markley, Jr.	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1f	Elect Director David C. Merritt	Mgmt	For	For
1g	Elect Director James E. Meyer	Mgmt	For	For
1h	Elect Director Steven A. Miron	Mgmt	For	For
	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.			
1i	Elect Director Balan Nair	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1j	Elect Director Michael A. Newhouse	Mgmt	For	For
1k	Elect Director Mauricio Ramos	Mgmt	For	For
	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.			
1l	Elect Director Thomas M. Rutledge	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
1m	Elect Director Eric L. Zinterhofer	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

Charter Communications, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the company's primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			

Chatham Lodging Trust

Meeting Date: 05/18/2023 | Country: USA | Ticker: CLDT
Meeting Type: Annual
Primary ISIN: US16208T1025 | Primary SEDOL: B5LYMC1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Edwin B. Brewer	Mgmt	For	For
1.2	Elect Director Jeffrey H. Fisher	Mgmt	For	For
1.3	Elect Director David Grissen	Mgmt	For	For
1.4	Elect Director Mary Beth Higgins	Mgmt	For	For
1.5	Elect Director Robert Perlmutter	Mgmt	For	For
1.6	Elect Director Rolf E. Ruhfus	Mgmt	For	For
1.7	Elect Director Ethel Isaacs Williams	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Chegg, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: CHGG
Meeting Type: Annual
Primary ISIN: US1630921096 | Primary SEDOL: BG6N6K6

Chegg, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Renee Budig	Mgmt	For	For
1b	Elect Director Dan Rosensweig	Mgmt	For	For
1c	Elect Director Ted Schlein	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Chemed Corporation

Meeting Date: 05/15/2023 | Country: USA | Ticker: CHE

Meeting Type: Annual

Primary ISIN: US16359R1032 | Primary SEDOL: 2190084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin J. Mcnamara	Mgmt	For	For
1.2	Elect Director Ron Delyons	Mgmt	For	For
1.3	Elect Director Patrick P. Grace	Mgmt	For	Against
	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. The nominee serves as Nominating Committee Chair and has long tenure. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
1.4	Elect Director Christopher J. Heaney	Mgmt	For	For
1.5	Elect Director Thomas C. Hutton	Mgmt	For	For
1.6	Elect Director Andrea R. Lindell	Mgmt	For	For
1.7	Elect Director Eileen P. Mccarthy	Mgmt	For	For
1.8	Elect Director John M. Mount, Jr.	Mgmt	For	For

Chemed Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Thomas P. Rice	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning			
1.10	Elect Director George J. Walsh Iii	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. The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
2	Ratify Pricewaterhousecoopers 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.			
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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			

Chemical Works of Gedeon Richter Plc

Meeting Date: 04/25/2023 | Country: Hungary | Ticker: RICHT

Meeting Type: Annual

Primary ISIN: HU0000123096 | Primary SEDOL: BC9ZH86

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Use of Electronic Vote Collection Method	Mgmt	For	For
2	Authorize Company to Produce Sound Recording of Meeting Proceedings	Mgmt	For	For
3	Elect Chairman and Other Meeting Officials	Mgmt	For	For
4	Approve Consolidated Financial Statements	Mgmt	For	For

Chemical Works of Gedeon Richter Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Management Board Report on Company's Operations, Business Policy, and Financial Standing	Mgmt	For	For
6	Approve Financial Statements	Mgmt	For	For
7	Approve Allocation of Income and Dividends of HUF 390 per Share	Mgmt	For	For
8	Approve Company's Corporate Governance Statement	Mgmt	For	For
9	Amend Remuneration Policy	Mgmt	For	Against
	Voter Rationale: All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante 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. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
10	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Equity incentives 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. 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 should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
11.1	Amend Bylaws	Mgmt	For	For
11.2	Amend Bylaws	Mgmt	For	For
13	Approve Report on Share Repurchase Program	Mgmt	For	For
14	Authorize Share Repurchase Program	Mgmt	For	For
15.1	Reelect Erik Attila Bogsch as Management Board Member	Mgmt	For	For
15.2	Reelect Gabor Orban as Management Board Member	Mgmt	For	For
15.3	Reelect Ilona Hardy dr. Pinterne as Management Board Member	Mgmt	For	For
15.4	Reelect Elek Szilveszter Vizias Management Board Member	Mgmt	For	For
15.5	Reelect Peter Cserhati as Management Board Member	Mgmt	For	For
15.6	Elect Gabriella Balogh as Management Board Member	Mgmt	For	For
15.7	Elect Balazs Szepesi as Management Board Member	Mgmt	For	For
15.8	Elect Laszlone Nemeth as Management Board Member	Mgmt	For	For
16	Elect Ferenc Sallai as Employee Representative to Supervisory Board	Mgmt	For	For

Chemical Works of Gedeon Richter Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17.1	Approve Terms of Remuneration of Management Board Members	Mgmt	For	For
17.2	Approve Terms of Remuneration of Management Board Members	Mgmt	For	For
17.3	Approve Terms of Remuneration of Management Board Members	Mgmt	For	Against
	Voter Rationale: A vote AGAINST Item 17.3 is warranted because the equity-based remuneration proposed is considered a short-term plan, the disclosure makes it impossible to determine whether the volume of shares to be transferred will not be excessive, at the same time, the vesting seems to happen in the same year with the grant and the awards seem to be granted free.			
18.1	Approve Terms of Remuneration of Supervisory Board Members	Mgmt	For	For
18.2	Approve Terms of Remuneration of Supervisory Board Members	Mgmt	For	For
18.3	Approve Terms of Remuneration of Audit Committee Members	Mgmt	For	For
19	Ratify Deloitte Auditing and Consulting Ltd. as Auditor	Mgmt	For	For
20	Approve Auditor's Remuneration	Mgmt	For	For
21	Transact Other Business	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Cheniere Energy, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: LNG

Meeting Type: Annual

Primary ISIN: US16411R2085 | Primary SEDOL: 2654364

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director G. Andrea Botta	Mgmt	For	Against
	Voter Rationale: We expect the company to establish a GHG emissions reduction ambition that includes Scope 1 and 2 emissions.			
1b	Elect Director Jack A. Fusco	Mgmt	For	For
1c	Elect Director Patricia K. Collawn	Mgmt	For	For
1d	Elect Director Brian E. Edwards	Mgmt	For	For
1e	Elect Director Denise Gray	Mgmt	For	For
1f	Elect Director Lorraine Mitchelmore	Mgmt	For	For
1g	Elect Director Donald F. Robillard, Jr.	Mgmt	For	For
1h	Elect Director Matthew Runkle	Mgmt	For	For
1i	Elect Director Neal A. Shear	Mgmt	For	For

Cheniere Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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.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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
5	Report on Stranded Carbon Asset Risk	SH	Against	For
	Voter Rationale: On balance, a report of this nature would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address related material risks and opportunities.			

Chevron Corporation

Meeting Date: 05/31/2023 Country: USA Ticker: CVX

Meeting Type: Annual

Primary ISIN: US1667641005 Primary SEDOL: 2838555

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Wanda M. Austin	Mgmt	For	For
1b	Elect Director John B. Frank	Mgmt	For	For
1c	Elect Director Alice P. Gast	Mgmt	For	For
1d	Elect Director Enrique Hernandez, Jr.	Mgmt	For	Against
	Voter Rationale: We expect CA100+ companies to, among other criteria, establish a net-zero GHG emissions reduction ambition that includes material scope 3 emissions. Company has failed to establish such an ambition.			
1e	Elect Director Marillyn A. Hewson	Mgmt	For	For
1f	Elect Director Jon M. Huntsman, Jr.	Mgmt	For	For
1g	Elect Director Charles W. Moorman	Mgmt	For	For
1h	Elect Director Dambisa F. Moyo	Mgmt	For	For
1i	Elect Director Debra Reed-Klages	Mgmt	For	For
1j	Elect Director D. James Umpleby, III	Mgmt	For	For
1k	Elect Director Cynthia J. Warner	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1l	Elect Director Michael K. (Mike) Wirth	Mgmt	For	For

Chevron Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Rescind Scope 3 GHG Reduction Proposal	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
6	Adopt Medium-Term Scope 3 GHG Reduction Target	SH	Against	For
	Voter Rationale: We consider this topic to be important to the company and wish to see increased disclosure.			
7	Recalculate GHG Emissions Baseline to Exclude Emissions from Material Divestitures	SH	Against	For
	Voter Rationale: On balance, the proposal would aid shareholders in assessing the effectiveness of company's stated efforts to address related material risks and opportunities.			
8	Establish Board Committee on Decarbonization Risk	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
9	Report on Social Impact From Plant Closure or Energy Transition	SH	Against	For
	Voter Rationale: On balance, the proposal would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address related material risks and opportunities.			
10	Oversee and Report a Racial Equity Audit	SH	Against	Against
	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.			
11	Publish a Tax Transparency Report	SH	Against	Against
	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.			
12	Require Independent Board Chair	SH	Against	For
	Voter Rationale: Per our guidelines, we are consistently supportive of proposals that seek to separate a combined Chair and CEO role.			

Chimera Investment Corporation

Meeting Date: 06/14/2023 Country: USA Ticker: CIM

Meeting Type: Annual

Primary ISIN: US16934Q2084 Primary SEDOL: BVZCNC0

Chimera Investment Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark Abrams	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1b	Elect Director Gerard Creagh	Mgmt	For	For
1c	Elect Director Kevin G. Chavers	Mgmt	For	For
1d	Elect Director Phillip J. Kardis, II	Mgmt	For	For
2	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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

China Mengniu Dairy Company Limited

Meeting Date: 06/06/2023 | Country: Cayman Islands | Ticker: 2319

Meeting Type: Annual

Primary ISIN: KYG210961051 | Primary SEDOL: B01B1L9

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 Lu Minfang as Director	Mgmt	For	For
	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.			

China Mengniu Dairy Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3b	Elect Simon Dominic Stevens as Director	Mgmt	For	Against
	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.			
3c	Elect Ge Jun as Director	Mgmt	For	For
4	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: We expect companies to specify the discount limit for issuances of shares for cash and non-cash consideration. The discount limit should be no more than 10%.			
7	Amend Existing Memorandum and Articles of Association Relating to Core Standards	Mgmt	For	For
8	Amend Existing Memorandum and Articles of Association (Other Amendments)	Mgmt	For	For
9	Adopt New Memorandum and Articles of Association	Mgmt	For	For

China Merchants Bank Co., Ltd.

Meeting Date: 06/27/2023 | Country: China | Ticker: 3968

Meeting Type: Annual

Primary ISIN: CNE1000002M1 | Primary SEDOL: B1DYPZ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt		
1	Approve Work Report of the Board of Directors	Mgmt	For	For
2	Approve Work Report of the Board of Supervisors	Mgmt	For	For
3	Approve Annual Report	Mgmt	For	For
4	Approve Audited Financial Statements	Mgmt	For	For
5	Approve Profit Appropriation Plan	Mgmt	For	For

China Merchants Bank Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Deloitte Touche Tohmatsu Certified Public Accountants LLP (Special General Partnership) as Domestic Auditor and Deloitte Touche Tohmatsu as Overseas Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	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.			
7	Approve Related Party Transaction Report	Mgmt	For	For
8	Approve Capital Management Plan	Mgmt	For	For
	ELECT DIRECTORS	Mgmt		
9	Elect Huang Jian as Director	Mgmt	For	For
10	Elect Zhu Jiangtao as Director	Mgmt	For	For

China Pacific Insurance (Group) Co., Ltd.

Meeting Date: 05/26/2023 Country: China Ticker: 2601
Meeting Type: Annual
Primary ISIN: CNE1000009Q7 Primary SEDOL: B2Q5H56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt		
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Annual Report	Mgmt	For	For
4	Approve Financial Statements and Report of the Company	Mgmt	For	For
5	Approve Profit Distribution Plan	Mgmt	For	For
6	Approve Ernst & Young Hua Ming LLP as Auditor and Internal Control Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7	Approve Donation Budget	Mgmt	For	For
8	Elect Lo Yuen Man Elaine as Director	Mgmt	For	For

China Resources Land Limited

Meeting Date: 06/07/2023 | Country: Cayman Islands | Ticker: 1109
Meeting Type: Annual
Primary ISIN: KYG2108Y1052 | Primary SEDOL: 6193766

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
3.1	Elect Li Xin as Director	Mgmt	For	Against
	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. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. We encourage the company to set decarbonisation targets on at least scope 1&2 emissions as soon as possible, and disclose a clear plan for achieving them			
3.2	Elect Zhang Dawei as Director	Mgmt	For	For
3.3	Elect Guo Shiqing as Director	Mgmt	For	For
3.4	Elect Andrew Y. Yan as Director	Mgmt	For	Against
	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 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 developing markets, our minimum expectation is that women should comprise at least 13.5 pct of the board.			
3.5	Elect Wan Kam To, Peter as Director	Mgmt	For	Against
	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 remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
3.6	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve KPMG as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Chinese Estates Holdings Limited

Meeting Date: 05/25/2023 | Country: Bermuda | Ticker: 127
Meeting Type: Annual
Primary ISIN: BMG2108M2182 | Primary SEDOL: 6191180

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Elect Chan, Hoi-wan as Director	Mgmt	For	For
2.2	Elect Lam, Kwong-wai as Director	Mgmt		
2.3	Elect Chan, Kwok-wai as Director	Mgmt	For	Against
	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 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 nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.			
2.4	Elect Leung, Yun-fai as Director	Mgmt	For	For
2.5	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve HLB Hodgson Impey Cheng Limited as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Amend Bye-Laws and Adopt New Set of Bye-Laws	Mgmt	For	For

Chipotle Mexican Grill, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: CMG
Meeting Type: Annual
Primary ISIN: US1696561059 | Primary SEDOL: B0X7DZ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Albert S. Baldocchi	Mgmt	For	For
1.2	Elect Director Matthew A. Carey	Mgmt	For	For

Chipotle Mexican Grill, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Gregg L. Engles	Mgmt	For	For
1.4	Elect Director Patricia Fili-Krushel	Mgmt	For	For
1.5	Elect Director Mauricio Gutierrez	Mgmt	For	For
1.6	Elect Director Robin Hickenlooper	Mgmt	For	For
	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.			
1.7	Elect Director Scott Maw	Mgmt	For	For
1.8	Elect Director Brian Niccol	Mgmt	For	For
1.9	Elect Director Mary Winston	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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against
	Voter Rationale: At this time, we believe discretion is best left to board.			
6	Adopt Policy to Not Interfere with Freedom of Association Rights	SH	Against	For
	Voter Rationale: This disclosure could be beneficial to investors and provide clarity on how it mitigates the risk of anti-union practices.			

Chiyoda Corp.

Meeting Date: 06/22/2023 Country: Japan Ticker: 6366

Meeting Type: Annual

Primary ISIN: JP3528600004 Primary SEDOL: 6191704

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Provisions on Director Titles	Mgmt	For	For
2.1	Elect Director Sakakida, Masakazu	Mgmt	For	Abstain
	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.			

Chiyoda Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Deguchi, Atsushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Kobayashi, Naoki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Ishikawa, Masao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Ota, Koji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Matsukawa, Ryo	Mgmt	For	For
2.7	Elect Director Kunigo, Yutaka	Mgmt	For	For
3	Elect Director and Audit Committee Member Watanabe, Shuhei	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Choice Hotels International, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: CHH

Meeting Type: Annual

Primary ISIN: US1699051066 Primary SEDOL: 2106780

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian B. Bainum	Mgmt	For	For
1.2	Elect Director Stewart W. Bainum, Jr.	Mgmt	For	For
1.3	Elect Director William L. Jews	Mgmt	For	Against
	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. 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.			
1.4	Elect Director Monte J.M. Koch	Mgmt	For	For
1.5	Elect Director Liza K. Landsman	Mgmt	For	For
	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.			
1.6	Elect Director Patrick S. Pacious	Mgmt	For	For

Choice Hotels International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Ervin R. Shames	Mgmt	For	Against
	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. 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.			
1.8	Elect Director Gordon A. Smith	Mgmt	For	For
1.9	Elect Director Maureen D. Sullivan	Mgmt	For	For
	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.			
1.10	Elect Director John P. Tague	Mgmt	For	For
	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.			
1.11	Elect Director Donna F. Vieira	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
	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.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Choice Properties Real Estate Investment Trust

Meeting Date: 04/25/2023 | Country: Canada | Ticker: CHP.UN

Meeting Type: Annual

Primary ISIN: CA17039A1066 | Primary SEDOL: BBX46Q3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee L. Jay Cross	Mgmt	For	For
1.2	Elect Trustee Gordon A.M. Currie	Mgmt	For	For
1.3	Elect Trustee Rael L. Diamond	Mgmt	For	For
1.4	Elect Trustee Graeme M. Eadie	Mgmt	For	Against
	Voter Rationale: n 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.			

Choice Properties Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Trustee Diane Kazarian	Mgmt	For	For
1.6	Elect Trustee Karen Kinsley	Mgmt	For	For
1.7	Elect Trustee R. Michael Latimer	Mgmt	For	For
1.8	Elect Trustee Nancy H.O. Lockhart	Mgmt	For	For
1.9	Elect Trustee Dale R. Ponder	Mgmt	For	For
1.10	Elect Trustee Qi Tang	Mgmt	For	For
1.11	Elect Trustee Cornell Wright	Mgmt	For	For
	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.			
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Chow Sang Sang Holdings International Limited

Meeting Date: 05/31/2023 | Country: Bermuda | Ticker: 116

Meeting Type: Annual

Primary ISIN: BMG2113M1203 | Primary SEDOL: 6193681

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
3.1	Elect Gerald Chow King Sing as Director	Mgmt	For	For
	Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
3.2	Elect Lee Ka Lun as Director	Mgmt	For	Against
	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 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 13.5 pct of the board.			

Chow Sang Sang Holdings International Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Lo King Man as Director	Mgmt	For	Against
	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 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.			
4	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
5	Approve Ernst & Young as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6A	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6B	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Approve Amendments to the Existing Bye-Laws and Adopt Amended and Restated Bye-Laws	Mgmt	For	For

Chubb Limited

Meeting Date: 05/17/2023 | Country: Switzerland | Ticker: CB

Meeting Type: Annual

Primary ISIN: CH0044328745 | Primary SEDOL: B3BQMF6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Allocate Disposable Profit	Mgmt	For	For
2.2	Approve Dividend Distribution From Legal Reserves Through Capital Contributions Reserve Subaccount	Mgmt	For	For
3	Approve Discharge of Board of Directors	Mgmt	For	For
4.1	Ratify PricewaterhouseCoopers AG (Zurich) as Statutory Auditor	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.			

Chubb Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.2	Ratify PricewaterhouseCoopers LLP (United States) as Independent Registered Accounting Firm	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.			
4.3	Ratify BDO AG (Zurich) as Special Audit Firm	Mgmt	For	For
5.1	Elect Director Evan G. Greenberg	Mgmt	For	For
5.2	Elect Director Michael P. Connors	Mgmt	For	Against
	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.			
5.3	Elect Director Michael G. Atieh	Mgmt	For	For
5.4	Elect Director Kathy Bonanno	Mgmt	For	For
5.5	Elect Director Nancy K. Buese	Mgmt	For	For
5.6	Elect Director Sheila P. Burke	Mgmt	For	For
5.7	Elect Director Michael L. Corbat	Mgmt	For	For
5.8	Elect Director Robert J. Hugin	Mgmt	For	For
5.9	Elect Director Robert W. Scully	Mgmt	For	For
5.10	Elect Director Theodore E. Shasta	Mgmt	For	For
5.11	Elect Director David H. Sidwell	Mgmt	For	For
5.12	Elect Director Olivier Steimer	Mgmt	For	For
5.13	Elect Director Frances F. Townsend	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
6	Elect Evan G. Greenberg as Board Chairman	Mgmt	For	For
7.1	Elect Michael P. Connors as Member of the Compensation Committee	Mgmt	For	For
7.2	Elect David H. Sidwell as Member of the Compensation Committee	Mgmt	For	For
7.3	Elect Frances F. Townsend as Member of the Compensation Committee	Mgmt	For	For
8	Designate Homburger AG as Independent Proxy	Mgmt	For	For
9.1	Amend Articles Relating to Swiss Corporate Law Updates	Mgmt	For	For
9.2	Amend Articles to Advance Notice Period	Mgmt	For	For
10.1	Cancel Repurchased Shares	Mgmt	For	For
10.2	Reduction of Par Value	Mgmt	For	For
11.1	Approve Remuneration of Directors in the Amount of USD 5.5 Million	Mgmt	For	For

Chubb Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11.2	Approve Remuneration of Executive Management in the Amount of USD 65 Million for Fiscal 2024	Mgmt	For	For
11.3	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
13	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
14	Report on GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted because it would help shareholders better evaluate the company's management of climate-related risks from its underwriting, investment, and insurance activities.			
15	Report on Human Rights Risk Assessment	SH	Against	For
	Voter Rationale: The company faces risks related to human rights in its global operations. Good practice includes developing a clear human rights policy or code of practice, along with a narrative on how impacts are monitored and effectively mitigated.			

Chugin Financial Group, Inc.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 5832

Meeting Type: Annual

Primary ISIN: JP3520700000 | Primary SEDOL: BP29PY8

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 Kato, Sadanori	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Harada, Ikuhide	Mgmt	For	For
2.3	Elect Director Miyanaga, Masato	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.4	Elect Director Yamamoto, Soichi	Mgmt	For	For
2.5	Elect Director Fukuhara, Kenichi	Mgmt	For	For

Chugin Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Fixed Cash Compensation Ceiling and Performance-Based Cash Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
4	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
5	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.			

Chunghwa Telecom Co., Ltd.

Meeting Date: 05/26/2023 Country: Taiwan Ticker: 2412

Meeting Type: Annual

Primary ISIN: TW0002412004 Primary SEDOL: 6287841

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
	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.			
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Amendments to Articles of Association	Mgmt	For	For
4	Approve Release of Restrictions of Competitive Activities of Directors	Mgmt	For	For

Church & Dwight Co., Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: CHD

Meeting Type: Annual

Primary ISIN: US1713401024 Primary SEDOL: 2195841

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bradlen S. Cashaw	Mgmt	For	For
1b	Elect Director Matthew T. Farrell	Mgmt	For	For
1c	Elect Director Bradley C. Irwin	Mgmt	For	For
1d	Elect Director Penry W. Price	Mgmt	For	For
1e	Elect Director Susan G. Saideman	Mgmt	For	For

Church & Dwight Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Ravichandra K. Saligram	Mgmt	For	For
1g	Elect Director Robert K. Shearer	Mgmt	For	For
1h	Elect Director Janet S. Vergis	Mgmt	For	For
1i	Elect Director Arthur B. Winkleblack	Mgmt	For	Against
	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.			
1j	Elect Director Laurie J. Yoler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Require Independent Board Chair	SH	Against	For
	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.			

Churchill Downs Incorporated

Meeting Date: 04/25/2023 | Country: USA | Ticker: CHDN

Meeting Type: Annual

Primary ISIN: US1714841087 | Primary SEDOL: 2194105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert L. Fealy	Mgmt	For	Withhold
	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. 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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1.2	Elect Director Douglas C. Grissom	Mgmt	For	For
1.3	Elect Director Daniel P. Harrington	Mgmt	For	Withhold
	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.			

Churchill Downs Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

CI Financial Corp.

Meeting Date: 06/27/2023 Country: Canada Ticker: CIX

Meeting Type: Annual

Primary ISIN: CA1254911003 Primary SEDOL: B3KT0S5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William E. Butt	Mgmt	For	For
1.2	Elect Director Brigette Chang	Mgmt	For	For
1.3	Elect Director William T. Holland	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.4	Elect Director Kurt MacAlpine	Mgmt	For	For
1.5	Elect Director David P. Miller	Mgmt	For	For
1.6	Elect Director Paul J. Perrow	Mgmt	For	Withhold
	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. 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 nominee is a former executive and considered to be non-independent.			
1.7	Elect Director Sarah M. Ward	Mgmt	For	For
	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.			
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	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.			

CIMB Group Holdings Berhad

Meeting Date: 04/13/2023 | Country: Malaysia | Ticker: 1023
Meeting Type: Annual
Primary ISIN: MYL1023OO000 | Primary SEDOL: 6075745

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Mohd Nasir Ahmad as Director	Mgmt	For	For
2	Elect Didi Syafruddin Yahya as Director	Mgmt	For	For
3	Elect Shulamite N K Khoo as Director	Mgmt	For	For
4	Elect Ho Yuet Mee as Director	Mgmt	For	For
5	Approve Directors' Fees	Mgmt	For	For
6	Approve Directors' Allowances and Benefits	Mgmt	For	For
7	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
9	Approve Renewal of Issuance of New Shares Under the Distribution Reinvestment Scheme	Mgmt	For	For
10	Approve Share Repurchase Program	Mgmt	For	For

Cincinnati Financial Corporation

Meeting Date: 05/06/2023 | Country: USA | Ticker: CINF
Meeting Type: Annual
Primary ISIN: US1720621010 | Primary SEDOL: 2196888

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas J. Aaron	Mgmt	For	For
1.2	Elect Director Nancy C. Benacci	Mgmt	For	For
1.3	Elect Director Linda W. Clement-Holmes	Mgmt	For	For
1.4	Elect Director Dirk J. Debbink	Mgmt	For	Against
	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.			
1.5	Elect Director Steven J. Johnston	Mgmt	For	For
1.6	Elect Director Jill P. Meyer	Mgmt	For	For
1.7	Elect Director David P. Osborn	Mgmt	For	For

Cincinnati Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Gretchen W. Schar	Mgmt	For	Against
	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. 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.			
1.9	Elect Director Charles O. Schiff	Mgmt	For	For
1.10	Elect Director Douglas S. Skidmore	Mgmt	For	For
1.11	Elect Director John F. Steele, Jr.	Mgmt	For	For
1.12	Elect Director Larry R. Webb	Mgmt	For	Against
	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.			
2	Amend Code of Regulations	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The remuneration committee should not allow vesting of incentive awards for substantially below median 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	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.			

Cinemark Holdings, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: CNK

Meeting Type: Annual

Primary ISIN: US17243V1026 Primary SEDOL: B1W7RQ0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nancy Loewe	Mgmt	For	For
1.2	Elect Director Steven Rosenberg	Mgmt	For	For
	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.			
1.3	Elect Director Enrique Senior	Mgmt	For	For
1.4	Elect Director Nina Vaca	Mgmt	For	For

Cinemark Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 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.			
3	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Cineplex Inc.

Meeting Date: 05/24/2023 | Country: Canada | Ticker: CGX

Meeting Type: Annual/Special

Primary ISIN: CA1724541000 | Primary SEDOL: B682FM6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Jordan Banks	Mgmt	For	For
1B	Elect Director Robert Bruce	Mgmt	For	For
1C	Elect Director Joan Dea	Mgmt	For	For
1D	Elect Director Janice Fukakusa	Mgmt	For	For
1E	Elect Director Donna Hayes	Mgmt	For	For
1F	Elect Director Ellis Jacob	Mgmt	For	For
1G	Elect Director Sarabjit S. Marwah	Mgmt	For	For
1H	Elect Director Nadir Mohamed	Mgmt	For	For
	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.			
1I	Elect Director Phyllis Yaffe	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

Cineplex Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Approve Shareholder Rights Plan	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			

CITIC Telecom International Holdings Limited

Meeting Date: 05/24/2023 Country: Hong Kong Ticker: 1883

Meeting Type: Annual

Primary ISIN: HK1883037637 Primary SEDOL: B1VKZ88

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 Fei Yiping as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
3b	Elect Zuo Xunsheng as Director	Mgmt	For	For
	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.			
3c	Elect Lam Yiu Kin as Director	Mgmt	For	Against
	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.			
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
	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.			
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Citigroup Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: C
Meeting Type: Annual
Primary ISIN: US1729674242 | Primary SEDOL: 2297907

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ellen M. Costello	Mgmt	For	For
1b	Elect Director Grace E. Dailey	Mgmt	For	For
1c	Elect Director Barbara J. Desoer	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1d	Elect Director John C. Dugan	Mgmt	For	For
1e	Elect Director Jane N. Fraser	Mgmt	For	For
1f	Elect Director Duncan P. Hennes	Mgmt	For	For
1g	Elect Director Peter B. Henry	Mgmt	For	For
1h	Elect Director S. Leslie Ireland	Mgmt	For	For
1i	Elect Director Renee J. James	Mgmt	For	For
1j	Elect Director Gary M. Reiner	Mgmt	For	For
1k	Elect Director Diana L. Taylor	Mgmt	For	For
1l	Elect Director James S. Turley	Mgmt	For	For
1m	Elect Director Casper W. von Koskull	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			
7	Require Independent Board Chair	SH	Against	For
	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.			

Citigroup Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Report on Respecting Indigenous Peoples' Rights	SH	Against	For
9	Adopt Time-Bound Policy to Phase Out Underwriting and Lending for New Fossil Fuel Development	SH	Against	Against

Citizen Watch Co., Ltd.

Meeting Date: 06/28/2023 Country: Japan Ticker: 7762

Meeting Type: Annual

Primary ISIN: JP3352400000 Primary SEDOL: 6197304

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 19	Mgmt	For	For
2.1	Elect Director Sato, Toshihiko	Mgmt	For	Against
	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.			
2.2	Elect Director Furukawa, Toshiyuki	Mgmt	For	For
2.3	Elect Director Oji, Yoshitaka	Mgmt	For	For
2.4	Elect Director Nakajima, Keiichi	Mgmt	For	For
2.5	Elect Director Miyamoto, Yoshiaki	Mgmt	For	For
2.6	Elect Director Kuboki, Toshiko	Mgmt	For	For
2.7	Elect Director Osawa, Yoshio	Mgmt	For	For
2.8	Elect Director Yoshida, Katsuhiko	Mgmt	For	For
3	Appoint Statutory Auditor Ishida, Yaeko	Mgmt	For	For
4	Amend Articles to Remove Travel Agency Business and Non-life Insurance and Life Insurance Business from Business Objectives	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and best left to management under appropriate board supervision.			
5	Amend Articles to Decrease Authorized Capital	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and best left to management under appropriate board supervision.			
6	Amend Articles to Own Consolidated Subsidiary Named Citizen Tokyo Co., Ltd	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and best left to management under appropriate board supervision.			
7	Amend Articles to Require Individual Compensation Disclosure for Directors	SH	Against	For
	Voter Rationale: The proposed disclosure would promote accountability and help shareholders make better-informed decisions.			

Citizen Watch Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Amend Articles to Separate Chairman of the Board and CEO, and Appoint Outside Director as Board Chair	SH	Against	For
	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 managements performance.			
9	Amend Articles to Ban Holding the Posts of CEO and Nomination Committee Member Concurrently	SH	Against	Against
	Voter Rationale: While we are generally supportive of the spirit of this proposal, the company currently has a voluntary nominating committee chaired by an outside director with a majority of outside committee members.			
10	Amend Articles to Enhance Information on Executive Officers in Proxy Materials	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and best left to management under appropriate board supervision.			
11	Appoint Shareholder Director Nominee Mukaijima, Katsutoshi	SH	Against	Against
	Voter Rationale: The proponent has not made a compelling argument for this appointment.			
12	Remove Incumbent Director Kuboki, Toshiko	SH	Against	Against
	Voter Rationale: The proponent has not made a compelling argument for this removal.			
13	Remove Incumbent Statutory Auditor Akatsuka, Noboru	SH	Against	Against
	Voter Rationale: The proponent has not made a compelling argument for this removal.			

Citizens Financial Group Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: CFG

Meeting Type: Annual

Primary ISIN: US1746101054 Primary SEDOL: BQRX1X3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bruce Van Saun	Mgmt	For	For
1.2	Elect Director Lee Alexander	Mgmt	For	For
1.3	Elect Director Christine M. Cumming	Mgmt	For	For
1.4	Elect Director Kevin Cummings	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director William P. Hankowsky	Mgmt	For	For
1.6	Elect Director Edward J. Kelly, III	Mgmt	For	For
1.7	Elect Director Robert G. Leary	Mgmt	For	For
1.8	Elect Director Terrance J. Lillis	Mgmt	For	For
1.9	Elect Director Michele N. Siekerka	Mgmt	For	For

Citizens Financial Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Shivan Subramaniam	Mgmt	For	Against
	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.			
1.11	Elect Director Christopher J. Swift	Mgmt	For	For
1.12	Elect Director Wendy A. Watson	Mgmt	For	For
1.13	Elect Director Marita Zuraitis	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	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.			

City Developments Limited

Meeting Date: 04/26/2023 Country: Singapore Ticker: C09

Meeting Type: Annual

Primary ISIN: SG1R89002252 Primary SEDOL: 6197928

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	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.			
2	Approve Final Dividend and Special Dividend	Mgmt	For	For
3	Approve Directors' Fees for the Financial Year Ended December 31, 2022	Mgmt	For	For
4	Approve Directors' Fees for the Financial Year Ending December 31, 2023	Mgmt	For	For
5(a)	Elect Philip Yeo Liat Kok as Director	Mgmt	For	For
5(b)	Elect Chong Yoon Chou as Director	Mgmt	For	For
5(c)	Elect Daniel Marie Ghislain Desbaillets as Director	Mgmt	For	For
6	Elect Tan Kian Seng as Director	Mgmt	For	For
7	Approve KPMG LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For

City Developments 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	Authorize Share Repurchase Program	Mgmt	For	For
10	Approve Mandate for Interested Person Transactions	Mgmt	For	For

City Office REIT, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: CIO
Meeting Type: Annual
Primary ISIN: US1785871013 | Primary SEDOL: BL25F37

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John Sweet	Mgmt	For	For
1.2	Elect Director James Farrar	Mgmt	For	For
1.3	Elect Director Michael Mazan	Mgmt	For	For
1.4	Elect Director John McLernon	Mgmt	For	For
1.5	Elect Director Sabah Mirza	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.6	Elect Director Mark Murski	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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.			

Citychamp Watch & Jewellery Group Limited

Meeting Date: 05/23/2023 | Country: Cayman Islands | Ticker: 256
Meeting Type: Annual
Primary ISIN: KYG2161T1004 | Primary SEDOL: BP1QK56

Citychamp Watch & Jewellery Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Shi Tao as Director	Mgmt	For	For
2b	Elect Sit Lai Hei as Director	Mgmt	For	For
2c	Elect Teguh Halim as Director	Mgmt	For	For
	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.			
2d	Elect Kwong Chun Wai as Director	Mgmt	For	Against
	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 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 13.5 pct of the board.			
2e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve BDO Limited as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Adopt Amended and Restated Memorandum of Association as the Memorandum and Articles of Association	Mgmt	For	For

CK Asset Holdings Limited

Meeting Date: 05/18/2023 | Country: Cayman Islands | Ticker: 1113

Meeting Type: Annual

Primary ISIN: KYG2177B1014 | Primary SEDOL: BYZQ077

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

CK Asset Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Final Dividend	Mgmt	For	For
3.1	Elect Li Tzar Kuoi, Victor as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3.2	Elect Chiu Kwok Hung, Justin as Director	Mgmt	For	For
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3.3	Elect Chow Wai Kam, Raymond as Director	Mgmt	For	For
3.4	Elect Cheong Ying Chew, Henry as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. We encourage the company to set decarbonisation targets on at least scope 1&2 emissions as soon as possible, and disclose a clear plan for achieving them			
3.5	Elect Stephen Edward Bradley as Director	Mgmt	For	For
3.6	Elect Kwok Eva Lee as Director	Mgmt	For	For
3.7	Elect Sng Sow-mei alias Poon Sow Mei as Director	Mgmt	For	For
3.8	Elect Lam Siu Hong, Donny as Director	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5.1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
5.2	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

CK Hutchison Holdings Limited

Meeting Date: 05/18/2023 | Country: Cayman Islands | Ticker: 1

Meeting Type: Annual

Primary ISIN: KYG217651051 | Primary SEDOL: BW9P816

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

CK Hutchison Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3a	Elect Fok Kin Ning, Canning as Director	Mgmt	For	For
	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.			
3b	Elect Kam Hing Lam as Director	Mgmt	For	For
	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.			
3c	Elect Chow Kun Chee, Roland as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
3d	Elect Philip Lawrence Kadoorie as Director	Mgmt	For	For
3e	Elect Lee Yeh Kwong, Charles as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
3f	Elect Paul Joseph Tighe as Director	Mgmt	For	For
3g	Elect Wong Kwai Lam as Director	Mgmt	For	For
	Voter Rationale: We expect companies in this sector to set scope 3 targets			
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
5.1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
5.2	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

CK Infrastructure Holdings Limited

Meeting Date: 05/17/2023 Country: Bermuda Ticker: 1038

Meeting Type: Annual

Primary ISIN: BMG2178K1009 Primary SEDOL: BYVS6J1

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

CK Infrastructure Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Victor T K Li as Director	Mgmt	For	For
	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 majority independent and this director's membership could hamper the committee's impartiality and effectiveness. 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. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3.2	Elect Fok Kin Ning, Canning as Director	Mgmt	For	For
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3.3	Elect Chen Tsien Hua as Director	Mgmt	For	For
3.4	Elect Sng Sow-mei alias Poon Sow Mei as Director	Mgmt	For	Against
	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 remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
3.5	Elect Paul Joseph Tighe as Director	Mgmt	For	For
3.6	Elect Lee Pui Ling, Angelina as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
4	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5.1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
5.2	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

CKD Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 6407

Meeting Type: Annual

Primary ISIN: JP3346800000 | Primary SEDOL: 6160050

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kajimoto, Kazunori	Mgmt	For	For
1.2	Elect Director Okuoka, Katsuhito	Mgmt	For	For
1.3	Elect Director Hirako, Yusuke	Mgmt	For	For
1.4	Elect Director Stefan Sacre	Mgmt	For	For

CKD Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Hayashi, Koichi	Mgmt	For	Abstain
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
1.6	Elect Director Shimada, Hiroko	Mgmt	For	For

Clarivate Plc

Meeting Date: 05/04/2023 | Country: Jersey | Ticker: CLVT

Meeting Type: Annual

Primary ISIN: JE00BJJN4441 | Primary SEDOL: BJJN444

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew Snyder	Mgmt	For	For
	Voter Rationale: The corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited time.			
1b	Elect Director Jonathan Gear	Mgmt	For	For
1c	Elect Director Valeria Alberola	Mgmt	For	For
1d	Elect Director Michael Angelakis	Mgmt	For	For
	Voter Rationale: The corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited time.			
1e	Elect Director Jane Okun Bomba	Mgmt	For	For
1f	Elect Director Usama N. Cortas	Mgmt	For	For
	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. However, at this time, we are supportive of this nominee.			
1g	Elect Director Adam T. Levyn	Mgmt	For	For
1h	Elect Director Anthony Munk	Mgmt	For	For
	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.			
1i	Elect Director Richard W. Roedel	Mgmt	For	For
	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. However, at this time, we are supportive of this nominee.			
1j	Elect Director Saurabh Saha	Mgmt	For	For
1k	Elect Director Wendell Pritchett	Mgmt	For	For

Clarivate Plc

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

Clean Energy Fuels Corp.

Meeting Date: 05/18/2023 | Country: USA | Ticker: CLNE

Meeting Type: Annual

Primary ISIN: US1844991018 | Primary SEDOL: B1Y1PC2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lizabeth Ardisana	Mgmt	For	For
1.2	Elect Director Karine Boissy-Rousseau	Mgmt	For	For
1.3	Elect Director Andrew J. Littlefair	Mgmt	For	For
1.4	Elect Director James C. Miller, III	Mgmt	For	Withhold
	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.			
1.5	Elect Director Lorraine Paskett	Mgmt	For	For
1.6	Elect Director Stephen A. Scully	Mgmt	For	For
1.7	Elect Director Kenneth M. Socha	Mgmt	For	For
1.8	Elect Director Vincent C. Taormina	Mgmt	For	Withhold
	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.			
1.9	Elect Director Parker A. Weil	Mgmt	For	Withhold
	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.			
1.10	Elect Director Laurent Wolffsheim	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Clean Energy Fuels Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Clean Harbors, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: CLH
Meeting Type: Annual
Primary ISIN: US1844961078 | Primary SEDOL: 2202473

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Edward G. Galante	Mgmt	For	For
1.2	Elect Director Alison A. Quirk	Mgmt	For	For
1.3	Elect Director Shelley Stewart, Jr.	Mgmt	For	For
1.4	Elect Director John R. Welch	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Clear Channel Outdoor Holdings, Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: CCO
Meeting Type: Annual
Primary ISIN: US18453H1068 | Primary SEDOL: BJHVCH9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John Dionne	Mgmt	For	For
1.2	Elect Director Lisa Hammitt	Mgmt	For	For
	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.			

Clear Channel Outdoor Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Andrew Hobson	Mgmt	For	For
1.4	Elect Director Thomas C. King	Mgmt	For	For
	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.			
1.5	Elect Director Joe Marchese	Mgmt	For	For
	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.			
1.6	Elect Director W. Benjamin Moreland	Mgmt	For	For
1.7	Elect Director Mary Teresa Rainey	Mgmt	For	For
1.8	Elect Director Scott R. Wells	Mgmt	For	For
1.9	Elect Director Jinhy Yoon	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Clear Secure, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: YOU

Meeting Type: Annual

Primary ISIN: US18467V1098 | Primary SEDOL: BLD30T1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Caryn Seidman-Becker	Mgmt	For	Withhold
	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			
1.2	Elect Director Kenneth Cornick	Mgmt	For	Withhold
	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			
1.3	Elect Director Michael Z. Barkin	Mgmt	For	For
1.4	Elect Director Jeffery H. Boyd	Mgmt	For	Withhold
	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. Specifically, for failing to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.			

Clear Secure, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Tomago Collins	Mgmt	For	For
1.6	Elect Director Shawn Henry	Mgmt	For	Withhold
	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.			
1.7	Elect Director Kathryn A. Hollister	Mgmt	For	For
1.8	Elect Director Adam J. Wiener	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
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Clearway Energy, Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: CWEN

Meeting Type: Annual

Primary ISIN: US18539C2044 Primary SEDOL: BGJRH57

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jonathan Bram	Mgmt	For	Withhold
	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			
1.2	Elect Director Nathaniel Anschuetz	Mgmt	For	Withhold
	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			
1.3	Elect Director Emmanuel Barrois	Mgmt	For	Withhold
	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			
1.4	Elect Director Brian R. Ford	Mgmt	For	For
1.5	Elect Director Guillaume Hediard	Mgmt	For	Withhold
	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			
1.6	Elect Director Jennifer Lowry	Mgmt	For	For

Clearway Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Bruce MacLennan	Mgmt	For	Withhold
	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			
1.8	Elect Director Daniel B. More	Mgmt	For	Withhold
	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.			
1.9	Elect Director E. Stanley O'Neal	Mgmt	For	For
1.10	Elect Director Christopher S. Sotos	Mgmt	For	For
1.11	Elect Director Vincent Stoquart	Mgmt	For	Withhold
	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 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Cloudflare, Inc.

Meeting Date: 06/01/2023	Country: USA	Ticker: NET	
	Meeting Type: Annual		
		Primary ISIN: US18915M1071	Primary SEDOL: BJXC5M2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott Sandell	Mgmt	For	Withhold
	Voter Rationale: 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 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. 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. Finally, this nominee is a member of the compensation committee and the company repriced options without shareholder approval.			

Cloudflare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Michelle Zatlyn	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. 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.			

CLP Holdings Limited

Meeting Date: 05/05/2023 Country: Hong Kong Ticker: 2

Meeting Type: Annual

Primary ISIN: HK0002007356 Primary SEDOL: 6097017

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Chan Bernard Charnwut as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2b	Elect Yuen So Siu Mai Betty as Director	Mgmt	For	For
2c	Elect Michael Kadoorie as Director	Mgmt	For	Against
	Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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.			
2d	Elect Andrew Clifford Winawer Brandler as Director	Mgmt	For	For
2e	Elect John Andrew Harry Leigh as Director	Mgmt	For	For
2f	Elect Nicholas Charles Allen as Director	Mgmt	For	Against
	Voter Rationale: 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. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.			
3	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies should disclose information on the auditor and fees paid to the auditor, and specify any non-audit work undertaken by the auditor. Fees paid to the auditor should be disclosed and specify any non-audit work undertaken by the auditor.			

CLP Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

CME Group Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: CME

Meeting Type: Annual

Primary ISIN: US12572Q1058 | Primary SEDOL: 2965839

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Terrence A. Duffy	Mgmt	For	For
1b	Elect Director Kathryn Benesh	Mgmt	For	For
1c	Elect Director Timothy S. Bitsberger	Mgmt	For	For
1d	Elect Director Charles P. Carey	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. 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.			
1e	Elect Director Bryan T. Durkin	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Harold Ford, Jr.	Mgmt	For	For
1g	Elect Director Martin J. Gepsman	Mgmt	For	For
1h	Elect Director Larry G. Gerdes	Mgmt	For	For
1i	Elect Director Daniel R. Glickman	Mgmt	For	For
1j	Elect Director Daniel G. Kaye	Mgmt	For	For
1k	Elect Director Phyllis M. Lockett	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
1l	Elect Director Deborah J. Lucas	Mgmt	For	For
1m	Elect Director Terry L. Savage	Mgmt	For	For
1n	Elect Director Rahael Seifu	Mgmt	For	For
1o	Elect Director William R. Shepard	Mgmt	For	For

CME Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1p	Elect Director Howard J. Siegel	Mgmt	For	For
1q	Elect Director Dennis A. Suskind	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

CNO Financial Group, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: CNO

Meeting Type: Annual

Primary ISIN: US12621E1038 | Primary SEDOL: 2657750

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gary C. Bhojwani	Mgmt	For	For
1b	Elect Director Archie M. Brown	Mgmt	For	For
1c	Elect Director Stephen N. David	Mgmt	For	For
1d	Elect Director David B. Foss	Mgmt	For	For
1e	Elect Director Mary R. (Nina) Henderson	Mgmt	For	For
1f	Elect Director Adrianne B. Lee	Mgmt	For	For
1g	Elect Director Daniel R. Maurer	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1h	Elect Director Chetlur S. Ragavan	Mgmt	For	For

CNO Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Steven E. Shebik	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			

CNX Resources Corporation

Meeting Date: 05/04/2023 | Country: USA | Ticker: CNX

Meeting Type: Annual

Primary ISIN: US12653C1080 | Primary SEDOL: BF3FTF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert O. Agbede	Mgmt	For	For
	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.			
1b	Elect Director J. Palmer Clarkson	Mgmt	For	For
	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.			
1c	Elect Director Nicholas J. DeIuliis	Mgmt	For	For
1d	Elect Director Maureen E. Lally-Green	Mgmt	For	Abstain
	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 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.			
1e	Elect Director Bernard Lanigan, Jr.	Mgmt	For	For
1f	Elect Director Ian McGuire	Mgmt	For	For
	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.			

CNX Resources Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director William N. Thorndike, Jr.	Mgmt	For	For
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
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. 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. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Climate Lobbying	SH	Against	For
	Voter Rationale: On balance, such a report would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address attendant material risks and opportunities.			

Codexis, Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: CDXS

Meeting Type: Annual

Primary ISIN: US1920051067 Primary SEDOL: B5LL2C2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stephen G. Dilly	Mgmt	For	For
1.2	Elect Director Alison Moore	Mgmt	For	For
1.3	Elect Director Rahul Singhvi	Mgmt	For	For
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Increase Authorized Common Stock	Mgmt	For	For

Codexis, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
7	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. 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.			

Cofinimmo SA

Meeting Date: 05/10/2023 | Country: Belgium | Ticker: COFB

Meeting Type: Annual

Primary ISIN: BE0003593044 | Primary SEDOL: 4177988

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive Directors' Reports (Non-Voting)	Mgmt		
2	Receive Auditors' Reports (Non-Voting)	Mgmt		
3	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt		
4	Approve Financial Statements, Allocation of Income, and Dividends of EUR 6.20 per Share	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	For
6	Approve Discharge of Directors	Mgmt	For	For
7	Approve Discharge of Auditors	Mgmt	For	For
8.1	Reelect Benoit Graulich as Director	Mgmt	For	For
8.2	Indicate Benoit Graulich as Independent Board Member	Mgmt	For	For
9.1	Elect Jean Hilgers as Director	Mgmt	For	For
9.2	Indicate Jean Hilgers as Independent Board Member	Mgmt	For	For
10.1	Ratify KPMG as Auditors	Mgmt	For	For
10.2	Approve Auditors' Remuneration	Mgmt	For	For
11	Approve Change-of-Control Clause Re: Credit Agreement with INTESA SANPAOLO S.P.A. acting as an Agent	Mgmt	For	For

Cofinimmo SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12.1	Adopt Financial Statements of the Companies Absorbed by Merger by the Company	Mgmt	For	For
12.2	Approve Discharge of Directors of the Companies Absorbed by Merger by the Company	Mgmt	For	For
12.3	Approve Discharge of Auditors of the Companies Absorbed by Merger by the Company	Mgmt	For	For
13	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For
14	Transact Other Business	Mgmt		

Cofinimmo SA

Meeting Date: 05/10/2023 | Country: Belgium | Ticker: COFB

Meeting Type: Extraordinary Shareholders

Primary ISIN: BE0003593044 | Primary SEDOL: 4177988

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Shareholders' Meeting Agenda	Mgmt		
1.1	Receive Special Board Report Re: Article 7:199 of the Companies and Associations Code	Mgmt		
1.2.1	Renew Authorization to Increase Share Capital up to 50 Percent of Authorized Capital With Preemptive Rights by Cash Contributions	Mgmt	For	For
1.2.2	Renew Authorization to Increase Share Capital up to 20 Percent by Distribution of Optional Dividend	Mgmt	For	For
1.2.3	Renew Authorization to Increase Share Capital up to 10 Percent of Authorized Capital Without Preemptive Rights by Various Means	Mgmt	For	For
1.3	Amend Article 6.2 to Reflect Changes in Capital	Mgmt	For	For
2	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For

Cogent Communications Holdings, Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: CCOI
Meeting Type: Annual
Primary ISIN: US19239V3024 | Primary SEDOL: B06RWD1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dave Schaeffer	Mgmt	For	For
1.2	Elect Director Marc Montagner	Mgmt	For	For
1.3	Elect Director D. Blake Bath	Mgmt	For	Against
	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.			
1.4	Elect Director Steven D. Brooks	Mgmt	For	For
1.5	Elect Director Paul de Sa	Mgmt	For	For
1.6	Elect Director Lewis H. Ferguson, III	Mgmt	For	For
1.7	Elect Director Eve Howard	Mgmt	For	For
1.8	Elect Director Deneen Howell	Mgmt	For	For
1.9	Elect Director Sheryl Kennedy	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.			
3	Ratify Ernst & Young 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Cognex Corporation

Meeting Date: 05/03/2023 | Country: USA | Ticker: CGNX
Meeting Type: Annual
Primary ISIN: US1924221039 | Primary SEDOL: 2208288

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Angelos Papadimitriou	Mgmt	For	For
1.2	Elect Director Dianne M. Parrotte	Mgmt	For	For
1.3	Elect Director John T.C. Lee	Mgmt	For	For

Cognex Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Cognizant Technology Solutions Corporation

Meeting Date: 06/06/2023 | Country: USA | Ticker: CTSH

Meeting Type: Annual

Primary ISIN: US1924461023 | Primary SEDOL: 2257019

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Zein Abdalla	Mgmt	For	For
1b	Elect Director Vinita Bali	Mgmt	For	For
1c	Elect Director Eric Branderiz	Mgmt	For	For
1d	Elect Director Archana Deskus	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more thanone 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.			
1e	Elect Director John M. Dineen	Mgmt	For	For
1f	Elect Director Nella Domenici	Mgmt	For	For
1g	Elect Director Ravi Kumar S	Mgmt	For	For
1h	Elect Director Leo S. Mackay, Jr.	Mgmt	For	For
	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.			
1i	Elect Director Michael Patsalos-Fox	Mgmt	For	For

Cognizant Technology Solutions Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Stephen J. Rohleder	Mgmt	For	For
1k	Elect Director Abraham "Bram" Schot	Mgmt	For	For
1l	Elect Director Joseph M. Velli	Mgmt	For	For
1m	Elect Director Sandra S. Wijnberg	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve 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.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Ratify PricewaterhouseCoopers 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.			
7	Amend Bylaws	SH	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warranted. The proposal language may result in a bylaw amendment that is both overly restrictive of the board's ability to amend the bylaws, and not necessarily in the interest of shareholders. Further, there does not appear to have been any problematic bylaw amendment unilaterally adopted by the board that would suggest that support for this proposal is warranted.			
8	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
	Voter Rationale: The board has recently adopted a severance policy stating the board will not enter into any agreement that provides for severance payments to an executive officer in an amount that exceeds 2.99 times the sum of the executive officer's base salary plus target annual bonus, without seeking shareholder advisory or other approval of such agreement. This policy provides adequate protections for shareholders as it pertains to potentially excessive cash severance payments and no significant concerns are identified with respect to the company's severance arrangements nor broad-based equity award treatment.			

Cohu, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: COHU

Meeting Type: Annual

Primary ISIN: US1925761066 | Primary SEDOL: 2208426

Cohu, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William E. Bendush	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1b	Elect Director Nina L. Richardson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: This plan could lead to excessive dilution. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Ratify Ernst & Young 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.			

Coinbase Global, Inc.

Meeting Date: 06/16/2023 | Country: USA | Ticker: COIN

Meeting Type: Annual

Primary ISIN: US19260Q1076 | Primary SEDOL: BMC9P69

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frederick Ernest Ehrsam, III	Mgmt	For	Withhold
	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.			

Coinbase Global, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Kathryn Haun	Mgmt	For	Withhold
	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. Specifically, the board's failure to remove, or subject to a reasonable sunset requirement, the pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.3	Elect Director Kelly A. Kramer	Mgmt	For	For
	Voter Rationale: Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale.			
1.4	Elect Director Tobias Lutke	Mgmt	For	For
1.5	Elect Director Gokul Rajaram	Mgmt	For	Withhold
	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. 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 pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale.			
1.6	Elect Director Fred Wilson	Mgmt	For	For
	Voter Rationale: Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Colgate-Palmolive Company

Meeting Date: 05/12/2023	Country: USA	Ticker: CL	
	Meeting Type: Annual		
		Primary ISIN: US1941621039	Primary SEDOL: 2209106

Colgate-Palmolive Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John P. Bilbrey	Mgmt	For	For
1b	Elect Director John T. Cahill	Mgmt	For	Against
	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.			
1c	Elect Director Steve Cahillane	Mgmt	For	For
1d	Elect Director Lisa M. Edwards	Mgmt	For	For
1e	Elect Director C. Martin Harris	Mgmt	For	For
1f	Elect Director Martina Hund-Mejean	Mgmt	For	For
1g	Elect Director Kimberly A. Nelson	Mgmt	For	For
1h	Elect Director Lorrie M. Norrington	Mgmt	For	For
1i	Elect Director Michael B. Polk	Mgmt	For	For
1j	Elect Director Stephen I. Sadove	Mgmt	For	For
1k	Elect Director Noel R. Wallace	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Adopt Share Retention Policy For Senior Executives	SH	Against	Against
	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.			

Collegium Pharmaceutical, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: COLL

Meeting Type: Annual

Primary ISIN: US19459J1043 Primary SEDOL: BX7RSN3

Collegium Pharmaceutical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rita Balice-Gordon	Mgmt	For	For
1.2	Elect Director Garen Bohlin	Mgmt	For	For
1.3	Elect Director Joseph Ciaffoni	Mgmt	For	For
1.4	Elect Director John Fallon	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.5	Elect Director John Freund	Mgmt	For	For
1.6	Elect Director Michael Heffernan	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director Neil F. McFarlane	Mgmt	For	For
1.8	Elect Director Gwen Melincoff	Mgmt	For	For
1.9	Elect Director Gino Santini	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Colliers International Group Inc.

Meeting Date: 04/05/2023 Country: Canada Ticker: CIGI

Meeting Type: Annual

Primary ISIN: CA1946931070 Primary SEDOL: BYL7SB4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Peter F. Cohen	Mgmt	For	Withhold
	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.			
1B	Elect Director John (Jack) P. Curtin, Jr.	Mgmt	For	Withhold
	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.			
1C	Elect Director Christopher Galvin	Mgmt	For	For
1D	Elect Director P. Jane Gavan	Mgmt	For	Withhold
	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.			

Colliers International Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1E	Elect Director Stephen J. Harper	Mgmt	For	Withhold
	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.			
1F	Elect Director Jay S. Hennick	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1G	Elect Director Katherine M. Lee	Mgmt	For	For
1H	Elect Director Poonam Puri	Mgmt	For	For
1I	Elect Director Benjamin F. Stein	Mgmt	For	For
1J	Elect Director L. Frederick Sutherland	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Severance payments should not exceed two year's 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. 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. 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.			

Colowide Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 7616

Meeting Type: Annual

Primary ISIN: JP3305970000 | Primary SEDOL: 6174619

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kurodo, Kaneo	Mgmt	For	For
1.2	Elect Director Nojiri, Kohei	Mgmt	For	For
1.3	Elect Director Isono, Takeo	Mgmt	For	For
1.4	Elect Director Matsumi, Daisuke	Mgmt	For	For
1.5	Elect Director Ueda, Takefumi	Mgmt	For	For
1.6	Elect Director Mokuno, Junko	Mgmt	For	For
1.7	Elect Director Fujiyama, Yuji	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Uda, Takeshi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Colowide Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director and Audit Committee Member Fukuzaki, Shinya	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Kumao, Saiko	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Higuchi, Kazunari	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Columbia Banking System, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: COLB

Meeting Type: Annual

Primary ISIN: US1972361026 | Primary SEDOL: 2176608

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cort L. O'Haver	Mgmt	For	For
1b	Elect Director Craig D. Eerkes	Mgmt	For	For
1c	Elect Director Mark A. Finkelstein	Mgmt	For	For
	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.			
1d	Elect Director Eric S. Forrest	Mgmt	For	For
1e	Elect Director Peggy Y. Fowler	Mgmt	For	For
	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.			
1f	Elect Director Randal L. Lund	Mgmt	For	For
1g	Elect Director Luis M. Machuca	Mgmt	For	For
	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.			
1h	Elect Director S. Mae Fujita Numata	Mgmt	For	For
1i	Elect Director Maria M. Pope	Mgmt	For	For
	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.			
1j	Elect Director John F. Schultz	Mgmt	For	For
	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.			
1k	Elect Director Elizabeth W. Seaton	Mgmt	For	For
	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.			
1l	Elect Director Clint E. Stein	Mgmt	For	For
1m	Elect Director Hilliard C. Terry, III	Mgmt	For	For

Columbia Banking System, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1n	Elect Director Anddria Varnado	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

Columbia Financial, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: CLBK

Meeting Type: Annual

Primary ISIN: US1976411033 | Primary SEDOL: BFMB9P3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Massood, Jr.	Mgmt	For	Withhold
	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. 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. 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 structure which adversely impacts shareholder rights.			
1.2	Elect Director Elizabeth E. Randall	Mgmt	For	Withhold
	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. 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. 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 structure which adversely impacts shareholder rights.			
1.3	Elect Director Daria S. Torres	Mgmt	For	Withhold
	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 structure which adversely impacts shareholder rights.			
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			

Comba Telecom Systems Holdings Limited

Meeting Date: 05/22/2023 | Country: Cayman Islands | Ticker: 2342
Meeting Type: Annual
Primary ISIN: KYG229721140 | Primary SEDOL: 6651576

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 Zhang Yue Jun as Director	Mgmt	For	For
3b	Elect Huo Xinru as Director	Mgmt	For	For
3c	Elect Lau Siu Ki, Kevin as Director	Mgmt	For	Against
	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. 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. Kevin Lau Siu Ki's actions during his time in COL raise serious concerns on his suitability to serve as a director of the company. We expect companies to explicitly prohibit child and forced labour in their Supplier Code of Conduct.			
3d	Elect Wong Lok Lam as Director	Mgmt	For	For
3e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Ernst & Young as Auditors 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
	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.			
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
8	Adopt New Share Option Scheme and Terminate Existing Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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. 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.			
9	Adopt New Share Award Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan could lead to excessive dilution. 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.			

Comba Telecom Systems Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Amendments to the Existing Memorandum and Articles of Association and Adopt the New Amended and Restated Memorandum and Articles of Association	Mgmt	For	For

Comcast Corporation

Meeting Date: 06/07/2023 | Country: USA | Ticker: CMCSA

Meeting Type: Annual

Primary ISIN: US20030N1019 | Primary SEDOL: 2044545

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth J. Bacon	Mgmt	For	Withhold
	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.			
1.2	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	Withhold
	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.			
1.3	Elect Director Madeline S. Bell	Mgmt	For	For
1.4	Elect Director Edward D. Breen	Mgmt	For	For
1.5	Elect Director Gerald L. Hassell	Mgmt	For	For
1.6	Elect Director Jeffrey A. Honickman	Mgmt	For	Withhold
	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.			
1.7	Elect Director Maritza G. Montiel	Mgmt	For	For
1.8	Elect Director Asuka Nakahara	Mgmt	For	For
1.9	Elect Director David C. Novak	Mgmt	For	For
1.10	Elect Director Brian L. Roberts	Mgmt	For	Withhold
	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			
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.			
3	Approve Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: This plan could lead to excessive dilution. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Comcast Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
7	Oversee and Report on a Racial Equity Audit	SH	Against	Against
	Voter Rationale: The company has an external DE&I Advisory Council to help assess and prioritize issues and the company appears to be taking constructive steps in addition to workforce DE&I initiatives to address bias in areas of strategic focus to the company, including internet connectivity and media content creation.			
8	Report on Climate Risk in Retirement Plan Options	SH	Against	Against
	Voter Rationale: The company's retirement plan is managed by a third-party fiduciary and employees are offered an option for investing more responsibly.			
9	Report on GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	Against
	Voter Rationale: The company has set 2035 carbon neutrality goals for Scope 1 and 2 GHG and has committed to set near-term science-based targets for its value chain emissions. The company discloses progress toward reducing its operational emissions and is committed to transparency going forward.			
10	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	For
	Voter Rationale: The company has received media attention over its substantial lobbying and alleged incongruences between its values and its political spending. Comcast reports on its political expenditures and some of its public policy priorities. However, the company does not report on its direct lobbying spending and does not disclose its direct lobbying activities on its website. While the company states it may not agree with positions taken by organizations and it considers whether there are significant inconsistencies between trade associations and the company's positions and engages with associations on the matter, the company does not provide much disclosure on this exact process. While we understand the current environment in the US is highly polarized, a political congruence report would help shareholders better evaluate the company's political activities and how they align with its commitments.			
11	Report on Risks Related to Operations in China	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Comerica Incorporated

Meeting Date: 04/25/2023 Country: USA Ticker: CMA

Meeting Type: Annual

Primary ISIN: US2003401070 Primary SEDOL: 2212870

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nancy Avila	Mgmt	For	For
1.2	Elect Director Michael E. Collins	Mgmt	For	For

Comerica Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Roger A. Cregg	Mgmt	For	Withhold
	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.			
1.4	Elect Director Curtis C. Farmer	Mgmt	For	For
1.5	Elect Director Jacqueline P. Kane	Mgmt	For	Withhold
	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. 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.			
1.6	Elect Director Derek J. Kerr	Mgmt	For	For
1.7	Elect Director Richard G. Lindner	Mgmt	For	For
1.8	Elect Director Jennifer H. Sampson	Mgmt	For	For
1.9	Elect Director Barbara R. Smith	Mgmt	For	For
1.10	Elect Director Robert S. Taubman	Mgmt	For	For
1.11	Elect Director Reginald M. Turner, Jr.	Mgmt	For	For
1.12	Elect Director Nina G. Vaca	Mgmt	For	For
1.13	Elect Director Michael G. Van de Ven	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Comfort Systems USA, Inc.

Meeting Date: 05/16/2023	Country: USA	Ticker: FIX	
	Meeting Type: Annual		
		Primary ISIN: US1999081045	Primary SEDOL: 2036047

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Darcy G. Anderson	Mgmt	For	For
1.2	Elect Director Herman E. Bulls	Mgmt	For	Withhold
	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.			

Comfort Systems USA, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Brian E. Lane	Mgmt	For	For
1.4	Elect Director Pablo G. Mercado	Mgmt	For	For
1.5	Elect Director Franklin Myers	Mgmt	For	For
1.6	Elect Director William J. Sandbrook	Mgmt	For	For
1.7	Elect Director Constance E. Skidmore	Mgmt	For	For
1.8	Elect Director Vance W. Tang	Mgmt	For	Withhold
	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.			
1.9	Elect Director Cindy L. Wallis-Lage	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Comfortdelgro Corporation Limited

Meeting Date: 04/28/2023 | Country: Singapore | Ticker: C52

Meeting Type: Annual

Primary ISIN: SG1N31909426 | Primary SEDOL: 6603737

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Approve Special Dividend	Mgmt	For	For
4	Approve Directors' Fees	Mgmt	For	For
5	Elect Mark Christopher Greaves as Director	Mgmt	For	For
6	Elect Cheng Siak Kian as Director	Mgmt	For	For
	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.			
7	Elect Russell Stephen Balding as Director	Mgmt	For	For
8	Elect Choi Shing Kwok as Director	Mgmt	For	For

Comfortdelgro Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Elect Susan Kong Yim Pui as Director	Mgmt	For	For
10	Approve Ernst & Young LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
11	Approve Issuance of Shares Under the ComfortDelGro Executive Share Award Scheme	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over time.			
12	Authorize Share Repurchase Program	Mgmt	For	For

Commerce Bancshares, Inc.

Meeting Date: 04/19/2023 Country: USA Ticker: CBSH

Meeting Type: Annual

Primary ISIN: US2005251036 Primary SEDOL: 2213204

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Blackford F. Brauer	Mgmt	For	For
1.2	Elect Director W. Kyle Chapman	Mgmt	For	For
	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.			
1.3	Elect Director Karen L. Daniel	Mgmt	For	For
1.4	Elect Director David W. Kemper	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Increase Authorized Common Stock	Mgmt	For	For
6	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			

CommScope Holding Company, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: COMM
Meeting Type: Annual
Primary ISIN: US20337X1090 | Primary SEDOL: BFRBX34

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Director Mary S. Chan	Mgmt	For	For
2b	Elect Director Stephen (Steve) C. Gray	Mgmt	For	For
2c	Elect Director L. William (Bill) Krause	Mgmt	For	For
2d	Elect Director Joanne M. Maguire	Mgmt	For	For
2e	Elect Director Thomas J. Manning	Mgmt	For	For
2f	Elect Director Derrick A. Roman	Mgmt	For	For
2g	Elect Director Charles L. Treadway	Mgmt	For	For
2h	Elect Director Claudius (Bud) E. Watts, IV	Mgmt	For	For
2i	Elect Director Timothy T. Yates	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	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 remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Community Trust Bancorp, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: CTBI
Meeting Type: Annual
Primary ISIN: US2041491083 | Primary SEDOL: 2706470

Community Trust Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles J. Baird	Mgmt	For	For
1.2	Elect Director Franklin H. Farris, Jr.	Mgmt	For	For
1.3	Elect Director Mark A. Gooch	Mgmt	For	For
1.4	Elect Director Eugenia Crittenden "Crit" Luallen	Mgmt	For	For
1.5	Elect Director Ina Michelle Matthews	Mgmt	For	For
1.6	Elect Director James E. McGhee, II	Mgmt	For	Withhold
	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.			
1.7	Elect Director Franky Minnifield	Mgmt	For	For
1.8	Elect Director M. Lynn Parrish	Mgmt	For	For
1.9	Elect Director Anthony W. St. Charles	Mgmt	For	For
1.10	Elect Director Chad C. Street	Mgmt	For	For
2	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
	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.			
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. Long-term incentives should not be delivered via cash or other non-equity vehicles. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Compagnie de Saint-Gobain SA

Meeting Date: 06/08/2023 | Country: France | Ticker: SGO

Meeting Type: Annual/Special

Primary ISIN: FR0000125007 | Primary SEDOL: 7380482

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.			
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.			
3	Approve Allocation of Income and Dividends of EUR 2 per Share	Mgmt	For	For
4	Reelect Dominique Leroy as Director	Mgmt	For	Against
	Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process			
5	Elect Jana Revedin as Director	Mgmt	For	For
	Voter Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 4 and 5).			
6	Approve Compensation of Pierre-Andre de Chalendar, Chairman of the Board	Mgmt	For	For
7	Approve Compensation of Benoit Bazin, CEO	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies 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.			
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
10	Approve Remuneration Policy of CEO	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
11	Approve Remuneration Policy of Directors	Mgmt	For	For
	Voter Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.			

Compagnie de Saint-Gobain SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Remuneration of Directors in the Aggregate Amount of EUR 1.3 Million	Mgmt	For	For
	Voter Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.			
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 412 Million	Mgmt	For	For
	*Voter Rationale: * Votes FOR items 14-18 and 20 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.*			
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 206 Million	Mgmt	For	For
	*Voter Rationale: * Votes FOR items 14-18 and 20 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.*			
16	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 206 Million	Mgmt	For	For
	*Voter Rationale: * Votes FOR items 14-18 and 20 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.*			
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 14, 15, 16 and 21	Mgmt	For	For
	*Voter Rationale: * Votes FOR items 14-18 and 20 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.*			
18	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
	*Voter Rationale: * Votes FOR items 14-18 and 20 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.*			
19	Authorize Capitalization of Reserves of Up to EUR 103 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
20	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For
	*Voter Rationale: * Votes FOR items 14-18 and 20 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.*			
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
22	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
23	Amend Article 9 of Bylaws Re: Minimum Number of Shares to be Held by Directors	Mgmt	For	For

Compagnie de Saint-Gobain SA

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

COMSYS Holdings Corp.

Meeting Date: 06/29/2023 Country: Japan Ticker: 1721
Meeting Type: Annual
Primary ISIN: JP3305530002 Primary SEDOL: 6687247

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	Amend Articles to Amend Provisions on Number of Directors - Clarify Director Authority on Board Meetings	Mgmt	For	For
3.1	Elect Director Kagaya, Takashi	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
3.2	Elect Director Tanabe, Hiroshi	Mgmt	For	For
3.3	Elect Director Noike, Hideyuki	Mgmt	For	For
3.4	Elect Director Uchide, Kunihiko	Mgmt	For	For
3.5	Elect Director Mashimo, Toru	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Yasunaga, Atsushi	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Nakatogawa, Kenichi	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Asai, Hiroyuki	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Ichikawa, Kyoko	Mgmt	For	For
4.5	Elect Director and Audit Committee Member Hirano, Masaya	Mgmt	For	For
5	Approve Stock Option 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.			

Concordia Financial Group, Ltd.

Meeting Date: 06/21/2023 Country: Japan Ticker: 7186
Meeting Type: Annual
Primary ISIN: JP3305990008 Primary SEDOL: BD97JW7

Concordia Financial Group, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kataoka, Tatsuya	Mgmt	For	Against
	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.			
1.2	Elect Director Oishi, Yoshiyuki	Mgmt	For	For
1.3	Elect Director Onodera, Nobuo	Mgmt	For	For
1.4	Elect Director Arai, Tomoki	Mgmt	For	For
1.5	Elect Director Onuki, Toshihiko	Mgmt	For	For
1.6	Elect Director Akiyoshi, Mitsuru	Mgmt	For	For
1.7	Elect Director Yamada, Yoshinobu	Mgmt	For	For
1.8	Elect Director Yoda, Mami	Mgmt	For	For
2	Appoint Statutory Auditor Maehara, Kazuhiro	Mgmt	For	Against
	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.			

CONMED Corporation

Meeting Date: 05/24/2023 Country: USA Ticker: CNMD

Meeting Type: Annual

Primary ISIN: US2074101013 Primary SEDOL: 2216010

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Bronson	Mgmt	For	For
1.2	Elect Director Brian P. Concannon	Mgmt	For	For
1.3	Elect Director LaVerne Council	Mgmt	For	For
1.4	Elect Director Charles M. Farkas	Mgmt	For	For
1.5	Elect Director Martha Goldberg Aronson	Mgmt	For	For
1.6	Elect Director Curt R. Hartman	Mgmt	For	For
1.7	Elect Director Jerome J. Lande	Mgmt	For	For
1.8	Elect Director Barbara J. Schwarzentraub	Mgmt	For	For
1.9	Elect Director John L. Workman	Mgmt	For	For
2	Ratify PricewaterhouseCoopers, 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.			

CONMED Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

ConnectOne Bancorp, Inc.

Meeting Date: 05/23/2023 Country: USA Ticker: CNOB

Meeting Type: Annual

Primary ISIN: US20786W1071 Primary SEDOL: BNQ4YF9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frank Sorrentino, III	Mgmt	For	For
1.2	Elect Director Stephen T. Boswell	Mgmt	For	For
1.3	Elect Director Frank W. Baier	Mgmt	For	For
1.4	Elect Director Frank Huttle, III	Mgmt	For	For
	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.			
1.5	Elect Director Michael Kempner	Mgmt	For	For
1.6	Elect Director Elizabeth Magennis	Mgmt	For	For
1.7	Elect Director Nicholas Minoia	Mgmt	For	For
1.8	Elect Director Anson M. Moise	Mgmt	For	For
1.9	Elect Director Katherin Nukk-Freeman	Mgmt	For	For
1.10	Elect Director Daniel Rifkin	Mgmt	For	For
1.11	Elect Director Mark Sokolich	Mgmt	For	For
1.12	Elect Director William A. Thompson	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
	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.			

ConnectOne Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Ratify Crowe LLP as Auditors	Mgmt	For	For

ConocoPhillips

Meeting Date: 05/16/2023 Country: USA Ticker: COP

Meeting Type: Annual

Primary ISIN: US20825C1045 Primary SEDOL: 2685717

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dennis V. Arriola	Mgmt	For	For
1b	Elect Director Jody Freeman	Mgmt	For	Against
	Voter Rationale: We expect this company to establish a net-zero GHG emissions reduction ambition that includes material scope 3 emissions.			
1c	Elect Director Gay Huey Evans	Mgmt	For	For
1d	Elect Director Jeffrey A. Joerres	Mgmt	For	For
1e	Elect Director Ryan M. Lance	Mgmt	For	For
1f	Elect Director Timothy A. Leach	Mgmt	For	For
1g	Elect Director William H. McRaven	Mgmt	For	For
1h	Elect Director Sharmila Mulligan	Mgmt	For	For
1i	Elect Director Eric D. Mullins	Mgmt	For	For
1j	Elect Director Arjun N. Murti	Mgmt	For	For
1k	Elect Director Robert A. Niblock	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1l	Elect Director David T. Seaton	Mgmt	For	For
1m	Elect Director R.A. Walker	Mgmt	For	For
2	Ratify Ernst & Young 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.			
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.The remuneration committee should not allow vesting of incentive awards for substantially below median performance.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.			

ConocoPhillips

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	None	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Provide Right to Call Special Meeting	Mgmt	For	For
6	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated.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.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.			
7	Require Independent Board Chair	SH	Against	For
	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.			
8	Adopt Share Retention Policy For Senior Executives	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
9	Report on Tax Transparency	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
10	Report on Lobbying Payments and Policy	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Consolidated Edison, Inc.

Meeting Date: 05/15/2023 Country: USA Ticker: ED

Meeting Type: Annual

Primary ISIN: US2091151041 Primary SEDOL: 2216850

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Timothy P. Cawley	Mgmt	For	For
1.2	Elect Director Ellen V. Futter	Mgmt	For	For
1.3	Elect Director John F. Killian	Mgmt	For	Against
	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.			
1.4	Elect Director Karol V. Mason	Mgmt	For	For
1.5	Elect Director Dwight A. McBride	Mgmt	For	For
1.6	Elect Director William J. Mulrow	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.7	Elect Director Armando J. Olivera	Mgmt	For	For

Consolidated Edison, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Michael W. Ranger	Mgmt	For	Against
	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.			
1.9	Elect Director Linda S. Sanford	Mgmt	For	For
1.10	Elect Director Deirdre Stanley	Mgmt	For	For
1.11	Elect Director L. Frederick Sutherland	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve 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.			

Constellation Energy Corporation

Meeting Date: 04/25/2023 Country: USA Ticker: CEG

Meeting Type: Annual

Primary ISIN: US21037T1097 Primary SEDOL: BMH4FS1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joseph Dominguez	Mgmt	For	For
1.2	Elect Director Julie Holzrichter	Mgmt	For	For
1.3	Elect Director Ashish Khandpur	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Constellation Software Inc.

Meeting Date: 05/08/2023 | Country: Canada | Ticker: CSU
Meeting Type: Annual
Primary ISIN: CA21037X1006 | Primary SEDOL: B15C4L6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeff Bender	Mgmt	For	For
1.2	Elect Director John Billowits	Mgmt	For	Withhold
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable. Furthermore, the company does not disclose Scope 1 and 2 emissions or targets. Given the lack of ESG committee, we are holding the Chair of the Board responsible.			
1.3	Elect Director Susan Gayner	Mgmt	For	For
1.4	Elect Director Claire Kennedy	Mgmt	For	For
1.5	Elect Director Robert Kittel	Mgmt	For	Withhold
	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.			
1.6	Elect Director Mark Leonard	Mgmt	For	For
1.7	Elect Director Mark Miller	Mgmt	For	For
1.8	Elect Director Lori O'Neill	Mgmt	For	For
1.9	Elect Director Donna Parr	Mgmt	For	For
1.10	Elect Director Andrew Pastor	Mgmt	For	For
1.11	Elect Director Laurie Schultz	Mgmt	For	For
1.12	Elect Director Barry Symons	Mgmt	For	For
1.13	Elect Director Robin Van Poelje	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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 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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			

Convatec Group Plc

Meeting Date: 05/18/2023 | Country: United Kingdom | Ticker: CTEC
Meeting Type: Annual
Primary ISIN: GB00BD3VFW73 | Primary SEDOL: BD3VFW7

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 John McAdam as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
6	Re-elect Karim Bitar as Director	Mgmt	For	For
7	Re-elect Jonny Mason as Director	Mgmt	For	For
8	Re-elect Margaret Ewing as Director	Mgmt	For	For
9	Re-elect Brian May as Director	Mgmt	For	For
10	Re-elect Constantin Coussios as Director	Mgmt	For	For
11	Re-elect Heather Mason as Director	Mgmt	For	For
12	Re-elect Kim Lody as Director	Mgmt	For	For
13	Re-elect Sharon O'Keefe as Director	Mgmt	For	For
14	Re-elect Sten Scheibye as Director	Mgmt	For	For
15	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
16	Authorise Board 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

Converge Technology Solutions Corp.

Meeting Date: 06/20/2023 | Country: Canada | Ticker: CTS
Meeting Type: Annual
Primary ISIN: CA21250C1068 | Primary SEDOL: BH3ZX78

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shaun Maine	Mgmt	For	For
1.2	Elect Director Thomas Volk	Mgmt	For	For
1.3	Elect Director Brian Phillips	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. 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. 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.			
1.4	Elect Director Nathan Chan	Mgmt	For	For
1.5	Elect Director Ralph Garcea	Mgmt	For	For
1.6	Elect Director Darlene Kelly	Mgmt	For	For
1.7	Elect Director Toni Rinow	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Corcept Therapeutics Incorporated

Meeting Date: 05/19/2023 | Country: USA | Ticker: CORT
Meeting Type: Annual
Primary ISIN: US2183521028 | Primary SEDOL: B00SCY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gregg Alton	Mgmt	For	For
1.2	Elect Director G. Leonard Baker, Jr.	Mgmt	For	For
1.3	Elect Director Joseph K. Belanoff	Mgmt	For	For
1.4	Elect Director Gillian M. Cannon	Mgmt	For	For
1.5	Elect Director David L. Mahoney	Mgmt	For	Withhold
	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.			
1.6	Elect Director Joshua M. Murray	Mgmt	For	For

Corcept Therapeutics Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Kimberly Park	Mgmt	For	Withhold
	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.			
1.8	Elect Director Daniel N. Swisher, Jr.	Mgmt	For	Withhold
	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.			
1.9	Elect Director James N. Wilson	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Certificate of Incorporation to Reflect Delaware Law Provisions Allowing Officer Exculpation	Mgmt	For	For

Core Laboratories N.V.

Meeting Date: 04/03/2023 | Country: Netherlands | Ticker: CLB

Meeting Type: Extraordinary Shareholders

Primary ISIN: NL0000200384 | Primary SEDOL: 2182531

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Change Jurisdiction of Incorporation from Grand Duchy of Luxembourg to Delaware	Mgmt	For	For

Core Laboratories, Inc.

Meeting Date: 06/28/2023 | Country: USA | Ticker: CLB
Meeting Type: Annual
Primary ISIN: US21867A1051 | Primary SEDOL: BNKT9M2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Harvey Klingensmith	Mgmt	For	For
	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.			
1b	Elect Director Curtis Anastasio	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3a	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3b	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Non-Employee Director Omnibus Stock Plan	Mgmt	For	Against
	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.			

Corning Incorporated

Meeting Date: 04/27/2023 | Country: USA | Ticker: GLW
Meeting Type: Annual
Primary ISIN: US2193501051 | Primary SEDOL: 2224701

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donald W. Blair	Mgmt	For	For
1b	Elect Director Leslie A. Brun	Mgmt	For	For
1c	Elect Director Stephanie A. Burns	Mgmt	For	For
1d	Elect Director Richard T. Clark	Mgmt	For	For
1e	Elect Director Pamela J. Craig	Mgmt	For	For

Corning Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Robert F. Cummings, Jr.	Mgmt	For	For
1g	Elect Director Roger W. Ferguson, Jr.	Mgmt	For	For
1h	Elect Director Deborah A. Henretta	Mgmt	For	For
1i	Elect Director Daniel P. Huttenlocher	Mgmt	For	For
1j	Elect Director Kurt M. Landgraf	Mgmt	For	For
	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.			
1k	Elect Director Kevin J. Martin	Mgmt	For	For
1l	Elect Director Deborah D. Rieman	Mgmt	For	For
	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.			
1m	Elect Director Hansel E. Tookes, II	Mgmt	For	For
	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.			
1n	Elect Director Wendell P. Weeks	Mgmt	For	For
1o	Elect Director Mark S. Wrighton	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles. 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.			
3	Ratify PricewaterhouseCoopers 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Corporate Office Properties Trust

Meeting Date: 05/11/2023 Country: USA Ticker: OFC

Meeting Type: Annual

Primary ISIN: US22002T1088 Primary SEDOL: 2756152

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas F. Brady	Mgmt	For	For
1b	Elect Director Stephen E. Budorick	Mgmt	For	For

Corporate Office Properties Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Robert L. Denton, Sr.	Mgmt	For	Against
	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.			
1d	Elect Director Philip L. Hawkins	Mgmt	For	For
1e	Elect Director Steven D. Kesler	Mgmt	For	For
1f	Elect Director Letitia A. Long	Mgmt	For	For
1g	Elect Director Essye B. Miller	Mgmt	For	For
1h	Elect Director Raymond L. Owens	Mgmt	For	For
1i	Elect Director C. Taylor Pickett	Mgmt	For	For
1j	Elect Director Lisa G. Trimberger	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
	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.			
4	Ratify PricewaterhouseCoopers 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.			

Costa Group Holdings Limited

Meeting Date: 05/25/2023 | Country: Australia | Ticker: CGC

Meeting Type: Annual

Primary ISIN: AU000000CGC2 | Primary SEDOL: BYSGKW9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a suffciently 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.			
3	Elect Neil Chatfield as Director	Mgmt	For	For

CoStar Group, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: CSGP

Meeting Type: Annual

Primary ISIN: US22160N1090 | Primary SEDOL: 2262864

CoStar Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael R. Klein	Mgmt	For	Against
	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. 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.			
1b	Elect Director Andrew C. Florance	Mgmt	For	For
1c	Elect Director Michael J. Glosserman	Mgmt	For	For
	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.			
1d	Elect Director John W. Hill	Mgmt	For	For
1e	Elect Director Laura Cox Kaplan	Mgmt	For	For
1f	Elect Director Robert W. Musslewhite	Mgmt	For	For
1g	Elect Director Christopher J. Nassetta	Mgmt	For	Against
	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. 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. 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 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.			
1h	Elect Director Louise S. Sams	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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 annual bonus should be assessed using no less than two metrics.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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	Against
	Voter Rationale: 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.			

Cousins Properties Incorporated

Meeting Date: 04/25/2023 Country: USA Ticker: CUZ

Meeting Type: Annual

Primary ISIN: US2227955026 Primary SEDOL: BJP0MF6

Cousins Properties Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Charles T. Cannada	Mgmt	For	For
1b	Elect Director Robert M. Chapman	Mgmt	For	For
1c	Elect Director M. Colin Connolly	Mgmt	For	For
1d	Elect Director Scott W. Fordham	Mgmt	For	For
1e	Elect Director Lillian C. Giornelli	Mgmt	For	For
1f	Elect Director R. Kent Griffin, Jr.	Mgmt	For	For
1g	Elect Director Donna W. Hyland	Mgmt	For	For
1h	Elect Director Dionne Nelson	Mgmt	For	For
1i	Elect Director R. Dary Stone	Mgmt	For	For
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

Covenant Logistics Group, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: CVLG

Meeting Type: Annual

Primary ISIN: US22284P1057 Primary SEDOL: 2200853

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David R. Parker	Mgmt	For	Withhold
	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			
1.2	Elect Director Benjamin S. Carson, Sr.	Mgmt	For	For
1.3	Elect Director Joey B. Hogan	Mgmt	For	For
1.4	Elect Director D. Michael Kramer	Mgmt	For	For
	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.			

Covenant Logistics Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Bradley A. Moline	Mgmt	For	Withhold
	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.			
1.6	Elect Director Rachel Parker-Hatchett	Mgmt	For	For
1.7	Elect Director Tracy L. Rosser	Mgmt	For	For
1.8	Elect Director Herbert J. Schmidt	Mgmt	For	For
1.9	Elect Director W. Miller Welborn	Mgmt	For	For
	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.			
2	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. Long-term incentives should not be delivered via cash or other non-equity vehicles. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
5	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: This plan could lead to excessive dilution. 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.			

Covivio SA

Meeting Date: 04/20/2023 | Country: France | Ticker: COV

Meeting Type: Annual/Special

Primary ISIN: FR0000064578 | Primary SEDOL: 7745638

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.75 per Share	Mgmt	For	For
4	Approve Stock Dividend Program	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
6	Approve Compensation Report of Corporate Officers	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Compensation of Jean Laurent, Chairman of the Board until July 21, 2022	Mgmt	For	For
8	Approve Compensation of Jean-Luc Biamonti, Chairman of the Board since July 21, 2022	Mgmt	For	For
9	Approve Compensation of Christophe Kullmann, CEO	Mgmt	For	Against
	Voter Rationale: Remuneration committee should not allow vesting of incentive awards for below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10	Approve Compensation of Olivier Esteve, Vice-CEO	Mgmt	For	Against
	Voter Rationale: Remuneration committee should not allow vesting of incentive awards for below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
11	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
12	Approve Remuneration Policy of CEO	Mgmt	For	Against
	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 committee should not allow vesting of incentive awards for substantially below median 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.			
13	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against
	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 committee should not allow vesting of incentive awards for substantially below median 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.			
14	Approve Remuneration Policy of Directors	Mgmt	For	For
15	Ratify Appointment of Delfin S.a.r.l. as Director	Mgmt	For	For
16	Reelect Jean-Luc Biamonti as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
17	Reelect Christian Delaire as Director	Mgmt	For	For
18	Reelect Olivier Piani as Director	Mgmt	For	For
19	Reelect Covea Cooperations as Director	Mgmt	For	For
20	Reelect Delfin S.a.r.l. as Director	Mgmt	For	For
21	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
22	Approve Company's Climate Transition Plan (Advisory)	Mgmt	For	For
	Extraordinary Business	Mgmt		

Covivio SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
23	Authorize Capitalization of Reserves of Up to EUR 28.4 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
24	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
25	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 71 Million	Mgmt	For	For
26	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights with Binding Priority Right up to Aggregate Nominal Amount of EUR 28.4 Million	Mgmt	For	For
27	Authorize Capital Increase of Up to 10 Percent of Issued Share Capital for Future Exchange Offers	Mgmt	For	For
28	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
29	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
30	Amend Article 8 of Bylaws Re: Shareholding Disclosure Thresholds	Mgmt	For	For
31	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Cowell e Holdings Inc.

Meeting Date: 05/25/2023 | Country: Cayman Islands | Ticker: 1415
Meeting Type: Annual
Primary ISIN: KYG248141163 | Primary SEDOL: BWCH5K7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a1	Elect Chen Han-Yang as Director	Mgmt	For	For
2a2	Elect Yang Li as Director	Mgmt	For	For
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
2a3	Elect Tsai Chen-Lung as Director	Mgmt	For	For
2b	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For

Cowell e Holdings Inc.

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

Cowell e Holdings Inc.

Meeting Date: 06/23/2023 Country: Cayman Islands Ticker: 1415

Meeting Type: Extraordinary Shareholders

Primary ISIN: KYG248141163 Primary SEDOL: BWCH5K7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Supplemental Purchase Framework Agreement, Proposed Annual Caps and Related Transactions	Mgmt	For	For
2	Approve Supplemental Materials Procurement Framework Agreement, Proposed Annual Caps and Related Transactions	Mgmt	For	For
3	Approve ST Supply Framework Agreement, Proposed Annual Caps and Related Transactions	Mgmt	For	For

Crane NXT Co.

Meeting Date: 06/05/2023 Country: USA Ticker: CXT

Meeting Type: Annual

Primary ISIN: US2244411052 Primary SEDOL: BQ7W2W6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Dinkins	Mgmt	For	For
1.2	Elect Director William Grogan	Mgmt	For	For
1.3	Elect Director Cristen Kogl	Mgmt	For	For

Crane NXT Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Ellen McClain	Mgmt	For	For
1.5	Elect Director Max H. Mitchell	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.6	Elect Director Aaron W. Saak	Mgmt	For	For
1.7	Elect Director John S. Stroup	Mgmt	For	For
1.8	Elect Director James L. L. Tullis	Mgmt	For	Against
	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. 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.			
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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

create restaurants holdings, inc.

Meeting Date: 05/26/2023 Country: Japan Ticker: 3387
Meeting Type: Annual
Primary ISIN: JP3269930008 Primary SEDOL: B0J2LC5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Goto, Hitoshi	Mgmt	For	Abstain
	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.			
1.2	Elect Director Kawai, Jun	Mgmt	For	Abstain
	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.			
1.3	Elect Director Shimamura, Akira	Mgmt	For	For
1.4	Elect Director Ouchi, Genta	Mgmt	For	For
1.5	Elect Director Ono, Hitoshi	Mgmt	For	For

Credit Acceptance Corporation

Meeting Date: 06/02/2023 | Country: USA | Ticker: CACC
Meeting Type: Annual
Primary ISIN: US2253101016 | Primary SEDOL: 2232050

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth S. Booth	Mgmt	For	For
1.2	Elect Director Glenda J. Flanagan	Mgmt	For	Withhold
	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.			
1.3	Elect Director Vinayak R. Hegde	Mgmt	For	Withhold
	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.			
1.4	Elect Director Thomas N. Tryforos	Mgmt	For	Withhold
	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.			
1.5	Elect Director Scott J. Vassalluzzo	Mgmt	For	Withhold
	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.			
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. This plan could lead to excessive dilution.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			

Credit Saison Co., Ltd.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 8253
Meeting Type: Annual
Primary ISIN: JP3271400008 | Primary SEDOL: 6591809

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For

Credit Saison Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director Rinno, Hiroshi	Mgmt	For	Against
	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.			
3.2	Elect Director Mizuno, Katsumi	Mgmt	For	Against
	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.			
3.3	Elect Director Takahashi, Naoki	Mgmt	For	For
3.4	Elect Director Miura, Yoshiaki	Mgmt	For	For
3.5	Elect Director Ono, Kazutoshi	Mgmt	For	For
3.6	Elect Director Mori, Kosuke	Mgmt	For	For
3.7	Elect Director Nakayama, Naoki	Mgmt	For	For
3.8	Elect Director Kato, Kosuke	Mgmt	For	For
3.9	Elect Director Togashi, Naoki	Mgmt	For	For
3.10	Elect Director Otsuki, Nana	Mgmt	For	For
3.11	Elect Director Yokokura, Hitoshi	Mgmt	For	For
3.12	Elect Director Sakaguchi, Eiji	Mgmt	For	For
4.1	Appoint Statutory Auditor Suzuki, Hideo	Mgmt	For	Against
	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.			
4.2	Appoint Statutory Auditor Igawa, Hiroaki	Mgmt	For	For
4.3	Appoint Statutory Auditor Kasahara, Chie	Mgmt	For	For
5	Appoint Alternate Statutory Auditor Ito, Komei	Mgmt	For	For

Cricut, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: CRCT

Meeting Type: Annual

Primary ISIN: US22658D1000 Primary SEDOL: BMXDS27

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ashish Arora	Mgmt	For	For

Cricut, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Len Blackwell	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights.			
1.3	Elect Director Steven Blasnik	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. 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 pop-up supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. 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 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.			
1.4	Elect Director Russell Freeman	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. 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			
1.5	Elect Director Jason Makler	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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 pop-up supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. 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 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.			
1.6	Elect Director Melissa Reiff	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights.			

Cricut, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Billie Williamson	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Total CEO pay was high due to the grant of a significant performance-based equity award. The size of the award was excessive, and the company did not disclose how the size of the award was determined.			
3	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
	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.			

CRISPR Therapeutics AG

Meeting Date: 06/08/2023 | Country: Switzerland | Ticker: CRSP

Meeting Type: Annual

Primary ISIN: CH0334081137 | Primary SEDOL: BDHF4K6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
	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.			
2	Approve Treatment of Net Loss	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For
4a	Reelect Rodger Novak as Director	Mgmt	For	For
4b	Reelect Samarth Kulkarni as Director	Mgmt	For	For
4c	Reelect Ali Behbahani as Director	Mgmt	For	Against
	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. 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			
4d	Reelect Maria Fardis as Director	Mgmt	For	For
4e	Reelect H. Edward Fleming, Jr. as Director	Mgmt	For	For
	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.			

CRISPR Therapeutics AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4f	Reelect Simeon J. George as Director	Mgmt	For	For
	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.			
4g	Reelect John T. Greene as Director	Mgmt	For	For
	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.			
4h	Reelect Katherine A. High as Director	Mgmt	For	For
4i	Reelect Douglas A. Treco as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
5a	Reelect Ali Behbahani as Member of the Compensation Committee	Mgmt	For	Against
	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. 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			
5b	Appoint H. Edward Fleming, Jr. as Member of the Compensation Committee	Mgmt	For	For
	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.			
5c	Reelect Simeon J. George as Member of the Compensation Committee	Mgmt	For	For
	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.			
5d	Reelect John T. Greene as Member of the Compensation Committee	Mgmt	For	For
	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.			
6a	Approve Remuneration of Directors in the Amount of USD 507,000	Mgmt	For	For
6b	Approve Remuneration of Directors in the Amount of USD 11,738,100	Mgmt	For	Against
	Voter Rationale: Including stock options in the plan is not consistent with market best practices.			
6c	Approve Remuneration of Executive Committee in the Amount of USD 3,700,579	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.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.			

CRISPR Therapeutics AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6d	Approve Remuneration of Executive Committee in the Amount of USD 3,195,625	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.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.			
6e	Approve Remuneration of Executive Committee in the Amount of USD 55,827,593	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.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.			
6f	Approve Remuneration Report (Non-Binding)	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.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.			
7	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.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.			
8	Approve Capital Band	Mgmt	For	For
9	Approve Increase in Conditional Share Capital for Employee Equity Plans	Mgmt	For	Against
	Voter Rationale: This change may not be in the best interest of shareholders.			
10	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			
11	Approve Decrease in Size of Board	Mgmt	For	For
12a	Amend Corporate Purpose	Mgmt	For	For
12b	Approve General Meeting Abroad and Virtual General Meeting	Mgmt	For	For

CRISPR Therapeutics AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12c	Adopt the Jurisdiction of Incorporation as the Exclusive Forum for Certain Disputes	Mgmt	For	Against
	Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.			
12d	Amend Articles of Association	Mgmt	For	For
12e	Amend Articles of Association	Mgmt	For	For
13	Designate Marius Meier as Independent Proxy	Mgmt	For	For
14	Ratify Ernst & Young LLP as Auditor and Ernst & Young AG as Statutory Auditor	Mgmt	For	For
15	Transact Other Business (Voting)	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Crocs, Inc.

Meeting Date: 06/20/2023 Country: USA Ticker: CROX
Meeting Type: Annual
Primary ISIN: US2270461096 Primary SEDOL: B0T7Z62

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas J. Smach	Mgmt	For	For
1.2	Elect Director Beth J. Kaplan	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Croda International Plc

Meeting Date: 04/26/2023 Country: United Kingdom Ticker: CRDA
Meeting Type: Annual
Primary ISIN: GB00BJFFLV09 Primary SEDOL: BJFFLV0

Croda International Plc

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
	Voter Rationale: Pension provisions for new employees should align with the wider workforce.			
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Elect Louisa Burdett as Director	Mgmt	For	For
6	Re-elect Roberto Cirillo as Director	Mgmt	For	For
7	Re-elect Jacqui Ferguson as Director	Mgmt	For	For
8	Re-elect Steve Foots as Director	Mgmt	For	For
9	Re-elect Anita Frew as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
10	Re-elect Julie Kim as Director	Mgmt	For	For
11	Re-elect Keith Layden as Director	Mgmt	For	For
12	Re-elect Nawal Ouzren as Director	Mgmt	For	For
13	Re-elect John Ramsay as Director	Mgmt	For	For
14	Reappoint KPMG 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	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
22	Approve Sharesave Scheme	Mgmt	For	For
23	Approve Increase in the Maximum Aggregate Fees Payable to Non-Executive Directors	Mgmt	For	For

Crombie Real Estate Investment Trust

Meeting Date: 05/11/2023 | Country: Canada | Ticker: CRR.UN
Meeting Type: Annual
Primary ISIN: CA2271071094 | Primary SEDOL: B11YBV5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Paul V. Beesley	Mgmt	For	For
	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.			
1.2	Elect Trustee Jane Craighead	Mgmt	For	For
1.3	Elect Trustee Mark Holly	Mgmt	For	For
1.4	Elect Trustee J. Michael Knowlton	Mgmt	For	For
1.5	Elect Trustee Jason P. Shannon	Mgmt	For	For
1.6	Elect Trustee Michael Waters	Mgmt	For	For
	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.			
1.7	Elect Trustee Karen Weaver	Mgmt	For	For
	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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Authorize Trustees to Fix Remuneration of Auditors	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Cromwell European Real Estate Investment Trust

Meeting Date: 04/26/2023 | Country: Singapore | Ticker: CWBU
Meeting Type: Annual
Primary ISIN: SGXC37098255 | Primary SEDOL: BL9YQK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
2	Approve Deloitte & Touche LLP as Auditors and Authorize Manager to Fix the Auditors' Remuneration	Mgmt	For	For

Cromwell European Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4	Authorize Unit Repurchase Program	Mgmt	For	For

Cross Country Healthcare, Inc.

Meeting Date: 05/16/2023 Country: USA Ticker: CCRN

Meeting Type: Annual

Primary ISIN: US2274831047 Primary SEDOL: 2809056

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin C. Clark	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Dwayne Allen	Mgmt	For	For
1c	Elect Director Venkat Bhamidipati	Mgmt	For	For
1d	Elect Director W. Larry Cash	Mgmt	For	Against
	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.			
1e	Elect Director Gale Fitzgerald	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1f	Elect Director John A. Martins	Mgmt	For	For
1g	Elect Director Janice E. Nevin	Mgmt	For	For
1h	Elect Director Mark Perlberg	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

CrowdStrike Holdings, Inc.

Meeting Date: 06/21/2023 Country: USA Ticker: CRWD

Meeting Type: Annual

Primary ISIN: US22788C1053 Primary SEDOL: BJJP138

CrowdStrike Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Johanna Flower	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Denis J. O'Leary	Mgmt	For	Withhold
	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 reasonable sunset requirement, the supermajority and "pop-up" supermajority vote requirements to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.			
1.3	Elect Director Godfrey R. Sullivan	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Crown Castle Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: CCI

Meeting Type: Annual

Primary ISIN: US22822V1017 Primary SEDOL: BTGQCX1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director P. Robert Bartolo	Mgmt	For	For
1b	Elect Director Jay A. Brown	Mgmt	For	For
1c	Elect Director Cindy Christy	Mgmt	For	For
1d	Elect Director Ari Q. Fitzgerald	Mgmt	For	For
1e	Elect Director Andrea J. Goldsmith	Mgmt	For	For
1f	Elect Director Tammy K. Jones	Mgmt	For	For
1g	Elect Director Anthony J. Melone	Mgmt	For	For
1h	Elect Director W. Benjamin Moreland	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1i	Elect Director Kevin A. Stephens	Mgmt	For	For
1j	Elect Director Matthew Thornton, III	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Amend Charter to Allow Exculpation of Certain Officers	Mgmt	For	For

CryoPort, Inc.

Meeting Date: 05/12/2023 | Country: USA | Ticker: CYRX
Meeting Type: Annual
Primary ISIN: US2290503075 | Primary SEDOL: BY2ZKK0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Linda Baddour	Mgmt	For	For
1.2	Elect Director Richard Berman	Mgmt	For	Withhold
	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.			
1.3	Elect Director Daniel M. Hancock	Mgmt	For	For
1.4	Elect Director Robert Hariri	Mgmt	For	Withhold
	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.			
1.5	Elect Director Ram M. Jagannath	Mgmt	For	For
1.6	Elect Director Ramkumar Mandalam	Mgmt	For	Withhold
	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			
1.7	Elect Director Jerrell W. Shelton	Mgmt	For	For
1.8	Elect Director Edward J. Zecchini	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			

CSX Corporation

Meeting Date: 05/10/2023 | Country: USA | Ticker: CSX
Meeting Type: Annual
Primary ISIN: US1264081035 | Primary SEDOL: 2160753

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donna M. Alvarado	Mgmt	For	For
1b	Elect Director Thomas P. Bostick	Mgmt	For	For
1c	Elect Director Steven T. Halverson	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.			

CSX Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Paul C. Hilal	Mgmt	For	For
1e	Elect Director Joseph R. Hinrichs	Mgmt	For	For
1f	Elect Director David M. Moffett	Mgmt	For	For
1g	Elect Director Linda H. Riefler	Mgmt	For	For
1h	Elect Director Suzanne M. Vautrinot	Mgmt	For	For
1i	Elect Director James L. Wainscott	Mgmt	For	For
1j	Elect Director J. Steven Whisler	Mgmt	For	For
1k	Elect Director John J. Zillmer	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

CT Real Estate Investment Trust

Meeting Date: 05/09/2023 | Country: Canada | Ticker: CRT.UN

Meeting Type: Annual

Primary ISIN: CA1264621006 | Primary SEDOL: BFSRSC5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Pauline Alimchandani	Mgmt	For	Withhold
	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.			
1.2	Elect Trustee Heather Briant	Mgmt	For	Withhold
	Voter Rationale: 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. 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.			
1.3	Elect Trustee Gregory Craig	Mgmt	For	For
1.4	Elect Trustee Anna Martini	Mgmt	For	For
1.5	Elect Trustee Dean McCann	Mgmt	For	For

CT Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Trustee John O'Bryan	Mgmt	For	For
1.7	Elect Trustee Kevin Salsberg	Mgmt	For	For
1.8	Elect Trustee Kelly Smith	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

CTBC Financial Holding Co., Ltd.

Meeting Date: 06/16/2023 | Country: Taiwan | Ticker: 2891
Meeting Type: Annual
Primary ISIN: TW0002891009 | Primary SEDOL: 6527666

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF COMMON SHARES	Mgmt		
1	Approve Financial Statements	Mgmt	For	For
	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.			
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Amendments to Articles of Association	Mgmt	For	For
4	Approve Issuance of Restricted Stocks	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

CTS Corporation

Meeting Date: 05/11/2023 | Country: USA | Ticker: CTS
Meeting Type: Annual
Primary ISIN: US1265011056 | Primary SEDOL: 2239244

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donna M. Costello	Mgmt	For	For
1b	Elect Director William S. Johnson	Mgmt	For	For
1c	Elect Director Kieran M. O'Sullivan	Mgmt	For	For

CTS Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Robert A. Profusek	Mgmt	For	Against
	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. 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.			
1e	Elect Director Randy L. Stone	Mgmt	For	For
1f	Elect Director Alfonso G. Zulueta	Mgmt	For	For
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditor	Mgmt	For	For
	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.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			

CubeSmart

Meeting Date: 05/16/2023 | Country: USA | Ticker: CUBE

Meeting Type: Annual

Primary ISIN: US2296631094 | Primary SEDOL: B6SW913

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Piero Bussani	Mgmt	For	For
1.2	Elect Director Jit Kee Chin	Mgmt	For	For
1.3	Elect Director Dorothy Dowling	Mgmt	For	For
1.4	Elect Director John W. Fain	Mgmt	For	For
1.5	Elect Director Jair K. Lynch	Mgmt	For	For
1.6	Elect Director Christopher P. Marr	Mgmt	For	For
1.7	Elect Director Deborah Rather Salzberg	Mgmt	For	For

CubeSmart

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director John F. Remondi	Mgmt	For	For
1.9	Elect Director Jeffrey F. Rogatz	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Cullen/Frost Bankers, Inc.

Meeting Date: 04/26/2023 | Country: USA | Ticker: CFR

Meeting Type: Annual

Primary ISIN: US2298991090 | Primary SEDOL: 2239556

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carlos Alvarez	Mgmt	For	For
1.2	Elect Director Chris M. Avery	Mgmt	For	For
1.3	Elect Director Anthony R. 'Tony' Chase	Mgmt	For	For
1.4	Elect Director Cynthia J. Comparin	Mgmt	For	For
1.5	Elect Director Samuel G. Dawson	Mgmt	For	For
1.6	Elect Director Crawford H. Edwards	Mgmt	For	For
1.7	Elect Director Patrick B. Frost	Mgmt	For	For
1.8	Elect Director Phillip D. Green	Mgmt	For	For
1.9	Elect Director David J. Haemisegger	Mgmt	For	For
1.10	Elect Director Charles W. Matthews	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			

Cullen/Frost Bankers, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.11	Elect Director Joseph A. Pierce	Mgmt	For	For
1.12	Elect Director Linda B. Rutherford	Mgmt	For	For
1.13	Elect Director Jack Willome	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Curtiss-Wright Corporation

Meeting Date: 05/04/2023 Country: USA Ticker: CW

Meeting Type: Annual

Primary ISIN: US2315611010 Primary SEDOL: 2241205

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lynn M. Bamford	Mgmt	For	For
1.2	Elect Director Dean M. Flatt	Mgmt	For	For
1.3	Elect Director S. Marce Fuller	Mgmt	For	Withhold
	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.			
1.4	Elect Director Bruce D. Hoechner	Mgmt	For	For
1.5	Elect Director Glenda J. Minor	Mgmt	For	For
1.6	Elect Director Anthony J. Moraco	Mgmt	For	For
1.7	Elect Director William F. Moran	Mgmt	For	For
1.8	Elect Director Robert J. Rivet	Mgmt	For	For
1.9	Elect Director Peter C. Wallace	Mgmt	For	For
1.10	Elect Director Larry D. Wyche	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

Curtiss-Wright Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Amend Executive Incentive Bonus Plan	Mgmt	For	For
4	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. 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. Long-term incentives should not be delivered via cash or other non-equity vehicles.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

CVB Financial Corp.

Meeting Date: 05/17/2023 | Country: USA | Ticker: CVBF

Meeting Type: Annual

Primary ISIN: US1266001056 | Primary SEDOL: 2160645

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George A. Borba, Jr.	Mgmt	For	For
	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.			
1.2	Elect Director David A. Brager	Mgmt	For	For
1.3	Elect Director Stephen A. Del Guercio	Mgmt	For	For
	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.			
1.4	Elect Director Anna Kan	Mgmt	For	For
	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.			
1.5	Elect Director Jane Olvera Majors	Mgmt	For	For
	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.			
1.6	Elect Director Raymond V. O'Brien, III	Mgmt	For	For
	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.			
1.7	Elect Director Hal W. Oswalt	Mgmt	For	For
	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.			

CVB Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Kimberly Sheehy	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

CVS Health Corporation

Meeting Date: 05/18/2023 Country: USA Ticker: CVS

Meeting Type: Annual

Primary ISIN: US1266501006 Primary SEDOL: 2577609

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Fernando Aguirre	Mgmt	For	For
1b	Elect Director Jeffrey R. Balser	Mgmt	For	For
1c	Elect Director C. David Brown, II	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.			
1d	Elect Director Alecia A. DeCoudreaux	Mgmt	For	For
1e	Elect Director Nancy-Ann M. DeParle	Mgmt	For	For
1f	Elect Director Roger N. Farah	Mgmt	For	For
1g	Elect Director Anne M. Finucane	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1h	Elect Director Edward J. Ludwig	Mgmt	For	For
1i	Elect Director Karen S. Lynch	Mgmt	For	For
1j	Elect Director Jean-Pierre Millon	Mgmt	For	For
1k	Elect Director Mary L. Schapiro	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

CVS Health Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Adopt a Paid Sick Leave Policy	SH	Against	Against
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			
7	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against
8	Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining Rights	SH	Against	Against
9	Adopt Policy Prohibiting Directors from Simultaneously Sitting on the Board of Directors of Any Other Company	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

CYBERDYNE, Inc.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 7779

Meeting Type: Annual

Primary ISIN: JP3311530004 | Primary SEDOL: BK0S445

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sankai, Yoshiyuki	Mgmt	For	Against
	Voter Rationale: Cyberdyne Inc., which listed its shares on the Tokyo Stock Exchange in March 2014, is the first Japanese company to go public with a dual-class capital structure intended to perpetuate insider control. Sankai bears the greatest responsibility for the company's dual-class capital structure and the resulting disenfranchisement of public shareholders.			
1.2	Elect Director Matsumura, Akira	Mgmt	For	For
1.3	Elect Director Suzuki, Kenji	Mgmt	For	For
1.4	Elect Director Honda, Shinji	Mgmt	For	For
1.5	Elect Director Muto, Hanako	Mgmt	For	For

Cytek Biosciences, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: CTKB
Meeting Type: Annual
Primary ISIN: US23285D1090 | Primary SEDOL: BP0TJS2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jack Ball	Mgmt	For	For
1.2	Elect Director Vera Imper	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.3	Elect Director Ming Yan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Cytokinetics, Incorporated

Meeting Date: 05/10/2023 | Country: USA | Ticker: CYTK
Meeting Type: Annual
Primary ISIN: US23282W6057 | Primary SEDOL: BBBSBJ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Edward M. Kaye	Mgmt	For	Withhold
	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.			
1b	Elect Director Wendell Wierenga	Mgmt	For	For
1c	Elect Director Nancy J. Wysenski	Mgmt	For	For
2	Amend Certificate of Incorporation to Permit the Exculpation of the Company's Directors	Mgmt	For	For
3	Amend Certificate of Incorporation to Permit the Exculpation of the Company's Senior Officers	Mgmt	For	For

Cytokinetics, Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Dah Sing Banking Group Limited

Meeting Date: 06/02/2023 Country: Hong Kong Ticker: 2356

Meeting Type: Annual

Primary ISIN: HK2356013600 Primary SEDOL: B01G0P1

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 David Shou-Yeh Wong as Director	Mgmt	For	For
	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. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
3b	Elect Nicholas John Mayhew as Director	Mgmt	For	For
3c	Elect Seng-Lee Chan as Director	Mgmt	For	Against
	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 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 13.5 pct of the board.			
4	Approve Directors' Fees	Mgmt	For	For
5	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

Dah Sing Banking Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Approve Grant Options Under the Share Option Scheme and Issue Shares Upon Exercise of the Options	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			

Dah Sing Financial Holdings Limited

Meeting Date: 06/02/2023 | Country: Hong Kong | Ticker: 440

Meeting Type: Annual

Primary ISIN: HK0440001847 | Primary SEDOL: 6249799

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 Hon-Hing Wong (Derek Wong) as Director	Mgmt	For	For
	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 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.			
3b	Elect Robert Tsai-To Sze as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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 13.5 pct of the board. For companies without an independent chairman, a senior independent director should be appointed to serve as an additional safeguard and point of communication for shareholders.			
3c	Elect Paul Franz Winkelmann as Director	Mgmt	For	For
3d	Elect Junji Mori as Director	Mgmt	For	For
4	Approve Directors' Fees	Mgmt	For	For
5	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Dah Sing Financial Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
8	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
9	Approve Grant Options Under the Share Option Scheme and Issue Shares Upon Exercise of the Options	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. 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.			

Dai Nippon Printing Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 7912

Meeting Type: Annual

Primary ISIN: JP3493800001 | Primary SEDOL: 6250906

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 32	Mgmt	For	For
2.1	Elect Director Kitajima, Yoshitoshi	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Kitajima, Yoshinari	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Miya, Kenji	Mgmt	For	For
2.4	Elect Director Yamaguchi, Masato	Mgmt	For	For
2.5	Elect Director Hashimoto, Hirofumi	Mgmt	For	For
2.6	Elect Director Kuroyanagi, Masafumi	Mgmt	For	For
2.7	Elect Director Miyake, Toru	Mgmt	For	For
2.8	Elect Director Miyama, Minako	Mgmt	For	For
2.9	Elect Director Miyajima, Tsukasa	Mgmt	For	For
2.10	Elect Director Sasajima, Kazuyuki	Mgmt	For	For

Dai Nippon Printing Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.11	Elect Director Tamura, Yoshiaki	Mgmt	For	For
2.12	Elect Director Shirakawa, Hiroshi	Mgmt	For	For
3.1	Appoint Statutory Auditor Minemura, Ryuji	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Hisakura, Tatsuya	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Morigayama, Kazuhisa	Mgmt	For	Against
	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.			
3.4	Appoint Statutory Auditor Ichikawa, Yasuyoshi	Mgmt	For	For

Daido Steel Co., Ltd.

Meeting Date: 06/27/2023 Country: Japan Ticker: 5471

Meeting Type: Annual

Primary ISIN: JP3491000000 Primary SEDOL: 6250627

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 130	Mgmt	For	For
2.1	Elect Director Ishiguro, Takeshi	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Shimizu, Tetsuya	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Nishimura, Tsukasa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Yamashita, Toshiaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Daido Steel Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Kajita, Akihito	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Iwata, Tatsushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kashima, Tadayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Hiramitsu, Noriyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Yamamoto, Ryoichi	Mgmt	For	For
2.10	Elect Director Jimbo, Mutsuko	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Kawabe, Nobuyasu	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For
5	Approve Trust-Type Equity Compensation 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.			

Daifuku Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 6383

Meeting Type: Annual

Primary ISIN: JP3497400006 | Primary SEDOL: 6250025

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Make Technical Changes	Mgmt	For	For
2.1	Elect Director Geshiro, Hiroshi	Mgmt	For	Against
	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.			
2.2	Elect Director Sato, Seiji	Mgmt	For	For
2.3	Elect Director Hayashi, Toshiaki	Mgmt	For	For
2.4	Elect Director Nobuta, Hiroshi	Mgmt	For	For

Daifuku Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Takubo, Hideaki	Mgmt	For	For
2.6	Elect Director Ozawa, Yoshiaki	Mgmt	For	For
2.7	Elect Director Sakai, Mineo	Mgmt	For	For
2.8	Elect Director Kato, Kaku	Mgmt	For	For
2.9	Elect Director Kaneko, Keiko	Mgmt	For	For
2.10	Elect Director Gideon Franklin	Mgmt	For	For
3	Appoint Statutory Auditor Wada, Nobuo	Mgmt	For	For

Dai-ichi Life Holdings, Inc.

Meeting Date: 06/26/2023 Country: Japan Ticker: 8750
Meeting Type: Annual
Primary ISIN: JP3476480003 Primary SEDOL: B601QS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 86	Mgmt	For	For
2.1	Elect Director Inagaki, Seiji	Mgmt	For	Against
	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.			
2.2	Elect Director Kikuta, Tetsuya	Mgmt	For	Against
	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.			
2.3	Elect Director Shoji, Hiroshi	Mgmt	For	For
2.4	Elect Director Sumino, Toshiaki	Mgmt	For	For
2.5	Elect Director Sogano, Hidehiko	Mgmt	For	For
2.6	Elect Director Yamaguchi, Hitoshi	Mgmt	For	For
2.7	Elect Director Maeda, Koichi	Mgmt	For	For
2.8	Elect Director Inoue, Yuriko	Mgmt	For	For
2.9	Elect Director Shingai, Yasushi	Mgmt	For	For
2.10	Elect Director Bruce Miller	Mgmt	For	For

Daiichi Sankyo Co., Ltd.

Meeting Date: 06/19/2023 Country: Japan Ticker: 4568
Meeting Type: Annual
Primary ISIN: JP3475350009 Primary SEDOL: B0J7D91

Daiichi Sankyo Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For
2.1	Elect Director Manabe, Sunao	Mgmt	For	Against
	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.			
2.2	Elect Director Okuzawa, Hiroyuki	Mgmt	For	Against
	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.			
2.3	Elect Director Hirashima, Shoji	Mgmt	For	For
2.4	Elect Director Otsuki, Masahiko	Mgmt	For	For
2.5	Elect Director Fukuoka, Takashi	Mgmt	For	For
2.6	Elect Director Kama, Kazuaki	Mgmt	For	For
2.7	Elect Director Nohara, Sawako	Mgmt	For	For
2.8	Elect Director Komatsu, Yasuhiro	Mgmt	For	For
2.9	Elect Director Nishii, Takaaki	Mgmt	For	For
3.1	Appoint Statutory Auditor Sato, Kenji	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Arai, Miyuki	Mgmt	For	Against
	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.			
4	Approve Trust-Type Equity Compensation 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.			

Daiichikosho Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 7458

Meeting Type: Annual

Primary ISIN: JP3475200006 | Primary SEDOL: 6253132

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 57	Mgmt	For	For
2.1	Elect Director Hoshi, Tadahiro	Mgmt	For	For
2.2	Elect Director Hoshi, Harutoshi	Mgmt	For	For
2.3	Elect Director Otsuka, Kenji	Mgmt	For	For

Daiichikosho Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Iijima, Takeshi	Mgmt	For	For
2.5	Elect Director Taruishi, Katsuya	Mgmt	For	For
2.6	Elect Director Kashizaki, Miki	Mgmt	For	For

DAIKIN INDUSTRIES Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 6367
Meeting Type: Annual
Primary ISIN: JP3481800005 Primary SEDOL: 6250724

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 140	Mgmt	For	For
2	Amend Articles to Amend Provisions on Number of Statutory Auditors	Mgmt	For	For
3.1	Elect Director Inoue, Noriyuki	Mgmt	For	Against
	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.			
3.2	Elect Director Togawa, Masanori	Mgmt	For	Against
	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.			
3.3	Elect Director Kawada, Tatsuo	Mgmt	For	For
3.4	Elect Director Makino, Akiji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Torii, Shingo	Mgmt	For	For
3.6	Elect Director Arai, Yuko	Mgmt	For	For
3.7	Elect Director Tayano, Ken	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.8	Elect Director Minaka, Masatsugu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.9	Elect Director Matsuzaki, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

DAIKIN INDUSTRIES Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.10	Elect Director Kanwal Jeet Jawa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
4.1	Appoint Statutory Auditor Kitamoto, Kaeko	Mgmt	For	For
4.2	Appoint Statutory Auditor Uematsu, Kosei	Mgmt	For	Against
	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.			
4.3	Appoint Statutory Auditor Tamori, Hisao	Mgmt	For	Against
	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.			
5	Appoint Alternate Statutory Auditor Ono, Ichiro	Mgmt	For	For

Daiseki Co., Ltd.

Meeting Date: 05/25/2023 Country: Japan Ticker: 9793
Meeting Type: Annual
Primary ISIN: JP3485600005 Primary SEDOL: 6263164

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2.1	Elect Director Yamamoto, Tetsuya	Mgmt	For	For
2.2	Elect Director Ito, Yasuo	Mgmt	For	For
2.3	Elect Director Amano, Koji	Mgmt	For	For
2.4	Elect Director Okada, Mitsuru	Mgmt	For	For

Daishi Hokuetsu Financial Group, Inc.

Meeting Date: 06/27/2023 Country: Japan Ticker: 7327
Meeting Type: Annual
Primary ISIN: JP3483850008 Primary SEDOL: BFYGQ44

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Namiki, Fujio	Mgmt	For	Against

Daishi Hokuetsu Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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. Top management is responsible for the companys unfavourable ROE performance.			
1.2	Elect Director Ueguri, Michiro	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
1.3	Elect Director Takahashi, Makoto	Mgmt	For	For
1.4	Elect Director Shibata, Ken	Mgmt	For	For
1.5	Elect Director Tanaka, Takayoshi	Mgmt	For	For
1.6	Elect Director Maki, Toshiyuki	Mgmt	For	For
1.7	Elect Director Ishizaka, Takashi	Mgmt	For	For
1.8	Elect Director Miyakoshi, Tadanori	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Konomura, Takayoshi	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Mori, Kunio	Mgmt	For	For

Daito Trust Construction Co. Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 1878

Meeting Type: Annual

Primary ISIN: JP3486800000 | Primary SEDOL: 6250508

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 259	Mgmt	For	For
2	Amend Articles to Adopt Board Structure with Audit Committee - Clarify Director Authority on Shareholder Meetings - Amend Provisions on Number of Directors - Clarify Director Authority on Board Meetings - Authorize Board to Determine Income Allocation	Mgmt	For	Against
	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.			
3.1	Elect Director Takeuchi, Kei	Mgmt	For	Against
	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.			
3.2	Elect Director Mori, Yoshihiro	Mgmt	For	For
3.3	Elect Director Tate, Masafumi	Mgmt	For	For
3.4	Elect Director Okamoto, Tsukasa	Mgmt	For	For
3.5	Elect Director Amano, Yutaka	Mgmt	For	For

Daito Trust Construction Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.6	Elect Director Tanaka, Yoshimasa	Mgmt	For	For
3.7	Elect Director Sasaki, Mami	Mgmt	For	For
3.8	Elect Director Iritani, Atsushi	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Kawai, Shuji	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Matsushita, Masa	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Shoda, Takashi	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Kobayashi, Kenji	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 Trust-Type Equity Compensation 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.			

Daiwa House Industry Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 1925

Meeting Type: Annual

Primary ISIN: JP3505000004 Primary SEDOL: 6251363

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For
2.1	Elect Director Yoshii, Keiichi	Mgmt	For	For
2.2	Elect Director Kosokabe, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Murata, Yoshiyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Shimonishi, Keisuke	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Otomo, Hirotsugu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Daiwa House Industry Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Dekura, Kazuhito	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Ariyoshi, Yoshinori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Nagase, Toshiya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Yabu, Yukiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Kuwano, Yukinori	Mgmt	For	For
2.11	Elect Director Seki, Miwa	Mgmt	For	For
2.12	Elect Director Yoshizawa, Kazuhiro	Mgmt	For	For
2.13	Elect Director Ito, Yujiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Appoint Statutory Auditor Maruyama, Takashi	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For

Daiwa Securities Group, Inc.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 8601

Meeting Type: Annual

Primary ISIN: JP3502200003 | Primary SEDOL: 6251448

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hibino, Takashi	Mgmt	For	For
1.2	Elect Director Nakata, Seiji	Mgmt	For	For
1.3	Elect Director Matsui, Toshihiro	Mgmt	For	For
1.4	Elect Director Tashiro, Keiko	Mgmt	For	For
1.5	Elect Director Ogino, Akihiko	Mgmt	For	For
1.6	Elect Director Hanaoka, Sachiko	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.7	Elect Director Kawashima, Hiromasa	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Daiwa Securities Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Takeuchi, Hirotaka	Mgmt	For	For
1.9	Elect Director Nishikawa, Ikuo	Mgmt	For	For
1.10	Elect Director Kawai, Eriko	Mgmt	For	For
1.11	Elect Director Nishikawa, Katsuyuki	Mgmt	For	For
1.12	Elect Director Iwamoto, Toshio	Mgmt	For	For
1.13	Elect Director Murakami, Yumiko	Mgmt	For	For
1.14	Elect Director Iki, Noriko	Mgmt	For	For

Danaher Corporation

Meeting Date: 05/09/2023 | Country: USA | Ticker: DHR

Meeting Type: Annual

Primary ISIN: US2358511028 | Primary SEDOL: 2250870

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rainer M. Blair	Mgmt	For	For
1b	Elect Director Feroz Dewan	Mgmt	For	For
1c	Elect Director Linda Filler	Mgmt	For	Against
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1d	Elect Director Teri List	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1e	Elect Director Walter G. Lohr, Jr.	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1f	Elect Director Jessica L. Mega	Mgmt	For	For
1g	Elect Director Mitchell P. Rales	Mgmt	For	For
1h	Elect Director Steven M. Rales	Mgmt	For	For
1i	Elect Director Pardis C. Sabeti	Mgmt	For	For
1j	Elect Director A. Shane Sanders	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			

Danaher Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1k	Elect Director John T. Schwieters	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. 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.			
1l	Elect Director Alan G. Spoon	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1m	Elect Director Raymond C. Stevens	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1n	Elect Director Elias A. Zerhouni	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For
	Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.			

Darling Ingredients Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: DAR

Meeting Type: Annual

Primary ISIN: US2372661015 | Primary SEDOL: 2250289

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Randall C. Stuewe	Mgmt	For	For
1b	Elect Director Charles Adair	Mgmt	For	For
1c	Elect Director Beth Albright	Mgmt	For	For
1d	Elect Director Larry A. Barden	Mgmt	For	For

Darling Ingredients Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Celeste A. Clark	Mgmt	For	For
1f	Elect Director Linda Goodspeed	Mgmt	For	For
1g	Elect Director Enderson Guimaraes	Mgmt	For	For
1h	Elect Director Gary W. Mize	Mgmt	For	For
1i	Elect Director Michael E. Rescoe	Mgmt	For	For
1j	Elect Director Kurt Stoffel	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Dassault Aviation SA

Meeting Date: 05/16/2023 | Country: France | Ticker: AM

Meeting Type: Annual/Special

Primary ISIN: FR0014004L86 | Primary SEDOL: BMT9L19

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.00 per Share	Mgmt	For	For
4	Approve Compensation of Directors	Mgmt	For	For
5	Approve Compensation of Eric Trappier, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 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.			

Dassault Aviation SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Compensation of Loik Segalen, Vice-CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7	Approve Remuneration Policy of Directors	Mgmt	For	For
8	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Any increase in the size of awards under the short-term/long-term incentive scheme(s) should be accompanied by a corresponding increase in performance expectations. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante 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. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
9	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Any increase in the size of awards under the short-term/long-term incentive scheme(s) should be accompanied by a corresponding increase in performance expectations. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante 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. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
10	Reelect Lucia Sinapi-Thomas as Director	Mgmt	For	For
11	Reelect Charles Edelstenne as Director	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
12	Reelect Thierry Dassault as Director	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
13	Reelect Eric Trappier as Director	Mgmt	For	Against
	*Voter Rationale: * A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 10). * Votes AGAINST the reelections of these non-independent nominees are warranted given the lack of independence at the board level (25.0 percent vs 33.3 percent recommended) (Items 11, 12 and 13). * As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Eric Trappier (Item 13) is warranted. In addition, the company failed to provide the auditors' special report on related-party transactions.*			
14	Approve Transaction with GIMD Re: Land Acquisition	Mgmt	For	For

Dassault Aviation SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
	Extraordinary Business	Mgmt		
16	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
	Ordinary Business	Mgmt		
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Dassault Systemes SA

Meeting Date: 05/24/2023 | Country: France | Ticker: DSY

Meeting Type: Annual/Special

Primary ISIN: FR0014003TT8 | Primary SEDOL: BM8H5Y5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 0.21 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Renew Appointment of PricewaterhouseCoopers Audit as Auditor	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
6	Approve Remuneration Policy of Corporate Officers	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The termination payments could result in rewarding for failure. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
7	Approve Compensation of Charles Edelstenne, Chairman of the Board Until January 8, 2023	Mgmt	For	For

Dassault Systemes SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Compensation of Bernard Charles, Vice-Chairman of the Board and CEO Until January 8, 2023	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
9	Approve Compensation Report of Corporate Officers	Mgmt	For	Against
	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.			
10	Reelect Catherine Dassault as Director	Mgmt	For	For
11	Elect Genevieve Berger as Director	Mgmt	For	For
12	Authorize Repurchase of Up to 25 Million Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
13	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 12 Million	Mgmt	For	For
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 12 Million	Mgmt	For	For
16	Approve Issuance of Equity or Equity-Linked Securities for Private Placements up to Aggregate Nominal Amount of EUR 12 Million	Mgmt	For	For
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 14-16	Mgmt	For	For
18	Authorize Capitalization of Reserves of Up to EUR 12 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
19	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
20	Authorize up to 1.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			

Dassault Systemes SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorize up to 3 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For
24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Datadog, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: DDOG

Meeting Type: Annual

Primary ISIN: US23804L1035 | Primary SEDOL: BKT9Y49

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Olivier Pomel	Mgmt	For	For
	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			
1b	Elect Director Dev Ittycheria	Mgmt	For	Withhold
	Voter Rationale: 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, supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.			
1c	Elect Director Shardul Shah	Mgmt	For	Withhold
	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, supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Dave & Buster's Entertainment, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: PLAY
Meeting Type: Annual
Primary ISIN: US2383371091 | Primary SEDOL: B8SW166

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James P. Chambers	Mgmt	For	For
1.2	Elect Director Hamish A. Dodds	Mgmt	For	For
1.3	Elect Director Michael J. Griffith	Mgmt	For	For
1.4	Elect Director Gail Mandel	Mgmt	For	For
1.5	Elect Director Chris Morris	Mgmt	For	For
1.6	Elect Director Atish Shah	Mgmt	For	For
1.7	Elect Director Kevin M. Sheehan	Mgmt	For	For
1.8	Elect Director Jennifer Storms	Mgmt	For	Abstain
	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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.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.			

DaVita Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: DVA
Meeting Type: Annual
Primary ISIN: US23918K1088 | Primary SEDOL: 2898087

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pamela M. Arway	Mgmt	For	For
1b	Elect Director Charles G. Berg	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1c	Elect Director Barbara J. Desoer	Mgmt	For	For
1d	Elect Director Jason M. Hollar	Mgmt	For	For
1e	Elect Director Gregory J. Moore	Mgmt	For	For
1f	Elect Director John M. Nehra	Mgmt	For	For
1g	Elect Director Javier J. Rodriguez	Mgmt	For	For

DaVita Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Adam H. Schechter	Mgmt	For	For
1i	Elect Director Phyllis R. Yale	Mgmt	For	For
2	Ratify KPMG 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.			
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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For

Definity Financial Corporation

Meeting Date: 05/19/2023 Country: Canada Ticker: DFY

Meeting Type: Annual

Primary ISIN: CA24477T1003 Primary SEDOL: BMY2ZT9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
2.1	Elect Director John Bowey	Mgmt	For	For
2.2	Elect Director Elizabeth DelBianco	Mgmt	For	For
2.3	Elect Director Daniel Fortin	Mgmt	For	For
2.4	Elect Director Barbara Fraser	Mgmt	For	For
2.5	Elect Director Dick Freeborough	Mgmt	For	For
2.6	Elect Director Sabrina Geremia	Mgmt	For	For
2.7	Elect Director Micheal Kelly	Mgmt	For	For
	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.			
2.8	Elect Director Robert McFarlane	Mgmt	For	For
2.9	Elect Director Adrian Mitchell	Mgmt	For	For
2.10	Elect Director Susan Monteith	Mgmt	For	For
2.11	Elect Director Rowan Saunders	Mgmt	For	For
2.12	Elect Director Edouard Schmid	Mgmt	For	For
2.13	Elect Director Michael Stramaglia	Mgmt	For	For

Definity Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Deluxe Corporation

Meeting Date: 04/26/2023 | Country: USA | Ticker: DLX

Meeting Type: Annual

Primary ISIN: US2480191012 | Primary SEDOL: 2260363

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William C. Cobb	Mgmt	For	For
1.2	Elect Director Paul R. Garcia	Mgmt	For	For
1.3	Elect Director Cheryl E. Mayberry McKissack	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1.4	Elect Director Barry C. McCarthy	Mgmt	For	For
1.5	Elect Director Don J. McGrath	Mgmt	For	Withhold
	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.			
1.6	Elect Director Thomas J. Reddin	Mgmt	For	For
1.7	Elect Director Martyn R. Redgrave	Mgmt	For	For
1.8	Elect Director John L. Stauch	Mgmt	For	For
1.9	Elect Director Telisa L. Yancy	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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.			

Deluxe Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Ratify PricewaterhouseCoopers 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.			

DeNA Co., Ltd.

Meeting Date: 06/25/2023 | Country: Japan | Ticker: 2432
Meeting Type: Annual
Primary ISIN: JP3548610009 | Primary SEDOL: B05L364

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Namba, Tomoko	Mgmt	For	For
2.2	Elect Director Okamura, Shingo	Mgmt	For	For
2.3	Elect Director Oi, Jun	Mgmt	For	For
2.4	Elect Director Watanabe, Keigo	Mgmt	For	For
2.5	Elect Director Asami, Hiroyasu	Mgmt	For	For
2.6	Elect Director Miyagi, Haruo	Mgmt	For	For
2.7	Elect Director Kuno, Sachiko	Mgmt	For	For
3.1	Appoint Statutory Auditor Inaba, Nobuko	Mgmt	For	For
3.2	Appoint Statutory Auditor Sato, Atsuko	Mgmt	For	For

Denali Therapeutics Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: DNLI
Meeting Type: Annual
Primary ISIN: US24823R1059 | Primary SEDOL: BD2B4V0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jennifer Cook	Mgmt	For	Withhold
	Voter Rationale: 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.			

Denali Therapeutics Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director David Schenkein	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Ryan J. Watts	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
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Denison Mines Corp.

Meeting Date: 05/15/2023 | Country: Canada | Ticker: DML
Meeting Type: Annual
Primary ISIN: CA2483561072 | Primary SEDOL: 2003223

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Byeong Min An	Mgmt	For	For
1.2	Elect Director David D. Cates	Mgmt	For	For
1.3	Elect Director Brian D. Edgar	Mgmt	For	Withhold
	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. 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.			
1.4	Elect Director Ron F. Hochstein	Mgmt	For	Withhold
	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 nominee is a former executive and considered to be non-independent.			
1.5	Elect Director David Neuburger	Mgmt	For	For
1.6	Elect Director Laurie Sterritt	Mgmt	For	For
1.7	Elect Director Jennifer Traub	Mgmt	For	For
1.8	Elect Director Patricia M. Volker	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Denison Mines Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			

DENSO Corp.

Meeting Date: 06/20/2023 Country: Japan Ticker: 6902

Meeting Type: Annual

Primary ISIN: JP3551500006 Primary SEDOL: 6640381

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Arima, Koji	Mgmt	For	Against
	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.			
1.2	Elect Director Hayashi, Shinnosuke	Mgmt	For	Against
	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.			
1.3	Elect Director Matsui, Yasushi	Mgmt	For	For
1.4	Elect Director Ito, Kenichiro	Mgmt	For	For
1.5	Elect Director Toyoda, Akio	Mgmt	For	For
1.6	Elect Director Kushida, Shigeki	Mgmt	For	For
1.7	Elect Director Mitsuya, Yuko	Mgmt	For	For
1.8	Elect Director Joseph P. Schmelzeis, Jr	Mgmt	For	For
2.1	Appoint Statutory Auditor Kuwamura, Shingo	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Goto, Yasuko	Mgmt	For	For
2.3	Appoint Statutory Auditor Kitamura, Haruo	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Kitagawa, Hiromi	Mgmt	For	For

DENTSPLY SIRONA Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: XRAY

Meeting Type: Annual

Primary ISIN: US24906P1093 Primary SEDOL: BYNPPC6

DENTSPLY SIRONA Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Eric K. Brandt	Mgmt	For	For
1b	Elect Director Simon D. Campion	Mgmt	For	For
1c	Elect Director Willie A. Deese	Mgmt	For	For
1d	Elect Director Betsy D. Holden	Mgmt	For	For
1e	Elect Director Clyde R. Hosein	Mgmt	For	For
1f	Elect Director Harry M. Jansen Kraemer, Jr.	Mgmt	For	For
1g	Elect Director Gregory T. Lucier	Mgmt	For	For
1h	Elect Director Jonathan J. Mazelsky	Mgmt	For	For
1i	Elect Director Leslie F. Varon	Mgmt	For	For
1j	Elect Director Janet S. Vergis	Mgmt	For	For
1k	Elect Director Dorothea Wenzel	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Descente Ltd.

Meeting Date: 06/15/2023 | Country: Japan | Ticker: 8114

Meeting Type: Annual

Primary ISIN: JP3548800006 | Primary SEDOL: 6265438

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For

Descente Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Koseki, Shuichi	Mgmt	For	For
2.2	Elect Director Morofuji, Masahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Shimizu, Motonari	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Shimada, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Azuma, Tomonori	Mgmt	For	For
2.6	Elect Director Sato, Seiji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kasahara, Yasuyo	Mgmt	For	For
3	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.			

Desktop Metal, Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: DM

Meeting Type: Annual

Primary ISIN: US25058X1054 Primary SEDOL: BMGS8C9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Ric Fulop	Mgmt	For	For
	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.			
1B	Elect Director Scott Dussault	Mgmt	For	Against
	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 classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. 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. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Desktop Metal, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Deutsche Post AG

Meeting Date: 05/04/2023 | Country: Germany | Ticker: DPW

Meeting Type: Annual

Primary ISIN: DE0005552004 | Primary SEDOL: 4617859

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 1.85 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For
5.1	Elect Katrin Suder to the Supervisory Board	Mgmt	For	For
5.2	Reelect Mario Daberkow to the Supervisory Board	Mgmt	For	For
6	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For
7	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For
8	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: 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. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
9.1	Amend Article Re: Location of Annual Meeting	Mgmt	For	For
9.2	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
9.3	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For

Deutsche Telekom AG

Meeting Date: 04/05/2023 | Country: Germany | Ticker: DTE
Meeting Type: Annual
Primary ISIN: DE0005557508 | Primary SEDOL: 5842359

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

Devon Energy Corporation

Meeting Date: 06/07/2023 | Country: USA | Ticker: DVN
Meeting Type: Annual
Primary ISIN: US25179M1036 | Primary SEDOL: 2480677

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Barbara M. Baumann	Mgmt	For	For
1.2	Elect Director John E. Bethancourt	Mgmt	For	For
1.3	Elect Director Ann G. Fox	Mgmt	For	For
1.4	Elect Director Gennifer F. Kelly	Mgmt	For	For
1.5	Elect Director Kelt Kindick	Mgmt	For	Withhold

Voter Rationale: We expect CA100+ companies to, among other criteria, establish a net-zero GHG emissions reduction ambition that includes material scope 3 emissions. Company fails to include Scope 3 emissions in any GHG emissions reduction targets.

Devon Energy Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director John Krenicki, Jr.	Mgmt	For	For
1.7	Elect Director Karl F. Kurz	Mgmt	For	For
1.8	Elect Director Michael N. Mears	Mgmt	For	For
1.9	Elect Director Robert A. Mosbacher, Jr.	Mgmt	For	For
1.10	Elect Director Richard E. Muncrief	Mgmt	For	For
1.11	Elect Director Valerie M. Williams	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For
6	Amend Certificate of Incorporation to Adopt Limitations on the Liability of Officers	Mgmt	For	For
7	Amend Right to Call Special Meeting	SH	Against	For
	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.			

DexCom, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: DXCM

Meeting Type: Annual

Primary ISIN: US2521311074 | Primary SEDOL: B0796X4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven R. Altman	Mgmt	For	For
	Voter Rationale: 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.			
1.2	Elect Director Richard A. Collins	Mgmt	For	For
1.3	Elect Director Karen Dahut	Mgmt	For	For
	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.			

DexCom, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Mark G. Foletta	Mgmt	For	For
1.5	Elect Director Barbara E. Kahn	Mgmt	For	For
	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.			
1.6	Elect Director Kyle Malady	Mgmt	For	For
1.7	Elect Director Eric J. Topol	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Median Gender/Racial Pay Gap	SH	Against	For
	Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.			

Dexerials Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 4980

Meeting Type: Annual

Primary ISIN: JP3548770001 | Primary SEDOL: BYP97J7

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 Shinya, Yoshihisa	Mgmt	For	For
2.2	Elect Director Satake, Toshiya	Mgmt	For	For
2.3	Elect Director Yokokura, Takashi	Mgmt	For	For
2.4	Elect Director Taguchi, Satoshi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Sato, Rika	Mgmt	For	For

Dexerials Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director and Audit Committee Member Taniguchi, Masato	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.3	Elect Director and Audit Committee Member Kagaya, Tetsuyuki	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member John C. Roebuck	Mgmt	For	For

Diamondback Energy, Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: FANG

Meeting Type: Annual

Primary ISIN: US25278X1090 Primary SEDOL: B7Y8YR3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Travis D. Stice	Mgmt	For	For
	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.			
1.2	Elect Director Vincent K. Brooks	Mgmt	For	For
1.3	Elect Director David L. Houston	Mgmt	For	For
	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.			
1.4	Elect Director Rebecca A. Klein	Mgmt	For	For
1.5	Elect Director Stephanie K. Mains	Mgmt	For	For
	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.			
1.6	Elect Director Mark L. Plaumann	Mgmt	For	For
	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.			
1.7	Elect Director Melanie M. Trent	Mgmt	For	Against
	Voter Rationale: We expect TPI O&G companies to, among other criteria, establish a Scope 3 GHG emissions reduction ambition. Company fails to establish such target(s) (and fails to disclose Scope 3 emissions).			
1.8	Elect Director Frank D. Tsuru	Mgmt	For	For
1.9	Elect Director Steven E. West	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Diamondback Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Eliminate Supermajority Vote Requirement for Amendments of the Charter and Removal of Directors	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.			
4	Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold	Mgmt	For	For
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
6	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			

DiamondRock Hospitality Company

Meeting Date: 05/02/2023 | Country: USA | Ticker: DRH

Meeting Type: Annual

Primary ISIN: US2527843013 | Primary SEDOL: B090B96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William W. McCarten	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Mark W. Brugger	Mgmt	For	For
1c	Elect Director Timothy R. Chi	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1d	Elect Director Michael A. Hartmeier	Mgmt	For	For
1e	Elect Director Kathleen A. Merrill	Mgmt	For	For
1f	Elect Director William J. Shaw	Mgmt	For	For
1g	Elect Director Bruce D. Wardinski	Mgmt	For	For
1h	Elect Director Tabassum S. Zalotrawala	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

DiamondRock Hospitality Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

DICE Therapeutics, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: DICE
Meeting Type: Annual
Primary ISIN: US23345J1043 | Primary SEDOL: BNRPLC7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jim Scopa	Mgmt	For	Withhold
	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 classified board structure and the supermajority vote requirement, which adversely impacts shareholder rights.			
1.2	Elect Director Jake Simson	Mgmt	For	Withhold
	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 classified board structure and the supermajority vote requirement, which adversely impacts shareholder rights.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For

Dicker Data Ltd.

Meeting Date: 05/31/2023 | Country: Australia | Ticker: DDR
Meeting Type: Annual
Primary ISIN: AU000000DDR5 | Primary SEDOL: B3YPKQ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
3	Elect Mary Stojcevski as Director	Mgmt	For	For
4	Elect Fiona Brown as Director	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
5	Approve Non-Executive Directors Remuneration	Mgmt	For	For

Dicker Data Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Appoint Ernst & Young as Auditor of the Company	Mgmt	For	For

Dick's Sporting Goods, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: DKS

Meeting Type: Annual

Primary ISIN: US2533931026 | Primary SEDOL: 2969637

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark J. Barrenechea	Mgmt	For	For
1b	Elect Director Emanuel Chirico	Mgmt	For	Withhold
	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.			
1c	Elect Director William J. Colombo	Mgmt	For	Withhold
	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. 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. The nominee is a former executive and considered to be non-independent.			
1d	Elect Director Anne Fink	Mgmt	For	For
1e	Elect Director Larry Fitzgerald, Jr.	Mgmt	For	For
1f	Elect Director Lauren R. Hobart	Mgmt	For	For
1g	Elect Director Sandeep Mathrani	Mgmt	For	For
1h	Elect Director Desiree Ralls-Morrison	Mgmt	For	For
1i	Elect Director Lawrence J. Schorr	Mgmt	For	Withhold
	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. 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.			
1j	Elect Director Edward W. Stack	Mgmt	For	Withhold
	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			
1k	Elect Director Larry D. Stone	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 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.			

Dick's Sporting Goods, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against
	Voter Rationale: This amendment is not in the best interest of Shareholders.			

D'Ieteren Group

Meeting Date: 05/25/2023 | Country: Belgium | Ticker: DIE

Meeting Type: Annual/Special

Primary ISIN: BE0974259880 | Primary SEDOL: 4247494

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual/Special Meeting Agenda	Mgmt		
	Annual Meeting Agenda	Mgmt		
1	Receive Directors' and Auditors' Reports (Non-Voting)	Mgmt		
2	Approve Financial Statements, Allocation of Income, and Dividends of EUR 3.00 per Share	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: insufficient levels of disclosure and lack of response to shareholder dissent			
4.1	Approve Discharge of Directors	Mgmt	For	For
4.2	Approve Discharge of Auditors	Mgmt	For	For
5.1	Elect Allegra Patrizi Unipersonnelle, Represented by Allegra Patrizi, as Independent Director	Mgmt	For	For
5.2	Elect LSIM SA, Represented by Wolfgang de Limburg Stirum, as Independent Director	Mgmt	For	For
5.3	Elect Diligencia Consult SRL, Represented by Diane Govaerts, as Independent Director	Mgmt	For	For
5.4	Reelect Michele Sioen as Director	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.5	Reelect Olivier Perier as Director	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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.			
5.6	Approve Co-optation of HECHO SRL, Represented by Hugo De Stoop, as Independent Director	Mgmt	For	For
6	Ratify KPMG, Permanently Represented by Axel Jorion, as Auditor	Mgmt	For	For
	Extraordinary Meeting Agenda	Mgmt		
1.a	Authorize Board to Issue Shares in the Event of a Public Tender Offer or Share Exchange Offer	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
1.b	Authorize Board to Repurchase Shares in the Event of a Serious and Imminent Harm and Under Normal Conditions	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
2.a	Authorize Repurchase of Up to 15 Percent of Issued Share Capital	Mgmt	For	Against
	Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.			
2.b	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.			
2.c	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.			
3	Approve Cancellation of Repurchased Shares	Mgmt	For	For
4	Authorize Coordination of Articles of Association	Mgmt	For	For
5	Authorize Implementation of Approved Resolutions	Mgmt	For	For

Digital Arts Inc.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 2326
Meeting Type: Annual
Primary ISIN: JP3549020000 | Primary SEDOL: 6543587

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Dogu, Toshio	Mgmt	For	For
2.2	Elect Director Matsumoto, Takuya	Mgmt	For	For
3	Elect Director and Audit Committee Member Kuwayama, Chise	Mgmt	For	For

Digital Core REIT

Meeting Date: 04/20/2023 | Country: Singapore | Ticker: DCRU
Meeting Type: Annual
Primary ISIN: SGXC50067435 | Primary SEDOL: BNYGMH5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, the Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize the Manager to Fix the Auditors' Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4	Authorize Unit Repurchase Program	Mgmt	For	For

Digital Garage, Inc.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 4819
Meeting Type: Annual
Primary ISIN: JP3549070005 | Primary SEDOL: 6309422

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 37	Mgmt	For	For

Digital Garage, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Hayashi, Kaoru	Mgmt	For	For
2.2	Elect Director Odori, Keizo	Mgmt	For	For
2.3	Elect Director Okuma, Masahito	Mgmt	For	For
2.4	Elect Director Ito, Joichi	Mgmt	For	For
2.5	Elect Director Shino, Hiroshi	Mgmt	For	For
2.6	Elect Director Tanaka, Masashi	Mgmt	For	For
2.7	Elect Director Sakai, Makoto	Mgmt	For	For
2.8	Elect Director Omura, Emi	Mgmt	For	For
2.9	Elect Director Ozaki, Hiromi	Mgmt	For	For

Digital Realty Trust, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: DLR

Meeting Type: Annual

Primary ISIN: US2538681030 | Primary SEDOL: B03GQS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alexis Black Bjorlin	Mgmt	For	For
1b	Elect Director VeraLinn 'Dash' Jamieson	Mgmt	For	For
1c	Elect Director Kevin J. Kennedy	Mgmt	For	For
1d	Elect Director William G. LaPerch	Mgmt	For	For
1e	Elect Director Jean F.H.P. Mandeville	Mgmt	For	For
1f	Elect Director Afshin Mohebbi	Mgmt	For	For
1g	Elect Director Mark R. Patterson	Mgmt	For	For
1h	Elect Director Mary Hogan Preusse	Mgmt	For	For
1i	Elect Director Andrew P. Power	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

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.

Digital Realty Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Risks Associated with Use of Concealment Clauses	SH	Against	For
	Voter Rationale: On balance, such a report would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address related material risks and opportunities.			
6	Report on Whether Company Policies Reinforce Racism in Company Culture	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks and opportunities.			

DigitalBridge Group, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: DBRG

Meeting Type: Annual

Primary ISIN: US25401T6038 | Primary SEDOL: BPW6ZP0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James Keith Brown	Mgmt	For	For
1.2	Elect Director Nancy A. Curtin	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.3	Elect Director Jeannie H. Diefenderfer	Mgmt	For	For
1.4	Elect Director Jon A. Fosheim	Mgmt	For	For
1.5	Elect Director Marc C. Ganzi	Mgmt	For	For
1.6	Elect Director Gregory J. McCray	Mgmt	For	For
1.7	Elect Director Shaka Rasheed	Mgmt	For	For
1.8	Elect Director Dale Anne Reiss	Mgmt	For	For
1.9	Elect Director David M. Tolley	Mgmt	For	For

DigitalBridge Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Reduce Authorized Common Stock	Mgmt	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

DigitalOcean Holdings, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: DOCN

Meeting Type: Annual

Primary ISIN: US25402D1028 | Primary SEDOL: BNC23Q1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Warren Adelman	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.2	Elect Director Pueo Keffer	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.3	Elect Director Hilary Schneider	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Dillard's, Inc.

Meeting Date: 05/20/2023 | Country: USA | Ticker: DDS
Meeting Type: Annual
Primary ISIN: US2540671011 | Primary SEDOL: 2269768

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James I. Freeman	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Rob C. Holmes	Mgmt	For	For
1c	Elect Director Reynie Rutledge	Mgmt	For	For
1d	Elect Director J.C. Watts, Jr.	Mgmt	For	For
1e	Elect Director Nick White	Mgmt	For	Against
	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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Dime Community Bancshares, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: DCOM
Meeting Type: Annual
Primary ISIN: US25432X1028 | Primary SEDOL: BMFZ702

Dime Community Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth J. Mahon	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent. The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1.2	Elect Director Dennis A. Suskind	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Paul M. Aguggia	Mgmt	For	For
1.4	Elect Director Rosemarie Chen	Mgmt	For	For
1.5	Elect Director Michael P. Devine	Mgmt	For	For
	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.			
1.6	Elect Director Marcia Z. Hefter	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.7	Elect Director Matthew A. Lindenbaum	Mgmt	For	For
1.8	Elect Director Albert E. McCoy, Jr.	Mgmt	For	For
1.9	Elect Director Raymond A. Nielsen	Mgmt	For	For
1.10	Elect Director Kevin M. O'Connor	Mgmt	For	For
1.11	Elect Director Joseph J. Perry	Mgmt	For	For
1.12	Elect Director Kevin Stein	Mgmt	For	For
2	Ratify Crowe LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Dine Brands Global, Inc.

Meeting Date: 05/11/2023	Country: USA	Ticker: DIN	
	Meeting Type: Annual		
		Primary ISIN: US2544231069	Primary SEDOL: 2456957

Dine Brands Global, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Howard M. Berk	Mgmt	For	For
1.2	Elect Director Susan M. Collyns	Mgmt	For	For
1.3	Elect Director Richard J. Dahl	Mgmt	For	For
1.4	Elect Director Michael C. Hyter	Mgmt	For	For
1.5	Elect Director Caroline W. Nahas	Mgmt	For	Against
	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			
1.6	Elect Director Douglas M. Pasquale	Mgmt	For	For
1.7	Elect Director John W. Peyton	Mgmt	For	For
1.8	Elect Director Martha C. Poulter	Mgmt	For	For
1.9	Elect Director Arthur F. Starrs	Mgmt	For	For
1.10	Elect Director Lilian C. Tomovich	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentives should not be delivered via cash or other non-equity vehicles.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Eliminate 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.			
6	Amend Certificate of Incorporation to Provide for Exculpation of Officers	Mgmt	For	For
7	Approve Request on Cage Free Egg Progress Disclosure	SH	Against	Against
	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.			

Diodes Incorporated

Meeting Date: 05/23/2023 | Country: USA | Ticker: DIOD

Meeting Type: Annual

Primary ISIN: US2545431015 | Primary SEDOL: 2270500

Diodes Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth (Beth) Bull	Mgmt	For	For
1.2	Elect Director Angie Chen Button	Mgmt	For	For
1.3	Elect Director Warren Chen	Mgmt	For	For
1.4	Elect Director Michael R. Giordano	Mgmt	For	For
1.5	Elect Director Keh-Shew Lu	Mgmt	For	For
1.6	Elect Director Peter M. Menard	Mgmt	For	For
1.7	Elect Director Christina Wen-Chi Sung	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Moss Adams 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.			

dip Corp.

Meeting Date: 05/24/2023 Country: Japan Ticker: 2379

Meeting Type: Annual

Primary ISIN: JP3548640006 Primary SEDOL: 6714071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Amend Provisions on Director Titles	Mgmt	For	For
2.1	Elect Director Tomita, Hideki	Mgmt	For	For
2.2	Elect Director Shidachi, Masatsugu	Mgmt	For	For
2.3	Elect Director Mabuchi, Kuniyoshi	Mgmt	For	For
2.4	Elect Director Takeuchi, Kanae	Mgmt	For	For
2.5	Elect Director Shimada, Yuka	Mgmt	For	For

dip Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director and Audit Committee Member Otomo, Tsuneyo	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Tanabe, Eriko	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Imazu, Yukiko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Maruyama, Misae	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Wakabayashi, Rie	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 Trust-Type Equity Compensation Plan	Mgmt	For	For
8	Approve Restricted Stock Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			

Direct Line Insurance Group Plc

Meeting Date: 05/09/2023 Country: United Kingdom Ticker: DLG

Meeting Type: Annual

Primary ISIN: GB00BY9D0Y18 Primary SEDOL: BY9D0Y1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.			
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Elect Mark Lewis as Director	Mgmt	For	For
5	Re-elect Tracy Corrigan as Director	Mgmt	For	For
6	Re-elect Danuta Gray as Director	Mgmt	For	For
	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.			
7	Re-elect Mark Gregory as Director	Mgmt	For	For

Direct Line Insurance Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Re-elect Sebastian James as Director	Mgmt	For	For
9	Re-elect Adrian Joseph as Director	Mgmt	For	For
10	Re-elect Neil Manser as Director	Mgmt	For	For
11	Re-elect Fiona McBain as Director	Mgmt	For	For
12	Re-elect Gregor Stewart as Director	Mgmt	For	For
13	Re-elect Richard Ward as Director	Mgmt	For	For
14	Reappoint Deloitte 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	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
22	Authorise Issue of Equity in Relation to an Issue of RT1 Instruments	Mgmt	For	Abstain
	Voter Rationale: ABSTAIN given concerns with dilution to non-participating shareholders.			
23	Authorise Issue of Equity without Pre-emptive Rights in Relation to an Issue of RT1 Instruments	Mgmt	For	Abstain
	Voter Rationale: ABSTAIN given concerns with dilution to non-participating shareholders.			

DISCO Corp.

Meeting Date: 06/29/2023 Country: Japan Ticker: 6146

Meeting Type: Annual

Primary ISIN: JP3548600000 Primary SEDOL: 6270948

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 634	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Sekiya, Kazuma	Mgmt	For	For
3.2	Elect Director Yoshinaga, Noboru	Mgmt	For	For

DISCO Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Director Tamura, Takao	Mgmt	For	For
3.4	Elect Director Inasaki, Ichiro	Mgmt	For	For
3.5	Elect Director Tamura, Shinichi	Mgmt	For	For
3.6	Elect Director Mimata, Tsutomu	Mgmt	For	For
3.7	Elect Director Yamaguchi, Yusei	Mgmt	For	For
3.8	Elect Director Tokimaru, Kazuyoshi	Mgmt	For	For
3.9	Elect Director Oki, Noriko	Mgmt	For	For
3.10	Elect Director Matsuo, Akiko	Mgmt	For	For

Discover Financial Services

Meeting Date: 05/11/2023 Country: USA Ticker: DFS

Meeting Type: Annual

Primary ISIN: US2547091080 Primary SEDOL: B1YLC43

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey S. Aronin	Mgmt	For	For
1.2	Elect Director Mary K. Bush	Mgmt	For	Against
	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.			
1.3	Elect Director Gregory C. Case	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.			
1.4	Elect Director Candace H. Duncan	Mgmt	For	For
1.5	Elect Director Joseph F. Eazor	Mgmt	For	For
1.6	Elect Director Roger C. Hochschild	Mgmt	For	For
1.7	Elect Director Thomas G. Maheras	Mgmt	For	For
1.8	Elect Director John B. Owen	Mgmt	For	For
1.9	Elect Director David L. Rawlinson, II	Mgmt	For	For
1.10	Elect Director Beverley A. Sibblies	Mgmt	For	For
1.11	Elect Director Mark A. Thierer	Mgmt	For	For
1.12	Elect Director Jennifer L. Wong	Mgmt	For	For

Discover Financial Services

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve 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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

DISH Network Corporation

Meeting Date: 04/28/2023 | Country: USA | Ticker: DISH

Meeting Type: Annual

Primary ISIN: US25470M1099 | Primary SEDOL: 2303581

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kathleen Q. Abernathy	Mgmt	For	Withhold
	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. 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. 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.			
1.2	Elect Director George R. Brokaw	Mgmt	For	Withhold
	Voter Rationale: The nominee serves as Chair of the Compensation Committee and the company has repriced options without shareholder approval in the year under review. This should be put to shareholder vote. 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.			

DISH Network Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Stephen J. Bye	Mgmt	For	For
1.4	Elect Director W. Erik Carlson	Mgmt	For	For
1.5	Elect Director James DeFranco	Mgmt	For	For
1.6	Elect Director Cantey M. Ergen	Mgmt	For	Withhold
	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 The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.7	Elect Director Charles W. Ergen	Mgmt	For	Withhold
	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 Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
1.8	Elect Director Tom A. Ortolf	Mgmt	For	Withhold
	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. 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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
1.9	Elect Director Joseph T. Proietti	Mgmt	For	For
2	Ratify KPMG 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.			
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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 company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

DMC Global Inc.

Meeting Date: 05/10/2023 Country: USA Ticker: BOOM

Meeting Type: Annual

Primary ISIN: US23291C1036 Primary SEDOL: BYN8NH6

DMC Global Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David C. Aldous	Mgmt	For	For
1.2	Elect Director Richard P. Graff	Mgmt	For	For
1.3	Elect Director Robert A. Cohen	Mgmt	For	For
1.4	Elect Director Ruth I. Dreessen	Mgmt	For	For
1.5	Elect Director Michael A. Kelly	Mgmt	For	For
1.6	Elect Director Clifton Peter Rose	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Certificate of Incorporation to Allow Exculpation of Officers	Mgmt	For	For
5	Ratify Ernst & Young 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.			

DNB Bank ASA

Meeting Date: 04/25/2023 Country: Norway Ticker: DNB

Meeting Type: Annual

Primary ISIN: NO0010161896 Primary SEDOL: BNG7113

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting; Elect Chairman of Meeting	Mgmt	For	Do Not Vote
2	Approve Notice of Meeting and Agenda	Mgmt	For	Do Not Vote

DNB Bank ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	Do Not Vote
4	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of NOK 12.50 Per Share	Mgmt	For	Do Not Vote
5	Approve NOK 96.9 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	Do Not Vote
6.a	Authorize Share Repurchase Program and Cancellation of Repurchased Shares	Mgmt	For	Do Not Vote
6.b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Do Not Vote
7	Authorize Board to Raise Debt Capital	Mgmt	For	Do Not Vote
8	Amend Articles Re: Raising of Debt Capital	Mgmt	For	Do Not Vote
9	Amend Articles Re: Participation at the General Meeting	Mgmt	For	Do Not Vote
10	Approve Remuneration Statement (Advisory)	Mgmt	For	Do Not Vote
11	Approve Company's Corporate Governance Statement	Mgmt	For	Do Not Vote
12	Reelect Gro Bakstad and Jens Petter Olsen (Vice Chair) as Directors; Elect Christine Bosse and Petter-Borre Furberg as New Directors	Mgmt	For	Do Not Vote
13	Approve Remuneration of Directors in the Amount of NOK 1 Million for Chairman, NOK 473,000 for Vice Chairman and NOK 428,000 for Other Directors; Approve Remuneration for Nominating Committee	Mgmt	For	Do Not Vote
14	Approve Remuneration of Auditors	Mgmt	For	Do Not Vote

DocGo, Inc.

Meeting Date: 06/20/2023 | Country: USA | Ticker: DCGO

Meeting Type: Annual

Primary ISIN: US2560861096 | Primary SEDOL: BKP4P23

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Vina Leite	Mgmt	For	Withhold
	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.			
1.2	Elect Director James M. Travers	Mgmt	For	For

DocGo, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Urish Popeck & Co. LLC as Auditors	Mgmt	For	For

DocuSign, Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: DOCU

Meeting Type: Annual

Primary ISIN: US2561631068 | Primary SEDOL: BFYT7B7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James Beer	Mgmt	For	Withhold
	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.			
1.2	Elect Director Cain A. Hayes	Mgmt	For	Withhold
	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.			
1.3	Elect Director Allan Thygesen	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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. 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.			

Dollar General Corporation

Meeting Date: 05/31/2023 | Country: USA | Ticker: DG
Meeting Type: Annual
Primary ISIN: US2566771059 | Primary SEDOL: B5B1S13

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Warren F. Bryant	Mgmt	For	For
1b	Elect Director Michael M. Calbert	Mgmt	For	For
1c	Elect Director Ana M. Chadwick	Mgmt	For	For
1d	Elect Director Patricia D. Fili-Krushel	Mgmt	For	For
1e	Elect Director Timothy I. McGuire	Mgmt	For	For
1f	Elect Director Jeffery C. Owen	Mgmt	For	For
1g	Elect Director Debra A. Sandler	Mgmt	For	For
1h	Elect Director Ralph E. Santana	Mgmt	For	For
1i	Elect Director Todd J. Vasos	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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 that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
5	Report on 2025 Cage-Free Egg Goal	SH	Against	For
	Voter Rationale: We recognise that the company has dropped its original target of 100% cage-free eggs but believe that in order to advance animal welfare and align with peer reporting, the company should provide updates on its progress towards improved egg standards			
6	Amend Right to Call Special Meeting	SH	Against	Against
	Voter Rationale: At this time, we believe the board is adequately considering attendant opportunities.			
7	Oversee and Report a Workplace Health and Safety Audit	SH	Against	For
	Voter Rationale: Considering the penalties and attention the company has received for its health and safety track record, we believe that the suggested report would provide information helpful to investors to assess the effectiveness of its policies and practices.			

Dollar Tree, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: DLTR
Meeting Type: Annual
Primary ISIN: US2567461080 | Primary SEDOL: 2272476

Dollar Tree, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard W. Dreiling	Mgmt	For	For
1b	Elect Director Cheryl W. Grise	Mgmt	For	For
1c	Elect Director Daniel J. Heinrich	Mgmt	For	For
1d	Elect Director Paul C. Hilal	Mgmt	For	For
1e	Elect Director Edward J. Kelly, III	Mgmt	For	For
1f	Elect Director Mary A. Laschinger	Mgmt	For	For
1g	Elect Director Jeffrey G. Naylor	Mgmt	For	For
1h	Elect Director Winnie Y. Park	Mgmt	For	For
1i	Elect Director Bertram L. Scott	Mgmt	For	For
1j	Elect Director Stephanie P. Stahl	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.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			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			
5	Report on Economic and Social Risks of Compensation and Workforce Practices and Any Impact on Diversified Shareholders	SH	Against	Against
	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.			

Dollarama Inc.

Meeting Date: 06/07/2023 | Country: Canada | Ticker: DOL

Meeting Type: Annual

Primary ISIN: CA25675T1075 | Primary SEDOL: B4TP9G2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Joshua Bekenstein	Mgmt	For	For

Dollarama Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1B	Elect Director Gregory David	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1C	Elect Director Elisa D. Garcia C.	Mgmt	For	For
1D	Elect Director Stephen Gunn	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1E	Elect Director Kristin Mugford	Mgmt	For	For
1F	Elect Director Nicholas Nomicos	Mgmt	For	For
1G	Elect Director Neil Rossy	Mgmt	For	For
1H	Elect Director Samira Sakhia	Mgmt	For	For
1I	Elect Director Thecla Sweeney	Mgmt	For	For
1J	Elect Director Huw Thomas	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote on Executive Compensation Approach	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. 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.			
	Shareholder Proposals	Mgmt		
4	SP 1: Report on Emissions and Gender Target and its Overall Significance on the Company's ESG Strategy	SH	Against	Against
5	SP 2: Report on Third-Party Employment Agencies	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant opportunities.			
6	SP 3: Adopt Net Zero Targets in Alignment with the Paris Agreement	SH	Against	For
	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.			

Dominion Energy, Inc.

Meeting Date: 05/10/2023	Country: USA	Ticker: D	
	Meeting Type: Annual		
		Primary ISIN: US25746U1097	Primary SEDOL: 2542049

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director James A. Bennett	Mgmt	For	For
1B	Elect Director Robert M. Blue	Mgmt	For	For
1C	Elect Director D. Maybank Hagood	Mgmt	For	For
1D	Elect Director Ronald W. Jibson	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1E	Elect Director Mark J. Kington	Mgmt	For	For
1F	Elect Director Kristin G. Lovejoy	Mgmt	For	For
1G	Elect Director Joseph M. Rigby	Mgmt	For	For
1H	Elect Director Pamela J. Royal	Mgmt	For	For
1I	Elect Director Robert H. Spilman, Jr.	Mgmt	For	For
1J	Elect Director Susan N. Story	Mgmt	For	For
1K	Elect Director Michael E. Szymanczyk	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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. However, we are supportive of the overall plan's structure at this time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Amend Right to Call Special Meeting	Mgmt	For	For
6	Amend Advance Notice Provisions for Director Nominations	Mgmt	For	For
7	Require Independent Board Chair	SH	Against	For
	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.			

Domino's Pizza, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: DPZ
Meeting Type: Annual
Primary ISIN: US25754A2015 | Primary SEDOL: B01SD70

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David A. Brandon	Mgmt	For	For
1.2	Elect Director C. Andrew Ballard	Mgmt	For	For
1.3	Elect Director Andrew B. Balson	Mgmt	For	For
1.4	Elect Director Corie S. Barry	Mgmt	For	For
1.5	Elect Director Diana F. Cantor	Mgmt	For	For
1.6	Elect Director Richard L. Federico	Mgmt	For	For
1.7	Elect Director James A. Goldman	Mgmt	For	For
	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			
1.8	Elect Director Patricia E. Lopez	Mgmt	For	For
1.9	Elect Director Russell J. Weiner	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Donnelley Financial Solutions, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: DFIN
Meeting Type: Annual
Primary ISIN: US25787G1004 | Primary SEDOL: BYND5T7

Donnelley Financial Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Luis A. Aguilar	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.2	Elect Director Richard L. Crandall	Mgmt	For	For
1.3	Elect Director Charles D. Drucker	Mgmt	For	For
1.4	Elect Director Juliet S. Ellis	Mgmt	For	For
1.5	Elect Director Gary G. Greenfield	Mgmt	For	For
1.6	Elect Director Jeffrey Jacobowitz	Mgmt	For	For
1.7	Elect Director Daniel N. Leib	Mgmt	For	For
1.8	Elect Director Lois M. Martin	Mgmt	For	For
1.9	Elect Director Chandar Pattabhiram	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles. Severance payments should not exceed two years 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

DoorDash, Inc.

Meeting Date: 06/20/2023 | Country: USA | Ticker: DASH

Meeting Type: Annual

Primary ISIN: US25809K1051 | Primary SEDOL: BN13P03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Shona L. Brown	Mgmt	For	Against

DoorDash, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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 problematic capital structure and the classified board structure, each of which adversely impacts shareholder rights. 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.			
1b	Elect Director Alfred Lin	Mgmt	For	For
1c	Elect Director Stanley Tang	Mgmt	For	Against
	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			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Douglas Emmett, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: DEI

Meeting Type: Annual

Primary ISIN: US25960P1093 | Primary SEDOL: B1G3M58

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dan A. Emmett	Mgmt	For	For
1.2	Elect Director Jordan L. Kaplan	Mgmt	For	For
1.3	Elect Director Kenneth M. Panzer	Mgmt	For	For
1.4	Elect Director Leslie E. Bider	Mgmt	For	Withhold
	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.			
1.5	Elect Director Dorene C. Dominguez	Mgmt	For	For
1.6	Elect Director David T. Feinberg	Mgmt	For	For
1.7	Elect Director Ray C. Leonard	Mgmt	For	Withhold
	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 bylaws permit shareholders to amend the bylaws, but with material restrictions which exceed those set forth in existing SEC rules.			
1.8	Elect Director Virginia A. McFerran	Mgmt	For	Withhold
	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 bylaws permit shareholders to amend the bylaws, but with material restrictions which exceed those set forth in existing SEC rules.			

Douglas Emmett, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Thomas E. O'Hern	Mgmt	For	Withhold
	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.			
1.10	Elect Director William E. Simon, Jr.	Mgmt	For	For
1.11	Elect Director Shirley Wang	Mgmt	For	Withhold
	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 bylaws permit shareholders to amend the bylaws, but with material restrictions which exceed those set forth in existing SEC rules.			
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	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.. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporations behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.			

Dover Corporation

Meeting Date: 05/05/2023 | Country: USA | Ticker: DOV
Meeting Type: Annual
Primary ISIN: US2600031080 | Primary SEDOL: 2278407

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Deborah L. DeHaas	Mgmt	For	For
1b	Elect Director H. John Gilbertson, Jr.	Mgmt	For	For
1c	Elect Director Kristiane C. Graham	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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. Given the commitment by the company, this we will keep this matter under review.			
1d	Elect Director Michael F. Johnston	Mgmt	For	For
1e	Elect Director Michael Manley	Mgmt	For	For
1f	Elect Director Eric A. Spiegel	Mgmt	For	For
1g	Elect Director Richard J. Tobin	Mgmt	For	For
1h	Elect Director Stephen M. Todd	Mgmt	For	For
1i	Elect Director Keith E. Wandell	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			

DraftKings, Inc.

Meeting Date: 05/15/2023 | Country: USA | Ticker: DKNG
Meeting Type: Annual
Primary ISIN: US26142V1052 | Primary SEDOL: BLDDH12

DraftKings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jason D. Robins	Mgmt	For	Withhold
	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			
1.2	Elect Director Harry Evans Sloan	Mgmt	For	Withhold
	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.			
1.3	Elect Director Matthew Kalish	Mgmt	For	For
1.4	Elect Director Paul Liberman	Mgmt	For	For
1.5	Elect Director Woodrow H. Levin	Mgmt	For	For
1.6	Elect Director Jocelyn Moore	Mgmt	For	For
1.7	Elect Director Ryan R. Moore	Mgmt	For	For
	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.			
1.8	Elect Director Valerie Mosley	Mgmt	For	For
1.9	Elect Director Steven J. Murray	Mgmt	For	For
	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.			
1.10	Elect Director Marni M. Walden	Mgmt	For	For
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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. 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.			

Dream Finders Homes, Inc.

Meeting Date: 05/22/2023 | Country: USA | Ticker: DFH

Meeting Type: Annual

Primary ISIN: US26154D1000 | Primary SEDOL: BMFZ3F9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick O. Zalupski	Mgmt	For	Against

Dream Finders Homes, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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			
1b	Elect Director W. Radford Lovett, II	Mgmt	For	For
1c	Elect Director Megha H. Parekh	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1d	Elect Director Justin W. Udelhofen	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1e	Elect Director Leonard M. Sturm	Mgmt	For	For
1f	Elect Director William W. Weatherford	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			

Dream Industrial Real Estate Investment Trust

Meeting Date: 06/06/2023 | Country: Canada | Ticker: DIR.UN

Meeting Type: Annual

Primary ISIN: CA26153W1095 | Primary SEDOL: BMH4P92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee R. Sacha Bhatia	Mgmt	For	For
1.2	Elect Trustee Michael Cooper	Mgmt	For	Withhold
	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			
1.3	Elect Trustee J. Michael Knowlton	Mgmt	For	For

Dream Industrial Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Trustee Ben Mulroney	Mgmt	For	Withhold
	Voter Rationale: 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.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.			
1.5	Elect Trustee Brian Pauls	Mgmt	For	For
	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.			
1.6	Elect Trustee Vicky Schiff	Mgmt	For	For
1.7	Elect Trustee Jennifer Scoffield	Mgmt	For	For
1.8	Elect Trustee Vincenza Sera	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
	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.			

Dream Office Real Estate Investment Trust

Meeting Date: 06/06/2023 | Country: Canada | Ticker: D.UN

Meeting Type: Annual/Special

Primary ISIN: CA26153P1045 | Primary SEDOL: BMJJVS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Amar Bhalla	Mgmt	For	For
1.2	Elect Trustee Donald Charter	Mgmt	For	Withhold
	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.			
1.3	Elect Trustee Michael Cooper	Mgmt	For	For
	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.			
1.4	Elect Trustee P. Jane Gavan	Mgmt	For	Withhold
	Voter Rationale: The nominee is a former executive and considered to be non-independent. 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.			
1.5	Elect Trustee Kellie Leitch	Mgmt	For	For
	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.			
1.6	Elect Trustee Karine MacIndoe	Mgmt	For	For

Dream Office Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Trustee Qi Tang	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
3	Amend Declaration of Trust Re: Special Resolution	Mgmt	For	For
4	Amend Declaration of Trust Re: Ordinary Resolution	Mgmt	For	For
5	Amend Deferred Unit Incentive Plan	Mgmt	For	For
6	Approve Unit Consolidation	Mgmt	For	For

Dream Unlimited Corp.

Meeting Date: 06/06/2023 | Country: Canada | Ticker: DRM

Meeting Type: Annual

Primary ISIN: CA26153M5072 | Primary SEDOL: BMTC6Z7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Class A Subordinate Voting Shares and Class B Common Shares	Mgmt		
1.1	Elect Director Michael Cooper	Mgmt	For	For
	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.			
1.2	Elect Director James Eaton	Mgmt	For	For
1.3	Elect Director Joanne Ferstman	Mgmt	For	For
	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.			
1.4	Elect Director Richard Gateman	Mgmt	For	For
1.5	Elect Director P. Jane Gavan	Mgmt	For	For
	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.			
1.6	Elect Director Duncan Jackman	Mgmt	For	Withhold
	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.			
1.7	Elect Director Jennifer Lee Koss	Mgmt	For	For
1.8	Elect Director Vincenza Sera	Mgmt	For	For
	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.			

Dream Unlimited Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Amend Performance Share Unit 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 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Amend Restricted Share Unit 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 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Amend Deferred Share Incentive 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Dril-Quip, Inc.

Meeting Date: 05/16/2023	Country: USA	Ticker: DRQ	
	Meeting Type: Annual		
		Primary ISIN: US2620371045	Primary SEDOL: 2116767

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey J. Bird	Mgmt	For	For
1.2	Elect Director John V. Lovoi	Mgmt	For	Against
	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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Driven Brands Holdings Inc.

Meeting Date: 05/08/2023 | Country: USA | Ticker: DRVN
Meeting Type: Annual
Primary ISIN: US26210V1026 | Primary SEDOL: BL0P090

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Chadwick (Chad) Hume	Mgmt	For	For
1.2	Elect Director Karen Stroup	Mgmt	For	For
1.3	Elect Director Peter Swinburn	Mgmt	For	Withhold
	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. Specifically, the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing document and the classified board, each of which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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. 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.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Dropbox, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: DBX
Meeting Type: Annual
Primary ISIN: US26210C1045 | Primary SEDOL: BG0T321

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew W. Houston	Mgmt	For	For
	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.			
1.2	Elect Director Donald W. Blair	Mgmt	For	For
1.3	Elect Director Lisa Campbell	Mgmt	For	For
	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, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights.			

Dropbox, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Paul E. Jacobs	Mgmt	For	For
	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, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights.			
1.5	Elect Director Sara Mathew	Mgmt	For	For
1.6	Elect Director Abhay Parasnis	Mgmt	For	For
1.7	Elect Director Karen Peacock	Mgmt	For	For
1.8	Elect Director Michael Seibel	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
	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.			

DSM-Firmenich AG

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

Meeting Type: Extraordinary Shareholders

Primary ISIN: CH1216478797 | Primary SEDOL: BPCPSD6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for the Period from Jan. 1, 2023 to May 8, 2023	Mgmt	For	For
	Voter Rationale: Directors should be elected by shareholders on an annual basis in order to strengthen the accountability of the board to shareholders.			
2	Approve Dividends of EUR 1.60 per Share from Capital Contribution Reserves	Mgmt	For	For
3.1	Approve Remuneration of Directors in the Amount of EUR 3.6 Million	Mgmt	For	For
3.2	Approve Remuneration of Executive Committee in the Amount of EUR 37.9 Million	Mgmt	For	For
4.1	Amend Articles Re: Consultative Vote for High Value Transactions	Mgmt	For	For
4.2	Amend Articles Re: Information on the Identity of Shareholders	Mgmt	For	For
5	Transact Other Business (Voting)	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

DT Midstream, Inc.

Meeting Date: 05/05/2023 | Country: USA | Ticker: DTM
Meeting Type: Annual
Primary ISIN: US23345M1071 | Primary SEDOL: BN7L880

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter Tumminello	Mgmt	For	For
1.2	Elect Director Dwayne Wilson	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Ducommun Incorporated

Meeting Date: 04/26/2023 | Country: USA | Ticker: DCO
Meeting Type: Annual
Primary ISIN: US2641471097 | Primary SEDOL: 2283229

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard A. Baldridge	Mgmt	For	For
1.2	Elect Director Stephen G. Oswald	Mgmt	For	For
1.3	Elect Director Samara A. Strycker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	None	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Duke Energy Corporation

Meeting Date: 05/04/2023 | Country: USA | Ticker: DUK
Meeting Type: Annual
Primary ISIN: US26441C2044 | Primary SEDOL: B7VD3F2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Derrick Burks	Mgmt	For	For
1b	Elect Director Annette K. Clayton	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1c	Elect Director Theodore F. Craver, Jr.	Mgmt	For	For
1d	Elect Director Robert M. Davis	Mgmt	For	For
1e	Elect Director Caroline Dorsa	Mgmt	For	For
1f	Elect Director W. Roy Dunbar	Mgmt	For	For
1g	Elect Director Nicholas C. Fanandakis	Mgmt	For	For
1h	Elect Director Lynn J. Good	Mgmt	For	For
1i	Elect Director John T. Herron	Mgmt	For	For
1j	Elect Director Idalene F. Kesner	Mgmt	For	For
1k	Elect Director E. Marie McKee	Mgmt	For	For
1l	Elect Director Michael J. Pacilio	Mgmt	For	For
1m	Elect Director Thomas E. Skains	Mgmt	For	For
1n	Elect Director William E. Webster, Jr.	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.			
3	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve 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.			

Duke Energy Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Adopt Simple Majority Vote	SH	None	For
	Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.			
7	Create a Committee to Evaluate Decarbonization Risk	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Dun & Bradstreet Holdings, Inc.

Meeting Date: 06/15/2023 Country: USA Ticker: DNB

Meeting Type: Annual

Primary ISIN: US26484T1060 Primary SEDOL: BLF9ZT2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ellen R. Alemany	Mgmt	For	Withhold
	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. 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.			
1.2	Elect Director Douglas K. Ammerman	Mgmt	For	For
1.3	Elect Director Chinh E. Chu	Mgmt	For	For
1.4	Elect Director William P. Foley, II	Mgmt	For	For
	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.			
1.5	Elect Director Thomas M. Hagerty	Mgmt	For	For
	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.			
1.6	Elect Director Anthony M. Jabbour	Mgmt	For	For
	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.			
1.7	Elect Director Keith J. Jackson	Mgmt	For	For
1.8	Elect Director Richard N. Massey	Mgmt	For	For
	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.			
1.9	Elect Director James A. Quella	Mgmt	For	For
	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.			
1.10	Elect Director Ganesh B. Rao	Mgmt	For	For

Dun & Bradstreet Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. 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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Duolingo, Inc.

Meeting Date: 06/15/2023 Country: USA Ticker: DUOL

Meeting Type: Annual

Primary ISIN: US26603R1068 Primary SEDOL: BMCM6P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Amy Bohutinsky	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.2	Elect Director Gillian Munson	Mgmt	For	Withhold
	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.			
1.3	Elect Director Jim Shelton	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Dutch Bros, Inc.

Meeting Date: 05/16/2023 Country: USA Ticker: BROS

Meeting Type: Annual

Primary ISIN: US26701L1008 Primary SEDOL: BMWP7H2

Dutch Bros, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Travis Boersma	Mgmt	For	Against
	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 The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).			
1b	Elect Director Shelley Broader	Mgmt	For	Against
	Voter Rationale: 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 bylaws which adversely impacts shareholder rights.			
1c	Elect Director Thomas Davis	Mgmt	For	Against
	Voter Rationale: 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 bylaws which adversely impacts shareholder rights			
1d	Elect Director Kathryn George	Mgmt	For	Against
	Voter Rationale: 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 bylaws which adversely impacts shareholder rights.			
1e	Elect Director Stephen Gillett	Mgmt	For	Against
	Voter Rationale: 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 bylaws which adversely impacts shareholder rights			
1f	Elect Director Jonathan "Joth" Ricci	Mgmt	For	For
1g	Elect Director Ann M. Miller	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Dycom Industries Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: DY

Meeting Type: Annual

Primary ISIN: US2674751019 Primary SEDOL: 2289841

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter T. Pruitt, Jr.	Mgmt	For	For
1b	Elect Director Laurie J. Thomsen	Mgmt	For	For

Dycom Industries Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Amend Non-Employee Director Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Dynavax Technologies Corporation

Meeting Date: 05/26/2023 | Country: USA | Ticker: DVAX

Meeting Type: Annual

Primary ISIN: US2681582019 | Primary SEDOL: BRJZSK0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel L. Kisner	Mgmt	For	For
1.2	Elect Director Ryan Spencer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Ernst & Young 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Dynex Capital, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: DX
Meeting Type: Annual
Primary ISIN: US26817Q8868 | Primary SEDOL: BJN4K01

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Byron L. Boston	Mgmt	For	For
1.2	Elect Director Julia L. Coronado	Mgmt	For	For
1.3	Elect Director Michael R. Hughes	Mgmt	For	For
1.4	Elect Director Joy D. Palmer	Mgmt	For	For
1.5	Elect Director Robert A. Salcetti	Mgmt	For	For
1.6	Elect Director David H. Stevens	Mgmt	For	For
2	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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
	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.			
5	Increase Authorized Common Stock	Mgmt	For	For

East Japan Railway Co.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 9020
Meeting Type: Annual
Primary ISIN: JP3783600004 | Primary SEDOL: 6298542

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	Amend Articles to Abolish Board Structure with Statutory Auditors - 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

East Japan Railway Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director Tomita, Tetsuro	Mgmt	For	For
3.2	Elect Director Fukasawa, Yuji	Mgmt	For	For
3.3	Elect Director Kise, Yoichi	Mgmt	For	For
3.4	Elect Director Ise, Katsumi	Mgmt	For	For
3.5	Elect Director Watari, Chiharu	Mgmt	For	For
3.6	Elect Director Ito, Atsuko	Mgmt	For	For
3.7	Elect Director Suzuki, Hitoshi	Mgmt	For	For
3.8	Elect Director Ito, Motoshige	Mgmt	For	For
3.9	Elect Director Amano, Reiko	Mgmt	For	For
3.10	Elect Director Kawamoto, Hiroko	Mgmt	For	For
3.11	Elect Director Iwamoto, Toshio	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Kinoshita, Takashi	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Ogata, Masaki	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.3	Elect Director and Audit Committee Member Mori, Kimitaka	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.4	Elect Director and Audit Committee Member Koike, Hiroshi	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

East West Bancorp, Inc.

Meeting Date: 05/23/2023 Country: USA Ticker: EWBC

Meeting Type: Annual

Primary ISIN: US27579R1041 Primary SEDOL: 2487407

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Manuel P. Alvarez	Mgmt	For	For
1.2	Elect Director Molly Campbell	Mgmt	For	For

East West Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Archana Deskus	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.4	Elect Director Serge Dumont	Mgmt	For	For
1.5	Elect Director Rudolph I. Estrada	Mgmt	For	For
1.6	Elect Director Paul H. Irving	Mgmt	For	For
1.7	Elect Director Sabrina Kay	Mgmt	For	For
1.8	Elect Director Jack C. Liu	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.			
1.9	Elect Director Dominic Ng	Mgmt	For	For
1.10	Elect Director Lester M. Sussman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Easterly Government Properties, Inc.

Meeting Date: 05/02/2023 Country: USA Ticker: DEA
Meeting Type: Annual
Primary ISIN: US27616P1030 Primary SEDOL: BVSS693

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Darrell W. Crate	Mgmt	For	For
1.2	Elect Director William C. Trimble, III	Mgmt	For	For
1.3	Elect Director Michael P. Ibe	Mgmt	For	For

Easterly Government Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director William H. Binnie	Mgmt	For	For
	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.			
1.5	Elect Director Cynthia A. Fisher	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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.			
1.6	Elect Director Scott D. Freeman	Mgmt	For	For
	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.			
1.7	Elect Director Emil W. Henry, Jr.	Mgmt	For	For
	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.			
1.8	Elect Director Tara S. Innes	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Eastern Bankshares, Inc.

Meeting Date: 05/15/2023 | Country: USA | Ticker: EBC

Meeting Type: Annual

Primary ISIN: US27627N1054 | Primary SEDOL: BMXL9H3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Luis A. Borgen	Mgmt	For	For
1.2	Elect Director Diane S. Hessan	Mgmt	For	For
1.3	Elect Director Robert F. Rivers	Mgmt	For	For
1.4	Elect Director Paul D. Spiess	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Ernst & Young 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.			

EastGroup Properties, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: EGP
Meeting Type: Annual
Primary ISIN: US2772761019 | Primary SEDOL: 2455761

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director D. Pike Aloian	Mgmt	For	For
1b	Elect Director H. Eric Bolton, Jr.	Mgmt	For	For
1c	Elect Director Donald F. Colleran	Mgmt	For	For
1d	Elect Director David M. Fields	Mgmt	For	For
1e	Elect Director Marshall A. Loeb	Mgmt	For	For
1f	Elect Director Mary E. McCormick	Mgmt	For	Against
	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.			
1g	Elect Director Katherine M. Sandstrom	Mgmt	For	For
2	Ratify KPMG 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.			
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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Eaton Corporation plc

Meeting Date: 04/26/2023 | Country: Ireland | Ticker: ETN
Meeting Type: Annual
Primary ISIN: IE00B8KQN827 | Primary SEDOL: B8KQN82

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Craig Arnold	Mgmt	For	For
1b	Elect Director Olivier Leonetti	Mgmt	For	For
1c	Elect Director Silvio Napoli	Mgmt	For	For

Eaton Corporation plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Gregory R. Page	Mgmt	For	For
1e	Elect Director Sandra Pianalto	Mgmt	For	For
1f	Elect Director Robert V. Pragada	Mgmt	For	For
1g	Elect Director Lori J. Ryerkerk	Mgmt	For	For
1h	Elect Director Gerald B. Smith	Mgmt	For	For
1i	Elect Director Dorothy C. Thompson	Mgmt	For	For
1j	Elect Director Darryl L. Wilson	Mgmt	For	For
2	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Authorize Issue of Equity with Pre-emptive Rights	Mgmt	For	For
6	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
7	Authorize Share Repurchase of Issued Share Capital	Mgmt	For	For

eBay, Inc.

Meeting Date: 06/21/2023 | Country: USA | Ticker: EBAY

Meeting Type: Annual

Primary ISIN: US2786421030 | Primary SEDOL: 2293819

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Adriane M. Brown	Mgmt	For	For
1b	Elect Director Aparna Chennapragada	Mgmt	For	For
1c	Elect Director Logan D. Green	Mgmt	For	For
1d	Elect Director E. Carol Hayles	Mgmt	For	For
1e	Elect Director Jamie Iannone	Mgmt	For	For
1f	Elect Director Shripriya Mahesh	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1g	Elect Director Paul S. Pressler	Mgmt	For	For

eBay, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Mohak Shroff	Mgmt	For	For
1i	Elect Director Perry M. Traquina	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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.			
6	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	Against
	Voter Rationale: This change is not in the best interest of shareholders			
7	Reduce Ownership Threshold for Shareholders to Call Special Meeting to 10%	SH	Against	For
	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.			

ECN Capital Corp.

Meeting Date: 06/15/2023 | Country: Canada | Ticker: ECN

Meeting Type: Annual

Primary ISIN: CA26829L1076 | Primary SEDOL: BYVZ982

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William W. Lovatt	Mgmt	For	For
1.2	Elect Director Steven K. Hudson	Mgmt	For	For
1.3	Elect Director Paul Stoyan	Mgmt	For	For
	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.			
1.4	Elect Director David Morris	Mgmt	For	For
1.5	Elect Director Carol E. Goldman	Mgmt	For	For
1.6	Elect Director Karen Martin	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

ECN Capital Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	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.			

Ecolab Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: ECL

Meeting Type: Annual

Primary ISIN: US2788651006 | Primary SEDOL: 2304227

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Shari L. Ballard	Mgmt	For	For
1b	Elect Director Barbara J. Beck	Mgmt	For	Against
	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.			
1c	Elect Director Christophe Beck	Mgmt	For	For
1d	Elect Director Jeffrey M. Ettinger	Mgmt	For	For
1e	Elect Director Eric M. Green	Mgmt	For	For
1f	Elect Director Arthur J. Higgins	Mgmt	For	For
1g	Elect Director Michael Larson	Mgmt	For	For
1h	Elect Director David W. MacLennan	Mgmt	For	For
1i	Elect Director Tracy B. McKibben	Mgmt	For	For
1j	Elect Director Lionel L. Nowell, III	Mgmt	For	For
1k	Elect Director Victoria J. Reich	Mgmt	For	For
1l	Elect Director Suzanne M. Vautrinot	Mgmt	For	For
1m	Elect Director John J. Zillmer	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2	Ratify PricewaterhouseCoopers 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.			
3	Approve Omnibus 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. 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.			
4	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For

Ecolab Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The annual bonus should be assessed using no less than two metrics.			
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
7	Require Independent Board Chair	SH	Against	For
	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.			

Edenred SA

Meeting Date: 05/11/2023 | Country: France | Ticker: EDEN

Meeting Type: Annual/Special

Primary ISIN: FR0010908533 | Primary SEDOL: B62G1B5

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

Edenred SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Compensation of Bertrand Dumazy, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: 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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
9	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
11	Authorize up to 1.5 Percent of Issued Capital for Use in Restricted Stock Plans Under Performance Conditions	Mgmt	For	Against
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
12	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Edison International

Meeting Date: 04/27/2023 | Country: USA | Ticker: EIX

Meeting Type: Annual

Primary ISIN: US2810201077 | Primary SEDOL: 2829515

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For
1b	Elect Director Michael C. Camunez	Mgmt	For	For
1c	Elect Director Vanessa C.L. Chang	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.			
1d	Elect Director James T. Morris	Mgmt	For	For
1e	Elect Director Timothy T. O'Toole	Mgmt	For	For
1f	Elect Director Pedro J. Pizarro	Mgmt	For	For
1g	Elect Director Marcy L. Reed	Mgmt	For	For
1h	Elect Director Carey A. Smith	Mgmt	For	For
1i	Elect Director Linda G. Stuntz	Mgmt	For	For
1j	Elect Director Peter J. Taylor	Mgmt	For	For

Edison International

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1k	Elect Director Keith Trent	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Edwards Lifesciences Corporation

Meeting Date: 05/11/2023 Country: USA Ticker: EW

Meeting Type: Annual

Primary ISIN: US28176E1082 Primary SEDOL: 2567116

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kieran T. Gallahue	Mgmt	For	For
1.2	Elect Director Leslie S. Heisz	Mgmt	For	For
1.3	Elect Director Paul A. LaViolette	Mgmt	For	For
1.4	Elect Director Steven R. Loranger	Mgmt	For	For
1.5	Elect Director Martha H. Marsh	Mgmt	For	For
1.6	Elect Director Michael A. Mussallem	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director Ramona Sequeira	Mgmt	For	For
1.8	Elect Director Nicholas J. Valeriani	Mgmt	For	For
1.9	Elect Director Bernard J. Zovighian	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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
	Voter Rationale: We support an annual say on pay frequency.			

Edwards Lifesciences Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify PricewaterhouseCoopers 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.			
5	Amend Certificate of Incorporation to Provide for Exculpation of Certain Officers	Mgmt	For	For
6	Require Independent Board Chair	SH	Against	For
	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.			

Eiffage SA

Meeting Date: 04/19/2023 | Country: France | Ticker: FGR

Meeting Type: Annual/Special

Primary ISIN: FR0000130452 | Primary SEDOL: B13X013

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.60 per Share	Mgmt	For	For
4	Reelect Benoit de Ruffray as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
5	Reelect Isabelle Salaun as Director	Mgmt	For	For

Eiffage SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Reelect Laurent Dupont as Representative of Employee Shareholders to the Board	Mgmt	For	For
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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.			
7	Approve Remuneration Policy of Directors	Mgmt	For	For
8	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Abstain
	Voter Rationale: ABSTAIN as there is a lack of disclosure on the bonus payout thesholds, the ability for max pay out to occur although superior performance has not been achieved under different targets, and the ability for the Chair/CEO to retain rights to all unvested long term compensation (not pro-rated) is not line with best practice. Further engagement is to take place to better understand the overall remuneration structure and stretch of targets.			
9	Approve Compensation Report	Mgmt	For	For
10	Approve Compensation of Benoit de Ruffray, Chairman and CEO	Mgmt	For	Abstain
	Voter Rationale: ABSTAIN as there is a lack of disclosure on the bonus payout thesholds, the ability for max pay out to occur although superior performance has not been achieved under different targets, and the ability for the Chair/CEO to retain rights to all unvested long term compensation (not pro-rated) is not line with best practice. Further engagement is to take place to better understand the overall remuneration structure and stretch of targets.			
11	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
12	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
13	Authorize Capitalization of Reserves of Up to EUR 80 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 156.8 Million	Mgmt	For	For
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 39.2 Million	Mgmt	For	For
16	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 39.2 Million	Mgmt	For	For
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above Under Items 14-16	Mgmt	For	For

Eiffage SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
19	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 15, 16 and 18 at EUR 39.2 Million	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
21	Authorize up to 1.02 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
	Ordinary Business	Mgmt		
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Eiken Chemical Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 4549

Meeting Type: Annual

Primary ISIN: JP3160700005 | Primary SEDOL: 6307114

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Wada, Morifumi	Mgmt	For	Abstain
	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.			
1.2	Elect Director Notomi, Tsugunori	Mgmt	For	For
1.3	Elect Director Watari, Hajime	Mgmt	For	For
1.4	Elect Director Hakozaki, Yukiya	Mgmt	For	For
1.5	Elect Director Ishii, Kiyoshi	Mgmt	For	For
1.6	Elect Director Nakamura, Kiyomi	Mgmt	For	For
1.7	Elect Director Fujiyoshi, Akira	Mgmt	For	For

Eiken Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Matsutake, Naoki	Mgmt	For	For

Eisai Co., Ltd.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 4523
Meeting Type: Annual
Primary ISIN: JP3160400002 | Primary SEDOL: 6307200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Naito, Haruo	Mgmt	For	For
1.2	Elect Director Uchiyama, Hideyo	Mgmt	For	For
1.3	Elect Director Hayashi, Hideki	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.4	Elect Director Miwa, Yumiko	Mgmt	For	For
1.5	Elect Director Ike, Fumihiko	Mgmt	For	For
1.6	Elect Director Kato, Yoshiteru	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.7	Elect Director Miura, Ryota	Mgmt	For	For
1.8	Elect Director Kato, Hiroyuki	Mgmt	For	For
1.9	Elect Director Richard Thornley	Mgmt	For	For
1.10	Elect Director Moriyama, Toru	Mgmt	For	For
1.11	Elect Director Yasuda, Yuko	Mgmt	For	For

EIZO Corp.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 6737
Meeting Type: Annual
Primary ISIN: JP3651080008 | Primary SEDOL: 6451817

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jitsumori, Yoshitaka	Mgmt	For	Abstain
	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.			
1.2	Elect Director Ebisu, Masaki	Mgmt	For	For
1.3	Elect Director Arise, Manabu	Mgmt	For	For

EIZO Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Thomas J. Waletzki	Mgmt	For	For

Elanco Animal Health Incorporated

Meeting Date: 05/18/2023 | Country: USA | Ticker: ELAN
Meeting Type: Annual
Primary ISIN: US28414H1032 | Primary SEDOL: BF5L3T2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael J. Harrington	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director R. David Hoover	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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 do not permit shareholders to amend the bylaws, and the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impact shareholder rights.			
1c	Elect Director Deborah T. Kochevar	Mgmt	For	Against
	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 do not permit shareholders to amend the bylaws.			
1d	Elect Director Kirk P. McDonald	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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.			
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Elecom Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 6750
Meeting Type: Annual
Primary ISIN: JP3168200008 | Primary SEDOL: 6388528

Elecom Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Hada, Junji	Mgmt	For	Against
	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.			
2.2	Elect Director Shibata, Yukio	Mgmt	For	Against
	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.			
2.3	Elect Director Tanaka, Masaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Machi, Kazuhiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Ikeda, Hiroyuki	Mgmt	For	For
2.6	Elect Director Watanabe, Miki	Mgmt	For	For
2.7	Elect Director Nagaoka, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Kageyama, Shuichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Appoint Alternate Statutory Auditor Miyamoto, Toshiyuki	Mgmt	For	For

Element Fleet Management Corp.

Meeting Date: 05/10/2023 | Country: Canada | Ticker: EFN

Meeting Type: Annual

Primary ISIN: CA2861812014 | Primary SEDOL: B7FNMQ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David F. Denison	Mgmt	For	For
1.2	Elect Director Virginia Addicott	Mgmt	For	For
1.3	Elect Director Laura Dottori-Attanasio	Mgmt	For	For
1.4	Elect Director G. Keith Graham	Mgmt	For	For

Element Fleet Management Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Joan Lamm-Tennant	Mgmt	For	Withhold
	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. 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.			
1.6	Elect Director Rubin J. McDougal	Mgmt	For	For
1.7	Elect Director Andrew Clarke	Mgmt	For	For
1.8	Elect Director Andrea Rosen	Mgmt	For	For
1.9	Elect Director Arielle Meloul-Wechsler	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Element Solutions Inc

Meeting Date: 06/06/2023 | Country: USA | Ticker: ESI

Meeting Type: Annual

Primary ISIN: US28618M1062 | Primary SEDOL: BJ1C2K1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Martin E. Franklin	Mgmt	For	Against
	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.			
1b	Elect Director Benjamin Gliklich	Mgmt	For	For
1c	Elect Director Ian G.H. Ashken	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1d	Elect Director Elyse Napoli Filon	Mgmt	For	For
1e	Elect Director Christopher T. Fraser	Mgmt	For	For
1f	Elect Director Michael F. Goss	Mgmt	For	For

Element Solutions Inc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Nichelle Maynard-Elliott	Mgmt	For	For
1h	Elect Director E. Stanley O'Neal	Mgmt	For	For
2	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. 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. 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.			
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Elevance Health, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: ELV

Meeting Type: Annual

Primary ISIN: US0367521038 | Primary SEDOL: BSPHGL4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gail K. Boudreaux	Mgmt	For	For
1.2	Elect Director R. Kerry Clark	Mgmt	For	For
1.3	Elect Director Robert L. Dixon, Jr.	Mgmt	For	For
1.4	Elect Director Deanna D. Strable	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Elevance Health, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			
6	Annually Report Third Party Political Contributions	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Eli Lilly and Company

Meeting Date: 05/01/2023 Country: USA Ticker: LLY

Meeting Type: Annual

Primary ISIN: US5324571083 Primary SEDOL: 2516152

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William G. Kaelin, Jr.	Mgmt	For	For
1b	Elect Director David A. Ricks	Mgmt	For	For
1c	Elect Director Marschall S. Runge	Mgmt	For	For
1d	Elect Director Karen Walker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Declassify the Board of Directors	Mgmt	For	For
	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.			
6	Eliminate 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.			
7	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			

Eli Lilly and Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Adopt Simple Majority Vote	SH	Against	For
	Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.			
9	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
10	Report on Risks of Supporting Abortion	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
11	Publish Third-Party Review of Alignment of Company's Lobbying Activities with its Public Statements	SH	Against	For
	Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.			
12	Report on Effectiveness of Diversity, Equity and Inclusion Efforts and Metrics	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
13	Adopt Policy to Require Third-Party Organizations to Annually Report Expenditures for Political Activities	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Elis SA

Meeting Date: 05/25/2023 | Country: France | Ticker: ELIS

Meeting Type: Annual/Special

Primary ISIN: FR0012435121 | Primary SEDOL: BVSS790

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 0.41 per Share	Mgmt	For	For
4	Approve Stock Dividend Program	Mgmt	For	For
5	Approve Transaction with Predica Re: Supplementary Pension Plan Insurance Agreement	Mgmt	For	For
6	Reelect Thierry Morin as Supervisory Board Member	Mgmt	For	For

Elis SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Reelect Magali Chesse as Supervisory Board Member	Mgmt	For	Abstain
	Voter Rationale: The policy raises concern around the director being non-independent and sitting on the audit committee where independent judgment is key. The director is a shareholder representive for Credit Agricole Assurances which holds 6.2% of the company. In addition to this the directors attendance is starting to highlight concern as they have only attended 71% of the board meetings. ABSTENTION of voting is warranted at this time.			
8	Reelect Philippe Delleur as Supervisory Board Member	Mgmt	For	For
9	Elect Bpifrance Investissement as Supervisory Board Member	Mgmt	For	For
10	Ratify Appointment of Michel Plantevin as Supervisory Board Member	Mgmt	For	For
11	Approve Remuneration Policy of Chairman of the Supervisory Board	Mgmt	For	For
12	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For
13	Approve Remuneration Policy of Chairman of the Management Board	Mgmt	For	For
	Voter Rationale: The policy highlights concern around the lack of a 2 year post vesting holding period. Although there is a lack of disclosure around this the policy does not contravene good local practice and warrants a vote FOR.			
14	Approve Remuneration Policy of Management Board Members	Mgmt	For	For
	Voter Rationale: The policy highlights concern around the lack of a 2 year post vesting holding period. Although there is a lack of disclosure around this the policy does not contravene good local practice and warrants a vote FOR.			
15	Approve Compensation Report of Corporate Officers	Mgmt	For	For
16	Approve Compensation of Thierry Morin, Chairman of the Supervisory Board	Mgmt	For	For
17	Approve Compensation of Xavier Martire, Chairman of the Management Board	Mgmt	For	For
18	Approve Compensation of Louis Guyot, Management Board Member	Mgmt	For	For
19	Approve Compensation of Matthieu Lecharny, Management Board Member	Mgmt	For	For
20	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
	Voter Rationale: The proposal is supporting employees purchasing stock at 70% of market price for the companies savings-related share plans. A vote FOR is warranted as it could increase employee participation to a level of ownership and also align them with long term shareholders.			
22	Authorize up to 2.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Abstain
	Voter Rationale: ABSTENTION on this proposal is warranted as it cannot be ascertained that the terms applicable to members of the management board will be the same for executive committee members.			
23	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For

Elis SA

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

Ellington Financial Inc.

Meeting Date: 05/16/2023 Country: USA Ticker: EFC
Meeting Type: Annual
Primary ISIN: US28852N1090 Primary SEDOL: BJ7MB31

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stephen J. Dannhauser	Mgmt	For	Withhold
	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.			
1.2	Elect Director Lisa Mumford	Mgmt	For	Withhold
	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.			
1.3	Elect Director Laurence E. Penn	Mgmt	For	For
	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.			
1.4	Elect Director Edward Resendez	Mgmt	For	Withhold
	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.			
1.5	Elect Director Ronald I. Simon	Mgmt	For	Withhold
	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.			
2	Increase Authorized Common Stock	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Elme Communities

Meeting Date: 05/25/2023 | Country: USA | Ticker: ELME
Meeting Type: Annual
Primary ISIN: US9396531017 | Primary SEDOL: 2942304

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jennifer S. Banner	Mgmt	For	For
1.2	Elect Director Benjamin S. Butcher	Mgmt	For	For
1.3	Elect Director Ellen M. Goitia	Mgmt	For	For
1.4	Elect Director Paul T. McDermott	Mgmt	For	For
1.5	Elect Director Thomas H. Nolan, Jr.	Mgmt	For	For
1.6	Elect Director Anthony L. Winns	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Emaar Properties PJSC

Meeting Date: 04/17/2023 | Country: United Arab Emirates | Ticker: EMAAR
Meeting Type: Annual
Primary ISIN: AEE000301011 | Primary SEDOL: B01RM25

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Board Report on Company Operations and Its Financial Position for FY 2022	Mgmt	For	Against
	Voter Rationale: We expect companies in this sector to disclose scope 1 and 2 emissions and develop clear plans to reduce them in order to mitigate climate risks.			
2	Approve Auditors' Report on Company Financial Statements for FY 2022	Mgmt	For	For

Emaar Properties PJSC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Accept Financial Statements and Statutory Reports for FY 2022	Mgmt	For	For
4	Approve Dividends of AED 0.25 per Share	Mgmt	For	For
5	Approve Remuneration of Directors	Mgmt	For	For
6	Approve Discharge of Directors for FY 2022	Mgmt	For	For
7	Approve Discharge of Auditors for FY 2023	Mgmt	For	For
8	Appoint Auditors and Fix Their Remuneration for FY 2023	Mgmt	For	Against
	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.			
9	Allow Directors to Engage in Commercial Transactions with Competitors	Mgmt	For	For

Empire State Realty Trust, Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: ESRT

Meeting Type: Annual

Primary ISIN: US2921041065 Primary SEDOL: BF321D7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anthony E. Malkin	Mgmt	For	For
1.2	Elect Director Thomas J. DeRosa	Mgmt	For	For
1.3	Elect Director Steven J. Gilbert	Mgmt	For	For
1.4	Elect Director S. Michael Giliberto	Mgmt	For	For
1.5	Elect Director Patricia S. Han	Mgmt	For	For
1.6	Elect Director Grant H. Hill	Mgmt	For	For
1.7	Elect Director R. Paige Hood	Mgmt	For	For
1.8	Elect Director James D. Robinson, IV	Mgmt	For	Withhold
	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.			

Empire State Realty Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Severance payments should not exceed two year's 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 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

en Japan, Inc.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 4849

Meeting Type: Annual

Primary ISIN: JP3168700007 | Primary SEDOL: 6352750

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70.1	Mgmt	For	Abstain
	Voter Rationale: Audited financial statements have not been made available; as such, shareholders cannot make an informed decision on dividend payments.			
2.1	Elect Director Suzuki, Takatsugu	Mgmt	For	For
2.2	Elect Director Ochi, Michikatsu	Mgmt	For	For
2.3	Elect Director Kawai, Megumi	Mgmt	For	For
2.4	Elect Director Terada, Teruyuki	Mgmt	For	For
2.5	Elect Director Iwasaki, Takuo	Mgmt	For	For
2.6	Elect Director Numayama, Yasushi	Mgmt	For	For
2.7	Elect Director Murakami, Kayo	Mgmt	For	For
2.8	Elect Director Sakakura, Wataru	Mgmt	For	For
2.9	Elect Director Hayashi, Yuri	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Otsuki, Tomoyuki	Mgmt	For	For

Enact Holdings, Inc.

Meeting Date: 05/12/2023 | Country: USA | Ticker: ACT
Meeting Type: Annual
Primary ISIN: US29249E1091 | Primary SEDOL: BNZFTG9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dominic J. Addesso	Mgmt	For	For
1.2	Elect Director Michael A. Bless	Mgmt	For	For
1.3	Elect Director John D. Fisk	Mgmt	For	For
1.4	Elect Director Rohit Gupta	Mgmt	For	For
1.5	Elect Director Sheila Hooda	Mgmt	For	For
1.6	Elect Director Thomas J. McInerney	Mgmt	For	For
1.7	Elect Director Robert P. Restrepo Jr.	Mgmt	For	For
1.8	Elect Director Debra W. Still	Mgmt	For	For
1.9	Elect Director Westley V. Thompson	Mgmt	For	For
1.10	Elect Director Jerome T. Upton	Mgmt	For	For
1.11	Elect Director Anne G. Waleski	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			
3	Ratify KPMG 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.			

Encompass Health Corporation

Meeting Date: 05/04/2023 | Country: USA | Ticker: EHC
Meeting Type: Annual
Primary ISIN: US29261A1007 | Primary SEDOL: BYX2YJ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Greg D. Carmichael	Mgmt	For	For
1b	Elect Director John W. Chidsey	Mgmt	For	Against
	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.			
1c	Elect Director Donald L. Correll	Mgmt	For	For
1d	Elect Director Joan E. Herman	Mgmt	For	For

Encompass Health Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Leslye G. Katz	Mgmt	For	For
1f	Elect Director Patricia A. Maryland	Mgmt	For	For
1g	Elect Director Kevin J. O'Connor	Mgmt	For	For
1h	Elect Director Christopher R. Reidy	Mgmt	For	For
1i	Elect Director Nancy M. Schlichting	Mgmt	For	For
1j	Elect Director Mark J. Tarr	Mgmt	For	For
1k	Elect Director Terrance Williams	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Encore Capital Group, Inc.

Meeting Date: 06/09/2023 Country: USA Ticker: ECPG

Meeting Type: Annual

Primary ISIN: US2925541029 Primary SEDOL: 2443078

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael P. Monaco	Mgmt	For	For
1b	Elect Director William C. Goings	Mgmt	For	For
1c	Elect Director Ashwini (Ash) Gupta	Mgmt	For	For
1d	Elect Director Wendy G. Hannam	Mgmt	For	For
1e	Elect Director Jeffrey A. Hilzinger	Mgmt	For	For
1f	Elect Director Angela A. Knight	Mgmt	For	For
1g	Elect Director Laura Newman Olle	Mgmt	For	For
1h	Elect Director Richard P. Stovsky	Mgmt	For	For
1i	Elect Director Ashish Masih	Mgmt	For	For

Encore Capital Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Ratify BDO USA, 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.			

Encore Wire Corporation

Meeting Date: 05/02/2023 | Country: USA | Ticker: WIRE

Meeting Type: Annual

Primary ISIN: US2925621052 | Primary SEDOL: 2273446

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel L. Jones	Mgmt	For	For
1.2	Elect Director Gina A. Norris	Mgmt	For	For
1.3	Elect Director William R. Thomas	Mgmt	For	For
	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. 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. However, at this time, we are supportive of this nominee provided their recent appointment.			
1.4	Elect Director W. Kelvin Walker	Mgmt	For	For
1.5	Elect Director Scott D. Weaver	Mgmt	For	Withhold
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.6	Elect Director John H. Wilson	Mgmt	For	Withhold
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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. However, on balance, the relative pay-for-performance alignment is balanced over the prior three fiscal years.			

Encore Wire Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Endeavor Group Holdings, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: EDR
Meeting Type: Annual
Primary ISIN: US29260Y1091 | Primary SEDOL: BJQ05Y5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Patrick Whitesell	Mgmt	For	For
	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 The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).			
1.2	Elect Director Ursula Burns	Mgmt	For	For
	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 reasonable sunset requirement, the classified board structure, and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Plan renewal should be subject to shareholder approval. Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. 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.			

Endeavour Silver Corp.

Meeting Date: 05/23/2023 | Country: Canada | Ticker: EDR
Meeting Type: Annual
Primary ISIN: CA29258Y1034 | Primary SEDOL: 2980003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Margaret M. Beck	Mgmt	For	For
1.2	Elect Director Ricardo M. Campoy	Mgmt	For	For
1.3	Elect Director Daniel Dickson	Mgmt	For	For

Endeavour Silver Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Amy Jacobsen	Mgmt	For	For
1.5	Elect Director Rex J. McLennan	Mgmt	For	Withhold
	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. 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.			
1.6	Elect Director Kenneth Pickering	Mgmt	For	For
1.7	Elect Director Mario D. Szotlender	Mgmt	For	For
1.8	Elect Director Christine West	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Approve Advance Notice Requirement	Mgmt	For	Against
	Voter Rationale: The policy as currently constructed could negatively impact shareholder interest and is unnecessarily restrictive.			

Enel SpA

Meeting Date: 05/10/2023 | Country: Italy | Ticker: ENEL

Meeting Type: Annual

Primary ISIN: IT0003128367 | Primary SEDOL: 7144569

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
4	Fix Number of Directors	Mgmt	For	For
5	Fix Board Terms for Directors	Mgmt	For	For
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt		
6.1	Slate 1 Submitted by Ministry of Economy and Finance	SH	None	Against
6.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For
	Voter Rationale: Candidates on this list have agreed to adhere to the chart of corporate governance principles adopted by Assogestioni.			

Enel SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.3	Slate 3 Submitted by Covalis Capital LLP and Covalis (Gibraltar) Ltd.	SH	None	Against
	Shareholder Proposal Submitted by Ministry of Economy and Finance	Mgmt		
7.1	Elect Paolo Scaroni as Board Chair	SH	None	Against
	Voter Rationale: Vote AGAINST given concerns with the independence of the Chair.			
	Shareholder Proposal Submitted by Covalis Capital LLP and Covalis (Gibraltar) Ltd.	Mgmt		
7.2	Elect Marco Mazzucchelli as Board Chair	SH	None	For
	Voter Rationale: Item 7.1 warrants a vote FOR because shareholders can support only one candidate, and Paolo Scaroni has relevant skills and experience. In addition, the other candidate, Marco Mazzucchelli, might not be elected under Item 6. Item 7.2 warrants a vote AGAINST because shareholders can support only one candidate, and Marco Mazzucchelli might not be elected under Item 6.			
	Management Proposals	Mgmt		
8	Approve Remuneration of Directors	Mgmt	For	For
9	Approve Long Term Incentive Plan 2023	Mgmt	For	For
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10.1	Approve Remuneration Policy	Mgmt	For	For
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10.2	Approve Second Section of the Remuneration Report	Mgmt	For	For
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Energisa SA

Meeting Date: 04/26/2023 Country: Brazil Ticker: ENGI4

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRENGIACNPR7 Primary SEDOL: B1VZ022

Energisa SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration of Company's Management	Mgmt	For	For
2	Authorize Capitalization of Reserves Without Issuance of Shares	Mgmt	For	For
3	Amend Article 4 to Reflect Changes in Capital	Mgmt	For	For
4	Consolidate Bylaws	Mgmt	For	For

Energisa SA

Meeting Date: 04/26/2023 | Country: Brazil | Ticker: ENGI4

Meeting Type: Annual

Primary ISIN: BRENGIACNPR7 | Primary SEDOL: B1VZ022

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Units	Mgmt		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2022	Mgmt	For	For
	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.			
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
	Vote on Items #4 and #5 Only If You Voted FOR on Item #3	Mgmt		
4	Appoint Fiscal Council Member (Minority Shareholder)	SH	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
5	Appoint Fiscal Council Member (Preferred Shareholder)	SH	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Energy Fuels, Inc.

Meeting Date: 05/25/2023 | Country: Canada | Ticker: EFR
Meeting Type: Annual
Primary ISIN: CA2926717083 | Primary SEDOL: BFV4XV7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Birks Bovaird	Mgmt	For	For
1.2	Elect Director Mark S. Chalmers	Mgmt	For	For
1.3	Elect Director Benjamin Eshleman, III	Mgmt	For	For
1.4	Elect Director Ivy V. Estabrooke	Mgmt	For	For
1.5	Elect Director Barbara A. Filas	Mgmt	For	For
1.6	Elect Director Bruce D. Hansen	Mgmt	For	For
1.7	Elect Director Jaqueline Herrera	Mgmt	For	For
1.8	Elect Director Dennis L. Higgs	Mgmt	For	For
	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.			
1.9	Elect Director Robert W. Kirkwood	Mgmt	For	For
1.10	Elect Director Alexander G. Morrison	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.Severance payments should not exceed two years 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.			

Energy Recovery, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: ERII
Meeting Type: Annual
Primary ISIN: US29270J1007 | Primary SEDOL: B3B5J07

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alexander J. Buehler	Mgmt	For	Withhold
	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.			
1.2	Elect Director Joan K. Chow	Mgmt	For	For

Energy Recovery, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Arve Hanstveit	Mgmt	For	Withhold
	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.			
1.4	Elect Director Robert Yu Lang Mao	Mgmt	For	For
1.5	Elect Director Pamela L. Tondreau	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

ENGIE SA

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

Meeting Type: Annual/Special

Primary ISIN: FR0010208488 Primary SEDOL: B0C2CQ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 1.40 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
6	Reelect Marie-Jose Nadeau as Director	Mgmt	For	Against
	Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.			
7	Reelect Patrice Durand as Director	Mgmt	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Compensation of Jean-Pierre Clamadieu, Chairman of the Board	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Compensation of Catherine MacGregor, CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
11	Approve Remuneration Policy of Directors	Mgmt	For	For
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
13	Approve Remuneration Policy of CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
	Extraordinary Business	Mgmt		
14	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
16	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For
	Shareholder Proposals Submitted by the State	Mgmt		
A	Elect Lucie Muniesa as Director	SH	For	For
	*Voter Rationale: * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 6). * Votes FOR the (re)elections of these non-independent nominees are warranted given the satisfactory level of board independence (including all board members: 42.9 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 66.7 percent vs 50 percent recommended) and the absence of specific concerns (Items 7 & A).*			
	Shareholder Proposals Submitted by Several Shareholders	Mgmt		
B	Amend Articles 21 and 24 of Bylaws Re: Climate Strategy	SH	Against	For
	*Voter Rationale: A vote FOR the proposed amendments is warranted, although the following concern is raised: * There is debate surrounding the use of a bylaw amendment to support the requested additional disclosure and votes on the company's climate strategy. The main reason for support is: * The proposal would favor additional information of shareholders without infringing on the Board's prerogatives.*			

Enhabit, Inc.

Meeting Date: 06/28/2023 | Country: USA | Ticker: EHAB
Meeting Type: Annual
Primary ISIN: US29332G1022 | Primary SEDOL: BQFMQ93

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey W. Bolton	Mgmt	For	For
1.2	Elect Director Tina L. Brown-Stevenson	Mgmt	For	For
1.3	Elect Director Yvonne M. Curl	Mgmt	For	For
1.4	Elect Director Charles M. Elson	Mgmt	For	For
1.5	Elect Director Leo I. Higdon, Jr.	Mgmt	For	For
1.6	Elect Director Erin P. Hoeflinger	Mgmt	For	For
1.7	Elect Director Barbara A. Jacobsmeyer	Mgmt	For	For
1.8	Elect Director Susan A. La Monica	Mgmt	For	For
1.9	Elect Director John E. Maupin, Jr.	Mgmt	For	For
1.10	Elect Director Stuart M. McGuigan	Mgmt	For	For
1.11	Elect Director Gregory S. Rush	Mgmt	For	For
1.12	Elect Director Barry P. Schochet	Mgmt	For	For
1.13	Elect Director L. Edward Shaw, Jr.	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. 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

ENN Energy Holdings Limited

Meeting Date: 05/24/2023 | Country: Cayman Islands | Ticker: 2688
Meeting Type: Annual
Primary ISIN: KYG3066L1014 | Primary SEDOL: 6333937

ENN Energy Holdings 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
3a1	Elect Zheng Hongtao as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. 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.			
3a2	Elect Liu Jianfeng as Director	Mgmt	For	For
3a3	Elect Jin Yongsheng as Director	Mgmt	For	For
3a4	Elect Ma Zhixiang as Director	Mgmt	For	For
3a5	Elect Yuen Po Kwong as Director	Mgmt	For	For
3b	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu 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	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Adopt Amended and Restated Articles of Association and Related Transactions	Mgmt	For	For

Enova International, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: ENVA

Meeting Type: Annual

Primary ISIN: US29357K1034 | Primary SEDOL: BRYQ4L1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ellen Carnahan	Mgmt	For	For
1b	Elect Director Daniel R. Feehan	Mgmt	For	Against
	Voter Rationale: The nominee is a former executive and considered to be non-independent. 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.			
1c	Elect Director David Fisher	Mgmt	For	For

Enova International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director William M. Goodyear	Mgmt	For	For
1e	Elect Director James A. Gray	Mgmt	For	For
1f	Elect Director Gregg A. Kaplan	Mgmt	For	For
1g	Elect Director Mark P. McGowan	Mgmt	For	For
1h	Elect Director Linda Johnson Rice	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1i	Elect Director Mark A. Tebbe	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Enovis Corporation

Meeting Date: 05/16/2023 Country: USA Ticker: ENOV

Meeting Type: Annual

Primary ISIN: US1940145022 Primary SEDOL: BJLTMX5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Matthew L. Trerotola	Mgmt	For	For
1b	Elect Director Barbara W. Bodem	Mgmt	For	For
1c	Elect Director Liam J. Kelly	Mgmt	For	For
1d	Elect Director Angela S. Lalor	Mgmt	For	For
1e	Elect Director Philip A. Okala	Mgmt	For	For
1f	Elect Director Christine Ortiz	Mgmt	For	For
1g	Elect Director A. Clayton Perfall	Mgmt	For	For
1h	Elect Director Brady R. Shirley	Mgmt	For	For
1i	Elect Director Rajiv Vinnakota	Mgmt	For	Against
	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.			
1j	Elect Director Sharon Wienbar	Mgmt	For	For
2	Ratify Ernst & Young 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.			

Enovis Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For

Enovix Corporation

Meeting Date: 06/15/2023 | Country: USA | Ticker: ENVX

Meeting Type: Annual

Primary ISIN: US2935941078 | Primary SEDOL: BNNTCT7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thurman J. "T.J." Rodgers	Mgmt	For	For
1b	Elect Director Betsy Atkins	Mgmt	For	Withhold
	Voter Rationale: 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 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.			
1c	Elect Director Pegah Ebrahimi	Mgmt	For	For
1d	Elect Director Emmanuel T. Hernandez	Mgmt	For	For
1e	Elect Director Gregory Reichow	Mgmt	For	For
	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.			
1f	Elect Director Raj Talluri	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			

Enovix Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Enphase Energy, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: ENPH
Meeting Type: Annual
Primary ISIN: US29355A1079 Primary SEDOL: B65SQW4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jamie Haenggi	Mgmt	For	For
1.2	Elect Director Benjamin Kortlang	Mgmt	For	Withhold
	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.			
1.3	Elect Director Richard Mora	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

EnPro Industries, Inc.

Meeting Date: 04/28/2023 Country: USA Ticker: NPO
Meeting Type: Annual
Primary ISIN: US29355X1072 Primary SEDOL: 2951292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eric A. Vaillancourt	Mgmt	For	For
1.2	Elect Director William Abbey	Mgmt	For	For
1.3	Elect Director Thomas M. Botts	Mgmt	For	For
1.4	Elect Director Felix M. Brueck	Mgmt	For	For

EnPro Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Adele M. Gulfo	Mgmt	For	Withhold
	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.			
1.6	Elect Director David L. Hauser	Mgmt	For	For
1.7	Elect Director John Humphrey	Mgmt	For	For
1.8	Elect Director Ronald C. Keating	Mgmt	For	For
1.9	Elect Director Judith A. Reinsdorf	Mgmt	For	Withhold
	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.			
1.10	Elect Director Kees van der Graaf	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Enstar Group Limited

Meeting Date: 06/01/2023 Country: Bermuda Ticker: ESGR

Meeting Type: Annual

Primary ISIN: BMG3075P1014 Primary SEDOL: B1Q76J2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert J. Campbell	Mgmt	For	Against
	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.			
1b	Elect Director B. Frederick Becker	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1c	Elect Director Sharon A. Beesley	Mgmt	For	For
1d	Elect Director James D. Carey	Mgmt	For	For
1e	Elect Director Susan L. Cross	Mgmt	For	For
1f	Elect Director Hans-Peter Gerhardt	Mgmt	For	For
1g	Elect Director Orla Gregory	Mgmt	For	For

Enstar Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Myron Hendry	Mgmt	For	For
1i	Elect Director Paul J. O'Shea	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1j	Elect Director Hitesh Patel	Mgmt	For	For
1k	Elect Director Dominic Silvester	Mgmt	For	For
1l	Elect Director Poul A. Winslow	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Entegris, Inc.

Meeting Date: 04/26/2023 | Country: USA | Ticker: ENTG

Meeting Type: Annual

Primary ISIN: US29362U1043 | Primary SEDOL: 2599700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James R. Anderson	Mgmt	For	For
1b	Elect Director Rodney Clark	Mgmt	For	For
1c	Elect Director James F. Gentilcore	Mgmt	For	For
1d	Elect Director Yvette Kanouff	Mgmt	For	For
1e	Elect Director James P. Lederer	Mgmt	For	For
1f	Elect Director Bertrand Loy	Mgmt	For	For
1g	Elect Director Azita Saleki-Gerhardt	Mgmt	For	For
2	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Entegris, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

Enterprise Financial Services Corp

Meeting Date: 05/10/2023 Country: USA Ticker: EFSC

Meeting Type: Annual

Primary ISIN: US2937121059 Primary SEDOL: 2768889

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lyne B. Andrich	Mgmt	For	For
1.2	Elect Director Michael A. DeCola	Mgmt	For	Withhold
	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.			
1.3	Elect Director Robert E. Guest, Jr.	Mgmt	For	For
1.4	Elect Director James M. Havel	Mgmt	For	For
1.5	Elect Director Michael R. Holmes	Mgmt	For	For
1.6	Elect Director Nevada A. Kent, IV	Mgmt	For	For
1.7	Elect Director James B. Lally	Mgmt	For	For
1.8	Elect Director Marcela Manjarrez	Mgmt	For	For
1.9	Elect Director Stephen P. Marsh	Mgmt	For	For
1.10	Elect Director Daniel A. Rodrigues	Mgmt	For	For
1.11	Elect Director Richard M. Sanborn	Mgmt	For	For
1.12	Elect Director Eloise E. Schmitz	Mgmt	For	For
1.13	Elect Director Sandra A. Van Trease	Mgmt	For	Withhold
	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.			
1.14	Elect Director Lina A. Young	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Enterprise Financial Services Corp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			
5	Amend Outside Director Stock Awards in Lieu of Cash	Mgmt	For	For

Envista Holdings Corporation

Meeting Date: 05/23/2023 | Country: USA | Ticker: NVST

Meeting Type: Annual

Primary ISIN: US29415F1049 | Primary SEDOL: BK63SF3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kieran T. Gallahue	Mgmt	For	For
1.2	Elect Director Barbara Hulit	Mgmt	For	For
1.3	Elect Director Amir Aghdaei	Mgmt	For	For
1.4	Elect Director Vivek Jain	Mgmt	For	For
1.5	Elect Director Daniel Raskas	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

EOG Resources, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: EOG

Meeting Type: Annual

Primary ISIN: US26875P1012 | Primary SEDOL: 2318024

EOG Resources, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Janet F. Clark	Mgmt	For	Against
	Voter Rationale: We expect this issuer to disclose material Scope 3 emissions and establish GHG emissions reduction ambitions that include such emissions.			
1b	Elect Director Charles R. Crisp	Mgmt	For	For
1c	Elect Director Robert P. Daniels	Mgmt	For	For
1d	Elect Director Lynn A. Dugle	Mgmt	For	For
	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.			
1e	Elect Director C. Christopher Gaut	Mgmt	For	For
1f	Elect Director Michael T. Kerr	Mgmt	For	For
1g	Elect Director Julie J. Robertson	Mgmt	For	For
1h	Elect Director Donald F. Textor	Mgmt	For	For
1i	Elect Director Ezra Y. Yacob	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median 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. Nevertheless, pay versus performance is adequate mitigation at this time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

EPAM Systems, Inc.

Meeting Date: 06/02/2023 | Country: USA | Ticker: EPAM

Meeting Type: Annual

Primary ISIN: US29414B1044 | Primary SEDOL: B44Z3T8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eugene Roman	Mgmt	For	For
1.2	Elect Director Jill B. Smart	Mgmt	For	For

EPAM Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Ronald Vargo	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Epiroc AB

Meeting Date: 05/23/2023 Country: Sweden Ticker: EPI.A

Meeting Type: Annual

Primary ISIN: SE0015658109 Primary SEDOL: BMD58R8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting; Elect Chairman of Meeting	Mgmt	For	For
2	Designate Inspector(s) of Minutes of Meeting	Mgmt		
3	Prepare and Approve List of Shareholders	Mgmt		
4	Approve Agenda of Meeting	Mgmt	For	For
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Receive Financial Statements and Statutory Reports	Mgmt		
7	Receive President's Report	Mgmt		
8.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8.b1	Approve Discharge of Anthea Bath	Mgmt	For	For
8.b2	Approve Discharge of Lennart Evrell	Mgmt	For	For
8.b3	Approve Discharge of Johan Forssell	Mgmt	For	For
8.b4	Approve Discharge of Helena Hedblom (as Board Member)	Mgmt	For	For
8.b5	Approve Discharge of Jeane Hull	Mgmt	For	For
8.b6	Approve Discharge of Ronnie Leten	Mgmt	For	For
8.b7	Approve Discharge of Ulla Litzen	Mgmt	For	For
8.b8	Approve Discharge of Sigurd Mareels	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.b9	Approve Discharge of Astrid Skarheim Onsum	Mgmt	For	For
8.b10	Approve Discharge of Anders Ullberg	Mgmt	For	For
8.b11	Approve Discharge of Kristina Kanestad	Mgmt	For	For
8.b12	Approve Discharge of Daniel Rundgren	Mgmt	For	For
8.b13	Approve Discharge of CEO Helena Hedblom	Mgmt	For	For
8.c	Approve Allocation of Income and Dividends of SEK 3.40 Per Share	Mgmt	For	For
8.d	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: 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. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
9.a	Determine Number of Members (9) and Deputy Members of Board (0)	Mgmt	For	For
9.b	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
10.a1	Reelect Anthea Bath as Director	Mgmt	For	For
10.a2	Reelect Lennart Evrell as Director	Mgmt	For	For
10.a3	Reelect Johan Forssell as Director	Mgmt	For	Against
	Voter Rationale: The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
10.a4	Reelect Helena Hedblom as Director	Mgmt	For	For
10.a5	Reelect Jeane Hull as Director	Mgmt	For	For
10.a6	Reelect Ronnie Leten as Director	Mgmt	For	Against
	Voter Rationale: The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. 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. 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.			
10.a7	Reelect Ulla Litzen as Director	Mgmt	For	For
10.a8	Reelect Sigurd Mareels as Director	Mgmt	For	For
10.a9	Reelect Astrid Skarheim Onsum as Director	Mgmt	For	For
10.b	Reelect Ronnie Leten as Board Chair	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			

Epiroc AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.c	Ratify Ernst & Young as Auditors	Mgmt	For	For
11.a	Approve Remuneration of Directors in the Amount of SEK 2.59 Million for Chair and SEK 810,000 for Other Directors; Approve Partly Remuneration in Synthetic Shares; Approve Remuneration for Committee Work	Mgmt	For	For
11.b	Approve Remuneration of Auditors	Mgmt	For	For
12	Approve Stock Option Plan 2023 for Key Employees	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
13.a	Approve Equity Plan Financing Through Repurchase of Class A Shares	Mgmt	For	Against
	Voter Rationale: Capital issuance authority should be for share plans that incentivise long-term value creation.			
13.b	Approve Repurchase of Shares to Pay 50 Percent of Director's Remuneration in Synthetic Shares	Mgmt	For	For
13.c	Approve Equity Plan Financing Through Transfer of Class A Shares to Participants	Mgmt	For	Against
	Voter Rationale: Capital issuance authority should be for share plans that incentivise long-term value creation.			
13.d	Approve Sale of Class A Shares to Finance Director Remuneration in Synthetic Shares	Mgmt	For	For
13.e	Approve Sale of Class A Shares to Finance Stock Option Plan 2017, 2018, 2019 and 2020	Mgmt	For	Against
	Voter Rationale: Capital issuance authority should be for share plans that incentivise long-term value creation.			
14	Close Meeting	Mgmt		

EPR Properties

Meeting Date: 05/24/2023 | Country: USA | Ticker: EPR

Meeting Type: Annual

Primary ISIN: US26884U1097 | Primary SEDOL: B8XXZP1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter C. Brown	Mgmt	For	For
1.2	Elect Director John P. Case, III	Mgmt	For	For
1.3	Elect Director James B. Connor	Mgmt	For	For

EPR Properties

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Virginia E. Shanks	Mgmt	For	For
1.5	Elect Director Gregory K. Silvers	Mgmt	For	For
1.6	Elect Director Robin P. Sterneck	Mgmt	For	For
1.7	Elect Director Lisa G. Trimberger	Mgmt	For	For
1.8	Elect Director Caixia Y. Ziegler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

EQB, Inc.

Meeting Date: 05/17/2023 | Country: Canada | Ticker: EQB

Meeting Type: Annual

Primary ISIN: CA26886R1047 | Primary SEDOL: BPNYS87

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Emory	Mgmt	For	For
1.2	Elect Director Susan Ericksen	Mgmt	For	For
1.3	Elect Director Michael Hanley	Mgmt	For	For
1.4	Elect Director Kishore Kapoor	Mgmt	For	For
1.5	Elect Director Yongah Kim	Mgmt	For	For
1.6	Elect Director Marcos Lopez	Mgmt	For	For
1.7	Elect Director Andrew Moor	Mgmt	For	For
1.8	Elect Director Rowan Saunders	Mgmt	For	For
1.9	Elect Director Carolyn Margaret Schuetz	Mgmt	For	For
1.10	Elect Director Vincenza Sera	Mgmt	For	For
	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.			
1.11	Elect Director Michael Stramaglia	Mgmt	For	For

EQB, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	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. 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.			

Equifax Inc.

Meeting Date: 05/04/2023 Country: USA Ticker: EFX

Meeting Type: Annual

Primary ISIN: US2944291051 Primary SEDOL: 2319146

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark W. Begor	Mgmt	For	For
1b	Elect Director Mark L. Feidler	Mgmt	For	Against
	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			
1c	Elect Director Karen L. Fichuk	Mgmt	For	For
1d	Elect Director G. Thomas Hough	Mgmt	For	For
1e	Elect Director Robert D. Marcus	Mgmt	For	For
1f	Elect Director Scott A. McGregor	Mgmt	For	For
1g	Elect Director John A. McKinley	Mgmt	For	For
1h	Elect Director Melissa D. Smith	Mgmt	For	For
1i	Elect Director Audrey Boone Tillman	Mgmt	For	For
1j	Elect Director Heather H. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Equifax Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Ernst & Young 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.			
5	Approve Omnibus Stock Plan	Mgmt	For	For
	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.			
6	Oversee and Report a Racial Equity Audit	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Equinix, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: EQIX

Meeting Type: Annual

Primary ISIN: US29444U7000 Primary SEDOL: BVLZX12

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nanci Caldwell	Mgmt	For	For
1b	Elect Director Adaire Fox-Martin	Mgmt	For	For
1c	Elect Director Ron Guerrier - Withdrawn	Mgmt		
1d	Elect Director Gary Hromadko	Mgmt	For	For
1e	Elect Director Charles Meyers	Mgmt	For	For
1f	Elect Director Thomas Olinger	Mgmt	For	For
1g	Elect Director Christopher Paisley	Mgmt	For	Against
	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.			
1h	Elect Director Jeetu Patel	Mgmt	For	For
	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.			
1i	Elect Director Sandra Rivera	Mgmt	For	For
1j	Elect Director Fidelma Russo	Mgmt	For	For
1k	Elect Director Peter Van Camp	Mgmt	For	For

Equinix, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			

Equinor ASA

Meeting Date: 05/10/2023 | Country: Norway | Ticker: EQNR

Meeting Type: Annual

Primary ISIN: NO0010096985 | Primary SEDOL: 7133608

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Registration of Attending Shareholders and Proxies	Mgmt		
3	Elect Chairman of Meeting	Mgmt	For	Do Not Vote
4	Approve Notice of Meeting and Agenda	Mgmt	For	Do Not Vote
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	Do Not Vote
6	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of USD 0.30 Per Share, Approve Extraordinary Dividends of USD 0.60 Per Share	Mgmt	For	Do Not Vote

Equinor ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Authorize Board to Distribute Dividends	Mgmt	For	Do Not Vote
	Shareholder Proposals	Mgmt		
8	Ban Use of Fiberglass Rotor Blades in All New Wind Farms, Commit to Buy into Existing Hydropower Projects, and Conduct Research on Other Energy Sources Suchas Thorium	SH	Against	Do Not Vote
9	Identify and Manage Climate-Related Risks and Possibilities, and Integrate Them into Company's Strategy	SH	Against	Do Not Vote
10	Stop All Exploration and Drilling by 2025 and Provide Financial and Technical Assistance For Repair and Development of Ukraine's Energy Infrastructure	SH	Against	Do Not Vote
11	Develop Procedure to Improve Response to Shareholder Proposals	SH	Against	Do Not Vote
12	End All Plans for Activities in Barents Sea, Adjust Up Investment in Renewables/Low Carbon Solution to 50 Percent by 2025, Implement CCS for Melkoya, and Invest in Rebuilding of Ukraine	SH	Against	Do Not Vote
13	Stop All Exploration and Test Drilling for Oil & Gas, Become a Leading Producer of Renewable Energy, Stop Plans for Electrification of Melkoya, and Present a Plan Enabling Norway to Become Net-Zero By 2050	SH	Against	Do Not Vote
14	Include Global Warming in Company's Further Strategy, Stop All Exploration For More Oil & Gas, Phase Out All Production and Sale of Oil & Gas, Multiply Investment in Renewable Energy and CCS, and Become Climate-Friendly Company	SH	Against	Do Not Vote
	Management Proposals	Mgmt		
15	Approve Company's Corporate Governance Statement	Mgmt	For	Do Not Vote
16.1	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Do Not Vote
16.2	Approve Remuneration Statement	Mgmt	For	Do Not Vote
17	Approve Remuneration of Auditors	Mgmt	For	Do Not Vote
18	Approve Remuneration of Directors in the Amount of NOK 143,700 for Chairman, NOK 75,800 for Deputy Chairman and NOK 53,250 for Other Directors; Approve Remuneration for Deputy Directors	Mgmt	For	Do Not Vote
19	Approve Remuneration of Nominating Committee	Mgmt	For	Do Not Vote

Equinor ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Authorize Share Repurchase Program in Connection With Employee Remuneration Programs	Mgmt	For	Do Not Vote
21	Approve NOK 431 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	Do Not Vote
22	Authorize Share Repurchase Program and Cancellation of Repurchased Shares	Mgmt	For	Do Not Vote

Equitable Holdings, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: EQH

Meeting Type: Annual

Primary ISIN: US29452E1010 Primary SEDOL: BKRMR96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Francis A. Hondal	Mgmt	For	For
1b	Elect Director Arlene Isaacs-Lowe	Mgmt	For	For
1c	Elect Director Daniel G. Kaye	Mgmt	For	For
1d	Elect Director Joan Lamm-Tennant	Mgmt	For	Against
	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.			
1e	Elect Director Craig MacKay	Mgmt	For	For
1f	Elect Director Mark Pearson	Mgmt	For	For
1g	Elect Director Bertram L. Scott	Mgmt	For	For
1h	Elect Director George Stansfield	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1i	Elect Director Charles G.T. Stonehill	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Equitrans Midstream Corporation

Meeting Date: 04/25/2023 | Country: USA | Ticker: ETRN
Meeting Type: Annual
Primary ISIN: US2946001011 | Primary SEDOL: BFMWBV6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vicky A. Bailey	Mgmt	For	For
1b	Elect Director Sarah M. Barpoulis	Mgmt	For	For
1c	Elect Director Kenneth M. Burke	Mgmt	For	For
1d	Elect Director Diana M. Charletta	Mgmt	For	For
1e	Elect Director Thomas F. Karam	Mgmt	For	For
1f	Elect Director D. Mark Leland	Mgmt	For	For
1g	Elect Director Norman J. Szydlowski	Mgmt	For	For
1h	Elect Director Robert F. Vagt	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Equity Commonwealth

Meeting Date: 06/13/2023 | Country: USA | Ticker: EQC
Meeting Type: Annual
Primary ISIN: US2946281027 | Primary SEDOL: BPH3N63

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sam Zell *Withdrawn Resolution*	Mgmt		
1.2	Elect Director Ellen-Blair Chube	Mgmt	For	For
1.3	Elect Director Martin L. Edelman	Mgmt	For	For
1.4	Elect Director David A. Helfand	Mgmt	For	For
1.5	Elect Director Peter Linneman	Mgmt	For	For
1.6	Elect Director Mary Jane Robertson	Mgmt	For	For
1.7	Elect Director Gerald A. Spector	Mgmt	For	For
1.8	Elect Director James A. Star	Mgmt	For	For

Equity Commonwealth

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Amend Omnibus Stock Plan	Mgmt	For	For
	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.			

Equity LifeStyle Properties, Inc.

Meeting Date: 04/25/2023 Country: USA Ticker: ELS

Meeting Type: Annual

Primary ISIN: US29472R1086 Primary SEDOL: 2563125

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew Berkenfield	Mgmt	For	For
1.2	Elect Director Derrick Burks	Mgmt	For	For
1.3	Elect Director Philip Calian	Mgmt	For	Withhold
	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.			
1.4	Elect Director David Contis	Mgmt	For	Withhold
	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.			
1.5	Elect Director Constance Freedman	Mgmt	For	For
1.6	Elect Director Thomas Heneghan	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director Marguerite Nader	Mgmt	For	For
1.8	Elect Director Scott Peppet	Mgmt	For	For
1.9	Elect Director Sheli Rosenberg	Mgmt	For	Withhold
	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.			

Equity LifeStyle Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Samuel Zell	Mgmt	For	Withhold
	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. 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.			
2	Ratify Ernst & Young, 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Equity Residential

Meeting Date: 06/15/2023 | Country: USA | Ticker: EQR

Meeting Type: Annual

Primary ISIN: US29476L1070 | Primary SEDOL: 2319157

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Angela M. Aman	Mgmt	For	For
1.2	Elect Director Linda Walker Bynoe	Mgmt	For	For
1.3	Elect Director Mary Kay Haben	Mgmt	For	For
1.4	Elect Director Tahsinul Zia Huque	Mgmt	For	For
1.5	Elect Director John E. Neal	Mgmt	For	Withhold
	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.			
1.6	Elect Director David J. Neithercut	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director Mark J. Parrell	Mgmt	For	For
1.8	Elect Director Mark S. Shapiro	Mgmt	For	For
1.9	Elect Director Stephen E. Sterrett	Mgmt	For	For
1.10	Elect Director Samuel Zell - Withdrawn	Mgmt		

Equity Residential

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

eREX Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 9517

Meeting Type: Annual

Primary ISIN: JP3130830007 Primary SEDOL: BSZM2N3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For
2.1	Elect Director Honna, Hitoshi	Mgmt	For	Against
	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.			
2.2	Elect Director Yasunaga, Takanobu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Kakuta, Tomoki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Saito, Yasushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Tanaka, Toshimichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Tamura, Makoto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

eREX Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Morita, Michiaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Kimura, Shigeru	Mgmt	For	For
3.1	Appoint Statutory Auditor Kusano, Takeshi	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Ishii, Eriko	Mgmt	For	Against
	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.			

Ero Copper Corp.

Meeting Date: 04/26/2023 | Country: Canada | Ticker: ERO

Meeting Type: Annual/Special

Primary ISIN: CA2960061091 | Primary SEDOL: BF02Z72

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Ten	Mgmt	For	For
2.1	Elect Director Christopher Noel Dunn	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2.2	Elect Director David Strang	Mgmt	For	For
2.3	Elect Director Jill Angevine	Mgmt	For	For
2.4	Elect Director Lyle Braaten	Mgmt	For	Withhold
	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.			
2.5	Elect Director Steven Busby	Mgmt	For	For
2.6	Elect Director Sally Eyre	Mgmt	For	For
2.7	Elect Director Robert Getz	Mgmt	For	For
2.8	Elect Director Chantal Gosselin	Mgmt	For	For
2.9	Elect Director John Wright	Mgmt	For	For
2.10	Elect Director Matthew Wubs	Mgmt	For	For
3	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Re-approve Stock Option Plan	Mgmt	For	For
	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.			

Ero Copper Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Re-approve Share Unit Plan	Mgmt	For	For
	Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.			
6	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Esperion Therapeutics, Inc.

Meeting Date: 06/15/2023 Country: USA Ticker: ESPR

Meeting Type: Annual

Primary ISIN: US29664W1053 Primary SEDOL: BBNBTD2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director J. Martin Carroll	Mgmt	For	For
1b	Elect Director Sheldon L. Koenig	Mgmt	For	For
1c	Elect Director Stephen Rocamboli	Mgmt	For	For
	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.			
1d	Elect Director Tracy M. Woody	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
4	Amend Omnibus 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. 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.			
5	Increase Authorized Common Stock	Mgmt	For	For

ESR Cayman Limited

Meeting Date: 06/07/2023 | Country: Cayman Islands | Ticker: 1821
Meeting Type: Annual
Primary ISIN: KYG319891092 | Primary SEDOL: BHNCRK0

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 Jinchu Shen as Director	Mgmt	For	For
3b	Elect Stuart Gibson as Director	Mgmt	For	For
3c	Elect Jeffrey David Perlman as Director	Mgmt	For	Against
	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. We encourage the company to set decarbonisation targets on at least scope 1&2 emissions as soon as possible, and disclose a clear plan for achieving them			
3d	Elect Wei-Lin Kwee as Director	Mgmt	For	For
3e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Amend Post-IPO Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
8	Amend Long Term Incentive Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
9	Amend Scheme Mandate Limit	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

ESR Cayman Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Adopt Service Provider Sublimit	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

ESR-LOGOS Real Estate Investment Trust

Meeting Date: 04/26/2023 | Country: Singapore | Ticker: J91U

Meeting Type: Annual

Primary ISIN: SG1T70931228 | Primary SEDOL: B18TLR9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4	Authorize Unit Repurchase Program	Mgmt	For	For

ESR-LOGOS Real Estate Investment Trust

Meeting Date: 04/26/2023 | Country: Singapore | Ticker: J91U

Meeting Type: Extraordinary Shareholders

Primary ISIN: SG1T70931228 | Primary SEDOL: B18TLR9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Trust Deed Re: Manager Acquisition Fee	Mgmt	For	For
2	Amend Trust Deed Re: Broker Commission	Mgmt	For	For
3	Approve New Singapore Property Management Agreements as an IPT	Mgmt	For	For

Essent Group Ltd.

Meeting Date: 05/02/2023 | Country: Bermuda | Ticker: ESNT
Meeting Type: Annual
Primary ISIN: BMG3198U1027 | Primary SEDOL: BFWGXR8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark A. Casale	Mgmt	For	For
1.2	Elect Director Douglas J. Pauls	Mgmt	For	For
1.3	Elect Director William Spiegel	Mgmt	For	Withhold
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Essential Utilities, Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: WTRG
Meeting Type: Annual
Primary ISIN: US29670G1022 | Primary SEDOL: BLCF3J9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth B. Amato	Mgmt	For	For

Essential Utilities, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director David A. Ciesinski	Mgmt	For	For
1.3	Elect Director Christopher H. Franklin	Mgmt	For	For
1.4	Elect Director Daniel J. Hilferty	Mgmt	For	For
1.5	Elect Director Edwina Kelly	Mgmt	For	For
1.6	Elect Director W. Bryan Lewis	Mgmt	For	For
1.7	Elect Director Ellen T. Ruff	Mgmt	For	For
1.8	Elect Director Lee C. Stewart	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Ratify PricewaterhouseCoopers 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Essex Property Trust, Inc.

Meeting Date: 05/09/2023 Country: USA Ticker: ESS

Meeting Type: Annual

Primary ISIN: US2971781057 Primary SEDOL: 2316619

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Keith R. Guericke	Mgmt	For	Against
	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.			
1b	Elect Director Maria R. Hawthorne	Mgmt	For	For
1c	Elect Director Amal M. Johnson	Mgmt	For	For
1d	Elect Director Mary Kasaris	Mgmt	For	For
1e	Elect Director Angela L. Kleiman	Mgmt	For	For
1f	Elect Director Irving F. Lyons, III	Mgmt	For	For
1g	Elect Director George M. Marcus	Mgmt	For	For
1h	Elect Director Thomas E. Robinson	Mgmt	For	For

Essex Property Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Michael J. Schall	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			
1j	Elect Director Byron A. Scordelis	Mgmt	For	Against
	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.			
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

EssilorLuxottica SA

Meeting Date: 05/17/2023 | Country: France | Ticker: EL

Meeting Type: Annual/Special

Primary ISIN: FR0000121667 | Primary SEDOL: 7212477

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Treatment of Losses and Dividends of EUR 3.23 per Share	Mgmt	For	For
4	Ratify Appointment of Mario Notari as Director	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
6	Approve Compensation Report of Corporate Officers	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Compensation of Chairman of the Board from January 1, 2022 until June 27, 2022	Mgmt	For	For
8	Approve Compensation of Francesco Milleri, CEO until June 27, 2022 and Chairman and CEO since June 27, 2022	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
9	Approve Compensation of Paul du Saillant, Vice-CEO	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10	Approve Remuneration Policy of Directors	Mgmt	For	For
11	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Any increase in the size of awards under the short-term/long-term incentive scheme(s) should be accompanied by a corresponding increase in performance expectations. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante 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.			
12	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante 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.			
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
14	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
15	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 4 Million	Mgmt	For	For
17	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 4 Million	Mgmt	For	For
18	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For

EssilorLuxottica SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
19	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Establishment Labs Holdings Inc.

Meeting Date: 05/24/2023 | Country: Virgin Isl (UK) | Ticker: ESTA
Meeting Type: Annual
Primary ISIN: VGG312491084 | Primary SEDOL: BYVR2D4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dennis Condon	Mgmt	For	For
1b	Elect Director Leslie Gillin	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Marcum LLP as Auditors	Mgmt	For	For
4	Declassify the Board of Directors	Mgmt	For	For
	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.			
5	Eliminate Supermajority Vote Requirements	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.			

Etsy, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: ETSY
Meeting Type: Annual
Primary ISIN: US29786A1060 | Primary SEDOL: BWTN5N1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director M. Michele Burns	Mgmt	For	Withhold
	Voter Rationale: 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.			
1b	Elect Director Josh Silverman	Mgmt	For	For

Etsy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Fred Wilson	Mgmt	For	Withhold
	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. 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Variable remuneration should not contain a significant overlap of 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
5	Commission Independent Review of Effectiveness of Efforts to Prevent Harassment and Discrimination	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks and opportunities.			

Eurazeo SE

Meeting Date: 04/26/2023 | Country: France | Ticker: RF

Meeting Type: Annual/Special

Primary ISIN: FR0000121121 | Primary SEDOL: 7042395

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income and Dividends of EUR 2.20 per Share and an Extra of EUR 0.22 per Share to Long Term Registered Shares	Mgmt	For	For
3	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this proposal (item 4) is warranted since it is impossible to ascertain whether the co-investment plans are in shareholders' best interest. A vote FOR this proposal (item 5) is warranted because the information disclosed in the auditors' special report does not raise any concerns.			
5	Approve Transaction with Shareholders Re: Pacte David-Weill 2022	Mgmt	For	For
6	Reelect Francoise Mercadal-Delasalles as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
7	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For
8	Approve Remuneration Policy of Management Board Members	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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.			
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For
10	Approve Compensation of Michel David-Weill, Former Chairman of Supervisory Board	Mgmt	For	For
11	Approve Compensation of Jean-Charles Decaux, Chairman of Supervisory Board	Mgmt	For	For
12	Approve Compensation of Christophe Baviere, Management Board Member	Mgmt	For	Against
	Voter Rationale: 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. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
13	Approve Compensation of William Kadouch-Chassaing, Management Board Member	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Approve Compensation of Olivier Millet, Management Board Member	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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.			
15	Approve Compensation and Termination Package of Virginie Morgon, Chairman of Management Board	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
16	Approve Compensation and Termination Package of Marc Frappier, Management Board Member	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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.			
17	Approve Compensation and Termination Package of Nicolas Huet, Management Board Member	Mgmt	For	Against
	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. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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.			
18	Approve Compensation of Philippe Audouin, Former Management Board Member	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
19	Approve Removal of Presence Condition Affecting Long-Term Remuneration Compensation of Virginie Morgon, Marc Frappier and Nicolas Huet	Mgmt	For	Against
	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.			
20	Renew Appointment of Mazars as Auditor	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

Eurazeo SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
22	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
23	Amend Article 17 of Bylaws Re: Management Board Composition	Mgmt	For	For
24	Amend Article 18 of Bylaws Re: Chairman of the Management Board Length of Term	Mgmt	For	For
	Ordinary Business	Mgmt		
25	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Eurocommercial Properties NV

Meeting Date: 06/13/2023 | Country: Netherlands | Ticker: ECMPA

Meeting Type: Annual

Primary ISIN: NL0015000K93 | Primary SEDOL: BMZ4R21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Receive Report of Management Board (Non-Voting)	Mgmt		
3	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
4	Approve Dividends	Mgmt	For	For
5	Approve Discharge of Management Board	Mgmt	For	For
6	Approve Discharge of Supervisory Board	Mgmt	For	For
7.a	Reelect K. Laglas to Supervisory Board	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
7.b	Elect B.W. Roelvink to Supervisory Board	Mgmt	For	For
8	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
9	Approve Remuneration of Management Board	Mgmt	For	For

Eurocommercial Properties NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Remuneration of Supervisory Board	Mgmt	For	For
11	Reappoint KPMG Accountants N.V. as Auditors	Mgmt	For	For
12	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
14	Other Business (Non-Voting)	Mgmt		
15	Close Meeting	Mgmt		

EuroGroup Laminations SpA

Meeting Date: 05/08/2023 | Country: Italy | Ticker: EGLA

Meeting Type: Annual

Primary ISIN: IT0005527616 | Primary SEDOL: BR1G4Z8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Allocation of Income	Mgmt	For	For
2.1	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval.			
2.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Euronet Worldwide, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: EEFT

Meeting Type: Annual

Primary ISIN: US2987361092 | Primary SEDOL: 2320148

Euronet Worldwide, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ligia Torres Fentanes	Mgmt	For	For
1.2	Elect Director Andrzej Olechowski	Mgmt	For	For
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

European Wax Center, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: EWCZ

Meeting Type: Annual

Primary ISIN: US29882P1066 | Primary SEDOL: BKVK9N4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laurie Ann Goldman	Mgmt	For	For
1.2	Elect Director Dorvin D. Lively	Mgmt	For	Withhold
	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 classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.3	Elect Director Nital Scott	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For

Evercore Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: EVR
Meeting Type: Annual
Primary ISIN: US29977A1051 | Primary SEDOL: B1BHXZ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Roger C. Altman	Mgmt	For	For
1b	Elect Director Richard I. Beattie	Mgmt	For	For
1c	Elect Director Pamela G. Carlton	Mgmt	For	For
1d	Elect Director Ellen V. Futter	Mgmt	For	For
1e	Elect Director Gail B. Harris	Mgmt	For	Against
	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.			
1f	Elect Director Robert B. Millard	Mgmt	For	For
1g	Elect Director Willard J. Overlock, Jr.	Mgmt	For	For
1h	Elect Director Simon M. Robertson	Mgmt	For	For
1i	Elect Director John S. Weinberg	Mgmt	For	For
1j	Elect Director William J. Wheeler	Mgmt	For	For
1k	Elect Director Sarah K. Williamson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Long-term incentives should not be delivered via cash or other non-equity vehicles. 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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

Everest Re Group, Ltd.

Meeting Date: 05/17/2023 | Country: Bermuda | Ticker: RE
Meeting Type: Annual
Primary ISIN: BMG3223R1088 | Primary SEDOL: 2556868

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John J. Amore	Mgmt	For	For
1.2	Elect Director Juan C. Andrade	Mgmt	For	For

Everest Re Group, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director William F. Galtney, Jr.	Mgmt	For	Against
	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.			
1.4	Elect Director John A. Graf	Mgmt	For	For
1.5	Elect Director Meryl Hartzband	Mgmt	For	For
1.6	Elect Director Gerri Losquadro	Mgmt	For	For
1.7	Elect Director Hazel McNeilage	Mgmt	For	For
1.8	Elect Director Roger M. Singer	Mgmt	For	For
1.9	Elect Director Joseph V. Taranto	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Change Company Name to Everest Group, Ltd.	Mgmt	For	For

Everi Holdings Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: EVRI

Meeting Type: Annual

Primary ISIN: US30034T1034 | Primary SEDOL: BYV34V4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Linster W. Fox	Mgmt	For	For
1.2	Elect Director Maureen T. Mullarkey	Mgmt	For	For
1.3	Elect Director Secil Tabli Watson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Everi Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Eversource Energy

Meeting Date: 05/03/2023 Country: USA Ticker: ES

Meeting Type: Annual

Primary ISIN: US30040W1080 Primary SEDOL: BVVN4Q8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cotton M. Cleveland	Mgmt	For	Against
	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.			
1.2	Elect Director Francis A. Doyle	Mgmt	For	For
1.3	Elect Director Linda Dorcena Forry	Mgmt	For	For
1.4	Elect Director Gregory M. Jones	Mgmt	For	For
1.5	Elect Director Loretta D. Keane	Mgmt	For	For
1.6	Elect Director John Y. Kim	Mgmt	For	For
1.7	Elect Director Kenneth R. Leibler	Mgmt	For	For
1.8	Elect Director David H. Long	Mgmt	For	For
1.9	Elect Director Joseph R. Nolan, Jr.	Mgmt	For	For
1.10	Elect Director William C. Van Faasen	Mgmt	For	For
1.11	Elect Director Frederica M. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Eversource Energy

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	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.			
5	Increase Authorized Common Stock	Mgmt	For	For
6	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.			

EVERTEC, Inc.

Meeting Date: 05/25/2023 Country: Puerto Rico Ticker: EVTC
Meeting Type: Annual
Primary ISIN: PR30040P1032 Primary SEDOL: B7KY3Z6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Frank G. D'Angelo	Mgmt	For	For
1b	Elect Director Morgan M. Schuessler, Jr.	Mgmt	For	For
1c	Elect Director Kelly Barrett	Mgmt	For	For
1d	Elect Director Olga Botero	Mgmt	For	For
1e	Elect Director Jorge A. Junquera	Mgmt	For	For
1f	Elect Director Ivan Pagan	Mgmt	For	For
1g	Elect Director Aldo J. Polak	Mgmt	For	For
1h	Elect Director Alan H. Schumacher	Mgmt	For	For
1i	Elect Director Brian J. Smith	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation	Mgmt	For	For

EVgo Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: EVGO
Meeting Type: Annual
Primary ISIN: US30052F1003 | Primary SEDOL: BP2Q7L0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Darpan Kapadia	Mgmt	For	Withhold
	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 "pop-up" supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.			
1.2	Elect Director Jonathan Seelig	Mgmt	For	For
1.3	Elect Director Paul Segal	Mgmt	For	Withhold
	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 "pop-up" supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Eliminate or Limit Personal Liability of Certain Officers	Mgmt	For	Against
	Voter Rationale: This amendment is not Shareholder friendly.			

Evolent Health, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: EVH
Meeting Type: Annual
Primary ISIN: US30050B1017 | Primary SEDOL: BYLY8H1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Craig Barbarosh	Mgmt	For	For
1b	Elect Director Seth Blackley	Mgmt	For	For
1c	Elect Director M. Bridget Duffy	Mgmt	For	For
1d	Elect Director Peter Grua	Mgmt	For	For
1e	Elect Director Diane Holder	Mgmt	For	For
1f	Elect Director Richard Jelinek	Mgmt	For	For
1g	Elect Director Kim Keck	Mgmt	For	For
1h	Elect Director Cheryl Scott	Mgmt	For	For
1i	Elect Director Tunde Sotunde	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Evolent Health, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
4	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. 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.			

Evolus, Inc.

Meeting Date: 06/09/2023 Country: USA Ticker: EOLS
Meeting Type: Annual
Primary ISIN: US30052C1071 Primary SEDOL: BDRJH21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Simone Blank	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.2	Elect Director Brady Stewart	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Increase Authorized Common Stock	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Evolution AB

Meeting Date: 04/04/2023 Country: Sweden Ticker: EVO
Meeting Type: Annual
Primary ISIN: SE0012673267 Primary SEDOL: BJXSCH4

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

Evolution AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Agenda of Meeting	Mgmt	For	For
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
7.b	Approve Allocation of Income and Dividends of EUR 2.00 Per Share	Mgmt	For	For
7.c1	Approve Discharge of Jens von Bahr	Mgmt	For	For
7.c2	Approve Discharge of Fredrik Osterberg	Mgmt	For	For
7.c3	Approve Discharge of Ian Livingstone	Mgmt	For	For
7.c4	Approve Discharge of Joel Citron	Mgmt	For	For
7.c5	Approve Discharge of Jonas Engwall	Mgmt	For	For
7.c6	Approve Discharge of Mimi Drake	Mgmt	For	For
7.c7	Approve Discharge of Sandra Urie	Mgmt	For	For
7.c8	Approve Discharge of Martin Carlesund	Mgmt	For	For
8	Determine Number of Members (7) and Deputy Members (0) of Board	Mgmt	For	For
9	Approve Remuneration of Directors in the Amount of EUR 400,000 to Chairman and EUR 100,000 for Other Directors	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this item is warranted, as the proposed director fees can be considered excessive in relation to comparable domestic peers.			
10.1	Reelect Jens von Bahr (Chair) as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
10.2	Reelect Fredrik Osterberg as Director	Mgmt	For	For
10.3	Reelect Ian Livingstone as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. 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.			
10.4	Reelect Joel Citron as Director	Mgmt	For	For
10.5	Reelect Jonas Engwall as Director	Mgmt	For	Against
	Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.			
10.6	Reelect Mimi Drake as Director	Mgmt	For	For
10.7	Reelect Sandra Urie as Director	Mgmt	For	For
11	Approve Remuneration of Auditors	Mgmt	For	For

Evolution AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
13	Approve Nomination Committee Procedures	Mgmt	For	For
14	Approve Remuneration Report	Mgmt	For	For
	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.			
15	Authorize Share Repurchase Program	Mgmt	For	For
16	Authorize Reissuance of Repurchased Shares	Mgmt	For	For
17	Approve Creation of Pool of Capital without Preemptive Rights	Mgmt	For	For
18	Authorize the Board to Repurchase Warrants from Participants in Warrants Plan 2021/2024	Mgmt	For	For
19	Approve Transaction with Big Time Gaming Pty Ltd	Mgmt	For	For
20	Close Meeting	Mgmt		

Evolv Technologies Holdings, Inc.

Meeting Date: 05/30/2023 | Country: USA | Ticker: EVLV

Meeting Type: Annual

Primary ISIN: US30049H1023 | Primary SEDOL: BP48CK8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alan Cohen	Mgmt	For	Withhold
	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.			
1.2	Elect Director Neil Glat	Mgmt	For	For
1.3	Elect Director Merline Saintil	Mgmt	For	Withhold
	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. 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.			
1.4	Elect Director Mark Sullivan	Mgmt	For	Withhold
	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.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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Evoqua Water Technologies Corp.

Meeting Date: 05/11/2023 | Country: USA | Ticker: AQUA
Meeting Type: Special
Primary ISIN: US30057T1051 | Primary SEDOL: BF329G6

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

Exact Sciences Corporation

Meeting Date: 06/08/2023 | Country: USA | Ticker: EXAS
Meeting Type: Annual
Primary ISIN: US30063P1057 | Primary SEDOL: 2719951

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director D. Scott Coward	Mgmt	For	For
1b	Elect Director James Doyle	Mgmt	For	For
1c	Elect Director Freda Lewis-Hall	Mgmt	For	For
1d	Elect Director Kathleen Sebelius	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.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 tim			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Declassify the Board of Directors	Mgmt	For	For
	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.			

Exact Sciences Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	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. 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.			

Exelixis, Inc.

Meeting Date: 05/31/2023 Country: USA Ticker: EXEL

Meeting Type: Proxy Contest

Primary ISIN: US30161Q1040 Primary SEDOL: 2576941

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proxy (Gold Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 11 Directors	Mgmt		
1a	Elect Management Nominee Director Maria C. Freire	Mgmt	For	Do Not Vote
1b	Elect Management Nominee Director Alan M. Garber	Mgmt	For	Do Not Vote
1c	Elect Management Nominee Director Michael M. Morrissey	Mgmt	For	Do Not Vote
1d	Elect Management Nominee Director Stelios Papadopoulos	Mgmt	For	Do Not Vote
1e	Elect Management Nominee Director George Poste	Mgmt	For	Do Not Vote
1f	Elect Management Nominee Director Julie Anne Smith	Mgmt	For	Do Not Vote
1g	Elect Management Nominee Director Lance Willsey *Withdrawn Resolution*	Mgmt		
1h	Elect Management Nominee Director Jacqueline Wright	Mgmt	For	Do Not Vote
1i	Elect Management Nominee Director Jack L. Wyszomierski	Mgmt	For	Do Not Vote
1j	Elect Opposition Nominee Director Tomas J. Heyman	SH	For	Do Not Vote
1k	Elect Opposition Nominee Director Robert 'Bob' Oliver, Jr.	SH	For	Do Not Vote
1l	Elect Opposition Nominee Director David E. Johnson	SH	None	Do Not Vote
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Do Not Vote
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote

Exelixis, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	Do Not Vote
	Dissident Universal Proxy (White Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 11 Directors	Mgmt		
1.1	Elect Opposition Nominee Director Tomas J. Heyman	SH	For	Withhold
	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.			
1.2	Elect Opposition Nominee Director David E. Johnson	SH	For	For
1.3	Elect Opposition Nominee Director Robert 'Bob' Oliver, Jr.	SH	For	For
1.4	Elect Management Nominee Director Maria C. Freire	Mgmt	None	For
1.5	Elect Management Nominee Director Alan M. Garber	Mgmt	None	Withhold
	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.			
1.6	Elect Management Nominee Director Michael M. Morrissey	Mgmt	None	For
1.7	Elect Management Nominee Director Stelios Papadopoulos	Mgmt	None	For
1.8	Elect Management Nominee Director George Poste	Mgmt	None	For
1.9	Elect Management Nominee Director Julie Anne Smith	Mgmt	None	For
1.10	Elect Management Nominee Director Jacqueline Wright	Mgmt	None	For
1.11	Elect Management Nominee Director Jack L. Wyszomierski	Mgmt	None	Withhold
	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.			
1.12	Elect Management Nominee Director Lance Willsey *Withdrawn Resolution*	Mgmt		
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	Against	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Exelixis, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Exelon Corporation

Meeting Date: 04/25/2023 | Country: USA | Ticker: EXC

Meeting Type: Annual

Primary ISIN: US30161N1019 | Primary SEDOL: 2670519

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony Anderson	Mgmt	For	For
1b	Elect Director W. Paul Bowers	Mgmt	For	For
1c	Elect Director Calvin G. Butler, Jr.	Mgmt	For	For
1d	Elect Director Marjorie Rodgers Cheshire	Mgmt	For	For
1e	Elect Director Linda Jojo	Mgmt	For	For
1f	Elect Director Charisse Lillie	Mgmt	For	For
1g	Elect Director Matthew Rogers	Mgmt	For	For
1h	Elect Director John Young	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent. 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.			
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

ExlService Holdings, Inc.

Meeting Date: 06/20/2023 | Country: USA | Ticker: EXLS

Meeting Type: Annual

Primary ISIN: US3020811044 | Primary SEDOL: B07LST0

ExlService Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vikram Pandit	Mgmt	For	For
1b	Elect Director Rohit Kapoor	Mgmt	For	For
1c	Elect Director Andreas Fibig	Mgmt	For	For
1d	Elect Director Som Mittal	Mgmt	For	For
1e	Elect Director Kristy Pipes	Mgmt	For	For
1f	Elect Director Nitin Sahney	Mgmt	For	For
1g	Elect Director Jaynie Studenmund	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Forward Stock Split	Mgmt	For	For
6	Amend Articles of Incorporation to Provide Directors May Be Removed With or Without Cause	Mgmt	For	For

Expedia Group, Inc.

Meeting Date: 05/31/2023 Country: USA Ticker: EXPE

Meeting Type: Annual

Primary ISIN: US30212P3038 Primary SEDOL: B748CK2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Samuel Altman	Mgmt	For	For
1b	Elect Director Beverly Anderson	Mgmt	For	For
1c	Elect Director M. Moina Banerjee	Mgmt	For	For
1d	Elect Director Chelsea Clinton	Mgmt	For	Withhold
	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.			
1e	Elect Director Barry Diller	Mgmt	For	For
1f	Elect Director Henrique Dubugras	Mgmt	For	For

Expedia Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Craig Jacobson	Mgmt	For	Withhold
	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.			
1h	Elect Director Peter Kern	Mgmt	For	For
1i	Elect Director Dara Khosrowshahi	Mgmt	For	Withhold
	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.			
1j	Elect Director Patricia Menendez Cambo	Mgmt	For	For
1k	Elect Director Alex von Furstenberg	Mgmt	For	For
1l	Elect Director Julie Whalen	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: 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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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.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			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Expeditors International of Washington, Inc.

Meeting Date: 05/02/2023 Country: USA Ticker: EXPD

Meeting Type: Annual

Primary ISIN: US3021301094 Primary SEDOL: 2325507

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Glenn M. Alger	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

Expeditors International of Washington, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Robert P. Carlile	Mgmt	For	For
1.3	Elect Director James M. DuBois	Mgmt	For	For
1.4	Elect Director Mark A. Emmert	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.			
1.5	Elect Director Diane H. Gulyas	Mgmt	For	For
1.6	Elect Director Jeffrey S. Musser	Mgmt	For	For
1.7	Elect Director Brandon S. Pedersen	Mgmt	For	For
1.8	Elect Director Liane J. Pelletier	Mgmt	For	For
1.9	Elect Director Olivia D. Polius	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			
6	Report on Effectiveness of Diversity Equity and Inclusion Efforts and Metrics	SH	Against	For
	Voter Rationale: On balance, such a report would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address related material risks and opportunities.			

Exponent, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: EXPO

Meeting Type: Annual

Primary ISIN: US30214U1025 | Primary SEDOL: 2330318

Exponent, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George H. Brown	Mgmt	For	For
1.2	Elect Director Catherine Ford Corrigan	Mgmt	For	For
1.3	Elect Director Paul R. Johnston	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.4	Elect Director Carol Lindstrom	Mgmt	For	For
1.5	Elect Director Karen A. Richardson	Mgmt	For	For
1.6	Elect Director Debra L. Zumwalt	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration should not contain a significant overlap of 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Expro Group Holdings N.V.

Meeting Date: 05/24/2023 | Country: Netherlands | Ticker: XPRO

Meeting Type: Annual

Primary ISIN: NL0010556684 | Primary SEDOL: BCRY5H0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael C. Kearney	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
1b	Elect Director Michael Jardon	Mgmt	For	For
1c	Elect Director Eitan Arbeter	Mgmt	For	For
1d	Elect Director Robert W. Drummond	Mgmt	For	For
1e	Elect Director Alan Schrager	Mgmt	For	For

Expro Group Holdings N.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Lisa L. Troe	Mgmt	For	For
1g	Elect Director Brian Truelove	Mgmt	For	For
1h	Elect Director Frances M. Vallejo	Mgmt	For	For
1i	Elect Director Eileen G. Whelley	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
4	Approve Discharge of Board Members	Mgmt	For	For
5	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For
6	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
7	Authorize Share Repurchase Program	Mgmt	For	For
8	Approve the Issuance of Up to 20 Percent of the Company's Issued Capital	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
9	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Extra Space Storage Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: EXR

Meeting Type: Annual

Primary ISIN: US30225T1025 | Primary SEDOL: B02HWR9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth M. Woolley	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Joseph D. Margolis	Mgmt	For	For
1.3	Elect Director Roger B. Porter	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.			

Extra Space Storage Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Jennifer Blouin	Mgmt	For	For
1.5	Elect Director Joseph J. Bonner	Mgmt	For	For
1.6	Elect Director Gary L. Crittenden	Mgmt	For	For
1.7	Elect Director Spencer F. Kirk	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.8	Elect Director Diane Olmstead	Mgmt	For	For
1.9	Elect Director Jefferson S. Shreve	Mgmt	For	For
1.10	Elect Director Julia Vander Ploeg	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			

F.N.B. Corporation

Meeting Date: 05/10/2023 | Country: USA | Ticker: FNB

Meeting Type: Annual

Primary ISIN: US3025201019 | Primary SEDOL: 2041308

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Pamela A. Bena	Mgmt	For	For
1.2	Elect Director William B. Campbell	Mgmt	For	Withhold
	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.			
1.3	Elect Director James D. Chiafullo	Mgmt	For	Withhold
	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.			
1.4	Elect Director Vincent J. Delie, Jr.	Mgmt	For	For
1.5	Elect Director Mary Jo Dively	Mgmt	For	For
1.6	Elect Director David J. Malone	Mgmt	For	Withhold
	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.			

F.N.B. Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Frank C. Mencini	Mgmt	For	For
1.8	Elect Director David L. Motley	Mgmt	For	For
1.9	Elect Director Heidi A. Nicholas	Mgmt	For	For
1.10	Elect Director John S. Stanik	Mgmt	For	For
1.11	Elect Director William J. Strimbu	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Fairfax Financial Holdings Limited

Meeting Date: 04/20/2023 Country: Canada Ticker: FFH

Meeting Type: Annual

Primary ISIN: CA3039011026 Primary SEDOL: 2566351

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert J. Gunn	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. 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. 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. 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.			
1.2	Elect Director David L. Johnston	Mgmt	For	For
1.3	Elect Director Karen L. Jurjevich	Mgmt	For	For
1.4	Elect Director R. William McFarland	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.5	Elect Director Christine N. McLean	Mgmt	For	For

Fairfax Financial Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Brian J. Porter	Mgmt	For	For
1.7	Elect Director Timothy R. Price	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.8	Elect Director Brandon W. Sweitzer	Mgmt	For	For
1.9	Elect Director Lauren C. Templeton	Mgmt	For	For
1.10	Elect Director Benjamin P. Watsa	Mgmt	For	For
1.11	Elect Director V. Prem Watsa	Mgmt	For	For
1.12	Elect Director William C. Weldon	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Withhold
	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.			

Falabella SA

Meeting Date: 04/18/2023 | Country: Chile | Ticker: FALABELLA

Meeting Type: Annual

Primary ISIN: CLP3880F1085 | Primary SEDOL: 2771672

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report	Mgmt	For	For
2	Approve Consolidated Balance Sheet	Mgmt	For	For
3	Approve Consolidated Financial Statements	Mgmt	For	For
4	Approve Auditors' Report	Mgmt	For	For
5	Approve Dividends	Mgmt	For	For
6	Approve Allocation of Income Which are no Distributable to Shareholders	Mgmt	For	For
7	Approve Dividend Policy	Mgmt	For	For
8	Elect Directors	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
9	Approve Remuneration of Directors	Mgmt	For	For
10	Appoint Auditors	Mgmt	For	Against
	Voter Rationale: Companies should disclose information on the auditor and fees paid to the auditor, and specify any non-audit work undertaken by the auditor. 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.			
11	Designate Risk Assessment Companies	Mgmt	For	For

Falabella SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Receive Report Regarding Related-Party Transactions	Mgmt	For	For
13	Receive Directors Committee's Report	Mgmt	For	For
14	Approve Remuneration of Directors' Committee	Mgmt	For	For
15	Approve Budget of Directors' Committee	Mgmt	For	For
16	Designate Newspaper to Publish Announcements	Mgmt	For	For

FANCL Corp.

Meeting Date: 06/24/2023 Country: Japan Ticker: 4921
Meeting Type: Annual
Primary ISIN: JP3802670004 Primary SEDOL: 6131261

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shimada, Kazuyuki	Mgmt	For	For
1.2	Elect Director Yamaguchi, Tomochika	Mgmt	For	For
1.3	Elect Director Sumida, Yasushi	Mgmt	For	For
1.4	Elect Director Fujita, Shinro	Mgmt	For	For
1.5	Elect Director Nakakubo, Mitsuaki	Mgmt	For	For
1.6	Elect Director Hashimoto, Keiichiro	Mgmt	For	For
1.7	Elect Director Matsumoto, Akira	Mgmt	For	For
1.8	Elect Director Tsuboi, Junko	Mgmt	For	For
1.9	Elect Director Takaoka, Mika	Mgmt	For	For

FANUC Corp.

Meeting Date: 06/29/2023 Country: Japan Ticker: 6954
Meeting Type: Annual
Primary ISIN: JP3802400006 Primary SEDOL: 6356934

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 271.64	Mgmt	For	For
2.1	Elect Director Inaba, Yoshiharu	Mgmt	For	For
2.2	Elect Director Yamaguchi, Kenji	Mgmt	For	For

FANUC Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Sasuga, Ryuji	Mgmt	For	For
2.4	Elect Director Michael J. Cicco	Mgmt	For	For
2.5	Elect Director Yamazaki, Naoko	Mgmt	For	For
2.6	Elect Director Uozumi, Hiroto	Mgmt	For	For
2.7	Elect Director Takeda, Yoko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Okada, Toshiya	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Yokoi, Hidetoshi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Tomita, Mieko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Igashima, Shigeo	Mgmt	For	For

Far East Hospitality Real Estate Investment Trust

Meeting Date: 04/20/2023 | Country: Singapore | Ticker: Q5T

Meeting Type: Annual

Primary ISIN: SG2F08984575 | Primary SEDOL: B8GM577

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

Farmland Partners Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: FPI

Meeting Type: Annual

Primary ISIN: US31154R1095 | Primary SEDOL: BKZH191

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Chris A. Downey	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, shareholders do not have the right to amend the bylaws, which represents a material diminution of shareholders' rights and an ongoing material governance failure. 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.			
1.2	Elect Director Luca Fabbri	Mgmt	For	For
1.3	Elect Director Joseph W. Glauber	Mgmt	For	For
	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.			
1.4	Elect Director John A. Good	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, shareholders do not have the right to amend the bylaws, which represents a material diminution of shareholders' rights and an ongoing material governance failure. 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.			
1.5	Elect Director Jennifer S. Grafton	Mgmt	For	Withhold
	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.			
1.6	Elect Director Thomas P. Heneghan	Mgmt	For	For
1.7	Elect Director Danny D. Moore	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, shareholders do not have the right to amend the bylaws, which represents a material diminution of shareholders' rights and an ongoing material governance failure. 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.			
1.8	Elect Director Paul A. Pittman	Mgmt	For	For
1.9	Elect Director Murray R. Wise	Mgmt	For	For
2	Ratify Plante & Moran, PLLC as Auditors	Mgmt	For	For

Farmland Partners Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			

FARO Technologies, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: FARO

Meeting Type: Annual

Primary ISIN: US3116421021 | Primary SEDOL: 2106661

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael D. Burger *Withdrawn Resolution*	Mgmt		
1.2	Elect Director Alex Davern	Mgmt	For	For
1.3	Elect Director Rajani Ramanathan	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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.			

Fastenal Company

Meeting Date: 04/22/2023 | Country: USA | Ticker: FAST
Meeting Type: Annual
Primary ISIN: US3119001044 | Primary SEDOL: 2332262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Scott A. Satterlee	Mgmt	For	For
1b	Elect Director Michael J. Ancius	Mgmt	For	For
1c	Elect Director Stephen L. Eastman	Mgmt	For	For
1d	Elect Director Daniel L. Florness	Mgmt	For	For
1e	Elect Director Rita J. Heise	Mgmt	For	For
1f	Elect Director Hsenghung Sam Hsu	Mgmt	For	For
1g	Elect Director Daniel L. Johnson	Mgmt	For	For
1h	Elect Director Nicholas J. Lundquist	Mgmt	For	For
1i	Elect Director Sarah N. Nielsen	Mgmt	For	For
1j	Elect Director Reyne K. Wisecup	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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
	Voter Rationale: We support an annual say on pay frequency.			

FB Financial Corporation

Meeting Date: 05/18/2023 | Country: USA | Ticker: FBK
Meeting Type: Annual
Primary ISIN: US30257X1046 | Primary SEDOL: BYY5Z69

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Jonathan (Jon) Ayers	Mgmt	For	For
1.2	Elect Director William (Bill)) F. Carpenter, III	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1.3	Elect Director Agenia W. Clark	Mgmt	For	For

FB Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director James (Jim) W. Cross, IV	Mgmt	For	For
1.5	Elect Director James (Jimmy) L. Exum	Mgmt	For	Withhold
	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.			
1.6	Elect Director Christopher (Chris) T. Holmes	Mgmt	For	For
1.7	Elect Director Orrin H. Ingram	Mgmt	For	Withhold
	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.			
1.8	Elect Director Raja J. Jubran	Mgmt	For	For
1.9	Elect Director C. Wright Pinson	Mgmt	For	For
1.10	Elect Director Emily J. Reynolds	Mgmt	For	For
1.11	Elect Director Melody J. Sullivan	Mgmt	For	For
2	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. 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.			
3	Eliminate 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.			
4	Ratify Crowe LLP as Auditors	Mgmt	For	For

Federal Realty Investment Trust

Meeting Date: 05/03/2023 | Country: USA | Ticker: FRT

Meeting Type: Annual

Primary ISIN: US3137451015 | Primary SEDOL: BN7P9B2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David W. Faeder	Mgmt	For	For
1.2	Elect Director Elizabeth I. Holland	Mgmt	For	For
1.3	Elect Director Nicole Y. Lamb-Hale	Mgmt	For	For
1.4	Elect Director Thomas A. McEachin	Mgmt	For	For
1.5	Elect Director Anthony P. Nader, III	Mgmt	For	For
1.6	Elect Director Gail P. Steinel	Mgmt	For	Against
	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.			
1.7	Elect Director Donald C. Wood	Mgmt	For	For

Federal Realty Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Increase Authorized Common Stock	Mgmt	For	For
5	Ratify Grant Thornton, 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.			

Ferrari NV

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

Meeting Type: Annual

Primary ISIN: NL0011585146 | Primary SEDOL: BD6G507

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Director's Board Report (Non-Voting)	Mgmt		
2.b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
2.c	Approve Remuneration Report	Mgmt	For	Against
	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.			
2.d	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
2.e	Approve Dividends of EUR 1.810 Per Share	Mgmt	For	For
2.f	Approve Discharge of Directors	Mgmt	For	For
3.a	Reelect John Elkann as Executive Director	Mgmt	For	For
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3.b	Reelect Benedetto Vigna as Executive Director	Mgmt	For	For
3.c	Reelect Piero Ferrari as Non-Executive Director	Mgmt	For	For

Ferrari NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.d	Reelect Delphine Arnault as Non-Executive Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
3.e	Reelect Francesca Bellettini as Non-Executive Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3.f	Reelect Eduardo H. Cue as Non-Executive Director	Mgmt	For	For
3.g	Reelect Sergio Duca as Non-Executive Director	Mgmt	For	For
3.h	Reelect John Galantic as Non-Executive Director	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
3.i	Reelect Maria Patrizia Grieco as Non-Executive Director	Mgmt	For	For
3.j	Reelect Adam Keswick as Non-Executive Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3.k	Elect Michelangelo Volpi as Non-Executive Director	Mgmt	For	For
4.1	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For
4.2	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
5	Authorize Repurchase of Up to 10 Percent of Issued Common Shares	Mgmt	For	For
6	Approve Awards to Executive Director	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
7	Close Meeting	Mgmt		

Ferrotec Holdings Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6890

Meeting Type: Annual

Primary ISIN: JP3802720007 | Primary SEDOL: 6354273

Ferrotec Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 55	Mgmt	For	For
2	Amend Articles to Amend Provisions on Number of Directors	Mgmt	For	For
3.1	Elect Director Xian Han He	Mgmt	For	For
3.2	Elect Director Yamamura, Takeru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.3	Elect Director Namiki, Miyoko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Oishi, Junichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Takeda, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Sato, Akihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Miyanaga, Eiji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.8	Elect Director Okada, Tatsuo	Mgmt	For	For
3.9	Elect Director Shimoka, Iku	Mgmt	For	For
3.10	Elect Director Tamagawa, Masaru	Mgmt	For	For
4	Appoint Statutory Auditor Dairaku, Hiroyuki	Mgmt	For	Against
	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.			

FibroGen, Inc.

Meeting Date: 06/07/2023 Country: USA Ticker: FGEN

Meeting Type: Annual

Primary ISIN: US31572Q8087 Primary SEDOL: BSDRYR8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Enrique Conterno	Mgmt	For	For
1b	Elect Director Aoife Brennan	Mgmt	For	For

FibroGen, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Gerald Lema	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify PricewaterhouseCoopers 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.			

Fidelity National Financial, Inc.

Meeting Date: 06/14/2023 Country: USA Ticker: FNF

Meeting Type: Annual

Primary ISIN: US31620R3030 Primary SEDOL: BNBRDD4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William P. Foley, II	Mgmt	For	For
	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.			
1.2	Elect Director Douglas K. Ammerman	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Thomas M. Hagerty	Mgmt	For	Withhold
	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.			
1.4	Elect Director Peter O. Shea, Jr.	Mgmt	For	Withhold
	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 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Fidelity National Information Services, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: FIS
Meeting Type: Annual
Primary ISIN: US31620M1062 | Primary SEDOL: 2769796

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lee Adrean	Mgmt	For	For
1b	Elect Director Ellen R. Alemany	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1c	Elect Director Mark D. Benjamin	Mgmt	For	For
1d	Elect Director Vijay G. D'Silva	Mgmt	For	For
1e	Elect Director Stephanie L. Ferris	Mgmt	For	For
1f	Elect Director Jeffrey A. Goldstein	Mgmt	For	For
1g	Elect Director Lisa A. Hook	Mgmt	For	For
1h	Elect Director Kenneth T. Lamneck	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1i	Elect Director Gary L. Lauer	Mgmt	For	For
1j	Elect Director Louise M. Parent	Mgmt	For	For
1k	Elect Director Brian T. Shea	Mgmt	For	For
1l	Elect Director James B. Stallings, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. Severance payments should not exceed two years 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Fiera Capital Corporation

Meeting Date: 05/25/2023 | Country: Canada | Ticker: FSZ
Meeting Type: Annual/Special
Primary ISIN: CA31660A1030 | Primary SEDOL: B64JBZ6

Fiera Capital Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Class A Subordinate Voting Shares	Mgmt		
1	Authorize Board to Determine the Number of Directors of the Board from Time to Time Within the Minimum and Maximum Number as Provided in the Articles	Mgmt	For	For
2.1	Elect Director John Braive	Mgmt	For	For
2.2	Elect Director Annick Charbonneau	Mgmt	For	For
2.3	Elect Director Gary Collins	Mgmt	For	For
2.4	Elect Director Francois Olivier	Mgmt	For	For
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

Fifth Third Bancorp

Meeting Date: 04/18/2023 Country: USA Ticker: FITB

Meeting Type: Annual

Primary ISIN: US3167731005 Primary SEDOL: 2336747

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicholas K. Akins	Mgmt	For	For
1b	Elect Director B. Evan Bayh, III	Mgmt	For	For
1c	Elect Director Jorge L. Benitez	Mgmt	For	For
1d	Elect Director Katherine B. Blackburn	Mgmt	For	For
1e	Elect Director Emerson L. Brumback	Mgmt	For	For
1f	Elect Director Linda W. Clement-Holmes	Mgmt	For	For
1g	Elect Director C. Bryan Daniels	Mgmt	For	For
1h	Elect Director Mitchell S. Feiger	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1i	Elect Director Thomas H. Harvey	Mgmt	For	For
1j	Elect Director Gary R. Heminger	Mgmt	For	For
1k	Elect Director Eileen A. Mallesch	Mgmt	For	For
1l	Elect Director Michael B. McCallister	Mgmt	For	For

Fifth Third Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1m	Elect Director Timothy N. Spence	Mgmt	For	For
	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			
1n	Elect Director Marsha C. Williams	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.			
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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

FIGS, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: FIGS

Meeting Type: Annual

Primary ISIN: US30260D1037 | Primary SEDOL: BMXXBD9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Heather Hasson	Mgmt	For	For
	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			
1.2	Elect Director Kenneth Lin	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.3	Elect Director Michael Soenen	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. 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.			

FIGS, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

FinecoBank SpA

Meeting Date: 04/27/2023 | Country: Italy | Ticker: FBK

Meeting Type: Annual/Special

Primary ISIN: IT0000072170 | Primary SEDOL: BNGN9Z1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Approve Elimination of Negative Reserves	Mgmt	For	For
4	Adjust Remuneration of External Auditors	Mgmt	For	For
5	Fix Number of Directors	Mgmt	For	For
6	Fix Board Terms for Directors	Mgmt	For	For
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt		
7.1	Slate 1 Submitted by Board of Directors	Mgmt	For	For
7.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	Against
	Voter Rationale: Vote AGAINST as investors can only support one slate and we are supporting the board's recommendations.			
8	Approve Remuneration of Directors	Mgmt	For	For
	Appoint Internal Statutory Auditors (Slate Election)	Mgmt		
9	Slate 1 Submitted by Institutional Investors (Assogestioni)	SH	None	For
	Voter Rationale: Candidates on this slate have agreed to abide by the chart of corporate governance principles adopted by Assogestioni.			
	Shareholder Proposal Submitted by Institutional Investors (Assogestioni)	Mgmt		
10	Approve Internal Auditors' Remuneration	SH	None	For
	Management Proposals	Mgmt		

FinecoBank SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Approve Remuneration Policy	Mgmt	For	For
	Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
12	Approve Second Section of the Remuneration Report	Mgmt	For	For
13	Approve 2023 Incentive System for Employees	Mgmt	For	For
14	Approve 2023 Incentive System for Personal Financial Advisors	Mgmt	For	For
15	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service the 2023 PFA System	Mgmt	For	For
	Extraordinary Business	Mgmt		
1	Authorize Board to Increase Capital to Service 2023 Incentive System	Mgmt	For	For
2	Authorize Board to Increase Capital to Service 2022 Incentive System	Mgmt	For	For
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: Vote AGAINST as no further information has been given on this item.			

First Advantage Corporation

Meeting Date: 06/08/2023 Country: USA Ticker: FA

Meeting Type: Annual

Primary ISIN: US31846B1089 Primary SEDOL: BNKGY06

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James L. Clark	Mgmt	For	Withhold
	Voter Rationale: 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 classified board structure and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.2	Elect Director Bridgett R. Price	Mgmt	For	For
1.3	Elect Director Bianca Stoica	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

First American Financial Corporation

Meeting Date: 05/09/2023 | Country: USA | Ticker: FAF
Meeting Type: Annual
Primary ISIN: US31847R1023 | Primary SEDOL: B4NFPK4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth D. DeGiorgio	Mgmt	For	For
1.2	Elect Director James L. Doti	Mgmt	For	For
1.3	Elect Director Michael D. McKee	Mgmt	For	For
1.4	Elect Director Marsha A. Spence	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Variable remuneration should not contain a significant overlap of metrics.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. Variable remuneration should not contain a significant overlap of metrics.			
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

First Bancorp

Meeting Date: 05/04/2023 | Country: USA | Ticker: FBNC
Meeting Type: Annual
Primary ISIN: US3189101062 | Primary SEDOL: 2351494

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mary Clara Capel	Mgmt	For	For

First Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director James C. Crawford, III	Mgmt	For	Withhold
	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. 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. 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. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
1.3	Elect Director Suzanne S. DeFerie	Mgmt	For	Withhold
	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.			
1.4	Elect Director Abby J. Donnelly	Mgmt	For	For
1.5	Elect Director Mason Y. Garrett	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.6	Elect Director John B. Gould	Mgmt	For	For
1.7	Elect Director Michael G. Mayer	Mgmt	For	For
1.8	Elect Director John W. McCauley	Mgmt	For	For
1.9	Elect Director Carlie C. McLamb, Jr.	Mgmt	For	For
1.10	Elect Director Richard H. Moore	Mgmt	For	For
1.11	Elect Director Dexter V. Perry	Mgmt	For	For
1.12	Elect Director J. Randolph Potter	Mgmt	For	For
1.13	Elect Director O. Temple Sloan, III	Mgmt	For	For
1.14	Elect Director Frederick L. Taylor, II	Mgmt	For	For
1.15	Elect Director Virginia Thomasson	Mgmt	For	For
1.16	Elect Director Dennis A. Wicker	Mgmt	For	For
2	Ratify BDO USA, 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			

First Busey Corporation

Meeting Date: 05/24/2023 | Country: USA | Ticker: BUSE
Meeting Type: Annual
Primary ISIN: US3193832041 | Primary SEDOL: BZ1LBM5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Samuel P. Banks	Mgmt	For	Withhold
	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.			
1.2	Elect Director George Barr	Mgmt	For	For
1.3	Elect Director Stanley J. Bradshaw	Mgmt	For	Withhold
	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.			
1.4	Elect Director Michael D. Cassens	Mgmt	For	For
1.5	Elect Director Van A. Dukeman	Mgmt	For	For
1.6	Elect Director Karen M. Jensen	Mgmt	For	For
1.7	Elect Director Frederic L. Kenney	Mgmt	For	Withhold
	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.			
1.8	Elect Director Stephen V. King	Mgmt	For	For
1.9	Elect Director Gregory B. Lykins	Mgmt	For	Withhold
	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.			
1.10	Elect Director Cassandra R. Sanford	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	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.			
4	Ratify RSM US 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.			

First Capital Real Estate Investment Trust

Meeting Date: 04/11/2023 | Country: Canada | Ticker: FCR.UN
Meeting Type: Annual/Special
Primary ISIN: CA31890B1031 | Primary SEDOL: BKSLS55

First Capital Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Paul C. Douglas	Mgmt	For	For
	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.			
1.2	Elect Trustee Ira Gluskin	Mgmt	For	For
1.3	Elect Trustee Adam E. Paul	Mgmt	For	For
1.4	Elect Trustee Aladin (Al) W. Mawani	Mgmt	For	For
1.5	Elect Trustee Leonard Abramsky	Mgmt	For	For
1.6	Elect Trustee Annalisa King	Mgmt	For	Withhold
	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.			
1.7	Elect Trustee Dayna Gibbs	Mgmt	For	For
1.8	Elect Trustee Sheila Botting	Mgmt	For	For
1.9	Elect Trustee Ian Clarke	Mgmt	For	For
1.10	Elect Trustee Richard Nesbitt	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote on Executive Compensation Approach	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. 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.			
4	Re-approve Unitholder Rights Plan	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			

First Citizens BancShares, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: FCNCA

Meeting Type: Annual

Primary ISIN: US31946M1036 | Primary SEDOL: 2355582

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ellen R. Alemany	Mgmt	For	For

First Citizens BancShares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director John M. Alexander, Jr.	Mgmt	For	Withhold
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.3	Elect Director Victor E. Bell, III	Mgmt	For	Withhold
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.4	Elect Director Peter M. Bristow	Mgmt	For	For
1.5	Elect Director Hope H. Bryant	Mgmt	For	For
1.6	Elect Director Michael A. Carpenter	Mgmt	For	For
1.7	Elect Director H. Lee Durham, Jr.	Mgmt	For	Withhold
	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.			
1.8	Elect Director Eugene Flood, Jr.	Mgmt	For	For
1.9	Elect Director Frank B. Holding, Jr.	Mgmt	For	For
1.10	Elect Director Robert R. Hoppe	Mgmt	For	For
1.11	Elect Director Floyd L. Keels	Mgmt	For	For
1.12	Elect Director Robert E. Mason, IV	Mgmt	For	For
1.13	Elect Director Robert T. Newcomb	Mgmt	For	Withhold
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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. 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. Long-term incentives should not be delivered via cash or other non-equity vehicles.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Increase Authorized Common Stock	Mgmt	For	For
5	Increase Authorized Preferred Stock	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism.			
6	Amend Certificate of Incorporation to Allow Exculpation of Officers	Mgmt	For	For
7	Ratify KPMG LLP as Auditors	Mgmt	For	For

First Financial Bankshares, Inc.

Meeting Date: 04/25/2023 Country: USA Ticker: FFIN

Meeting Type: Annual

Primary ISIN: US32020R1095 Primary SEDOL: 2266026

First Financial Bankshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director April K. Anthony	Mgmt	For	For
1.2	Elect Director Vianei Lopez Braun	Mgmt	For	For
1.3	Elect Director David L. Copeland	Mgmt	For	Withhold
	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. 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.			
1.4	Elect Director Mike B. Denny	Mgmt	For	For
1.5	Elect Director F. Scott Dueser	Mgmt	For	For
1.6	Elect Director Murray H. Edwards	Mgmt	For	Withhold
	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 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.			
1.7	Elect Director Eli Jones	Mgmt	For	For
1.8	Elect Director I. Tim Lancaster	Mgmt	For	For
1.9	Elect Director Kade L. Matthews	Mgmt	For	Withhold
	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.			
1.10	Elect Director Robert C. Nickles, Jr.	Mgmt	For	For
1.11	Elect Director Johnny E. Trotter	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

First Foundation Inc.

Meeting Date: 06/27/2023 Country: USA Ticker: FFWM

Meeting Type: Proxy Contest

Primary ISIN: US32026V1044 Primary SEDOL: BMMVY68

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Universal Proxy (Blue Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 10 Directors	Mgmt		
1a	Elect Management Nominee Director Ulrich E. Keller, Jr.	Mgmt	For	For
1b	Elect Management Nominee Director Scott F. Kavanaugh	Mgmt	For	For
1c	Elect Management Nominee Director Max A. Briggs	Mgmt	For	For
1d	Elect Management Nominee Director John A. Hakopian	Mgmt	For	For
1e	Elect Management Nominee Director David G. Lake	Mgmt	For	For
1f	Elect Management Nominee Director Elizabeth A. Pagliarini	Mgmt	For	For
1g	Elect Management Nominee Director Mitchell M. Rosenberg	Mgmt	For	For
1h	Elect Management Nominee Director Diane M. Rubin	Mgmt	For	For
1i	Elect Management Nominee Director Jacob P. Sonenshine	Mgmt	For	For
1j	Elect Management Nominee Director Gabriel V. Vazquez	Mgmt	For	For
1k	Elect Dissident Nominee Director Allison Ball	SH	Withhold	Withhold
	Voter Rationale: Dissident director does not have requisite expertise and background at this time.			
2	Ratify Eide Bailly LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration should not contain a significant overlap of 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.			
	Dissident Universal Proxy (White Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 10 Directors	Mgmt		
	DRIVER NOMINEE	Mgmt		
1a	Elect Dissident Nominee Director Allison Ball	SH	For	Do Not Vote
	COMPANY NOMINEES UNOPPOSED BY DRIVER	Mgmt		

First Foundation Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Management Nominee Director Max A. Briggs	Mgmt	For	Do Not Vote
1b	Elect Management Nominee Director Scott F. Kavanaugh	Mgmt	For	Do Not Vote
1c	Elect Management Nominee Director Ulrich E. Keller, Jr.	Mgmt	For	Do Not Vote
1d	Elect Management Nominee Director David G. Lake	Mgmt	For	Do Not Vote
1e	Elect Management Nominee Director Elizabeth A. Pagliarini	Mgmt	For	Do Not Vote
1f	Elect Management Nominee Director Mitchell M. Rosenberg	Mgmt	For	Do Not Vote
1g	Elect Management Nominee Director Diane M. Rubin	Mgmt	For	Do Not Vote
1h	Elect Management Nominee Director Jacob P. Sonenshine	Mgmt	For	Do Not Vote
1i	Elect Management Nominee Director Gabriel V. Vazquez	Mgmt	For	Do Not Vote
	COMPANY NOMINEE OPPOSED BY DRIVER	Mgmt		
1a	Elect Management Nominee Director John A. Hakopian	Mgmt	Withhold	Do Not Vote
2	Ratify Eide Bailly LLP as Auditors	Mgmt	None	Do Not Vote
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	None	Do Not Vote

First Hawaiian, Inc.

Meeting Date: 04/26/2023 Country: USA Ticker: FHB

Meeting Type: Annual

Primary ISIN: US32051X1081 Primary SEDOL: BDC6HG1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael K. Fujimoto	Mgmt	For	For
1b	Elect Director Robert S. Harrison	Mgmt	For	For
1c	Elect Director Faye W. Kurren	Mgmt	For	For
1d	Elect Director James S. Moffatt	Mgmt	For	For
1e	Elect Director Mark M. Mugiishi	Mgmt	For	For
1f	Elect Director Kelly A. Thompson	Mgmt	For	For
1g	Elect Director Allen B. Uyeda	Mgmt	For	Against

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.

First Hawaiian, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Vanessa L. Washington	Mgmt	For	For
1i	Elect Director C. Scott Wo	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

First Horizon Corporation

Meeting Date: 04/25/2023 Country: USA Ticker: FHN

Meeting Type: Annual

Primary ISIN: US3205171057 Primary SEDOL: 2341484

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Harry V. Barton, Jr.	Mgmt	For	For
1.2	Elect Director John N. Casbon	Mgmt	For	For
	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.			
1.3	Elect Director John C. Compton	Mgmt	For	For
1.4	Elect Director Wendy P. Davidson	Mgmt	For	For
1.5	Elect Director William H. Fenstermaker	Mgmt	For	For
1.6	Elect Director D. Bryan Jordan	Mgmt	For	For
1.7	Elect Director J. Michael Kemp, Sr.	Mgmt	For	For
1.8	Elect Director Rick E. Maples	Mgmt	For	For
	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.			
1.9	Elect Director Vicki R. Palmer	Mgmt	For	Against
	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. 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.			
1.10	Elect Director Colin V. Reed	Mgmt	For	For
	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.			
1.11	Elect Director E. Stewart Shea, III	Mgmt	For	For
	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.			

First Horizon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Elect Director Cecelia D. Stewart	Mgmt	For	For
1.13	Elect Director Rosa Sugranes	Mgmt	For	For
1.14	Elect Director R. Eugene Taylor	Mgmt	For	For
2	Ratify KPMG 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.			
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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

First Industrial Realty Trust, Inc.

Meeting Date: 05/03/2023 Country: USA Ticker: FR

Meeting Type: Annual

Primary ISIN: US32054K1034 Primary SEDOL: 2360757

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter E. Baccile	Mgmt	For	For
1.2	Elect Director Teresa Bryce Bazemore	Mgmt	For	For
1.3	Elect Director Matthew S. Dominski	Mgmt	For	For
1.4	Elect Director H. Patrick Hackett, Jr.	Mgmt	For	For
1.5	Elect Director Denise A. Olsen	Mgmt	For	For
1.6	Elect Director John E. Rau	Mgmt	For	Against
	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.			
1.7	Elect Director Marcus L. Smith	Mgmt	For	For

First Industrial Realty Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

First Interstate BancSystem, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: FIBK

Meeting Type: Annual

Primary ISIN: US32055Y2019 | Primary SEDOL: B4RGHN0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alice S. Cho	Mgmt	For	For
1b	Elect Director Thomas E. Henning	Mgmt	For	For
1c	Elect Director Dennis L. Johnson	Mgmt	For	For
1d	Elect Director Patricia L. Moss	Mgmt	For	For
1e	Elect Director Daniel A. Rykhus	Mgmt	For	For
2	Change State of Incorporation from Montana to Delaware	Mgmt	For	For
3	Approve 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. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			

First Interstate BancSystem, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Ratify RSM US LLP as Auditors	Mgmt	For	For
	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.			

First Majestic Silver Corp.

Meeting Date: 05/25/2023 | Country: Canada | Ticker: FR

Meeting Type: Annual

Primary ISIN: CA32076V1031 | Primary SEDOL: 2833583

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Seven	Mgmt	For	For
2.1	Elect Director Keith N. Neumeyer	Mgmt	For	For
2.2	Elect Director Marjorie Co	Mgmt	For	For
2.3	Elect Director Thomas F. Fudge, Jr.	Mgmt	For	For
2.4	Elect Director Ana Lopez	Mgmt	For	Withhold
	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.			
2.5	Elect Director Raymond Polman	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2.6	Elect Director Jean des Rivieres	Mgmt	For	For
2.7	Elect Director Colette Rustad	Mgmt	For	For
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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 year's 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. 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.			

First Merchants Corporation

Meeting Date: 05/10/2023 | Country: USA | Ticker: FRME
Meeting Type: Annual
Primary ISIN: US3208171096 | Primary SEDOL: 2342410

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Susan W. Brooks	Mgmt	For	Withhold
1.2	Elect Director Mung Chiang	Mgmt	For	For
1.3	Elect Director Patrick J. Fehring	Mgmt	For	Withhold
1.4	Elect Director Michael J. Fisher	Mgmt	For	Withhold
1.5	Elect Director Kevin D. Johnson	Mgmt	For	For
1.6	Elect Director Gary J. Lehman	Mgmt	For	Withhold
1.7	Elect Director Jason R. Sondhi	Mgmt	For	For
1.8	Elect Director Jean L. Wojtowicz	Mgmt	For	Withhold
2	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. The annual bonus should be assessed using no less than two metrics. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify FORVIS, 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.			

First National Financial Corporation

Meeting Date: 05/16/2023 | Country: Canada | Ticker: FN
Meeting Type: Annual
Primary ISIN: CA33564P1036 | Primary SEDOL: B3NDMC2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Stephen Smith	Mgmt	For	For
	Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).			
2	Elect Director Moray Tawse	Mgmt	For	For
3	Elect Director Jason Ellis	Mgmt	For	For
4	Elect Director Duncan Jackman	Mgmt	For	Withhold
	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.			

First National Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Elect Director Robert Mitchell	Mgmt	For	Withhold
	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.			
6	Elect Director Barbara Palk	Mgmt	For	For
	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.			
7	Elect Director Robert Pearce	Mgmt	For	For
8	Elect Director Diane Sinhuber	Mgmt	For	For
9	Elect Director Martine Irman	Mgmt	For	For
10	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

First Quantum Minerals Ltd.

Meeting Date: 05/04/2023 Country: Canada Ticker: FM

Meeting Type: Annual

Primary ISIN: CA3359341052 Primary SEDOL: 2347608

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Ten	Mgmt	For	For
2.1	Elect Director Andrew B. Adams	Mgmt	For	Withhold
	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.			
2.2	Elect Director Alison C. Beckett	Mgmt	For	For
2.3	Elect Director Robert J. Harding	Mgmt	For	For
2.4	Elect Director Kathleen A. Hogenson	Mgmt	For	For
2.5	Elect Director Charles Kevin McArthur	Mgmt	For	For
2.6	Elect Director Philip K. R. Pascall	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2.7	Elect Director Anthony Tristan Pascall	Mgmt	For	For
2.8	Elect Director Simon J. Scott	Mgmt	For	For
2.9	Elect Director Joanne K. Warner	Mgmt	For	For
2.10	Elect Director Geoff Chater	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

First Quantum Minerals Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
5	Re-approve Shareholder Rights Plan	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			

First Solar, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: FSLR

Meeting Type: Annual

Primary ISIN: US3364331070 | Primary SEDOL: B1HMF22

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael J. Ahearn	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Richard D. Chapman	Mgmt	For	For
1.3	Elect Director Anita Marangoly George	Mgmt	For	For
1.4	Elect Director George A. ("Chip") Hambro	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Molly E. Joseph	Mgmt	For	For
1.6	Elect Director Craig Kennedy	Mgmt	For	For
1.7	Elect Director Lisa A. Kro	Mgmt	For	For
1.8	Elect Director William J. Post	Mgmt	For	For
1.9	Elect Director Paul H. Stebbins	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1.10	Elect Director Michael T. Sweeney	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.			
1.11	Elect Director Mark R. Widmar	Mgmt	For	For
1.12	Elect Director Norman L. Wright	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			

First Solar, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

FirstCash Holdings, Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: FCFS
Meeting Type: Annual
Primary ISIN: US33768G1076 Primary SEDOL: BMF5Q83

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel E. Berce	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1b	Elect Director Mikel D. Faulkner	Mgmt	For	For
1c	Elect Director Randel G. Owen	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

FirstEnergy Corporation

Meeting Date: 05/24/2023 Country: USA Ticker: FE
Meeting Type: Annual
Primary ISIN: US3379321074 Primary SEDOL: 2100920

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jana T. Croom	Mgmt	For	For

FirstEnergy Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Steven J. Demetriou	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.3	Elect Director Lisa Winston Hicks	Mgmt	For	For
1.4	Elect Director Paul Kaleta	Mgmt	For	For
1.5	Elect Director Sean T. Klimczak	Mgmt	For	For
1.6	Elect Director Jesse A. Lynn	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.7	Elect Director James F. O'Neil, III	Mgmt	For	For
1.8	Elect Director John W. Somerhalder, II	Mgmt	For	For
1.9	Elect Director Andrew Teno	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.10	Elect Director Leslie M. Turner	Mgmt	For	For
1.11	Elect Director Melvin Williams	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	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.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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting to 20%	Mgmt	For	For
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
	Voter Rationale: Board has shown responsiveness to concern.			
7	Establish a New Board Committee on Decarbonization Risk	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

FirstService Corporation

Meeting Date: 04/06/2023 | Country: Canada | Ticker: FSV
Meeting Type: Annual/Special
Primary ISIN: CA33767E2024 | Primary SEDOL: BJMKSJ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Yousry Bissada	Mgmt	For	Withhold
	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.			
1b	Elect Director Elizabeth Carducci	Mgmt	For	For
1c	Elect Director Steve H. Grimshaw	Mgmt	For	For
1d	Elect Director Jay S. Hennick	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be 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.The nominee is a former executive and considered to be non-independent.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.The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1e	Elect Director D. Scott Patterson	Mgmt	For	For
1f	Elect Director Frederick F. Reichheld	Mgmt	For	For
1g	Elect Director Joan Eloise Sproul	Mgmt	For	For
1h	Elect Director Erin J. Wallace	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Amend Stock Option 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.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.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.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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.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.			

Fiserv, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: FISV
Meeting Type: Annual
Primary ISIN: US3377381088 | Primary SEDOL: 2342034

Fiserv, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frank J. Bisignano	Mgmt	For	For
1.2	Elect Director Henrique de Castro	Mgmt	For	For
1.3	Elect Director Harry F. DiSimone	Mgmt	For	For
1.4	Elect Director Dylan G. Haggart	Mgmt	For	For
1.5	Elect Director Wafaa Mamilli	Mgmt	For	For
1.6	Elect Director Heidi G. Miller	Mgmt	For	For
	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.			
1.7	Elect Director Doyle R. Simons	Mgmt	For	Withhold
	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.			
1.8	Elect Director Kevin M. Warren	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Require Independent Board Chairman	SH	Against	For
	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.			

Fisker, Inc.

Meeting Date: 06/06/2023	Country: USA	Ticker: FSR	
	Meeting Type: Annual		
		Primary ISIN: US33813J1060	Primary SEDOL: BNKD957

Fisker, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Henrik Fisker	Mgmt	For	Withhold
	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			
1.2	Elect Director Mark E. Hickson	Mgmt	For	Withhold
	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 reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the classified board, each of which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Five Below, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: FIVE

Meeting Type: Annual

Primary ISIN: US33829M1018 | Primary SEDOL: B85KFY9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joel D. Anderson	Mgmt	For	For
1b	Elect Director Kathleen S. Barclay	Mgmt	For	For
1c	Elect Director Thomas M. Ryan	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Amend Bylaws to Limit the Liability of Officers	Mgmt	For	For

Five Below, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Amend Bylaws to Amend the Limitation of Liability of Directors Provision	Mgmt	For	For

Five9, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: FIVN
Meeting Type: Annual
Primary ISIN: US3383071012 | Primary SEDOL: BKY7X18

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Burkland	Mgmt	For	For
1.2	Elect Director Robert Zollars	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, due to board's failure 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. 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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. 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.			
3	Ratify KMPG LLP as Auditors	Mgmt	For	For
	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.			

FLEETCOR Technologies, Inc.

Meeting Date: 06/09/2023 | Country: USA | Ticker: FLT
Meeting Type: Annual
Primary ISIN: US3390411052 | Primary SEDOL: B4R28B3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven T. Stull	Mgmt	For	For
1b	Elect Director Annabelle Bexiga	Mgmt	For	For
1c	Elect Director Michael Buckman	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Ronald F. Clarke	Mgmt	For	For
1e	Elect Director Joseph W. Farrelly	Mgmt	For	For
1f	Elect Director Rahul Gupta	Mgmt	For	For
1g	Elect Director Thomas M. Hagerty	Mgmt	For	Against
	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.			
1h	Elect Director Archie L. Jones, Jr.	Mgmt	For	For
1i	Elect Director Hala G. Moddelmog	Mgmt	For	For
	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.			
1j	Elect Director Richard Macchia	Mgmt	For	For
1k	Elect Director Jeffrey S. Sloan	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			

Floor & Decor Holdings, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: FND
Meeting Type: Annual
Primary ISIN: US3397501012 | Primary SEDOL: BYQHP96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dwight L. James	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1b	Elect Director Melissa Kersey	Mgmt	For	For
1c	Elect Director Peter M. Starrett	Mgmt	For	For
1d	Elect Director Thomas V. Taylor	Mgmt	For	For
1e	Elect Director George Vincent West	Mgmt	For	For
1f	Elect Director Charles D. Young	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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.			
4	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.			

Flowserve Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: FLS
Meeting Type: Annual
Primary ISIN: US34354P1057 | Primary SEDOL: 2288406

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director R. Scott Rowe	Mgmt	For	For
1b	Elect Director Sujeet Chand	Mgmt	For	For
1c	Elect Director Ruby R. Chandy	Mgmt	For	For
1d	Elect Director Gayla J. Delly	Mgmt	For	Against
	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.			
1e	Elect Director John R. Friedery	Mgmt	For	For

Flowserve Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director John L. Garrison	Mgmt	For	For
1g	Elect Director Michael C. McMurray	Mgmt	For	For
1h	Elect Director Thomas B. Okray	Mgmt	For	For
1i	Elect Director David E. Roberts	Mgmt	For	For
1j	Elect Director Kenneth I. Siegel	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1k	Elect Director Carlyn R. Taylor	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: .Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Amend Right to Call Special Meeting	SH	Against	Against
	Voter Rationale: Proposal is prescriptive.			

Fluor Corporation

Meeting Date: 05/03/2023 | Country: USA | Ticker: FLR

Meeting Type: Annual

Primary ISIN: US3434121022 | Primary SEDOL: 2696838

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Alan M. Bennett	Mgmt	For	For
1B	Elect Director Rosemary T. Berkery	Mgmt	For	For
1C	Elect Director David E. Constable	Mgmt	For	For
1D	Elect Director H. Paulett Eberhart	Mgmt	For	For
1E	Elect Director James T. Hackett	Mgmt	For	For
1F	Elect Director Thomas C. Leppert	Mgmt	For	For

Fluor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1G	Elect Director Teri P. McClure	Mgmt	For	For
1H	Elect Director Armando J. Olivera	Mgmt	For	For
1I	Elect Director Matthew K. Rose	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Flushing Financial Corporation

Meeting Date: 05/16/2023 | Country: USA | Ticker: FFIC

Meeting Type: Annual

Primary ISIN: US3438731057 | Primary SEDOL: 2360111

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John J. McCabe	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1b	Elect Director Donna M. O'Brien	Mgmt	For	Against
	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.			
1c	Elect Director Caren C. Yoh	Mgmt	For	For
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Flushing Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify BDO USA, LLP as Auditors	Mgmt	For	For

FMC Corporation

Meeting Date: 04/27/2023 | Country: USA | Ticker: FMC

Meeting Type: Annual

Primary ISIN: US3024913036 | Primary SEDOL: 2328603

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pierre Brondeau	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Eduardo E. Cordeiro	Mgmt	For	For
1c	Elect Director Carol Anthony ("John") Davidson	Mgmt	For	For
1d	Elect Director Mark Douglas	Mgmt	For	For
1e	Elect Director Kathy L. Fortmann	Mgmt	For	For
1f	Elect Director C. Scott Greer	Mgmt	For	For
1g	Elect Director K'Lynne Johnson	Mgmt	For	For
1h	Elect Director Dirk A. Kempthorne	Mgmt	For	For
1i	Elect Director Margareth Ovrum	Mgmt	For	For
1j	Elect Director Robert C. Pallash	Mgmt	For	For
2	Ratify KPMG 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.			
3	Approve 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. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Ford Motor Company

Meeting Date: 05/11/2023 | Country: USA | Ticker: F

Meeting Type: Annual

Primary ISIN: US3453708600 | Primary SEDOL: 2615468

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kimberly A. Casiano	Mgmt	For	For
1b	Elect Director Alexandra Ford English	Mgmt	For	Against
	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			
1c	Elect Director James D. Farley, Jr.	Mgmt	For	For
1d	Elect Director Henry Ford, III	Mgmt	For	Against
	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			
1e	Elect Director William Clay Ford, Jr.	Mgmt	For	Against
	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			
1f	Elect Director William W. Helman, IV	Mgmt	For	For
1g	Elect Director Jon M. Huntsman, Jr.	Mgmt	For	For
1h	Elect Director William E. Kennard	Mgmt	For	For
1i	Elect Director John C. May	Mgmt	For	For
1j	Elect Director Beth E. Mooney	Mgmt	For	For
1k	Elect Director Lynn Vojvodich Radakovich	Mgmt	For	For
1l	Elect Director John L. Thornton	Mgmt	For	For
	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. However, at this time, we are supportive of this nominee.			
1m	Elect Director John B. Veihmeyer	Mgmt	For	For
1n	Elect Director John S. Weinberg	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.			

Ford Motor Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Plan renewal should be subject to shareholder approval. This plan could lead to excessive dilution. 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.			
6	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
	Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.			
7	Report on Reliance on Child Labor in Supply Chain	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
8	Report on Animal Testing Practices	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

FormFactor, Inc.

Meeting Date: 05/19/2023 | Country: USA | Ticker: FORM
Meeting Type: Annual
Primary ISIN: US3463751087 | Primary SEDOL: 2891826

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lothar Maier	Mgmt	For	Against
	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.			
1b	Elect Director Sheri Rhodes	Mgmt	For	For
1c	Elect Director Michael D. Slessor	Mgmt	For	For
1d	Elect Director Thomas St. Dennis	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1e	Elect Director Jorge Titinger	Mgmt	For	For
	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.			
1f	Elect Director Brian White	Mgmt	For	For

FormFactor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Fortinet, Inc.

Meeting Date: 06/16/2023	Country: USA	Ticker: FTNT	
	Meeting Type: Annual		
		Primary ISIN: US34959E1091	Primary SEDOL: B5B2106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ken Xie	Mgmt	For	For
1.2	Elect Director Michael Xie	Mgmt	For	For
1.3	Elect Director Kenneth A. Goldman	Mgmt	For	Against
	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.			
1.4	Elect Director Ming Hsieh	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.5	Elect Director Jean Hu	Mgmt	For	For
1.6	Elect Director William H. Neukom	Mgmt	For	For
1.7	Elect Director Judith Sim	Mgmt	For	For
1.8	Elect Director Admiral James Stavridis (Ret)	Mgmt	For	For
	Voter Rationale: .			
2	Ratify Deloitte & Touche LLP as Auditor	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.			

Fortinet, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Eliminate 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.			
6	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For

Fortive Corporation

Meeting Date: 06/06/2023 | Country: USA | Ticker: FTV

Meeting Type: Annual

Primary ISIN: US34959J1088 | Primary SEDOL: BYT3MK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Eric Branderiz	Mgmt	For	For
1b	Elect Director Daniel L. Comas	Mgmt	For	For
1c	Elect Director Sharmistha Dubey	Mgmt	For	For
1d	Elect Director Rejji P. Hayes	Mgmt	For	For
1e	Elect Director Wright Lassiter, III	Mgmt	For	For
1f	Elect Director James A. Lico	Mgmt	For	For
1g	Elect Director Kate D. Mitchell	Mgmt	For	For
1h	Elect Director Jeannine Sargent	Mgmt	For	For
1i	Elect Director Alan G. Spoon	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Fortive Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			

Fortune Brands Innovations, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: FBIN
Meeting Type: Annual
Primary ISIN: US34964C1062 | Primary SEDOL: B3MC7D6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicholas I. Fink	Mgmt	For	For
1b	Elect Director A. D. David Mackay	Mgmt	For	For
1c	Elect Director Stephanie Pugliese	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Amend Certificate of Incorporation to Provide for Exculpation of Officers	Mgmt	For	For

Fortune Real Estate Investment Trust

Meeting Date: 05/31/2023 | Country: Hong Kong | Ticker: 778
Meeting Type: Annual
Primary ISIN: SG1O33912138 | Primary SEDOL: B5T50H7

Fortune Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Authorize Repurchase of Issued Unit Capital	Mgmt	For	For

Forward Air Corporation

Meeting Date: 05/09/2023 | Country: USA | Ticker: FWRD

Meeting Type: Annual

Primary ISIN: US3498531017 | Primary SEDOL: 2510790

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ronald W. Allen	Mgmt	For	For
	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.			
1.2	Elect Director Ana B. Amicarella	Mgmt	For	For
1.3	Elect Director Valerie A. Bonebrake	Mgmt	For	For
	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.			
1.4	Elect Director C. Robert Campbell	Mgmt	For	For
	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.			
1.5	Elect Director R. Craig Carlock	Mgmt	For	For
	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.			
1.6	Elect Director G. Michael Lynch	Mgmt	For	Withhold
	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.			
1.7	Elect Director George S. Mayes, Jr.	Mgmt	For	For
1.8	Elect Director Chitra Nayak	Mgmt	For	For

Forward Air Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Scott M. Niswonger	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-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.			
1.10	Elect Director Javier Polit	Mgmt	For	For
1.11	Elect Director Thomas Schmitt	Mgmt	For	For
1.12	Elect Director Laurie A. Tucker	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Fosun Tourism Group

Meeting Date: 05/26/2023 | Country: Cayman Islands | Ticker: 1992

Meeting Type: Annual

Primary ISIN: KYG365731069 | Primary SEDOL: BFMZHH3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a1	Elect Guo Yongqing as Director	Mgmt	For	For
2a2	Elect Giscard d'Estaing as Director	Mgmt	For	For
2a3	Elect Xu Bingbin as Director	Mgmt	For	For
2a4	Elect Xu Xiaoliang as Director	Mgmt	For	For
	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. 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. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. 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.			

Fosun Tourism Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a5	Elect Qian Jiannong as Director	Mgmt	For	For
2a6	Elect Huang Zhen as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2a7	Elect He Jianmin as Director	Mgmt	For	For
2b	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

FP Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 7947

Meeting Type: Annual

Primary ISIN: JP3167000003 | Primary SEDOL: 6329947

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sato, Morimasa	Mgmt	For	Against
	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.			
1.2	Elect Director Yasuda, Kazuyuki	Mgmt	For	Against
	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.			
1.3	Elect Director Takahashi, Masanobu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Nagai, Nobuyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Ikegami, Isao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

FP Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Oka, Koji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Nishimura, Kimiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.8	Elect Director Kobayashi, Kenji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Fukiyama, Iwao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.10	Elect Director Ogawa, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.11	Elect Director Nagao, Hidetoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2	Elect Director and Audit Committee Member Iwasawa, Toshinori	Mgmt	For	For

Franchise Group, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: FRG

Meeting Type: Annual

Primary ISIN: US35180X1054 | Primary SEDOL: BK8VYM4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Matthew Avril	Mgmt	For	For
1.2	Elect Director Cynthia S. Dubin	Mgmt	For	For
1.3	Elect Director Lisa M. Fairfax	Mgmt	For	For
1.4	Elect Director Thomas Herskovits	Mgmt	For	For
1.5	Elect Director Brian R. Kahn	Mgmt	For	For
1.6	Elect Director Gary S. Rich	Mgmt	For	For
1.7	Elect Director Nanhi Singh	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Franchise Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Franco-Nevada Corporation

Meeting Date: 05/02/2023 | Country: Canada | Ticker: FNV
Meeting Type: Annual/Special
Primary ISIN: CA3518581051 | Primary SEDOL: B29NF31

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Harquail	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Paul Brink	Mgmt	For	For
1.3	Elect Director Tom Albanese	Mgmt	For	For
1.4	Elect Director Derek W. Evans	Mgmt	For	Against
	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.			
1.5	Elect Director Catharine Farrow	Mgmt	For	For
1.6	Elect Director Maureen Jensen	Mgmt	For	For
1.7	Elect Director Jennifer Maki	Mgmt	For	For
1.8	Elect Director Randall Oliphant	Mgmt	For	For
1.9	Elect Director Jacques Perron	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote on Executive Compensation Approach	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.			

Franklin BSP Realty Trust, Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: FBRT
Meeting Type: Annual
Primary ISIN: US35243J1016 | Primary SEDOL: BN14T59

Franklin BSP Realty Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pat Augustine	Mgmt	For	For
1b	Elect Director Richard J. Byrne	Mgmt	For	For
1c	Elect Director Joe Dumars	Mgmt	For	For
1d	Elect Director Jamie Handwerker	Mgmt	For	For
1e	Elect Director Peter J. McDonough	Mgmt	For	For
1f	Elect Director Buford H. Ortale	Mgmt	For	For
1g	Elect Director Elizabeth K. Tuppeny	Mgmt	For	For
2	Eliminate Supermajority Vote Requirements	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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Franklin Electric Co., Inc.

Meeting Date: 05/05/2023 | Country: USA | Ticker: FELE

Meeting Type: Annual

Primary ISIN: US3535141028 | Primary SEDOL: 2350383

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Victor D. Grizzle	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			

Franklin Electric Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Alok Maskara	Mgmt	For	For
1c	Elect Director Thomas R. VerHage	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Freehold Royalties Ltd.

Meeting Date: 05/10/2023 | Country: Canada | Ticker: FRU

Meeting Type: Annual

Primary ISIN: CA3565001086 | Primary SEDOL: B3SJKB0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sylvia K. Barnes	Mgmt	For	For
1.2	Elect Director Gary R. Bugeaud	Mgmt	For	For
1.3	Elect Director Peter T. Harrison	Mgmt	For	For
1.4	Elect Director Maureen E. Howe	Mgmt	For	For
1.5	Elect Director J. Douglas Kay	Mgmt	For	For
1.6	Elect Director Valerie A. Mitchell	Mgmt	For	For
1.7	Elect Director Marvin F. Romanow	Mgmt	For	For
1.8	Elect Director David M. Spyker	Mgmt	For	For
1.9	Elect Director Aidan M. Walsh	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	Withhold
	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.			

Freehold Royalties Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

freenet AG

Meeting Date: 05/17/2023 | Country: Germany | Ticker: FNTN

Meeting Type: Annual

Primary ISIN: DE000A0Z2ZZ5 | Primary SEDOL: B1SK0S6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 1.68 per Share	Mgmt	For	For
3.1	Approve Discharge of Management Board Member Christoph Vilanek for Fiscal Year 2022	Mgmt	For	For
3.2	Approve Discharge of Management Board Member Ingo Arnold for Fiscal Year 2022	Mgmt	For	For
3.3	Approve Discharge of Management Board Member Stephan Esch for Fiscal Year 2022	Mgmt	For	For
3.4	Approve Discharge of Management Board Member Antonius Fromme for Fiscal Year 2022	Mgmt	For	For
3.5	Approve Discharge of Management Board Member Rickmann von Platen for Fiscal Year 2022	Mgmt	For	For
4.1	Approve Discharge of Supervisory Board Member Marc Tuengler for Fiscal Year 2022	Mgmt	For	For
4.2	Approve Discharge of Supervisory Board Member Claudia Anderleit for Fiscal Year 2022	Mgmt	For	For
4.3	Approve Discharge of Supervisory Board Member Bente Brandt for Fiscal Year 2022	Mgmt	For	For
4.4	Approve Discharge of Supervisory Board Member Theo-Benneke Bretsch for Fiscal Year 2022	Mgmt	For	For
4.5	Approve Discharge of Supervisory Board Member Sabine Christiansen for Fiscal Year 2022	Mgmt	For	For

freenet AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.6	Approve Discharge of Supervisory Board Member Gerhard Huck for Fiscal Year 2022	Mgmt	For	For
4.7	Approve Discharge of Supervisory Board Member Thomas Karlovits for Fiscal Year 2022	Mgmt	For	For
4.8	Approve Discharge of Supervisory Board Member Kerstin Lopatta for Fiscal Year 2022	Mgmt	For	For
4.9	Approve Discharge of Supervisory Board Member Knut Mackeprang for Fiscal Year 2022	Mgmt	For	For
4.10	Approve Discharge of Supervisory Board Member Thomas Reimann for Fiscal Year 2022	Mgmt	For	For
4.11	Approve Discharge of Supervisory Board Member Robert Weidinger for Fiscal Year 2022	Mgmt	For	For
4.12	Approve Discharge of Supervisory Board Member Miriam Wohlfarth for Fiscal Year 2022	Mgmt	For	For
4.13	Approve Discharge of Supervisory Board Member Thorsten Kraemer for Fiscal Year 2022	Mgmt	For	For
4.14	Approve Discharge of Supervisory Board Member Fraenzi Kuehne for Fiscal Year 2022	Mgmt	For	For
4.15	Approve Discharge of Supervisory Board Member Helmut Thoma for Fiscal Year 2022	Mgmt	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Against
	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 committee should not allow vesting of incentive awards for substantially below median performance. 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.			
7.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
7.2	Amend Article Re: Location of Annual Meeting	Mgmt	For	For
7.3	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For

Frontdoor, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: FTDR
Meeting Type: Annual
Primary ISIN: US35905A1097 | Primary SEDOL: BFYF094

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William C. Cobb	Mgmt	For	For
1b	Elect Director D. Steve Boland	Mgmt	For	For
1c	Elect Director Anna C. Catalano	Mgmt	For	For
1d	Elect Director Peter L. Cella	Mgmt	For	For
1e	Elect Director Christopher L. Clipper	Mgmt	For	For
1f	Elect Director Brian P. McAndrews	Mgmt	For	For
1g	Elect Director Liane J. Pelletier	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Frontier Communications Parent, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: FYBR
Meeting Type: Annual
Primary ISIN: US35909D1090 | Primary SEDOL: BP0V999

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin L. Beebe	Mgmt	For	For
1b	Elect Director Lisa V. Chang	Mgmt	For	For
1c	Elect Director Pamela L. Coe	Mgmt	For	For
1d	Elect Director Nick Jeffery	Mgmt	For	For
1e	Elect Director Stephen C. Pusey	Mgmt	For	For
1f	Elect Director Margaret M. Smyth	Mgmt	For	For
1g	Elect Director John G. Stratton	Mgmt	For	For
	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.			
1h	Elect Director Maryann Turcke	Mgmt	For	For
1i	Elect Director Prat Vemana	Mgmt	For	For

Frontier Communications Parent, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

FRP Holdings, Inc.

Meeting Date: 05/10/2023 Country: USA Ticker: FRPH

Meeting Type: Annual

Primary ISIN: US30292L1070 Primary SEDOL: BTCB1W2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John D. Baker, II	Mgmt	For	For
1.2	Elect Director Charles E. Commander, III	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Martin E. "Hap" Stein, Jr.	Mgmt	For	Withhold
	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. 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. 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.			
1.4	Elect Director John S. Surface	Mgmt	For	For
	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.			
1.5	Elect Director Nicole B. Thomas	Mgmt	For	For
	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.			
1.6	Elect Director William H. Walton, III	Mgmt	For	Withhold
	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.			
1.7	Elect Director Margaret B. Wetherbee	Mgmt	For	For
2	Ratify Hancock Askew & Co., LLP as Auditors	Mgmt	For	For
	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.			

FRP Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

FTI Consulting, Inc.

Meeting Date: 06/07/2023 Country: USA Ticker: FCN

Meeting Type: Annual

Primary ISIN: US3029411093 Primary SEDOL: 2351449

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brenda J. Bacon	Mgmt	For	Against
	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.			
1b	Elect Director Mark S. Bartlett	Mgmt	For	For
1c	Elect Director Elsy Boglioli	Mgmt	For	For
1d	Elect Director Claudio Costamagna	Mgmt	For	For
1e	Elect Director Nicholas C. Fanandakis	Mgmt	For	For
1f	Elect Director Steven H. Gunby	Mgmt	For	For
1g	Elect Director Gerard E. Holthaus	Mgmt	For	For
1h	Elect Director Stephen C. Robinson	Mgmt	For	For
1i	Elect Director Laureen E. Seeger	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

FuelCell Energy, Inc.

Meeting Date: 05/22/2023 | Country: USA | Ticker: FCEL
Meeting Type: Annual
Primary ISIN: US35952H6018 | Primary SEDOL: BK6S6J8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James H. England	Mgmt	For	For
1b	Elect Director Jason Few	Mgmt	For	For
1c	Elect Director Matthew F. Hilzinger	Mgmt	For	For
1d	Elect Director Natica von Althann	Mgmt	For	For
1e	Elect Director Cynthia Hansen	Mgmt	For	For
1f	Elect Director Donna Sims Wilson	Mgmt	For	For
1g	Elect Director Betsy Bingham	Mgmt	For	For
2	Ratify KPMG 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.			
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
5	Increase Authorized Common Stock	Mgmt	For	For
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
7	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Fugro NV

Meeting Date: 04/26/2023 | Country: Netherlands | Ticker: FUR
Meeting Type: Annual
Primary ISIN: NL00150003E1 | Primary SEDOL: BN0TYP0

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

Fugro NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3a	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
3b	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Adopt Financial Statements	Mgmt	For	For
5a	Approve Discharge of Management Board	Mgmt	For	For
5b	Approve Discharge of Supervisory Board	Mgmt	For	For
6	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
7	Reelect M.R.F. Heine to Management Board	Mgmt	For	For
8a	Reelect A.H. Montijn to Supervisory Board	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.			
8b	Elect E. Kairisto to Supervisory Board	Mgmt	For	For
9	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For
10a	Grant Board Authority to Issue Shares up to 10 Percent of Issued Capital	Mgmt	For	For
10b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
11	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
12	Other Business (Non-Voting)	Mgmt		
13	Close Meeting	Mgmt		

Fuji Co., Ltd.

Meeting Date: 05/18/2023 | Country: Japan | Ticker: 8278

Meeting Type: Annual

Primary ISIN: JP3807400001 | Primary SEDOL: 6356246

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For
2.1	Elect Director Ozaki, Hideo	Mgmt	For	For
2.2	Elect Director Yamaguchi, Hiroshi	Mgmt	For	For
2.3	Elect Director Hirao, Kenichi	Mgmt	For	For

Fuji Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Matsukawa, Kenji	Mgmt	For	For
2.5	Elect Director Toyoda, Yasuhiko	Mgmt	For	For
2.6	Elect Director Kamio, Keiji	Mgmt	For	For
2.7	Elect Director Kitafuku, Nuiko	Mgmt	For	For
2.8	Elect Director Otsuka, Hiromi	Mgmt	For	For
2.9	Elect Director Ishibashi, Michio	Mgmt	For	For
3	Amend Articles to Amend Business Lines	Mgmt	For	For

Fuji Corp. (Machinery)

Meeting Date: 06/29/2023 Country: Japan Ticker: 6134
Meeting Type: Annual
Primary ISIN: JP3809200003 Primary SEDOL: 6356592

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Soga, Nobuyuki	Mgmt	For	For
2.2	Elect Director Suhara, Shinsuke	Mgmt	For	For
2.3	Elect Director Isozumi, Joji	Mgmt	For	For
2.4	Elect Director Kano, Junichi	Mgmt	For	For
2.5	Elect Director Kawai, Nobuko	Mgmt	For	For
2.6	Elect Director Tamada, Hideaki	Mgmt	For	For
2.7	Elect Director Mizuno, Shoji	Mgmt	For	For
3	Appoint Statutory Auditor Yamashita, Kayoko	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Abe, Masaaki	Mgmt	For	For

Fuji Kyuko Co., Ltd.

Meeting Date: 06/21/2023 Country: Japan Ticker: 9010
Meeting Type: Annual
Primary ISIN: JP3810400006 Primary SEDOL: 6356495

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For
2.1	Elect Director Horiuchi, Koichiro	Mgmt	For	For
2.2	Elect Director Noda, Hiroki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Sato, Yoshiki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Nagaoka, Tsutomu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Ohara, Keiko	Mgmt	For	For
2.6	Elect Director Shimizu, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Yoneyama, Yoshiteru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
2.8	Elect Director Iki, Noriko	Mgmt	For	For
2.9	Elect Director Suzuki, Kaoru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Yamada, Yoshiyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.11	Elect Director Amano, Katsuhiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.12	Elect Director Amemiya, Masao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Appoint Statutory Auditor Seki, Mitsuyoshi	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Sakurai, Kikuji	Mgmt	For	For

Fuji Media Holdings, Inc.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 4676
Meeting Type: Annual
Primary ISIN: JP3819400007 | Primary SEDOL: 6036582

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2	Amend Articles to Allow Virtual Only Shareholder Meetings	Mgmt	For	Against
	Voter Rationale: The passage of this proposal will authorize the company to hold virtual only meetings permanently, without further need to consult shareholders, even after the current health crisis is resolved, and the proposed language fails to specify situations under which virtual meetings will be held.			
3.1	Elect Director Miyauchi, Masaki	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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. Given the recent updates to the board, we will keep this matter under review. We have concerns regarding effective board oversight; this nominee, as a top executive, should ultimately be held responsible for its subsidiary's misconduct in connection with the Tokyo 2020 Olympic Games.			
3.2	Elect Director Kanemitsu, Osamu	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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. Given the recent updates to the board, we will keep this matter under review. We have concerns regarding effective board oversight; this nominee, as a top executive, should ultimately be held responsible for its subsidiary's misconduct in connection with the Tokyo 2020 Olympic Games.			
3.3	Elect Director Shimizu, Kenji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Fukami, Ryosuke	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Minagawa, Tomoyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Hieda, Hisashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Minato, Koichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.8	Elect Director Shimatani, Yoshishige	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.9	Elect Director Miki, Akihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.10	Elect Director Masaya, Mina	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.11	Elect Director Kumasaka, Takamitsu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
4.1	Elect Director and Audit Committee Member Wagai, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.2	Elect Director and Audit Committee Member Kiyota, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.3	Elect Director and Audit Committee Member Ito, Shinichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
5	Elect Alternate Director and Audit Committee Member Hayasaka, Reiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
6	Amend Articles to Establish Advisory Nominating Committee and Compensation Committee	SH	Against	Against
	Voter Rationale: Given that the board resolved to establish a Management Advisory Committee charged with, among others, advising the board concerning director nomination, removal, and compensation matters, it appears this concern has been addressed.			
7	Appoint Shareholder Director Nominee Sekito, Megumi	SH	Against	Against
	Voter Rationale: The proponent does not appear to present a case explaining how specifically the addition of the candidate to the board would increase the value of the company, beyond general discussion of board gender diversity and the board has appointed a woman to the board in the year under review.			

FUJIFILM Holdings Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4901
Meeting Type: Annual
Primary ISIN: JP3814000000 | Primary SEDOL: 6356525

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 70	Mgmt	For	For
2	Amend Articles to Clarify Director Authority on Board Meetings	Mgmt	For	For
3.1	Elect Director Sukeno, Kenji	Mgmt	For	For
3.2	Elect Director Goto, Teiichi	Mgmt	For	For
3.3	Elect Director Higuchi, Masayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Hama, Naoki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Yoshizawa, Chisato	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Ito, Yoji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Kitamura, Kunitaro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.8	Elect Director Eda, Makiko	Mgmt	For	For
3.9	Elect Director Nagano, Tsuyoshi	Mgmt	For	For
3.10	Elect Director Sugawara, Ikuro	Mgmt	For	For
4	Appoint Statutory Auditor Mitsuhashi, Masataka	Mgmt	For	For

Fujikura Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 5803
Meeting Type: Annual
Primary ISIN: JP3811000003 | Primary SEDOL: 6356707

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 17	Mgmt	For	Against
	Voter Rationale: It does not appear prudent to make final dividend payments before audited financial statements are available.			

Fujikura Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Articles to Indemnify Directors	Mgmt	For	For
3.1	Elect Director Ito, Masahiko	Mgmt	For	Abstain
	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.			
3.2	Elect Director Okada, Naoki	Mgmt	For	Abstain
	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.			
3.3	Elect Director Banno, Tatsuya	Mgmt	For	For
3.4	Elect Director Iijima, Kazuhito	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Naruke, Koji	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Hanazaki, Hamako	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Yoshikawa, Keiji	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Yamaguchi, Yoji	Mgmt	For	For
4.5	Elect Director and Audit Committee Member Meguro, Kozo	Mgmt	For	For

Fujimi, Inc.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 5384

Meeting Type: Annual

Primary ISIN: JP3820900003 | Primary SEDOL: 6355276

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 110	Mgmt	For	For
2.1	Elect Director Seki, Keishi	Mgmt	For	For
2.2	Elect Director Owaki, Toshiki	Mgmt	For	For
2.3	Elect Director Suzuki, Katsuhiro	Mgmt	For	For
2.4	Elect Director Kawashita, Masami	Mgmt	For	For
2.5	Elect Director Asai, Yoshitsugu	Mgmt	For	For
2.6	Elect Director Yoshimura, Atsuko	Mgmt	For	For
3	Appoint Statutory Auditor Takahashi, Masahiko	Mgmt	For	For

Fujimi, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Appoint Alternate Statutory Auditor Hayashi, Nobufumi	Mgmt	For	Against
	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.			

Fujitec Co., Ltd.

Meeting Date: 06/21/2023 Country: Japan Ticker: 6406

Meeting Type: Annual

Primary ISIN: JP3818800009 Primary SEDOL: 6356826

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Harada, Masayoshi	Mgmt	For	For
	Voter Rationale: Uchiyama International is seeking to take control of the board, but has not presented any plans to be adopted after taking control of the board. During the proxy contest in February, we had concerns regarding the related-party transactions with entities linked to the Uchiyama family and their business interests; Uchiyama is silent on this concern and contends there is nothing wrong with the transactions in question. Furthermore, we are currently unaware of any incidents that would cast doubt over Fujitec's board since it was reconstituted in February of 2023, and absent a compelling argument, further significant changes to the board may cause disruption to the management of the company. As such, we will not support the dissident proposals at this time.			
2.2	Elect Director Nakajima, Takashige	Mgmt	For	For
2.3	Elect Director Sato, Kosuke	Mgmt	For	For
2.4	Elect Director Mishina, Kazuhiro	Mgmt	For	For
2.5	Elect Director Umino, Kaoru	Mgmt	For	For
2.6	Elect Director Torsten Gessner	Mgmt	For	For
2.7	Elect Director Clark Graninger	Mgmt	For	For
2.8	Elect Director Shimada, Ako	Mgmt	For	For
2.9	Elect Director Anthony Black	Mgmt	For	For
3	Appoint Statutory Auditor Igaki, Takeharu	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Hara, Hiroyuki	Mgmt	For	For
5.1	Appoint Shareholder Director Nominee	SH	Against	Against
5.2	Appoint Shareholder Director Nominee	SH	Against	Against
5.3	Appoint Shareholder Director Nominee	SH	Against	Against
5.4	Appoint Shareholder Director Nominee	SH	Against	Against
5.5	Appoint Shareholder Director Nominee	SH	Against	Against
5.6	Appoint Shareholder Director Nominee	SH	Against	Against
5.7	Appoint Shareholder Director Nominee	SH	Against	Against

Fujitec Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.8	Appoint Shareholder Director Nominee	SH	Against	Against
6	Amend Articles to Ban Information Provision to Specific Shareholders	SH	Against	Against
7	Amend Articles to Add Provision concerning Corporate Inspector Appointment by Shareholders	SH	Against	Against
8	Amend Compensation for Outside Directors	SH	Against	Against
9	Amend Compensation for Directors by Formulating Provision concerning Compensation Claw Back	SH	Against	Against
10	Amend Articles to Introduce Provision concerning Compensation Claw Back	SH	Against	Against
11	Amend Articles to Introduce Provision concerning Recording of Board Meetings	SH	Against	Against
12	Approve Alternate Final Dividend of JPY 100 per share	SH	Against	Against

Fujitsu Ltd.

Meeting Date: 06/26/2023 Country: Japan Ticker: 6702

Meeting Type: Annual

Primary ISIN: JP3818000006 Primary SEDOL: 6356945

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tokita, Takahito	Mgmt	For	For
1.2	Elect Director Furuta, Hidenori	Mgmt	For	For
1.3	Elect Director Isobe, Takeshi	Mgmt	For	For
1.4	Elect Director Yamamoto, Masami	Mgmt	For	For
1.5	Elect Director Mukai, Chiaki	Mgmt	For	For
1.6	Elect Director Abe, Atsushi	Mgmt	For	For
1.7	Elect Director Kojo, Yoshiko	Mgmt	For	For
1.8	Elect Director Sasae, Kenichiro	Mgmt	For	For
1.9	Elect Director Byron Gill	Mgmt	For	For
2	Appoint Statutory Auditor Hatsukawa, Koji	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.

Fukuoka Financial Group, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8354
Meeting Type: Annual
Primary ISIN: JP3805010000 | Primary SEDOL: B1TK1Y8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 52.5	Mgmt	For	For
2.1	Elect Director Shibato, Takashige	Mgmt	For	Against
	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.			
2.2	Elect Director Goto, Hisashi	Mgmt	For	Against
	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.			
2.3	Elect Director Miyoshi, Hiroshi	Mgmt	For	For
2.4	Elect Director Hayashi, Hiroyasu	Mgmt	For	For
2.5	Elect Director Nomura, Toshimi	Mgmt	For	For
2.6	Elect Director Yamakawa, Nobuhiko	Mgmt	For	For
2.7	Elect Director Fukasawa, Masahiko	Mgmt	For	For
2.8	Elect Director Kosugi, Toshiya	Mgmt	For	For
3	Elect Director and Audit Committee Member Maruta, Tetsuya	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.1	Elect Alternate Director and Audit Committee Member Shimeno, Yoshitaka	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.2	Elect Alternate Director and Audit Committee Member Miura, Masamichi	Mgmt	For	For

Fukuyama Transporting Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 9075
Meeting Type: Annual
Primary ISIN: JP3806800003 | Primary SEDOL: 6357120

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Komaru, Shigehiro	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.2	Elect Director Kumano, Hiroyuki	Mgmt	For	For

Fukuyama Transporting Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Nagahara, Eiju	Mgmt	For	For
1.4	Elect Director Fujita, Shinji	Mgmt	For	For
1.5	Elect Director Maeda, Miho	Mgmt	For	For
1.6	Elect Director Nonaka, Tomoko	Mgmt	For	For
1.7	Elect Director Tomimura, Kazumitsu	Mgmt	For	For
1.8	Elect Director Shigeda, Toyoei	Mgmt	For	For
1.9	Elect Director Omoto, Takushi	Mgmt	For	For
2	Appoint Statutory Auditor Yamazaki, Masatoshi	Mgmt	For	For
3	Approve Donation of Treasury Shares to Komaru-Koutsu Foundation	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
4	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.			

Fulcrum Therapeutics, Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: FULC

Meeting Type: Annual

Primary ISIN: US3596161097 Primary SEDOL: BJDX8Z9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alan Ezekowitz	Mgmt	For	Withhold
	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.			
1.2	Elect Director Sonja L. Banks	Mgmt	For	Withhold
	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.			
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Plan renewal should be subject to shareholder approval. 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. 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.			

Fulcrum Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Fulgent Genetics, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: FLGT
Meeting Type: Annual
Primary ISIN: US3596641098 | Primary SEDOL: BYQBFQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ming Hsieh	Mgmt	For	For
1.2	Elect Director Linda Marsh	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. 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.			
1.3	Elect Director Michael Nohaile	Mgmt	For	For
	Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
1.4	Elect Director Regina Groves	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. 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.			

Fulton Financial Corporation

Meeting Date: 05/16/2023 | Country: USA | Ticker: FULT
Meeting Type: Annual
Primary ISIN: US3602711000 | Primary SEDOL: 2356585

Fulton Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jennifer Craighead Carey	Mgmt	For	For
1b	Elect Director Lisa Crutchfield	Mgmt	For	For
1c	Elect Director Denise L. Devine	Mgmt	For	For
1d	Elect Director Steven S. Etter	Mgmt	For	For
1e	Elect Director George K. Martin	Mgmt	For	For
1f	Elect Director James R. Moxley, III	Mgmt	For	For
1g	Elect Director Curtis J. Myers	Mgmt	For	For
1h	Elect Director Antoinette M. Pergolin	Mgmt	For	For
1i	Elect Director Scott A. Snyder	Mgmt	For	For
1j	Elect Director Ronald H. Spair	Mgmt	For	For
1k	Elect Director E. Philip Wenger	Mgmt	For	For
2	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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve Non-Employee Director Restricted Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
5	Ratify KPMG 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.			

Funko, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: FNKO

Meeting Type: Annual

Primary ISIN: US3610081057 | Primary SEDOL: BF329J9

Funko, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Diane Irvine	Mgmt	For	For
1.2	Elect Director Sarah Kirshbaum Levy	Mgmt	For	For
1.3	Elect Director Jesse Jacobs	Mgmt	For	Withhold
	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. 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3a	Amend Certificate of Incorporation to Revise the Definition of "Interested Stockholder"	Mgmt	For	For
3b	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Fuso Chemical Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 4368

Meeting Type: Annual

Primary ISIN: JP3822600007 | Primary SEDOL: 6347712

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 33	Mgmt	For	For
2.1	Elect Director Fujioka, Misako	Mgmt	For	For
2.2	Elect Director Sugita, Shinichi	Mgmt	For	For
2.3	Elect Director Masauji, Haruo	Mgmt	For	For
2.4	Elect Director Tanimura, Takashi	Mgmt	For	For
2.5	Elect Director Sugimoto, Motoki	Mgmt	For	For
2.6	Elect Director Fujioka, Atsushi	Mgmt	For	For

Fuso Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Hyakushima, Hakaru	Mgmt	For	For
3	Elect Director and Audit Committee Member Hirata, Fumiaki	Mgmt	For	For
4	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.			

Fuyo General Lease Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 8424
Meeting Type: Annual
Primary ISIN: JP3826270005 Primary SEDOL: B03P2F0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 185	Mgmt	For	For
2.1	Elect Director Tsujita, Yasunori	Mgmt	For	Against
	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.			
2.2	Elect Director Oda, Hiroaki	Mgmt	For	Against
	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.			
2.3	Elect Director Hosoi, Soichi	Mgmt	For	For
2.4	Elect Director Takada, Keiji	Mgmt	For	For
2.5	Elect Director Kishida, Yusuke	Mgmt	For	For
2.6	Elect Director Isshiki, Seiichi	Mgmt	For	For
2.7	Elect Director Ichikawa, Hideo	Mgmt	For	For
2.8	Elect Director Yamamura, Masayuki	Mgmt	For	For
2.9	Elect Director Matsumoto, Hiroko	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Nagata, Mitsuhiro	Mgmt	For	For

G8 Education Limited

Meeting Date: 04/20/2023 Country: Australia Ticker: GEM
Meeting Type: Annual
Primary ISIN: AU000000GEM7 Primary SEDOL: B296314

G8 Education Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
2	Elect Julie Cogin as Director	Mgmt	For	For
3	Elect Peter Trimble as Director	Mgmt	For	For
4	Approve G8 Education Executive Incentive Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
5	Approve Issuance of Performance Rights to Pejman Okhovat	Mgmt	For	For

Galaxy Entertainment Group Limited

Meeting Date: 05/22/2023 Country: Hong Kong Ticker: 27

Meeting Type: Annual

Primary ISIN: HK0027032686 Primary SEDOL: 6465874

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Elect Joseph Chee Ying Keung as Director	Mgmt	For	For
3	Elect William Yip Shue Lam as Director	Mgmt	For	Against
	Voter Rationale: We urge the company to set scope 1 and 2 targets, assess and disclose scope 3 emissions and communicate an ambition for their reduction. We recommend reporting to CDP Climate to provide investors with clear disclosure on how climate impact and risks are managed. 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 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 nomination committee should be independent and this directors membership could hamper the committees 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 13.5 pct of the board.			

Galaxy Entertainment Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Elect Patrick Wong Lung Tak as Director	Mgmt	For	Against
	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 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 nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.			
5	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
6	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7.1	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7.2	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7.3	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
8	Adopt New Share Award Scheme and New Share Option Scheme and the Mandate Limit Shall Not Exceed 10% of Issued Shares	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. 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. 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.			
9	Approve Service Provider Sub-limit	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 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. 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.			

Galaxy Entertainment Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Suspension of 2021 Share Award Scheme and Termination of 2021 Share Option Scheme	Mgmt	For	For

Galenica AG

Meeting Date: 05/03/2023 | Country: Switzerland | Ticker: GALE

Meeting Type: Annual

Primary ISIN: CH0360674466 | Primary SEDOL: BYQCQ32

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Discharge of Board and Senior Management	Mgmt	For	For
3.1	Approve Allocation of Income and Dividends of CHF 1.10 from Retained Earnings	Mgmt	For	For
3.2	Approve Dividends of CHF 1.10 per Share from Capital Contribution Reserves	Mgmt	For	For
4	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: 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. 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. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
5.1	Approve Remuneration of Directors in the Amount of CHF 1.9 Million	Mgmt	For	For
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 8.5 Million	Mgmt	For	For
6.1	Amend Corporate Purpose	Mgmt	For	For
6.2	Amend Articles Re: Duties of Board of Directors; Composition of the Board of Directors and Executive Committee	Mgmt	For	For
6.3	Amend Articles of Association (Incl. Approval of Hybrid Shareholder Meetings)	Mgmt	For	For
6.4	Amend Articles Re: Compensation of Board and Senior Management	Mgmt	For	For
7.1.1	Reelect Markus Neuhaus as Director	Mgmt	For	For
7.1.2	Elect Markus Neuhaus as Board Chair	Mgmt	For	For
7.1.3	Reelect Bertrand Jungo as Director	Mgmt	For	For

Galenica AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.1.4	Reelect Pascale Bruderer as Director	Mgmt	For	For
7.1.5	Reelect Judith Meier as Director	Mgmt	For	For
7.1.6	Reelect Andreas Walde as Director	Mgmt	For	For
7.1.7	Elect Solange Peters as Director	Mgmt	For	For
7.1.8	Elect Joerg Zulauf as Director	Mgmt	For	For
7.2.1	Reappoint Andreas Walde as Member of the Compensation Committee	Mgmt	For	For
7.2.2	Appoint Bertrand Jungo as Member of the Compensation Committee	Mgmt	For	For
7.2.3	Appoint Pascale Bruderer as Member of the Compensation Committee	Mgmt	For	For
7.2.4	Appoint Solange Peters as Member of the Compensation Committee	Mgmt	For	For
7.3	Designate Walder Wyss AG as Independent Proxy	Mgmt	For	For
7.4	Ratify Ernst & Young AG as Auditors	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
8	Transact Other Business (Voting)	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Galp Energia SGPS SA

Meeting Date: 05/03/2023 Country: Portugal Ticker: GALP

Meeting Type: Annual

Primary ISIN: PTGAL0AM0009 Primary SEDOL: B1FW751

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect General Meeting Board for 2023-2026 Term	Mgmt	For	For
2	Approve Individual and Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income	Mgmt	For	For
4	Appraise Management and Supervision of Company and Approve Vote of Confidence to Corporate Bodies	Mgmt	For	For

Galp Energia SGPS SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Elect Directors for 2023-2026 Term	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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 company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given that the number of of female directors has increased since the last AGM, we will keep this matter under review. The board should submit directors for re-election individually, rather than as a single slate to enable shareholders to hold directors individually accountable for their performance.			
6	Elect Fiscal Council Members for 2023-2026 Term	Mgmt	For	For
7	Appoint Auditor for 2023-2026 Term	Mgmt	For	For
8	Elect Remuneration Committee Members for 2023-2026 Term and Approve Committee Remuneration and Regulations	Mgmt	For	For
9	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10	Amend Article 10	Mgmt	For	For
11	Approve Standard Accounting Transfers	Mgmt	For	For
12	Authorize Repurchase and Reissuance of Shares and Bonds	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			
13	Approve Reduction in Share Capital	Mgmt	For	For

GameStop Corp.

Meeting Date: 06/15/2023 | Country: USA | Ticker: GME

Meeting Type: Annual

Primary ISIN: US36467W1099 | Primary SEDOL: B0LLFT5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Matthew (Matt) Furlong	Mgmt	For	For
1.2	Elect Director Alain (Alan) Attal	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.3	Elect Director Lawrence (Larry) Cheng	Mgmt	For	For

GameStop Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Ryan Cohen	Mgmt	For	Against
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. Company fails to meet our Net Zero Model expectations. In particular, we note the company has failed to disclose scope 1, 2, and 3 emissions and has not 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.			
1.5	Elect Director James (Jim) Grube	Mgmt	For	For
1.6	Elect Director Yang Xu	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.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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Gaming and Leisure Properties, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: GLPI

Meeting Type: Annual

Primary ISIN: US36467J1088 | Primary SEDOL: BFPK4S5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter M. Carlino	Mgmt	For	For
1.2	Elect Director JoAnne A. Epps	Mgmt	For	For
1.3	Elect Director Carol 'Lili' Lynton	Mgmt	For	For
1.4	Elect Director Joseph W. Marshall, III	Mgmt	For	For
1.5	Elect Director James B. Perry	Mgmt	For	For
1.6	Elect Director Barry F. Schwartz	Mgmt	For	For
1.7	Elect Director Earl C. Shanks	Mgmt	For	For
1.8	Elect Director E. Scott Urdang	Mgmt	For	For
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Gaming and Leisure Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Garmin Ltd.

Meeting Date: 06/09/2023 | Country: Switzerland | Ticker: GRMN

Meeting Type: Annual

Primary ISIN: CH0114405324 | Primary SEDOL: B3Z5T14

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Approve Dividends	Mgmt	For	For
4	Approve Discharge of Board and Senior Management	Mgmt	For	For
5a	Elect Director Jonathan C. Burrell	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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 is a former executive and considered to be non-independent.			
5b	Elect Director Joseph J. Hartnett	Mgmt	For	Against
	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.			
5c	Elect Director Min H. Kao	Mgmt	For	For
5d	Elect Director Catherine A. Lewis	Mgmt	For	For
5e	Elect Director Charles W. Peffer	Mgmt	For	Against
	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. 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. Climate change presents 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.			
5f	Elect Director Clifton A. Pemble	Mgmt	For	For
6	Elect Min H. Kao as Board Chairman	Mgmt	For	For
7a	Appoint Jonathan C. Burrell as Member of the Compensation Committee	Mgmt	For	For
7b	Appoint Joseph J. Hartnett as Member of the Compensation Committee	Mgmt	For	For
7c	Appoint Catherine A. Lewis as Member of the Compensation Committee	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7d	Appoint Charles W. Peffer as Member of the Compensation Committee	Mgmt	For	For
8	Designate Wuersch & Gering LLP as Independent Proxy	Mgmt	For	For
9	Ratify Ernst & Young LLP as Auditors and Ernst & Young Ltd as Statutory Auditor	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.			
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
11	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
12	Advisory Vote on the Swiss Statutory Compensation Report	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
13	Approve Fiscal Year 2024 Maximum Aggregate Compensation for the Executive Management	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
14	Approve Maximum Aggregate Compensation for the Board of Directors for the Period Between the 2023 AGM and the 2024 AGM	Mgmt	For	For
15	Cancel Repurchased Shares	Mgmt	For	For
16	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
17	Amend Non-Employee Director Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
18	Approve Reduction of Par Value	Mgmt	For	For
19	Approve Conversion of Currency of the Share Capital from CHF to USD	Mgmt	For	For
20	Amend Articles to Reflect Changes in Capital	Mgmt	For	For
	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.			

Garmin Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Amend Articles Re: Addressing Shares, Shareholder Rights and General Meeting	Mgmt	For	For
22	Amend Articles Re: Addressing Board, Compensation and Related Matters	Mgmt	For	For

Gartner, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: IT

Meeting Type: Annual

Primary ISIN: US3666511072 | Primary SEDOL: 2372763

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter E. Bisson	Mgmt	For	For
1b	Elect Director Richard J. Bressler	Mgmt	For	Against
	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.			
1c	Elect Director Raul E. Cesan	Mgmt	For	For
1d	Elect Director Karen E. Dykstra	Mgmt	For	For
1e	Elect Director Diana S. Ferguson	Mgmt	For	For
1f	Elect Director Anne Sutherland Fuchs	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1g	Elect Director William O. Grabe	Mgmt	For	Against
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1h	Elect Director Jose M. Gutierrez	Mgmt	For	For
1i	Elect Director Eugene A. Hall	Mgmt	For	For
1j	Elect Director Stephen G. Pagliuca	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1k	Elect Director Eileen M. Serra	Mgmt	For	For
1l	Elect Director James C. Smith	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Gartner, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	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. 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.			
5	Ratify KPMG 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.			

GATX Corporation

Meeting Date: 04/28/2023 Country: USA Ticker: GATX

Meeting Type: Annual

Primary ISIN: US3614481030 Primary SEDOL: 2362128

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Diane M. Aigotti	Mgmt	For	For
1.2	Elect Director Anne L. Arvia	Mgmt	For	For
1.3	Elect Director Robert C. Lyons	Mgmt	For	For
1.4	Elect Director James B. Ream	Mgmt	For	For
1.5	Elect Director Adam L. Stanley	Mgmt	For	For
1.6	Elect Director David S. Sutherland	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 Stephen R. Wilson	Mgmt	For	For
1.8	Elect Director Paul G. Yovovich	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
2	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. The annual bonus should be assessed using no less than two metrics. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Gaztransport & Technigaz SA

Meeting Date: 06/07/2023 | Country: France | Ticker: GTT

Meeting Type: Annual/Special

Primary ISIN: FR0011726835 | Primary SEDOL: BJYRDP5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.10 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Reelect Catherine Ronge as Director	Mgmt	For	For
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. 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.			
6	Reelect Pierre Guiollot as Director	Mgmt	For	For
7	Elect Frederique Kalb as Director	Mgmt	For	For
8	Elect Luc Gillet as Director	Mgmt	For	For
9	Ratify Appointment of Carolle Foissaud as Director	Mgmt	For	For
10	Renew Appointment of Cailliau Dedouit as Auditor	Mgmt	For	For
11	Approve Compensation Report	Mgmt	For	For
12	Approve Compensation of Philippe Berterottiere, Chairman and CEO	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
14	Approve Remuneration Policy of Directors	Mgmt	For	For
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
16	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 75,000	Mgmt	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 35,000	Mgmt	For	For
19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 35,000	Mgmt	For	For
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 17 to 19	Mgmt	For	For
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
22	Authorize Capitalization of Reserves of Up to EUR 75,000 for Bonus Issue or Increase in Par Value	Mgmt	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			

Gaztransport & Technigaz SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
24	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
25	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 17 to 24 at EUR 121,500	Mgmt	For	For
	Ordinary Business	Mgmt		
26	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Gecina SA

Meeting Date: 04/20/2023 | Country: France | Ticker: GFC

Meeting Type: Annual

Primary ISIN: FR0010040865 | Primary SEDOL: 7742468

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Standard Accounting Transfers to Specific Reserve	Mgmt	For	For
4	Approve Allocation of Income and Dividends of EUR 5.30 per Share	Mgmt	For	For
5	Approve Stock Dividend Program	Mgmt	For	For
6	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
7	Approve Compensation Report of Corporate Officers	Mgmt	For	For
8	Approve Compensation of Jerome Brunel, Chairman of the Board	Mgmt	For	For
9	Approve Compensation of Meka Brunel, CEO until April 21, 2022	Mgmt	For	For
10	Approve Compensation of Benat Ortega, CEO since April 21, 2022	Mgmt	For	For
11	Approve Remuneration Policy of Directors	Mgmt	For	For
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For

Gecina SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Approve Remuneration Policy of CEO	Mgmt	For	For
14	Reelect Dominique Dudan as Director	Mgmt	For	For
15	Reelect Predica as Director	Mgmt	For	Abstain
	Voter Rationale: ABSTAIN on re-election given concerns with over boarding.			
16	Elect Benat Ortega as Director	Mgmt	For	For
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
18	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Generac Holdings Inc.

Meeting Date: 06/15/2023 Country: USA Ticker: GNRC
Meeting Type: Annual
Primary ISIN: US3687361044 Primary SEDOL: B6197Q2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marcia J. Avedon	Mgmt	For	For
1.2	Elect Director Bennett J. Morgan	Mgmt	For	For
1.3	Elect Director Dominick P. Zarcone	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Genting Singapore Limited

Meeting Date: 04/19/2023 Country: Singapore Ticker: G13
Meeting Type: Annual
Primary ISIN: SGXE21576413 Primary SEDOL: BDRTVP2

Genting Singapore Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Elect Tan Hee Teck as Director	Mgmt	For	For
4	Elect Jonathan Asherson as Director	Mgmt	For	For
5(a)	Approve Directors' Fees	Mgmt	For	For
5(b)	Approve Grant of Awards Under the Genting Singapore Performance Share Scheme	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.			
6	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
7	Approve Mandate for Interested Person Transactions	Mgmt	For	For
8	Authorize Share Repurchase Program	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			

George Weston Limited

Meeting Date: 05/09/2023 Country: Canada Ticker: WN

Meeting Type: Annual

Primary ISIN: CA9611485090 Primary SEDOL: 2956662

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director M. Marianne Harris	Mgmt	For	For
1.2	Elect Director Nancy H.O. Lockhart	Mgmt	For	For
1.3	Elect Director Sarabjit S. Marwah	Mgmt	For	For
1.4	Elect Director Gordon M. Nixon	Mgmt	For	For
1.5	Elect Director Barbara G. Stymiest	Mgmt	For	For
1.6	Elect Director Galen G. Weston	Mgmt	For	For
1.7	Elect Director Cornell Wright	Mgmt	For	For

George Weston Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Gerdau SA

Meeting Date: 04/17/2023 | Country: Brazil | Ticker: GGBR4

Meeting Type: Annual

Primary ISIN: BRGGBRACNPR8 | Primary SEDOL: 2645517

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Preferred Shareholders	Mgmt		
1	As a Preferred Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	For
2	Elect Marcio Hamilton Ferreira as Director Appointed by Preferred Shareholder	SH	None	For
3	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	Mgmt	None	For
4	Elect Aroldo Salgado de Medeiros Filho as Fiscal Council Member and Marcelo Rodrigues de Farias as Alternate Appointed by Preferred Shareholder	SH	None	For

Geron Corporation

Meeting Date: 05/31/2023 | Country: USA | Ticker: GERN

Meeting Type: Annual

Primary ISIN: US3741631036 | Primary SEDOL: 2370381

Geron Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director V. Bryan Lawlis	Mgmt	For	For
1.2	Elect Director Susan M. Molineaux	Mgmt	For	Withhold
	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.			
2	Increase Authorized Common Stock	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
6	Ratify Ernst & Young 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.			

Getlink SE

Meeting Date: 04/27/2023 | Country: France | Ticker: GET

Meeting Type: Annual/Special

Primary ISIN: FR0010533075 | Primary SEDOL: B292JQ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Treatment of Losses and Dividends of EUR 0.50 per Share	Mgmt	For	For

Getlink SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
4	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
6	Elect Benoit de Ruffray as Director	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
7	Elect Marie Lemarie as Director	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Compensation of Yann Leriche, CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10	Approve Compensation of Jacques Gounon, Chairman of the Board	Mgmt	For	For
11	Approve Remuneration Policy of Corporate Officers	Mgmt	For	For
12	Approve Remuneration Policy of CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
13	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
14	Authorize up to 450,000 Shares for Use in Restricted Stock Plans	Mgmt	For	For
15	Authorize up to 375,000 Shares for Use in Restricted Stock Plans Reserved for Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 88 Million	Mgmt	For	For

Getlink SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
18	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 16 and 17 at EUR 88 Million	Mgmt	For	For
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
21	Ratify Change Location of Registered Office to 37-39, rue de la Bienfaisance, 75008 Paris and Amend Bylaws Accordingly	Mgmt	For	For
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Getty Realty Corp.

Meeting Date: 04/25/2023 Country: USA Ticker: GTY

Meeting Type: Annual

Primary ISIN: US3742971092 Primary SEDOL: 2698146

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christopher J. Constant	Mgmt	For	For
1b	Elect Director Milton Cooper	Mgmt	For	Withhold
	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. 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.			
1c	Elect Director Philip E. Coviello	Mgmt	For	Withhold
	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. 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.			
1d	Elect Director Evelyn Leon Infurna	Mgmt	For	For
1e	Elect Director Mary Lou Malanoski	Mgmt	For	Withhold
	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.			
1f	Elect Director Howard B. Safenowitz	Mgmt	For	For

Getty Realty Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Gevo, Inc.

Meeting Date: 05/22/2023 Country: USA Ticker: GEVO

Meeting Type: Annual

Primary ISIN: US3743964062 Primary SEDOL: BGDLVV9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carol J. Battershell	Mgmt	For	For
1.2	Elect Director Patrick R. Gruber	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	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.			
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	Two Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

GFL Environmental Inc.

Meeting Date: 05/17/2023 | Country: Canada | Ticker: GFL
Meeting Type: Annual/Special
Primary ISIN: CA36168Q1046 | Primary SEDOL: BKDT649

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Patrick Dovigi	Mgmt	For	For
1.2	Elect Director Dino Chiesa	Mgmt	For	For
1.3	Elect Director Violet Konkle	Mgmt	For	For
1.4	Elect Director Arun Nayar	Mgmt	For	For
1.5	Elect Director Paolo Notarnicola	Mgmt	For	Withhold
	Voter Rationale: Committee has failed to address pay-for-performance concerns.			
1.6	Elect Director Ven Poole	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director Blake Sumler	Mgmt	For	For
1.8	Elect Director Raymond Svider	Mgmt	For	For
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
1.9	Elect Director Jessica McDonald	Mgmt	For	For
1.10	Elect Director Sandra Levy	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Re-approve Omnibus Long-term Incentive Plan	Mgmt	For	Against
	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.			
4	Re-approve Deferred Share Unit Plan	Mgmt	For	For
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			

Gildan Activewear Inc.

Meeting Date: 05/04/2023 | Country: Canada | Ticker: GIL
Meeting Type: Annual/Special
Primary ISIN: CA3759161035 | Primary SEDOL: 2254645

Gildan Activewear Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify KPMG LLP as Auditors	Mgmt	For	Withhold
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
2.1	Elect Director Donald C. Berg	Mgmt	For	For
2.2	Elect Director Maryse Bertrand	Mgmt	For	For
2.3	Elect Director Dhaval Buch	Mgmt	For	For
2.4	Elect Director Marc Caira	Mgmt	For	For
2.5	Elect Director Glenn J. Chamandy	Mgmt	For	For
2.6	Elect Director Shirley E. Cunningham	Mgmt	For	For
2.7	Elect Director Charles M. Herington	Mgmt	For	For
2.8	Elect Director Luc Jobin	Mgmt	For	For
2.9	Elect Director Craig A. Leavitt	Mgmt	For	For
2.10	Elect Director Anne Martin-Vachon	Mgmt	For	For
3	Re-approve Shareholder Rights Plan	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
4	Amend Long-Term Incentive 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.			
5	Amend Long-Term Incentive 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.			
6	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
	Shareholder Proposal	Mgmt		

Gildan Activewear Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Review Human Capital Management KPIs and SPTs Addressing Human Rights in its Supply Chain, and Improving Employee Safety and Reducing Workplace Risks and Include One Such KPI/SPT in its Next Sustainability Linked Credit Facility in 2027	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks. The requested audit could help shareholders to identify potentially significant risks at the Company and better inform our engagement program.			

Gilead Sciences, Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: GILD

Meeting Type: Annual

Primary ISIN: US3755581036 | Primary SEDOL: 2369174

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jacqueline K. Barton	Mgmt	For	For
1b	Elect Director Jeffrey A. Bluestone	Mgmt	For	For
1c	Elect Director Sandra J. Horning	Mgmt	For	For
1d	Elect Director Kelly A. Kramer	Mgmt	For	For
1e	Elect Director Kevin E. Lofton	Mgmt	For	For
1f	Elect Director Harish Manwani	Mgmt	For	For
	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.			
1g	Elect Director Daniel P. O'Day	Mgmt	For	For
1h	Elect Director Javier J. Rodriguez	Mgmt	For	For
1i	Elect Director Anthony Welters	Mgmt	For	For
2	Ratify Ernst & Young 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.			
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.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.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 job			

Gilead Sciences, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Require More Director Nominations Than Open Seats	SH	Against	Against
	Voter Rationale: Requiring more director nominations than open seats rarely enhances the rights of minority shareholders and raises the risks that the board will not achieve an appropriate balance of independence and objectivity.			
7	Amend Right to Call Special Meeting	SH	Against	Against
	Voter Rationale: At this time, Company holds special meeting thresholds consistent with SEC requirements.			
8	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks			

Ginkgo Bioworks Holdings, Inc.

Meeting Date: 06/16/2023 Country: USA Ticker: DNA

Meeting Type: Annual

Primary ISIN: US37611X1000 Primary SEDOL: BN6KXF0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Arie Belldegrun	Mgmt	For	Against
	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.			
1b	Elect Director Marijn E. Dekkers	Mgmt	For	For
	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			
1c	Elect Director Kathy Hopinkah Hannan	Mgmt	For	For
1d	Elect Director Christian Henry	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1e	Elect Director Reshma Kewalramani	Mgmt	For	Against
	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 which adversely impacts shareholder rights.			
1f	Elect Director Shyam Sankar	Mgmt	For	For

Ginkgo Bioworks Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Harry E. Sloan	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

GitLab Inc.

Meeting Date: 06/29/2023 | Country: USA | Ticker: GTLB

Meeting Type: Annual

Primary ISIN: US37637K1088 | Primary SEDOL: BMTVT22

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Karen Blasing	Mgmt	For	For
1.2	Elect Director Merline Saintil	Mgmt	For	For
1.3	Elect Director Godfrey Sullivan	Mgmt	For	Withhold
	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 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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Glacier Bancorp, Inc.

Meeting Date: 04/26/2023 | Country: USA | Ticker: GBCI
Meeting Type: Annual
Primary ISIN: US37637Q1058 | Primary SEDOL: 2370585

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David C. Boyles	Mgmt	For	For
1.2	Elect Director Robert A. Cashell, Jr.	Mgmt	For	For
1.3	Elect Director Randall M. Chesler	Mgmt	For	For
1.4	Elect Director Sherry L. Cladouhos	Mgmt	For	For
1.5	Elect Director Jesus T. Espinoza	Mgmt	For	For
1.6	Elect Director Annie M. Goodwin	Mgmt	For	For
1.7	Elect Director Kristen L. Heck	Mgmt	For	For
1.8	Elect Director Michael B. Hormaechea	Mgmt	For	For
1.9	Elect Director Craig A. Langel	Mgmt	For	For
1.10	Elect Director Douglas J. McBride	Mgmt	For	Withhold
	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.			
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify FORVIS LLP as Auditors	Mgmt	For	For
	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.			

Gladstone Land Corporation

Meeting Date: 05/11/2023 | Country: USA | Ticker: LAND
Meeting Type: Annual
Primary ISIN: US3765491010 | Primary SEDOL: B83TNY4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Gladstone	Mgmt	For	For

Gladstone Land Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director Paul W. Adelgren	Mgmt	For	Withhold
	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 or restrict shareholders ability to amend the company bylaws. We expect companies to explicitly prohibit child and forced labour in their Supplier Code of Conduct. 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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1.3	Elect Director John H. Outland	Mgmt	For	Withhold
	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 or restrict shareholders ability to amend the company bylaws.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Glanbia Plc

Meeting Date: 05/04/2023 | Country: Ireland | Ticker: GL9

Meeting Type: Annual

Primary ISIN: IE0000669501 | Primary SEDOL: 4058629

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	Re-elect Donard Gaynor as Director	Mgmt	For	For
	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 Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
3b	Re-elect Siobhan Talbot as Director	Mgmt	For	For
3c	Re-elect Mark Garvey as Director	Mgmt	For	For
3d	Re-elect Roisin Brennan as Director	Mgmt	For	For
3e	Re-elect Paul Duffy as Director	Mgmt	For	For
3f	Elect Ilona Haaijer as Director	Mgmt	For	For
3g	Re-elect Brendan Hayes as Director	Mgmt	For	For
3h	Re-elect Jane Lodge as Director	Mgmt	For	For

Glanbia Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3i	Re-elect John G Murphy as Director	Mgmt	For	For
3j	Re-elect Patrick Murphy as Director	Mgmt	For	For
3k	Re-elect Dan O'Connor as Director	Mgmt	For	For
3l	Elect Kimberly Underhill as Director	Mgmt	For	For
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	For
6	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
7	Authorise Issue of Equity	Mgmt	For	For
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
10	Authorise Market Purchase of Shares	Mgmt	For	For
11	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For

Glaukos Corporation

Meeting Date: 06/01/2023 Country: USA Ticker: GKOS

Meeting Type: Annual

Primary ISIN: US3773221029 Primary SEDOL: BYMWL19

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Denice M. Torres	Mgmt	For	Withhold
	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.			
1.2	Elect Director Aimee S. Weisner	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Glaukos Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Glencore Plc

Meeting Date: 05/26/2023 | Country: Jersey | Ticker: GLEN

Meeting Type: Annual

Primary ISIN: JE00B4T3BW64 | Primary SEDOL: B4T3BW6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Our policy is flagging that shareholders should have the right to approve the implementation of the company's dividend policy. This is not considered to be a contested issue.			
2	Approve Reduction of Capital Contribution Reserves	Mgmt	For	For
3	Re-elect Kalidas Madhavpeddi as Director	Mgmt	For	For
	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 Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
4	Re-elect Gary Nagle as Director	Mgmt	For	For
5	Re-elect Peter Coates as Director	Mgmt	For	Against
	Voter Rationale: Peter Coates is chair of Health, Safety and Environment Committee and responsible for reviewing the company's progress and performance concerning emission, energy, water, and stewardship. Considering the lack of improvement on their climate commitments and safety issues, a vote AGAINST is warranted.			
6	Re-elect Martin Gilbert as Director	Mgmt	For	Against
	Voter Rationale: Martin Gilbert is Chair of the Remuneration Committee. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, a vote AGAINST his re-election is warranted.			
7	Re-elect Gill Marcus as Director	Mgmt	For	For
8	Re-elect Cynthia Carroll as Director	Mgmt	For	For
9	Re-elect David Wormsley as Director	Mgmt	For	For
10	Elect Liz Hewitt as Director	Mgmt	For	For
11	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
12	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For

Glencore Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Approve 2022 Climate Report	Mgmt	For	Against
	Voter Rationale: We remain concerned that Glencore's climate strategy relies significantly on actions taken after 2035, despite the significant risks facing and posed by thermal coal in the earliest years of the transition. We are also disappointed in the company's lack of response to investor requests to build upon the existing strategy and disclosure.			
14	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: A vote AGAINST the remuneration report is warranted due to high quantum levels and performance against the climate and safety portion governing incentive plans.			
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
	Shareholder Proposal	Mgmt		
19	Resolution in Respect of the Next Climate Action Transition Plan	SH	Against	For
	Voter Rationale: As we have highlighted through engagement, we support increased efforts by the company to provide us with clear, transparent disclosure on how the company is tackling the significant transition risks facing coal assets.			

Global Medical REIT Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: GMRE

Meeting Type: Annual

Primary ISIN: US37954A2042 | Primary SEDOL: BSNMBW7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey Busch	Mgmt	For	For
1.2	Elect Director Matthew L. Cypher	Mgmt	For	For
1.3	Elect Director Ronald Marston	Mgmt	For	For
1.4	Elect Director Henry Cole	Mgmt	For	For
1.5	Elect Director Zhang Huiqi	Mgmt	For	For
1.6	Elect Director Paula R. Crowley	Mgmt	For	For
1.7	Elect Director Lori Wittman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Global Net Lease, Inc.

Meeting Date: 06/29/2023 | Country: USA | Ticker: GNL
Meeting Type: Annual
Primary ISIN: US3793782018 | Primary SEDOL: BZCFW78

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James L. Nelson	Mgmt	For	For
	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.			
1.2	Elect Director Edward M. Weil, Jr.	Mgmt	For	Withhold
	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. 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 shareholder approval the classified board which adversely impacts shareholder rights and the company's governing documents do not permit shareholders to amend the bylaws.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Global Payments Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: GPN
Meeting Type: Annual
Primary ISIN: US37940X1028 | Primary SEDOL: 2712013

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director F. Thaddeus Arroyo	Mgmt	For	For
1b	Elect Director Robert H.B. Baldwin, Jr.	Mgmt	For	Against
	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.			
1c	Elect Director John G. Bruno	Mgmt	For	For
1d	Elect Director Joia M. Johnson	Mgmt	For	For
1e	Elect Director Ruth Ann Marshall	Mgmt	For	For
1f	Elect Director Connie D. McDaniel	Mgmt	For	For
1g	Elect Director Joseph H. Osnoss	Mgmt	For	Against
	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.			
1h	Elect Director William B. Plummer	Mgmt	For	For
1i	Elect Director Jeffrey S. Sloan	Mgmt	For	For
1j	Elect Director John T. Turner	Mgmt	For	For
1k	Elect Director M. Troy Woods	Mgmt	For	For

Global Payments Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			

Globalstar, Inc.

Meeting Date: 06/27/2023 | Country: USA | Ticker: GSAT

Meeting Type: Annual

Primary ISIN: US3789734080 | Primary SEDOL: B1GHPM8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James F. Lynch	Mgmt	For	For
1b	Elect Director Timothy E. Taylor	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
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Issuance of Warrants	Mgmt	For	For

Globe Life Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: GL
Meeting Type: Annual
Primary ISIN: US37959E1029 | Primary SEDOL: BK6YKG1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Linda L. Addison	Mgmt	For	For
1.2	Elect Director Marilyn A. Alexander	Mgmt	For	For
1.3	Elect Director Cheryl D. Alston	Mgmt	For	For
1.4	Elect Director Mark A. Blinn	Mgmt	For	For
1.5	Elect Director James P. Brannen	Mgmt	For	For
1.6	Elect Director Jane Buchan	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 Alice S. Cho	Mgmt	For	For
1.8	Elect Director J. Matthew Darden	Mgmt	For	For
1.9	Elect Director Steven P. Johnson	Mgmt	For	For
1.10	Elect Director David A. Rodriguez	Mgmt	For	For
1.11	Elect Director Frank M. Svoboda	Mgmt	For	For
1.12	Elect Director Mary E. Thigpen	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
6	Amend Certificate of Incorporation to Allow Exculpation of Officers	Mgmt	For	For

Globus Medical, Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: GMED
Meeting Type: Special
Primary ISIN: US3795772082 | Primary SEDOL: B7D65M0

Globus Medical, Inc.

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

Globus Medical, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: GMED
Meeting Type: Annual
Primary ISIN: US3795772082 | Primary SEDOL: B7D65M0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel T. Scavilla	Mgmt	For	For
	Voter Rationale: 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 oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders			
1b	Elect Director Robert Douglas	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. 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. 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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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.			

Glory Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 6457
Meeting Type: Annual
Primary ISIN: JP3274400005 | Primary SEDOL: 6374226

Glory Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 34	Mgmt	For	For
2.1	Elect Director Onoe, Hirokazu	Mgmt	For	For
2.2	Elect Director Miwa, Motozumi	Mgmt	For	For
2.3	Elect Director Onoe, Hideo	Mgmt	For	For
2.4	Elect Director Kotani, Kaname	Mgmt	For	For
2.5	Elect Director Harada, Akihiro	Mgmt	For	For
2.6	Elect Director Fujita, Tomoko	Mgmt	For	For
2.7	Elect Director Iki, Joji	Mgmt	For	For
2.8	Elect Director Uchida, Junji	Mgmt	For	For
2.9	Elect Director Ian Jordan	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Inuga, Masato	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Ikukawa, Yukako	Mgmt	For	For

GoDaddy Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: GDDY

Meeting Type: Annual

Primary ISIN: US3802371076 | Primary SEDOL: BWFRFC6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark Garrett	Mgmt	For	For
1b	Elect Director Srinivas (Srini) Tallapragada	Mgmt	For	For
1c	Elect Director Sigal Zarmi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

goeasy Ltd.

Meeting Date: 05/10/2023 | Country: Canada | Ticker: GSY
Meeting Type: Annual/Special
Primary ISIN: CA3803551074 | Primary SEDOL: BYR11M2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donald K. Johnson	Mgmt	For	For
1b	Elect Director David Ingram	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1c	Elect Director David Appel	Mgmt	For	For
1d	Elect Director Sean Morrison	Mgmt	For	For
1e	Elect Director Karen Basian	Mgmt	For	For
1f	Elect Director Susan Doniz	Mgmt	For	Withhold
	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.			
1g	Elect Director James Moore	Mgmt	For	Withhold
	Voter Rationale: 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. 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.			
1h	Elect Director Tara Deakin	Mgmt	For	For
1i	Elect Director Jason Mullins	Mgmt	For	For
1j	Elect Director Jonathan Tetrault	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Amend Stock Option Plan	Mgmt	For	For

Gogo Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: GOGO
Meeting Type: Annual
Primary ISIN: US38046C1099 | Primary SEDOL: BB2C2R1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hugh W. Jones	Mgmt	For	Withhold

Gogo Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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 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.			
1.2	Elect Director Oakleigh Thorne	Mgmt	For	For
1.3	Elect Director Charles C. Townsend	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Gold Fields Ltd.

Meeting Date: 05/24/2023 | Country: South Africa | Ticker: GFI

Meeting Type: Annual

Primary ISIN: ZAE000018123 | Primary SEDOL: 6280215

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Resolutions	Mgmt		
1	Reappoint PricewaterhouseCoopers Inc as Auditors of the Company	Mgmt	For	For
2.1	Elect Martin Preece as Director	Mgmt	For	For
2.2	Re-elect Yunus Suleman as Director	Mgmt	For	For
2.3	Re-elect Terence Goodlace as Director	Mgmt	For	Against
	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. Furthermore, we encourage the company to develop a clearer biodiversity strategy that incorporates all assets, and to disclose to CDP Water and Forests questionnaires.			
2.4	Re-elect Philisiwe Sibiya as Director	Mgmt	For	For
3.1	Re-elect Philisiwe Sibiya as Chairperson of the Audit Committee	Mgmt	For	For
3.2	Re-elect Alhassan Andani as Member of the Audit Committee	Mgmt	For	For
3.3	Re-elect Peter Bacchus as Member of the Audit Committee	Mgmt	For	For
4	Place Authorised but Unissued Shares under Control of Directors	Mgmt	For	For

Gold Fields Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.1	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5.2	Approve Remuneration Implementation Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
	Special Resolutions	Mgmt		
1	Authorise Board to Issue Shares for Cash	Mgmt	For	For
2.1	Approve Remuneration of Chairperson of the Board	Mgmt	For	For
2.2	Approve Remuneration of Lead Independent Director of the Board	Mgmt	For	For
2.3	Approve Remuneration of Members of the Board	Mgmt	For	For
2.4	Approve Remuneration of Chairperson of the Audit Committee	Mgmt	For	For
2.5	Approve Remuneration of Chairpersons of the Capital Projects, Control and Review Committee, Nominating and Governance Committee, Remuneration Committee, Risk Committee, SET Committee and SHSD Committee	Mgmt	For	For
2.6	Approve Remuneration of Members of the Audit Committee	Mgmt	For	For
2.7	Approve Remuneration of Members of the Capital Projects, Control and Review Committee, Nominating and Governance Committee, Remuneration Committee, Risk Committee, SET Committee and SHSD Committee	Mgmt	For	For
2.8	Approve Remuneration of Chairperson of an Ad-hoc Committee	Mgmt	For	For
2.9	Approve Remuneration of Member of an Ad-hoc Committee	Mgmt	For	For
3	Approve Financial Assistance in Terms of Sections 44 and 45 of the Companies Act	Mgmt	For	For
4	Authorise Repurchase of Issued Share Capital	Mgmt	For	For

Gold Road Resources Limited

Meeting Date: 05/18/2023 | Country: Australia | Ticker: GOR

Meeting Type: Annual

Primary ISIN: AU000000GOR5 | Primary SEDOL: B15F5K1

Gold Road Resources Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: 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.			
2	Elect Tim Netscher as Director	Mgmt	For	For
3	Approve 2023 Employee Incentive Plan	Mgmt	For	Against
	Voter Rationale: Share-based incentive plans for executives and employees should be submitted to shareholder approval as separate voting items. Incentive awards to executives should have clearly disclosed and stretching performance targets to reward strong performance and long-term value creation.			
4	Approve Grant of Long Term Incentive Performance Rights to Duncan Gibbs	Mgmt	For	For
5	Approve Grant of Short Term Incentive Performance Rights to Duncan Gibbs	Mgmt	For	For

GOLDCREST Co., Ltd.

Meeting Date: 06/21/2023 Country: Japan Ticker: 8871
Meeting Type: Annual
Primary ISIN: JP3306800008 Primary SEDOL: 6123343

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yasukawa, Hidetoshi	Mgmt	For	Abstain
	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.			
1.2	Elect Director Ito, Masaki	Mgmt	For	For
1.3	Elect Director Tsumura, Masao	Mgmt	For	For
1.4	Elect Director Tanaka, Ryukichi	Mgmt	For	For
2	Appoint Alternate Statutory Auditor Takayasu, Mitsuru	Mgmt	For	For
3	Approve Director Retirement Bonus	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this proposal is warranted because: - The bonus amount is not disclosed.			

GOLDWIN INC.

Meeting Date: 06/28/2023 Country: Japan Ticker: 8111
Meeting Type: Annual
Primary ISIN: JP3306600002 Primary SEDOL: 6376169

GOLDWIN INC.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nishida, Akio	Mgmt	For	For
1.2	Elect Director Watanabe, Takao	Mgmt	For	For
1.3	Elect Director Nishida, Yoshiteru	Mgmt	For	For
1.4	Elect Director Homma, Eiichiro	Mgmt	For	For
1.5	Elect Director Shirasaki, Michio	Mgmt	For	For
1.6	Elect Director Mori, Hikari	Mgmt	For	For
1.7	Elect Director Moriguchi, Yuko	Mgmt	For	For
1.8	Elect Director Akiyama, Rie	Mgmt	For	For
1.9	Elect Director Yoshimoto, Ichiro	Mgmt	For	For
1.10	Elect Director Tamesue, Dai	Mgmt	For	For
2.1	Appoint Statutory Auditor Sato, Osamu	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Morita, Tsutomu	Mgmt	For	Against
	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.			
3	Approve Compensation Ceiling for Directors	Mgmt	For	For

Goosehead Insurance, Inc.

Meeting Date: 05/01/2023 Country: USA Ticker: GSHD

Meeting Type: Annual

Primary ISIN: US38267D1090 Primary SEDOL: BZ2YT30

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robyn Jones	Mgmt	For	For
1.2	Elect Director Thomas McConnon	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			

GoPro, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: GPRO
Meeting Type: Annual
Primary ISIN: US38268T1034 | Primary SEDOL: BMNQC35

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nicholas Woodman	Mgmt	For	Withhold
	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			
1.2	Elect Director Tyrone Ahmad-Taylor	Mgmt	For	For
1.3	Elect Director Kenneth Goldman	Mgmt	For	For
1.4	Elect Director Peter Gotcher	Mgmt	For	For
1.5	Elect Director Shaz Kahng	Mgmt	For	For
1.6	Elect Director Alexander Lurie	Mgmt	For	Withhold
	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.			
1.7	Elect Director Susan Lyne	Mgmt	For	For
1.8	Elect Director Frederic Welts	Mgmt	For	For
1.9	Elect Director Lauren Zalaznick	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Graco Inc.

Meeting Date: 04/28/2023 | Country: USA | Ticker: GGG
Meeting Type: Annual
Primary ISIN: US3841091040 | Primary SEDOL: 2380443

Graco Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lee R. Mitau	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1b	Elect Director Martha A. Morfitt	Mgmt	For	For
1c	Elect Director Mark W. Sheahan	Mgmt	For	For
1d	Elect Director Kevin J. Wheeler	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.			
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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

GrafTech International Ltd.

Meeting Date: 05/10/2023	Country: USA Meeting Type: Annual	Ticker: EAF	
		Primary ISIN: US3843135084	Primary SEDOL: BFZP4T1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jean-Marc Germain	Mgmt	For	For
1.2	Elect Director Henry R. Keizer	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.3	Elect Director Marcel Kessler	Mgmt	For	For
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

GrafTech International Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			

Grand Canyon Education, Inc.

Meeting Date: 06/20/2023 Country: USA Ticker: LOPE
Meeting Type: Annual
Primary ISIN: US38526M1062 Primary SEDOL: B3F1XM1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian E. Mueller	Mgmt	For	For
1.2	Elect Director Sara R. Dial	Mgmt	For	For
1.3	Elect Director Jack A. Henry	Mgmt	For	For
1.4	Elect Director Lisa Graham Keegan	Mgmt	For	For
1.5	Elect Director Chevy Humphrey	Mgmt	For	For
1.6	Elect Director David M. Adame	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Granite Point Mortgage Trust Inc.

Meeting Date: 06/01/2023 Country: USA Ticker: GPMT
Meeting Type: Annual
Primary ISIN: US38741L1070 Primary SEDOL: BF11FD4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tanuja M. Dehne	Mgmt	For	For

Granite Point Mortgage Trust Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Stephen G. Kasnet	Mgmt	For	For
1c	Elect Director Sheila K. McGrath	Mgmt	For	For
1d	Elect Director W. Reid Sanders	Mgmt	For	For
1e	Elect Director John "Jack" A. Taylor	Mgmt	For	For
1f	Elect Director Hope B. Woodhouse	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Granite Real Estate Investment Trust

Meeting Date: 06/08/2023 Country: Canada Ticker: GRT.UN

Meeting Type: Annual

Primary ISIN: CA3874371147 Primary SEDOL: B9GS088

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Election of Trustees of Granite REIT	Mgmt		
1.1	Elect Trustee Peter Aghar	Mgmt	For	For
1.2	Elect Trustee Remco Daal	Mgmt	For	For
1.3	Elect Trustee Kevan Gorrie	Mgmt	For	For
1.4	Elect Trustee Fern Grodner	Mgmt	For	For
1.5	Elect Trustee Kelly Marshall	Mgmt	For	For
1.6	Elect Trustee Al Mawani	Mgmt	For	For
1.7	Elect Trustee Gerald Miller	Mgmt	For	For
1.8	Elect Trustee Sheila A. Murray	Mgmt	For	For
1.9	Elect Trustee Emily Pang	Mgmt	For	For
1.10	Elect Trustee Jennifer Warren	Mgmt	For	For
	Election of Directors of Granite GP	Mgmt		
2.1	Elect Director Peter Aghar	Mgmt	For	For
2.2	Elect Director Remco Daal	Mgmt	For	For
2.3	Elect Director Kevan Gorrie	Mgmt	For	For
2.4	Elect Director Fern Grodner	Mgmt	For	For
2.5	Elect Director Kelly Marshall	Mgmt	For	For
2.6	Elect Director Al Mawani	Mgmt	For	For

Granite Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Gerald Miller	Mgmt	For	For
2.8	Elect Director Sheila A. Murray	Mgmt	For	For
2.9	Elect Director Emily Pang	Mgmt	For	For
2.10	Elect Director Jennifer Warren	Mgmt	For	For
3	Ratify Deloitte LLP as Auditors of Granite REIT	Mgmt	For	For
4	Approve Deloitte LLP as Auditors of Granite GP and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	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 committee should not allow vesting of incentive awards for substantially below median performance.			

Gray Television, Inc.

Meeting Date: 05/04/2023 Country: USA Ticker: GTN

Meeting Type: Annual

Primary ISIN: US3893751061 Primary SEDOL: 2390817

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hilton H. Howell, Jr.	Mgmt	For	For
	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			
1.2	Elect Director Howell W. Newton	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Richard L. Boger	Mgmt	For	Withhold
	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. 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.			
1.4	Elect Director Luis A. Garcia	Mgmt	For	For
1.5	Elect Director Richard B. Hare	Mgmt	For	Withhold
	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.			
1.6	Elect Director Robin R. Howell	Mgmt	For	For

Gray Television, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Donald P. (Pat) LaPlatney	Mgmt	For	For
	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			
1.8	Elect Director Lorraine (Lorri) McClain	Mgmt	For	For
1.9	Elect Director Paul H. McTear	Mgmt	For	For
1.10	Elect Director Sterling A. Spainhour, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify RSM US LLP as Auditors	Mgmt	For	For
	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.			

Great Lakes Dredge & Dock Corporation

Meeting Date: 05/03/2023 Country: USA Ticker: GLDD

Meeting Type: Annual

Primary ISIN: US3906071093 Primary SEDOL: B1LDZK9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Elaine J. Dorward-King	Mgmt	For	For
1b	Elect Director Ryan J. Levenson	Mgmt	For	Withhold
	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.			
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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Great-West Lifeco Inc.

Meeting Date: 05/10/2023 | Country: Canada | Ticker: GWO
Meeting Type: Annual/Special
Primary ISIN: CA39138C1068 | Primary SEDOL: 2384951

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Increase in Size of Board from Eighteen to Nineteen	Mgmt	For	Against
	Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
2.1	Elect Director Michael R. Amend	Mgmt	For	For
2.2	Elect Director Deborah J. Barrett	Mgmt	For	For
2.3	Elect Director Robin A. Bienfait	Mgmt	For	For
2.4	Elect Director Heather E. Conway	Mgmt	For	For
2.5	Elect Director Marcel R. Coutu	Mgmt	For	For
2.6	Elect Director Andre Desmarais	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			
2.7	Elect Director Paul Desmarais, Jr.	Mgmt	For	Against
	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. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. 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 nominee is a former executive and considered to be non-independent.			
2.8	Elect Director Gary A. Doer	Mgmt	For	For
2.9	Elect Director David G. Fuller	Mgmt	For	For
2.10	Elect Director Claude Genereux	Mgmt	For	For
	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.			
2.11	Elect Director Paula B. Madoff	Mgmt	For	For
2.12	Elect Director Paul A. Mahon	Mgmt	For	For
2.13	Elect Director Susan J. McArthur	Mgmt	For	For

Great-West Lifeco Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.14	Elect Director R. Jeffrey Orr	Mgmt	For	For
	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. 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. 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. The company should establish formal board-level oversight of environmental and social issues. 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. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
2.15	Elect Director T. Timothy Ryan	Mgmt	For	For
2.16	Elect Director Dhvani D. Shah	Mgmt	For	For
2.17	Elect Director Gregory D. Tretiak	Mgmt	For	For
	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.			
2.18	Elect Director Siim A. Vanaselja	Mgmt	For	For
2.19	Elect Director Brian E. Walsh	Mgmt	For	For
3	Ratify Deloitte LLP as Auditors	Mgmt	For	Withhold
	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.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	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. 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.			

Green Brick Partners, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: GRBK

Meeting Type: Annual

Primary ISIN: US3927091013 | Primary SEDOL: BS7T2R6

Green Brick Partners, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth K. Blake	Mgmt	For	For
1.2	Elect Director Harry Brandler	Mgmt	For	For
1.3	Elect Director James R. Brickman	Mgmt	For	For
1.4	Elect Director David Einhorn	Mgmt	For	Withhold
	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.			
1.5	Elect Director Kathleen Olsen	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.6	Elect Director Richard S. Press	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.7	Elect Director Lila Manassa Murphy	Mgmt	For	Withhold
	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 lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
2	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. Variable remuneration should not contain a significant overlap of metrics. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify RSM US LLP as Auditors	Mgmt	For	For

Greggs Plc

Meeting Date: 05/17/2023 | Country: United Kingdom | Ticker: GRG

Meeting Type: Annual

Primary ISIN: GB00B63QSB39 | Primary SEDOL: B63QSB3

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

Greggs Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Reappoint RSM UK Audit LLP as Auditors	Mgmt	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Elect Matt Davies as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
6	Re-elect Roisin Currie as Director	Mgmt	For	For
7	Re-elect Richard Hutton as Director	Mgmt	For	For
8	Re-elect Kate Ferry as Director	Mgmt	For	For
9	Re-elect Mohamed Elsarky as Director	Mgmt	For	For
10	Elect Lynne Weedall as Director	Mgmt	For	For
11	Elect Nigel Mills as Director	Mgmt	For	For
12	Approve Remuneration Report	Mgmt	For	For
13	Approve Remuneration Policy	Mgmt	For	For
14	Amend Performance Share Plan	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

Grifols SA

Meeting Date: 06/15/2023 | Country: Spain | Ticker: GRF

Meeting Type: Annual

Primary ISIN: ES0171996087 | Primary SEDOL: BYY3DX6

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

Grifols SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Discharge of Board	Mgmt	For	For
5	Renew Appointment of KPMG Auditores as Auditor of Consolidated Financial Statements for FY 2023	Mgmt	For	For
6	Appoint Deloitte as Auditor of Consolidated Financial Statements for FY 2024, 2025 and 2026	Mgmt	For	For
7.1	Reelect Raimon Grifols Roura as Director	Mgmt	For	For
7.2	Reelect Tomas Daga Gelabert as Director	Mgmt	For	For
7.3	Reelect Carina Szpilka Lazaro as Director	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The Company should put in place a policy to increase gender diversity on the board. Our minimum expectation is that women should comprise at least 40% of the board.			
7.4	Reelect Inigo Sanchez-Asiain Mardones as Director	Mgmt	For	For
7.5	Reelect Enriqueta Felip Font as Director	Mgmt	For	Against
7.6	Maintain Vacant Board Seat	Mgmt	For	Against
8	Amend Article 20.bis Re: Director Remuneration	Mgmt	For	For
9	Receive Amendments to Board of Directors Regulations	Mgmt		
10	Advisory Vote on Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
11	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
12	Approve Stock Option Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
13	Approve Grant of Options to the Executive Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
14	Approve Listing of Class A Shares on NASDAQ; Void Previous Authorization	Mgmt	For	For
15	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For

Grifols SA

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

Grocery Outlet Holding Corp.

Meeting Date: 06/20/2023 Country: USA Ticker: GO
Meeting Type: Annual
Primary ISIN: US39874R1014 Primary SEDOL: BK1KWF7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kenneth W. Alterman	Mgmt	For	For
1b	Elect Director John (Jeb) E. Bachman	Mgmt	For	For
1c	Elect Director Thomas F. Herman	Mgmt	For	For
1d	Elect Director Erik D. Ragatz	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Grupo Financiero Banorte SAB de CV

Meeting Date: 04/21/2023 Country: Mexico Ticker: GFNORTEO
Meeting Type: Annual
Primary ISIN: MXP370711014 Primary SEDOL: 2421041

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.a	Approve CEO's Report on Financial Statements and Statutory Reports	Mgmt	For	For
1.b	Approve Board's Report on Policies and Accounting Information and Criteria Followed in Preparation of Financial Information	Mgmt	For	For
1.c	Approve Board's Report on Operations and Activities Undertaken by Board	Mgmt	For	For
1.d	Approve Report on Activities of Audit and Corporate Practices Committee	Mgmt	For	For

Grupo Financiero Banorte SAB de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.e	Approve All Operations Carried out by Company and Ratify Actions Carried out by Board, CEO and Audit and Corporate Practices Committee	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Receive Auditor's Report on Tax Position of Company	Mgmt		
4.a1	Elect Carlos Hank Gonzalez as Board Chairman	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4.a2	Elect Juan Antonio Gonzalez Moreno as Director	Mgmt	For	Against
	Voter Rationale: The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.			
4.a3	Elect David Juan Villarreal Montemayor as Director	Mgmt	For	For
4.a4	Elect Jose Marcos Ramirez Miguel as Director	Mgmt	For	For
	Voter Rationale: The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.			
4.a5	Elect Carlos de la Isla Corry as Director	Mgmt	For	For
4.a6	Elect Everardo Elizondo Almaguer as Director	Mgmt	For	Against
	Voter Rationale: 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 directors membership could hamper the committees impartiality and effectiveness.			
4.a7	Elect Alicia Alejandra Lebrija Hirschfeld as Director	Mgmt	For	For
4.a8	Elect Clemente Ismael Reyes Retana Valdes as Director	Mgmt	For	For
4.a9	Elect Mariana Banos Reynaud as Director	Mgmt	For	For
4.a10	Elect Federico Carlos Fernandez Senderos as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
4.a11	Elect David Penaloza Alanis as Director	Mgmt	For	For
4.a12	Elect Jose Antonio Chedraui Eguia as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			

Grupo Financiero Banorte SAB de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.a13	Elect Alfonso de Angoitia Noriega as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
4.a14	Elect Thomas Stanley Heather Rodriguez as Director	Mgmt	For	For
4.a15	Elect Graciela Gonzalez Moreno as Alternate Director	Mgmt	For	For
4.a16	Elect Juan Antonio Gonzalez Marcos as Alternate Director	Mgmt	For	For
4.a17	Elect Alberto Halabe Hamui as Alternate Director	Mgmt	For	For
4.a18	Elect Gerardo Salazar Viezca as Alternate Director	Mgmt	For	For
4.a19	Elect Alberto Perez-Jacome Friscione as Alternate Director	Mgmt	For	For
4.a20	Elect Diego Martinez Rueda-Chapital as Alternate Director	Mgmt	For	For
4.a21	Elect Roberto Kelleher Vales as Alternate Director	Mgmt	For	For
4.a22	Elect Cecilia Goya de Riviello Meade as Alternate Director	Mgmt	For	For
4.a23	Elect Jose Maria Garza Trevino as Alternate Director	Mgmt	For	For
4.a24	Elect Manuel Francisco Ruiz Camero as Alternate Director	Mgmt	For	For
4.a25	Elect Carlos Cesarman Kolteniuk as Alternate Director	Mgmt	For	For
4.a26	Elect Humberto Tafolla Nunez as Alternate Director	Mgmt	For	For
4.a27	Elect Carlos Phillips Margain as Alternate Director	Mgmt	For	For
4.a28	Elect Ricardo Maldonado Yanez as Alternate Director	Mgmt	For	For
4.b	Elect Hector Avila Flores (Non-Member) as Board Secretary	Mgmt	For	For
4.c	Approve Directors Liability and Indemnification	Mgmt	For	For
5	Approve Remuneration of Directors	Mgmt	For	For
6	Elect Thomas Stanley Heather Rodriguez as Chairman of Audit and Corporate Practices Committee	Mgmt	For	For
7.1	Approve Report on Share Repurchase	Mgmt	For	For
7.2	Set Aggregate Nominal Amount of Share Repurchase Reserve	Mgmt	For	For
8	Approve Certification of Company's Bylaws	Mgmt	For	For
9	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Grupo Financiero Banorte SAB de CV

Meeting Date: 06/02/2023 | Country: Mexico | Ticker: GFNORTEO
Meeting Type: Ordinary Shareholders
Primary ISIN: MXP370711014 | Primary SEDOL: 2421041

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Approve Cash Dividends of MXN 7.87 Per Share	Mgmt	For	For
1.2	Approve Dividend to Be Paid on June 12, 2023	Mgmt	For	For
2	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

GSK Plc

Meeting Date: 05/03/2023 | Country: United Kingdom | Ticker: GSK
Meeting Type: Annual
Primary ISIN: GB00BN7SWP63 | Primary SEDOL: BN7SWP6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.			
2	Approve Remuneration Report	Mgmt	For	For
3	Elect Julie Brown as Director	Mgmt	For	For
4	Elect Vishal Sikka as Director	Mgmt	For	For
5	Elect Elizabeth McKee Anderson as Director	Mgmt	For	For
6	Re-elect Sir Jonathan Symonds as Director	Mgmt	For	For
7	Re-elect Dame Emma Walmsley as Director	Mgmt	For	For
8	Re-elect Charles Bancroft as Director	Mgmt	For	For
9	Re-elect Hal Barron as Director	Mgmt	For	For
10	Re-elect Anne Beal as Director	Mgmt	For	For
11	Re-elect Harry Dietz as Director	Mgmt	For	For
12	Re-elect Jesse Goodman as Director	Mgmt	For	For
13	Re-elect Urs Rohner as Director	Mgmt	For	For
14	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
15	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For

GSK Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Approve Amendments to the Remuneration Policy	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	Approve the Exemption from Statement of the Name of the Senior Statutory Auditor in Published Copies of the Auditors' Reports	Mgmt	For	For
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Guardant Health, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: GH

Meeting Type: Annual

Primary ISIN: US40131M1099 | Primary SEDOL: BFXC911

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ian Clark	Mgmt	For	Withhold
	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 supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.			
1b	Elect Director Meghan Joyce	Mgmt	For	Withhold
	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			
1c	Elect Director Samir Kaul	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Guardant Health, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Gunma Bank, Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8334

Meeting Type: Annual

Primary ISIN: JP3276400003 | Primary SEDOL: 6398088

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For
2.1	Elect Director Horie, Nobuyuki	Mgmt	For	Against
	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.			
2.2	Elect Director Fukai, Akihiko	Mgmt	For	Against
	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.			
2.3	Elect Director Irisawa, Hiroyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Goto, Akihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Takei, Tsutomu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Uchibori, Takeo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kondo, Jun	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Nishikawa, Kuniko	Mgmt	For	For
2.9	Elect Director Osugi, Kazuhito	Mgmt	For	For

Guotai Junan International Holdings Limited

Meeting Date: 05/22/2023 | Country: Hong Kong | Ticker: 1788
Meeting Type: Annual
Primary ISIN: HK0000065869 | Primary SEDOL: B3W1335

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Special Dividend	Mgmt	For	For
3.1	Elect Qi Haiying as Director	Mgmt	For	For
3.2	Elect Tsang Yiu Keung as Director	Mgmt	For	Against
	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 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.			
3.3	Elect Chan Ka Keung Ceajer as Director	Mgmt	For	For
4	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
5	Approve KPMG as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Approve Authorization to the Directors on Borrowing and Provision of Guarantees	Mgmt	For	For

GXO Logistics, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: GXO
Meeting Type: Annual
Primary ISIN: US36262G1013 | Primary SEDOL: BNNTGF1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Clare Chatfield	Mgmt	For	For

GXO Logistics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Joli L. Gross	Mgmt	For	For
	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.			
1.3	Elect Director Jason D. Papastavrou	Mgmt	For	For
	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.			
2	Ratify KPMG 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 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.			

H World Group Ltd.

Meeting Date: 06/27/2023 | Country: Cayman Islands | Ticker: 1179
Meeting Type: Annual
Primary ISIN: KYG465871120 | Primary SEDOL: BMB5YK5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders	Mgmt		
1	Approve Deloitte Touche Tohmatsu Certified Public Accountants LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
2	Amend Articles of Association	Mgmt	For	For
3	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

H&E Equipment Services, Inc.

Meeting Date: 05/12/2023 | Country: USA | Ticker: HEES
Meeting Type: Annual
Primary ISIN: US4040301081 | Primary SEDOL: B0WR848

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John M. Engquist	Mgmt	For	For

H&E Equipment Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director Bradley W. Barber	Mgmt	For	For
1.3	Elect Director Paul N. Arnold	Mgmt	For	Withhold
	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.			
1.4	Elect Director Gary W. Bagley	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Bruce C. Bruckmann	Mgmt	For	For
1.6	Elect Director Patrick L. Edsell	Mgmt	For	For
	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.			
1.7	Elect Director Thomas J. Galligan, III	Mgmt	For	For
	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.			
1.8	Elect Director Lawrence C. Karlson	Mgmt	For	For
	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.			
1.9	Elect Director Jacob Thomas	Mgmt	For	For
1.10	Elect Director Mary P. Thompson	Mgmt	For	For
	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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1.11	Elect Director Suzanne H. Wood	Mgmt	For	For
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

H&R Real Estate Investment Trust

Meeting Date: 06/15/2023 Country: Canada Ticker: HR.UN

Meeting Type: Annual

Primary ISIN: CA4039254079 Primary SEDOL: BGM8DW6

H&R Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Trustee Leonard Abramsky	Mgmt	For	For
1B	Elect Trustee Lindsay Brand	Mgmt	For	For
1C	Elect Trustee Jennifer A. Chasson	Mgmt	For	For
1D	Elect Trustee Donald E. Clow	Mgmt	For	For
1E	Elect Trustee Mark M. Cowie	Mgmt	For	For
1F	Elect Trustee S. Stephen Gross	Mgmt	For	For
1G	Elect Trustee Brenna Haysom	Mgmt	For	For
	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.			
1H	Elect Trustee Thomas J. Hofstedter	Mgmt	For	For
1I	Elect Trustee Juli Morrow	Mgmt	For	For
1J	Elect Trustee Marvin Rubner	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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.			

H.U. Group Holdings, Inc.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 4544

Meeting Type: Annual

Primary ISIN: JP3822000000 | Primary SEDOL: 6356611

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Change Location of Head Office	Mgmt	For	For
2.1	Elect Director Takeuchi, Shigekazu	Mgmt	For	For
2.2	Elect Director Kitamura, Naoki	Mgmt	For	For
2.3	Elect Director Aoyama, Shigehiro	Mgmt	For	For
2.4	Elect Director Amano, Futomichi	Mgmt	For	For
2.5	Elect Director Awai, Sachiko	Mgmt	For	For

H.U. Group Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Ito, Ryoji	Mgmt	For	For
2.7	Elect Director Shirakawa, Moegi	Mgmt	For	For
2.8	Elect Director Miyakawa, Keiji	Mgmt	For	For
2.9	Elect Director Yoshida, Hitoshi	Mgmt	For	For

H2O Retailing Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 8242
Meeting Type: Annual
Primary ISIN: JP3774600005 | Primary SEDOL: 6408705

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Araki, Naoya	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.2	Elect Director Hayashi, Katsuhiro	Mgmt	For	For
1.3	Elect Director Yamaguchi, Toshihiko	Mgmt	For	For
1.4	Elect Director Sumi, Kazuo	Mgmt	For	For
2	Elect Director and Audit Committee Member Goto, Kenji	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3	Approve Annual Bonus	Mgmt	For	For

Haitong International Securities Group Limited

Meeting Date: 06/02/2023 | Country: Bermuda | Ticker: 665
Meeting Type: Annual
Primary ISIN: BMG4232X1020 | Primary SEDOL: 6898908

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Lin Yong as Director	Mgmt	For	For
	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.			
2b	Elect Sun Tong as Director	Mgmt	For	For
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For

Haitong International Securities Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Deloitte Touche Tohmatsu as Auditors 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
	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.			
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
8	Authorize Board to Raise or Borrow Money During the Relevant Period and to Provide Guarantees for the Wholly-Owned Subsidiaries	Mgmt	For	For
9	Approve Amendments to the Existing Bye-Laws and Related Transactions	Mgmt	For	For

Hakuhodo DY Holdings, Inc.

Meeting Date: 06/29/2023 Country: Japan Ticker: 2433
Meeting Type: Annual
Primary ISIN: JP3766550002 Primary SEDOL: B05LZ02

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 Toda, Hirokazu	Mgmt	For	Against
	Voter Rationale: It Top management is responsible for the company's unfavourable ROE performance. '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. The nominee, as a top executive, should be held responsible for the company's misconduct in connection with the Tokyo 2020 Olympic Games.			
2.2	Elect Director Mizushima, Masayuki	Mgmt	For	Against
	Voter Rationale: op management is responsible for the company's unfavourable ROE performance. '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. The nominee, as a top executive, should be held responsible for the company's misconduct in connection with the Tokyo 2020 Olympic Games.			
2.3	Elect Director Yajima, Hirotake	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Nishioka, Masanori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Hakuhodo DY Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Ebana, Akihiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Ando, Motohiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Matsuda, Noboru	Mgmt	For	For
2.8	Elect Director Hattori, Nobumichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Yamashita, Toru	Mgmt	For	For
2.10	Elect Director Arimatsu, Ikuko	Mgmt	For	For
3.1	Appoint Statutory Auditor Nishimura, Osamu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Yabuki, Kimitoshi	Mgmt	For	For

Halliburton Company

Meeting Date: 05/17/2023 | Country: USA | Ticker: HAL

Meeting Type: Annual

Primary ISIN: US4062161017 | Primary SEDOL: 2405302

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Abdulaziz F. Al Khayyal	Mgmt	For	For
1b	Elect Director William E. Albrecht	Mgmt	For	For
1c	Elect Director M. Katherine Banks	Mgmt	For	For
1d	Elect Director Alan M. Bennett	Mgmt	For	Against
	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.			
1e	Elect Director Milton Carroll	Mgmt	For	Against
	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. 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.			
1f	Elect Director Earl M. Cummings	Mgmt	For	For
1g	Elect Director Murry S. Gerber	Mgmt	For	For
1h	Elect Director Robert A. Malone	Mgmt	For	For
1i	Elect Director Jeffrey A. Miller	Mgmt	For	For

Halliburton Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Bhavesh V. (Bob) Patel	Mgmt	For	For
1k	Elect Director Maurice S. Smith	Mgmt	For	For
1l	Elect Director Janet L. Weiss	Mgmt	For	For
1m	Elect Director Tobi M. Edwards Young	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
6	Amend Certificate of Incorporation	Mgmt	For	For

Halows Co., Ltd.

Meeting Date: 05/25/2023 Country: Japan Ticker: 2742

Meeting Type: Annual

Primary ISIN: JP3773750009 Primary SEDOL: 6539702

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sato, Toshiyuki	Mgmt	For	For
1.2	Elect Director Sato, Taishi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Hanaoka, Hidenori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Takahashi, Masana	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Suemitsu, Kenji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Koshio, Tomiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Halows Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Sunada, Kenji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.8	Elect Director Sato, Shinzo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Ohara, Takanori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.10	Elect Director Fujii, Yoshinori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.11	Elect Director Ikeda, Chiaki	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Oda, Shunji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Ozaki, Kazumasa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.3	Elect Director and Audit Committee Member Okamoto, Hitoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.4	Elect Director and Audit Committee Member Fujiwara, Keiko	Mgmt	For	For

Halozyme Therapeutics, Inc.

Meeting Date: 05/05/2023 | Country: USA | Ticker: HALO

Meeting Type: Annual

Primary ISIN: US40637H1095 | Primary SEDOL: 2975098

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Bernadette Connaughton	Mgmt	For	For
1B	Elect Director Moni Miyashita	Mgmt	For	For
1C	Elect Director Matthew L. Posard	Mgmt	For	Against
	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.			

Halozyme Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Hamakyorex Co., Ltd.

Meeting Date: 06/14/2023 | Country: Japan | Ticker: 9037

Meeting Type: Annual

Primary ISIN: JP3771150004 | Primary SEDOL: 6051444

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Osuka, Masataka	Mgmt	For	Abstain
	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.			
1.2	Elect Director Osuka, Hidenori	Mgmt	For	Abstain
	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.			
1.3	Elect Director Okutsu, Yasuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Yamaoka, Tsuyoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Ariga, Akio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Nasuda, Kiichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Miyagawa, Isamu	Mgmt	For	For
1.8	Elect Director Otsu, Yoshitaka	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Mori, Takeshi	Mgmt	For	For

Hamakyorex Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Katada, Sumiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2	Appoint Statutory Auditor Yokohara, Sachio	Mgmt	For	Against
	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.			
3	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.			

Hancock Whitney Corporation

Meeting Date: 04/26/2023 Country: USA Ticker: HWC

Meeting Type: Annual

Primary ISIN: US4101201097 Primary SEDOL: 2415497

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frank E. Bertucci	Mgmt	For	For
1.2	Elect Director Constantine S. Liollio	Mgmt	For	For
1.3	Elect Director Thomas H. Olinde	Mgmt	For	For
1.4	Elect Director Joan C. Teofilo	Mgmt	For	For
1.5	Elect Director C. Richard Wilkins	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Hang Lung Group Limited

Meeting Date: 04/28/2023 | Country: Hong Kong | Ticker: 10
Meeting Type: Annual
Primary ISIN: HK0010000088 | Primary SEDOL: 6408352

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 Gerald Lokchung Chan as Director	Mgmt	For	For
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
3b	Elect Lap-Chee Tsui as Director	Mgmt	For	For
3c	Elect Martin Cheung Kong Liao as Director	Mgmt	For	Against
	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.			
3d	Elect Adriel Chan as Director	Mgmt	For	For
	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.			
3e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve KPMG as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Hang Lung Properties Limited

Meeting Date: 04/28/2023 | Country: Hong Kong | Ticker: 101
Meeting Type: Annual
Primary ISIN: HK0101000591 | Primary SEDOL: 6030506

Hang Lung Properties 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 Nelson Wai Leung Yuen as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 13.5 pct of the board.			
3b	Elect Andrew Ka Ching Chan as Director	Mgmt	For	For
3c	Elect Adriel Chan as Director	Mgmt	For	For
	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.			
3d	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve KPMG as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Hang Seng Bank Limited

Meeting Date: 05/04/2023 Country: Hong Kong Ticker: 11

Meeting Type: Annual

Primary ISIN: HK0011000095 Primary SEDOL: 6408374

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Kathleen C H Gan as Director	Mgmt	For	For
2b	Elect Patricia S W Lam as Director	Mgmt	For	For
2c	Elect Huey Ru Lin Director	Mgmt	For	For
2d	Elect Kenneth S Y Ng as Director	Mgmt	For	For

Hang Seng Bank Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2e	Elect Say Pin Saw as Director	Mgmt	For	For
3	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital greater than 50% of the issued share capital with pre-emptive rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Adopt New Articles of Association	Mgmt	For	For

Hankyu Hanshin Holdings, Inc.

Meeting Date: 06/16/2023 Country: Japan Ticker: 9042
Meeting Type: Annual
Primary ISIN: JP3774200004 Primary SEDOL: 6408664

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Sumi, Kazuo	Mgmt	For	For
2.2	Elect Director Shimada, Yasuo	Mgmt	For	For
2.3	Elect Director Endo, Noriko	Mgmt	For	For
2.4	Elect Director Tsuru, Yuki	Mgmt	For	For
2.5	Elect Director Kobayashi, Mitsuyoshi	Mgmt	For	For
2.6	Elect Director Shimatani, Yoshishige	Mgmt	For	For
2.7	Elect Director Araki, Naoya	Mgmt	For	For
2.8	Elect Director Kusu, Yusuke	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Tsuru, Yuki	Mgmt	For	For

Hanmi Financial Corporation

Meeting Date: 05/24/2023 Country: USA Ticker: HAFC
Meeting Type: Annual
Primary ISIN: US4104952043 Primary SEDOL: B6TPXR5

Hanmi Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John J. Ahn	Mgmt	For	For
1b	Elect Director Christie K. Chu	Mgmt	For	For
1c	Elect Director Harry H. Chung	Mgmt	For	For
1d	Elect Director Bonita I. Lee	Mgmt	For	For
1e	Elect Director Gloria J. Lee	Mgmt	For	For
1f	Elect Director David L. Rosenblum	Mgmt	For	For
1g	Elect Director Thomas J. Williams	Mgmt	For	For
1h	Elect Director Michael M. Yang	Mgmt	For	For
1i	Elect Director Gideon Yu	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Crowe LLP as Auditors	Mgmt	For	For

Hannon Armstrong Sustainable Infrastructure Capital, Inc.

Meeting Date: 06/07/2023 Country: USA Ticker: HASI
Meeting Type: Annual
Primary ISIN: US41068X1000 Primary SEDOL: B9HHD96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey W. Eckel	Mgmt	For	For
1.2	Elect Director Lizabeth A. Ardisana	Mgmt	For	For
1.3	Elect Director Clarence D. Armbrister	Mgmt	For	For
1.4	Elect Director Teresa M. Brenner	Mgmt	For	For
1.5	Elect Director Michael T. Eckhart	Mgmt	For	For
1.6	Elect Director Nancy C. Floyd	Mgmt	For	For
1.7	Elect Director Jeffrey A. Lipson	Mgmt	For	For
1.8	Elect Director Charles M. O'Neil	Mgmt	For	For
1.9	Elect Director Richard J. Osborne	Mgmt	For	For

Hannon Armstrong Sustainable Infrastructure Capital, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Steven G. Osgood	Mgmt	For	For
1.11	Elect Director Kimberly A. Reed	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Hanwa Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8078

Meeting Type: Annual

Primary ISIN: JP3777800008 | Primary SEDOL: 6408824

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For
2.1	Elect Director Kato, Yasumichi	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Nakagawa, Yoichi	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Nagashima, Hidemi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kurata, Yasuharu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Hatanaka, Yasushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Hanwa Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Sasayama, Yoichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Hori, Ryuji	Mgmt	For	For
2.8	Elect Director Tejima, Tatsuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Nakai, Kamezo	Mgmt	For	For
2.10	Elect Director Furukawa, Reiko	Mgmt	For	For
2.11	Elect Director Matsubara, Keiji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.12	Elect Director Honda, Hisashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Appoint Statutory Auditor Ikeda, Yoshimasa	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Okubo, Katsunori	Mgmt	For	Against
	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.			
4	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.			
5	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Harley-Davidson, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: HOG

Meeting Type: Annual

Primary ISIN: US4128221086 Primary SEDOL: 2411053

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Troy Alstead	Mgmt	For	For
1.2	Elect Director Jared D. Dourdeville	Mgmt	For	For
1.3	Elect Director James D. Farley, Jr.	Mgmt	For	For
1.4	Elect Director Allan Golston	Mgmt	For	Withhold
	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.			

Harley-Davidson, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Sara L. Levinson	Mgmt	For	For
1.6	Elect Director Norman Thomas Linebarger	Mgmt	For	For
1.7	Elect Director Rafeh Masood	Mgmt	For	For
1.8	Elect Director Maryrose Sylvester	Mgmt	For	For
1.9	Elect Director Jochen Zeitz	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Harmonic Drive Systems, Inc.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 6324

Meeting Type: Annual

Primary ISIN: JP3765150002 | Primary SEDOL: 6108179

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 17	Mgmt	For	For
2.1	Elect Director Ito, Mitsumasa	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Nagai, Akira	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Maruyama, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Harmonic Drive Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Kamijo, Kazutoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Tanioka, Yoshihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Yoshida, Haruhiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Nakamura, Masanobu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Fukuda, Yoshio	Mgmt	For	For
2.9	Elect Director Hayashi, Kazuhiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Kitamoto, Kaeko	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For
4	Approve Compensation Ceiling for Directors	Mgmt	For	For

Harmonic Inc.

Meeting Date: 06/23/2023 | Country: USA | Ticker: HLIT

Meeting Type: Annual

Primary ISIN: US4131601027 | Primary SEDOL: 2510659

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick J. Harshman	Mgmt	For	For
1b	Elect Director Patrick Gallagher	Mgmt	For	For
1c	Elect Director Deborah L. Clifford	Mgmt	For	For
1d	Elect Director Sophia Kim	Mgmt	For	For
1e	Elect Director David Krall	Mgmt	For	For
1f	Elect Director Mitzi Reaugh	Mgmt	For	For
1g	Elect Director Susan G. Swenson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Harmony Biosciences Holdings, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: HRMY
Meeting Type: Annual
Primary ISIN: US4131971040 | Primary SEDOL: BKSGZN7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Antonio J. Gracias	Mgmt	For	For
1.2	Elect Director Jack Bech Nielsen	Mgmt	For	Withhold
	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. Specifically, the board's failure 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.			
1.3	Elect Director Andreas Wicki	Mgmt	For	Withhold
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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 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.			

Hasbro, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: HAS
Meeting Type: Annual
Primary ISIN: US4180561072 | Primary SEDOL: 2414580

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael R. Burns	Mgmt	For	For
1.2	Elect Director Hope F. Cochran	Mgmt	For	For
1.3	Elect Director Christian P. Cocks	Mgmt	For	For
1.4	Elect Director Lisa Gersh	Mgmt	For	For
1.5	Elect Director Elizabeth Hamren	Mgmt	For	For
1.6	Elect Director Blake Jorgensen	Mgmt	For	For
1.7	Elect Director Tracy A. Leinbach	Mgmt	For	For

Hasbro, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Laurel J. Richie	Mgmt	For	For
1.9	Elect Director Richard S. Stoddart	Mgmt	For	For
1.10	Elect Director Mary Beth West	Mgmt	For	For
1.11	Elect Director Linda Zecher Higgins	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Ratify KPMG 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.			

HASEKO Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 1808

Meeting Type: Annual

Primary ISIN: JP3768600003 | Primary SEDOL: 6414401

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Tsuji, Noriaki	Mgmt	For	For
2.2	Elect Director Ikegami, Kazuo	Mgmt	For	For
2.3	Elect Director Tani, Junichi	Mgmt	For	For
2.4	Elect Director Murakawa, Toshiyuki	Mgmt	For	For
2.5	Elect Director Naraoka, Shoji	Mgmt	For	For
2.6	Elect Director Koizumi, Masahito	Mgmt	For	For
2.7	Elect Director Kumano, Satoshi	Mgmt	For	For
2.8	Elect Director Yamaguchi, Toru	Mgmt	For	For
2.9	Elect Director Yoshimura, Naoko	Mgmt	For	For

HASEKO Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.10	Elect Director Ichimura, Kazuhiko	Mgmt	For	For
2.11	Elect Director Nagasaki, Mami	Mgmt	For	For
2.12	Elect Director Ogura, Toshikatsu	Mgmt	For	For
2.13	Elect Director Fujii, Shinsuke	Mgmt	For	For
2.14	Elect Director Izawa, Toru	Mgmt	For	For
3	Appoint Statutory Auditor Daimon, Eijo	Mgmt	For	Against
	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.			

Hayward Holdings, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: HAYW

Meeting Type: Annual

Primary ISIN: US4212981009 Primary SEDOL: BMFQC33

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin D. Brown	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1b	Elect Director Mark McFadden	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1c	Elect Director Arthur L. Soucy	Mgmt	For	Withhold
	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. Specifically, the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.			
2	Ratify PricewaterhouseCoopers 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.			

HCA Healthcare, Inc.

Meeting Date: 04/19/2023 Country: USA Ticker: HCA

Meeting Type: Annual

Primary ISIN: US40412C1018 Primary SEDOL: B4MGBG6

HCA Healthcare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas F. Frist, III	Mgmt	For	For
1b	Elect Director Samuel N. Hazen	Mgmt	For	For
1c	Elect Director Meg G. Crofton	Mgmt	For	For
1d	Elect Director Robert J. Dennis	Mgmt	For	For
1e	Elect Director Nancy-Ann DeParle	Mgmt	For	For
1f	Elect Director William R. Frist	Mgmt	For	For
1g	Elect Director Hugh F. Johnston	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1h	Elect Director Michael W. Michelson	Mgmt	For	For
1i	Elect Director Wayne J. Riley	Mgmt	For	For
1j	Elect Director Andrea B. Smith	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Report on Political Contributions and Expenditures	SH	Against	For
	Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.			
6	Amend Charter of Patient Safety and Quality of Care Committee	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted. More explicitly including staffing levels into the Patient Safety and Quality of Care Committee's oversight responsibilities would benefit shareholders by possibly helping mitigate related risks.			

HDFC Bank Limited

Meeting Date: 06/11/2023 Country: India Ticker: 500180

Meeting Type: Special

Primary ISIN: INE040A01034 Primary SEDOL: BK1N461

HDFC Bank Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Postal Ballot	Mgmt		
1	Approve Appointment and Remuneration of Kaizad Bharucha as Whole-Time Deputy Managing Director	Mgmt	For	For
2	Approve Appointment and Remuneration of Bhavesh Zaveri as Executive Director	Mgmt	For	For

Health and Happiness (H&H) International Holdings Limited

Meeting Date: 05/12/2023 | Country: Cayman Islands | Ticker: 1112

Meeting Type: Annual

Primary ISIN: KYG4387E1070 | Primary SEDOL: BF5L8M0

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 Laetitia Albertini as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
3a2	Elect Luo Yun as Director	Mgmt	For	Against
	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.			
3a3	Elect Zhang Wenhui as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
3a4	Elect Ding Yuan as Director	Mgmt	For	For
3b	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Ernst & Young as Auditors 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
	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.			
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Health and Happiness (H&H) International Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
8	Adopt Amended and Restated Articles of Association	Mgmt	For	For

Healthcare Realty Trust, Inc.

Meeting Date: 06/05/2023 | Country: USA | Ticker: HR

Meeting Type: Annual

Primary ISIN: US42226K1051 | Primary SEDOL: BPQWHP8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Todd J. Meredith	Mgmt	For	For
1.2	Elect Director John V. Abbott	Mgmt	For	For
1.3	Elect Director Nancy H. Agee	Mgmt	For	For
1.4	Elect Director W. Bradley Blair, II	Mgmt	For	For
1.5	Elect Director Vicki U. Booth	Mgmt	For	For
1.6	Elect Director Edward H. Braman	Mgmt	For	For
1.7	Elect Director Ajay Gupta	Mgmt	For	For
1.8	Elect Director James J. Kilroy	Mgmt	For	For
1.9	Elect Director Jay P. Leupp	Mgmt	For	For
1.10	Elect Director Peter F. Lyle, Sr.	Mgmt	For	For
1.11	Elect Director Constance B. Moore	Mgmt	For	For
1.12	Elect Director John Knox Singleton	Mgmt	For	Withhold
	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.			
1.13	Elect Director Christann M. Vasquez	Mgmt	For	For
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
	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.			

Healthcare Realty Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

HealthEquity, Inc.

Meeting Date: 06/22/2023 Country: USA Ticker: HQY

Meeting Type: Annual

Primary ISIN: US42226A1079 Primary SEDOL: BP8XZL1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert Selander	Mgmt	For	For
1.2	Elect Director Jon Kessler	Mgmt	For	For
1.3	Elect Director Stephen Neeleman	Mgmt	For	For
1.4	Elect Director Paul Black	Mgmt	For	For
1.5	Elect Director Frank Corvino	Mgmt	For	For
1.6	Elect Director Adrian Dillon	Mgmt	For	For
1.7	Elect Director Evelyn Dilsaver	Mgmt	For	For
1.8	Elect Director Debra McCowan	Mgmt	For	For
1.9	Elect Director Rajesh Natarajan	Mgmt	For	For
1.10	Elect Director Stuart Parker	Mgmt	For	For
1.11	Elect Director Gayle Wellborn	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Healthpeak Properties, Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: PEAK
Meeting Type: Annual
Primary ISIN: US42250P1030 | Primary SEDOL: BJBLRK3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Scott M. Brinker	Mgmt	For	For
1b	Elect Director Brian G. Cartwright	Mgmt	For	For
1c	Elect Director James B. Connor	Mgmt	For	For
1d	Elect Director Christine N. Garvey	Mgmt	For	For
1e	Elect Director R. Kent Griffin, Jr.	Mgmt	For	For
1f	Elect Director David B. Henry	Mgmt	For	For
1g	Elect Director Sara G. Lewis	Mgmt	For	For
1h	Elect Director Katherine M. Sandstrom	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Heartland Express, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: HTLD
Meeting Type: Annual
Primary ISIN: US4223471040 | Primary SEDOL: 2414018

Heartland Express, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael J. Gerdin	Mgmt	For	For
1.2	Elect Director Larry J. Gordon	Mgmt	For	For
1.3	Elect Director Benjamin J. Allen	Mgmt	For	Withhold
	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. 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.			
1.4	Elect Director Brenda S. Neville	Mgmt	For	Withhold
	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.			
1.5	Elect Director James G. Pratt	Mgmt	For	Withhold
	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. 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.			
1.6	Elect Director Michael J. Sullivan	Mgmt	For	For
1.7	Elect Director David P. Millis	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Heartland Financial USA, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: HTLF

Meeting Type: Annual

Primary ISIN: US42234Q1022 | Primary SEDOL: 2828147

Heartland Financial USA, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert B. Engel	Mgmt	For	For
1b	Elect Director Thomas L. Flynn	Mgmt	For	For
1c	Elect Director Jennifer K. Hopkins	Mgmt	For	For
1d	Elect Director Bruce K. Lee	Mgmt	For	For
2	Declassify the Board of Directors	Mgmt	For	For
	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.			
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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify KPMG 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.			

Hecla Mining Company

Meeting Date: 05/23/2023 Country: USA Ticker: HL

Meeting Type: Annual

Primary ISIN: US4227041062 Primary SEDOL: 2418601

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Phillips S. Baker, Jr.	Mgmt	For	For
1b	Elect Director George R. Johnson	Mgmt	For	Against
	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.			
2	Ratify BDO USA, 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.			
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. Long-term incentives should not be delivered via cash or other non-equity vehicles. 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.			

Hecla Mining Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Heiwa Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6412
Meeting Type: Annual
Primary ISIN: JP3834200002 | Primary SEDOL: 6419581

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For

Heiwa Real Estate Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8803
Meeting Type: Annual
Primary ISIN: JP3834800009 | Primary SEDOL: 6419600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tsuchimoto, Kiyoyuki	Mgmt	For	Against
	Voter Rationale: The remuneration committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness.			
1.2	Elect Director Yamada, Kazuo	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Aoyama, Takahisa	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Kobayashi, Daisuke	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.5	Elect Director Masui, Kiichiro	Mgmt	For	Abstain
	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.			
1.6	Elect Director Moriguchi, Takahiro	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The remuneration committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness.			

Heiwa Real Estate Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Utsunomiya, Junko	Mgmt	For	For
1.8	Elect Director Yamada, Eiji	Mgmt	For	For
1.9	Elect Director Yamaguchi, Mitsunobu	Mgmt	For	For

Helia Group Ltd.

Meeting Date: 05/11/2023 | Country: Australia | Ticker: HLI
Meeting Type: Annual
Primary ISIN: AU0000251498 | Primary SEDOL: BP5HL07

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: 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.			
2	Approve Grant of Share Rights to Pauline Blight-Johnston	Mgmt	For	For
3	Approve Further Possible On-Market Share Buy-Back	Mgmt	For	Against
	Voter Rationale: Any share repurchase request in excess of 15% should be undertaken in exceptional circumstances only and be fully justified by the company.			
4	Elect Gai McGrath as Director	Mgmt	For	For
5	Elect Andrea Waters as Director	Mgmt	For	For
6	Elect Leona Murphy as Director	Mgmt	For	For

Helios Technologies, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: HLIO
Meeting Type: Annual
Primary ISIN: US42328H1095 | Primary SEDOL: BK8MDM0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laura Dempsey Brown	Mgmt	For	For
1.2	Elect Director Cariappa Chenanda	Mgmt	For	For
1.3	Elect Director Alexander Schuetz	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Helios Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: 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. 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.			
5	Approve 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. 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.			

Helix Energy Solutions Group, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: HLX
Meeting Type: Annual
Primary ISIN: US42330P1075 | Primary SEDOL: 2037062

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paula Harris	Mgmt	For	For
1b	Elect Director Amy H. Nelson	Mgmt	For	For
1c	Elect Director William L. Transier	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Hellenic Telecommunications Organization SA

Meeting Date: 06/07/2023 | Country: Greece | Ticker: HTO
Meeting Type: Annual
Primary ISIN: GRS260333000 | Primary SEDOL: 5051605

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Approve Financial Statements, Statutory Reports and Income Allocation	Mgmt	For	For

Hellenic Telecommunications Organization SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Receive Audit Committee's Activity Report	Mgmt		
3	Approve Management of Company and Grant Discharge to Auditors	Mgmt	For	For
4	Ratify Auditors	Mgmt	For	For
5	Approve Remuneration of Directors and Members of Committees	Mgmt	For	For
6	Approve Remuneration of Executive Board Members	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
7	Advisory Vote on Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
8	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
9	Approve Director/Officer Liability and Indemnification	Mgmt	For	For
10	Approve Reduction in Issued Share Capital via Cancelation of Treasury Shares	Mgmt	For	For
11	Ratify Appointment of Independent Non-Executive Director	Mgmt	For	For
12	Announce Appointment of Non-Executive Directors	Mgmt		
13	Receive Information on Related Party Transactions	Mgmt		
14	Receive Report of Independent Non-Executive Directors	Mgmt		
15	Various Announcements	Mgmt		

Helvetia Holding AG

Meeting Date: 04/28/2023 | Country: Switzerland | Ticker: HELN

Meeting Type: Annual

Primary ISIN: CH0466642201 | Primary SEDOL: BK6QWF0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
2	Approve Discharge of Board and Senior Management	Mgmt	For	For
3	Approve Allocation of Income and Dividends of CHF 5.90 per Share	Mgmt	For	For
4.1	Reelect Thomas Schmuckli as Director and Board Chair	Mgmt	For	For
4.2.1	Reelect Hans Kuenzle as Director	Mgmt	For	For
4.2.2	Elect Rene Cotting as Director	Mgmt	For	For
4.2.3	Reelect Beat Fellmann as Director	Mgmt	For	For
4.2.4	Reelect Ivo Furrer as Director	Mgmt	For	For
4.2.5	Reelect Luigi Lubelli as Director	Mgmt	For	For
4.2.6	Reelect Gabriela Payer as Director	Mgmt	For	For
4.2.7	Reelect Andreas von Planta as Director	Mgmt	For	For
4.2.8	Reelect Regula Wallimann as Director	Mgmt	For	For
4.2.9	Elect Yvonne Macus as Director	Mgmt	For	For
4.3.1	Appoint Hans Kuenzle as Member of the Nomination and Compensation Committee	Mgmt	For	For
4.3.2	Reappoint Gabriela Payer as Member of the Nomination and Compensation Committee	Mgmt	For	For
4.3.3	Reappoint Andreas von Planta as Member of the Nomination and Compensation Committee	Mgmt	For	For
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given that the number of of female directors has increased since the last AGM, we will keep this matter under review.			
4.3.4	Reappoint Regula Wallimann as Member of the Nomination and Compensation Committee	Mgmt	For	For
5.1	Approve Fixed Remuneration of Directors in the Amount of CHF 3.3 Million	Mgmt	For	For
5.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 8.3 Million	Mgmt	For	For

Helvetia Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 7 Million	Mgmt	For	For
6.1	Amend Articles Re: Shares and Share Register	Mgmt	For	For
6.2	Amend Articles Re: General Meetings	Mgmt	For	For
6.3	Approve Virtual-Only or Hybrid Shareholder Meetings	Mgmt	For	For
6.4	Amend Articles Re: Compensation; External Mandates for Members of the Board of Directors and Executive Committee	Mgmt	For	For
7	Designate Advokatur & Notariat Bachmann as Independent Proxy	Mgmt	For	For
8	Ratify KPMG AG as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
9	Transact Other Business (Voting)	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Henderson Land Development Company Limited

Meeting Date: 06/05/2023 Country: Hong Kong Ticker: 12

Meeting Type: Annual

Primary ISIN: HK0012000102 Primary SEDOL: 6420538

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
3.1	Elect Lee Ka Kit as Director	Mgmt	For	Against
	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. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness. 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. 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 expect companies in this sector to set scope 3 targets.			

Henderson Land Development Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Lee Ka Shing as Director	Mgmt	For	For
	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 majority independent and this director's membership could hamper the committee's impartiality and effectiveness. 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. 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 expect companies in this sector to set scope 3 targets.			
3.3	Elect Lam Ko Yin, Colin as Director	Mgmt	For	For
3.4	Elect Fung Lee Woon King as Director	Mgmt	For	For
3.5	Elect Suen Kwok Lam as Director	Mgmt	For	For
3.6	Elect Lee Pui Ling, Angelina as Director	Mgmt	For	Against
4	Approve KPMG as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5A	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5B	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
5C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against

Hengli Petrochemical Co., Ltd.

Meeting Date: 05/19/2023 | Country: China | Ticker: 600346

Meeting Type: Annual

Primary ISIN: CNE0000018V0 | Primary SEDOL: 6422879

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Annual Report and Summary	Mgmt	For	For
4	Approve Financial Statements	Mgmt	For	For
5	Approve No Profit Distribution	Mgmt	For	For
6	Approve 2022 Remuneration of Directors	Mgmt	For	For
7	Approve 2022 Remuneration of Supervisors	Mgmt	For	For

Hengli Petrochemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Daily Related Party Transaction	Mgmt	For	For
9	Approve Foreign Exchange Derivatives Trading Business	Mgmt	For	For
10	Approve Futures Hedging Business	Mgmt	For	For
11	Approve Provision of Guarantee	Mgmt	For	Against
	Voter Rationale: Shareholders should be given relevant and sufficient information to make an informed decision.			
12	Approve Application of Credit Lines	Mgmt	For	For
13	Approve to Appoint Auditor	Mgmt	For	For

Hengli Petrochemical Co., Ltd.

Meeting Date: 06/27/2023 Country: China Ticker: 600346
Meeting Type: Special
Primary ISIN: CNE0000018V0 Primary SEDOL: 6422879

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles of Association	Mgmt	For	For
2	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
3	Elect Wang Zhiqing as Non-independent Director	SH	For	For

Henry Schein, Inc.

Meeting Date: 05/23/2023 Country: USA Ticker: HSIC
Meeting Type: Annual
Primary ISIN: US8064071025 Primary SEDOL: 2416962

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mohamad Ali	Mgmt	For	For
1b	Elect Director Stanley M. Bergman	Mgmt	For	For
1c	Elect Director James P. Breslawski	Mgmt	For	For
1d	Elect Director Deborah Derby	Mgmt	For	For
1e	Elect Director Joseph L. Herring	Mgmt	For	For
1f	Elect Director Kurt P. Kuehn	Mgmt	For	For

Henry Schein, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Philip A. Laskawy	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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 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 interim 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.			
1h	Elect Director Anne H. Margulies	Mgmt	For	For
1i	Elect Director Mark E. Mlotek	Mgmt	For	For
1j	Elect Director Steven Paladino	Mgmt	For	Against
	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.			
1k	Elect Director Carol Raphael	Mgmt	For	For
1l	Elect Director Scott Serota	Mgmt	For	For
1m	Elect Director Bradley T. Sheares	Mgmt	For	Against
	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.			
1n	Elect Director Reed V. Tuckson	Mgmt	For	For
2	Amend Non-Employee Director 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. 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify BDO USA, 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.			

HENSOLDT AG

Meeting Date: 05/12/2023 | Country: Germany | Ticker: HAG

Meeting Type: Annual

Primary ISIN: DE000HAG0005 | Primary SEDOL: BN0SDX8

HENSOLDT AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.30 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For
5	Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for Fiscal Year 2023	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Termination provisions for management board members are in excess of market standards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
8	Elect Marco Fuchs to the Supervisory Board	Mgmt	For	For
9	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
10	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For

Herc Holdings Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: HRI

Meeting Type: Annual

Primary ISIN: US42704L1044 | Primary SEDOL: BZBZ020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick D. Campbell	Mgmt	For	For

Herc Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Lawrence H. Silber	Mgmt	For	For
1c	Elect Director James H. Browning	Mgmt	For	For
1d	Elect Director Shari L. Burgess	Mgmt	For	For
1e	Elect Director Jean K. Holley	Mgmt	For	For
1f	Elect Director Michael A. Kelly	Mgmt	For	For
1g	Elect Director Rakesh Sachdev	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Hermes International SCA

Meeting Date: 04/20/2023 | Country: France | Ticker: RMS

Meeting Type: Annual/Special

Primary ISIN: FR0000052292 | Primary SEDOL: 5253973

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Discharge of General Managers	Mgmt	For	For
4	Approve Allocation of Income and Dividends of EUR 13 per Share	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against
	Voter Rationale: Shareholders should be given relevant and sufficient information to make an informed decision.			
6	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			

Hermes International SCA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Compensation Report of Corporate Officers	Mgmt	For	Abstain
	Voter Rationale: Some concerns noted with remuneration, but strong alignment with pay for performance. Long term shareholder alignment with family holding.			
8	Approve Compensation of Axel Dumas, General Manager	Mgmt	For	Abstain
	Voter Rationale: Some concerns noted with remuneration, but strong alignment with pay for performance. Long term shareholder alignment with family holding.			
9	Approve Compensation of Emile Hermes SAS, General Manager	Mgmt	For	Abstain
	Voter Rationale: Some concerns noted with remuneration, but strong alignment with pay for performance. Long term shareholder alignment with family holding.			
10	Approve Compensation of Eric de Seynes, Chairman of the Supervisory Board	Mgmt	For	For
11	Approve Remuneration Policy of General Managers	Mgmt	For	Abstain
	Voter Rationale: Some concerns noted with remuneration, but strong alignment with pay for performance. Long term shareholder alignment with family holding.			
12	Approve Remuneration Policy of Supervisory Board Members; Approve Remuneration of Supervisory Board Members in the Aggregate Amount of EUR 900,000	Mgmt	For	For
13	Reelect Dorothee Altmayer as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
14	Reelect Monique Cohen as Supervisory Board Member	Mgmt	For	For
15	Reelect Renaud Mommeja as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
16	Reelect Eric de Seynes as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
17	Renew Appointment of PricewaterhouseCoopers Audit as Auditor	Mgmt	For	For
	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.			
18	Renew Appointment of Grant Thornton Audit as Auditor	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

Hermes International SCA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Business	Mgmt		
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
20	Authorize Capitalization of Reserves of up to 40 Percent of Issued Capital for Bonus Issue or Increase in Par Value	Mgmt	For	For
21	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Capital	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
22	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights With Binding Priority Right up to 40 Percent of Issued Capital	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration. Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
24	Approve Issuance of Equity or Equity-Linked Securities for Qualified Investors, up to 20 Percent of Issued Capital	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration. Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
25	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	Against
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
26	Delegate Powers to the Management Board to Decide on Merger, Spin-Off Agreement and Acquisition	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this item is warranted as it is against shareholder best interest. Shareholders should have the right to vote on these matters.			
27	Delegate Powers to the Management Board to Issue Shares up to 40 Percent of Issued Capital in Connection with Item 26 Above	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this item is warranted as it is against shareholder best interest. Shareholders should have the right to vote on these matters.			

Hermes International SCA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
28	Authorize up to 2 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
29	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Hertz Global Holdings, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: HTZ

Meeting Type: Annual

Primary ISIN: US42806J7000 Primary SEDOL: BNM5672

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jennifer Feikin	Mgmt	For	Withhold
	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 structure which adversely impacts shareholder rights.			
1b	Elect Director Mark Fields	Mgmt	For	For
1c	Elect Director Evangeline Vougessis	Mgmt	For	Withhold
	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 structure which adversely impacts shareholder rights.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Heska Corporation

Meeting Date: 05/03/2023 | Country: USA | Ticker: HSKA
Meeting Type: Annual
Primary ISIN: US42805E3062 | Primary SEDOL: B44C366

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert L. Antin	Mgmt	For	For
1.2	Elect Director Stephen L. Davis	Mgmt	For	For
	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.			
1.3	Elect Director Mark F. Furlong	Mgmt	For	For
1.4	Elect Director Joachim A. Hasenmaier	Mgmt	For	For
1.5	Elect Director Scott W. Humphrey	Mgmt	For	For
1.6	Elect Director Sharon J. Maples	Mgmt	For	For
1.7	Elect Director David E. Sveen	Mgmt	For	For
1.8	Elect Director Kevin S. Wilson	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	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.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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Heska Corporation

Meeting Date: 06/07/2023 | Country: USA | Ticker: HSKA
Meeting Type: Special
Primary ISIN: US42805E3062 | Primary SEDOL: B44C366

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
	Voter Rationale: A vote AGAINST this proposal is warranted. Cash severance is double trigger and reasonably based, and no excise tax gross-ups are payable. However, unvested equity awards will be automatically accelerated upon the closing of the merger and cashed out, including recently granted shares. Further, certain performance shares will be deemed earned at maximum performance level.			
3	Adjourn Meeting	Mgmt	For	For

Hess Corporation

Meeting Date: 05/17/2023 | Country: USA | Ticker: HES
Meeting Type: Annual
Primary ISIN: US42809H1077 | Primary SEDOL: 2023748

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Terrence J. Checki	Mgmt	For	For
1b	Elect Director Leonard S. Coleman, Jr.	Mgmt	For	For
1c	Elect Director Lisa Glatch	Mgmt	For	For
1d	Elect Director John B. Hess	Mgmt	For	For
	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.			
1e	Elect Director Edith E. Holiday	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1f	Elect Director Marc S. Lipschultz	Mgmt	For	For
1g	Elect Director Raymond J. McGuire	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1h	Elect Director David McManus	Mgmt	For	For
1i	Elect Director Kevin O. Meyers	Mgmt	For	For
1j	Elect Director Karyn F. Ovelmen	Mgmt	For	For
1k	Elect Director James H. Quigley	Mgmt	For	For
1l	Elect Director William G. Schrader	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Hewlett Packard Enterprise Company

Meeting Date: 04/05/2023 | Country: USA | Ticker: HPE
Meeting Type: Annual
Primary ISIN: US42824C1099 | Primary SEDOL: BYVYWS0

Hewlett Packard Enterprise Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel Ammann	Mgmt	For	For
1b	Elect Director Pamela L. Carter	Mgmt	For	For
1c	Elect Director Frank A. D'Amelio	Mgmt	For	For
1d	Elect Director Regina E. Dugan	Mgmt	For	For
1e	Elect Director Jean M. Hobby	Mgmt	For	For
1f	Elect Director Raymond J. Lane	Mgmt	For	For
1g	Elect Director Ann M. Livermore	Mgmt	For	For
1h	Elect Director Antonio F. Neri	Mgmt	For	For
1i	Elect Director Charles H. Noski	Mgmt	For	For
1j	Elect Director Raymond E. Ozzie	Mgmt	For	For
1k	Elect Director Gary M. Reiner	Mgmt	For	For
1l	Elect Director Patricia F. Russo	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
	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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
5	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			

Hexcel Corporation

Meeting Date: 05/04/2023 Country: USA Ticker: HXL

Meeting Type: Annual

Primary ISIN: US4282911084 Primary SEDOL: 2416779

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nick L. Stanage	Mgmt	For	For

Hexcel Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Jeffrey C. Campbell	Mgmt	For	Against
	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. 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.			
1c	Elect Director Cynthia M. Egnotovich	Mgmt	For	For
1d	Elect Director Thomas A. Gendron	Mgmt	For	For
1e	Elect Director Jeffrey A. Graves	Mgmt	For	For
1f	Elect Director Guy C. Hachey	Mgmt	For	For
1g	Elect Director Marilyn L. Minus	Mgmt	For	For
1h	Elect Director Catherine A. Suever	Mgmt	For	For
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Highwoods Properties, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: HIW

Meeting Type: Annual

Primary ISIN: US4312841087 | Primary SEDOL: 2420640

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles A. Anderson	Mgmt	For	For
1.2	Elect Director Gene H. Anderson	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.3	Elect Director Thomas P. Anderson	Mgmt	For	Withhold
	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.			
1.4	Elect Director Carlos E. Evans	Mgmt	For	For
1.5	Elect Director David L. Gadis	Mgmt	For	For
1.6	Elect Director David J. Hartzell	Mgmt	For	For
1.7	Elect Director Theodore J. Klinck	Mgmt	For	For
1.8	Elect Director Anne H. Lloyd	Mgmt	For	For

Highwoods Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Hikari Tsushin, Inc.

Meeting Date: 06/23/2023 Country: Japan Ticker: 9435

Meeting Type: Annual

Primary ISIN: JP3783420007 Primary SEDOL: 6416322

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shigeta, Yasumitsu	Mgmt	For	For
1.2	Elect Director Wada, Hideaki	Mgmt	For	For
1.3	Elect Director Tamamura, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Gido, Ko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Takahashi, Masato	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Yada, Naoko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Yagishita, Yuki	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Watanabe, Masataka	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Takano, Ichiro	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Niimura, Ken	Mgmt	For	For

Hillman Solutions Corp.

Meeting Date: 05/31/2023 | Country: USA | Ticker: HLMN
Meeting Type: Annual
Primary ISIN: US4316361090 | Primary SEDOL: BNT8W21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Aaron P. Jagdfeld	Mgmt	For	For
1b	Elect Director David A. Owens	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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.			
1c	Elect Director Philip K. Woodlief	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Hilton Grand Vacations Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: HGV
Meeting Type: Annual
Primary ISIN: US43283X1054 | Primary SEDOL: BYSLHX4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark D. Wang	Mgmt	For	For
1.2	Elect Director Leonard A. Potter	Mgmt	For	Withhold
	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.			
1.3	Elect Director Brenda J. Bacon	Mgmt	For	For
1.4	Elect Director David W. Johnson	Mgmt	For	For
	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.			

Hilton Grand Vacations Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Mark H. Lazarus	Mgmt	For	For
	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.			
1.6	Elect Director Pamela H. Patsley	Mgmt	For	For
1.7	Elect Director David Sambur	Mgmt	For	Withhold
	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.			
1.8	Elect Director Alex van Hoek	Mgmt	For	For
1.9	Elect Director Paul W. Whetsell	Mgmt	For	For
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Hilton Worldwide Holdings Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: HLT
Meeting Type: Annual
Primary ISIN: US43300A2033 Primary SEDOL: BYVMW06

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christopher J. Nassetta	Mgmt	For	For
1b	Elect Director Jonathan D. Gray	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1c	Elect Director Charlene T. Begley	Mgmt	For	For

Hilton Worldwide Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Chris Carr	Mgmt	For	For
1e	Elect Director Melanie L. Healey	Mgmt	For	For
1f	Elect Director Raymond E. Mabus, Jr.	Mgmt	For	For
1g	Elect Director Judith A. McHale	Mgmt	For	For
1h	Elect Director Elizabeth A. Smith	Mgmt	For	For
1i	Elect Director Douglas M. Steenland	Mgmt	For	For
2	Ratify Ernst & Young 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.			
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.			

HireRight Holdings Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: HRT

Meeting Type: Annual

Primary ISIN: US4335371070 | Primary SEDOL: BPBJRP4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James Carey	Mgmt	For	Withhold
	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. Specifically, the board's failure 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.			
1.2	Elect Director Mark Dzialga	Mgmt	For	For
1.3	Elect Director Larry Kutscher	Mgmt	For	For
1.4	Elect Director James LaPlaine	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Hirogin Holdings, Inc.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 7337

Meeting Type: Annual

Primary ISIN: JP3796150005 | Primary SEDOL: BJK6DZ6

Hirogin Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ikeda, Koji	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
1.2	Elect Director Heya, Toshio	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
1.3	Elect Director Kiyomune, Kazuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Ogi, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Kariyada, Fumitsugu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Shimmen, Yoshinori	Mgmt	For	For
2	Elect Director and Audit Committee Member Kumano, Tatsuro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3	Approve Trust-Type Equity Compensation 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.			

HIROSE ELECTRIC CO., LTD.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 6806

Meeting Type: Annual

Primary ISIN: JP3799000009 | Primary SEDOL: 6428725

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 280	Mgmt	For	For
2.1	Elect Director Ishii, Kazunori	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Kiriya, Yukio	Mgmt	For	For

HIROSE ELECTRIC CO., LTD.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Sato, Hiroshi	Mgmt	For	For
2.4	Elect Director Kamagata, Shin	Mgmt	For	For
2.5	Elect Director Obara, Shu	Mgmt	For	For
2.6	Elect Director Sang-Yeob Lee	Mgmt	For	For
2.7	Elect Director Hotta, Kensuke	Mgmt	For	For
2.8	Elect Director Motonaga, Tetsuji	Mgmt	For	For
2.9	Elect Director Nishimatsu, Masanori	Mgmt	For	For
2.10	Elect Director Sakata, Seiji	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Ueda, Masatoshi	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Miura, Kentaro	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Araki, Yukiko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Takashima, Kenji	Mgmt	For	For

Hisamitsu Pharmaceutical Co., Inc.

Meeting Date: 05/25/2023 | Country: Japan | Ticker: 4530

Meeting Type: Annual

Primary ISIN: JP3784600003 | Primary SEDOL: 6428907

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 42.25	Mgmt	For	For
2.1	Elect Director Nakatomi, Kazuhide	Mgmt	For	For
	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. Given that the number of female directors has increased since the last AGM, we will keep this matter under review.			
2.2	Elect Director Sugiyama, Kosuke	Mgmt	For	For
2.3	Elect Director Saito, Kyu	Mgmt	For	For
2.4	Elect Director Tsutsumi, Nobuo	Mgmt	For	For
2.5	Elect Director Murayama, Shinichi	Mgmt	For	For
2.6	Elect Director Takiyama, Koji	Mgmt	For	For
2.7	Elect Director Anzai, Yuichiro	Mgmt	For	For
2.8	Elect Director Matsuo, Tetsugo	Mgmt	For	For
2.9	Elect Director Watanabe, Tamako	Mgmt	For	For
3	Appoint Statutory Auditor Watanabe, Kentaro	Mgmt	For	For

Hitachi Construction Machinery Co., Ltd.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 6305
Meeting Type: Annual
Primary ISIN: JP3787000003 | Primary SEDOL: 6429405

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Oka, Toshiko	Mgmt	For	For
1.2	Elect Director Okuhara, Kazushige	Mgmt	For	For
1.3	Elect Director Kikuchi, Maoko	Mgmt	For	For
1.4	Elect Director Yamamoto, Toshinori	Mgmt	For	For
1.5	Elect Director Joseph P. Schmelzeis, Jr	Mgmt	For	For
1.6	Elect Director Hayama, Takatoshi	Mgmt	For	For
1.7	Elect Director Moe, Hidemi	Mgmt	For	For
1.8	Elect Director Shiojima, Keiichiro	Mgmt	For	For
1.9	Elect Director Senzaki, Masafumi	Mgmt	For	For
1.10	Elect Director Hirano, Kotaro	Mgmt	For	For

Hitachi Ltd.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 6501
Meeting Type: Annual
Primary ISIN: JP3788600009 | Primary SEDOL: 6429104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ihara, Katsumi	Mgmt	For	For
1.2	Elect Director Ravi Venkatesan	Mgmt	For	For
1.3	Elect Director Cynthia Carroll	Mgmt	For	For
1.4	Elect Director Sugawara, Ikuro	Mgmt	For	For
1.5	Elect Director Joe Harlan	Mgmt	For	For
1.6	Elect Director Louise Pentland	Mgmt	For	For
1.7	Elect Director Yamamoto, Takatoshi	Mgmt	For	For
1.8	Elect Director Yoshihara, Hiroaki	Mgmt	For	For
1.9	Elect Director Helmuth Ludwig	Mgmt	For	For
1.10	Elect Director Kojima, Keiji	Mgmt	For	For
1.11	Elect Director Nishiyama, Mitsuaki	Mgmt	For	For
1.12	Elect Director Higashihara, Toshiaki	Mgmt	For	For

HKBN Ltd.

Meeting Date: 04/28/2023 | Country: Cayman Islands | Ticker: 1310
Meeting Type: Extraordinary Shareholders
Primary ISIN: KYG451581055 | Primary SEDOL: BW0DD81

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Amended Co-Ownership Plan IV and Grant of Specific Mandate to Issue New Shares Up to But Not Exceeding the Scheme Mandate Limit	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over 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.			
2	Approve Grant of RSUs and Award Shares to Chu Kwong Yeung Pursuant to the Amended Co-Ownership Plan IV	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over 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.			
3	Approve Grant of RSUs and Award Shares to Ni Quiaque Lai Pursuant Pursuant to the Amended Co-Ownership Plan IV	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over 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.			

HKT Trust and HKT Limited

Meeting Date: 05/31/2023 | Country: Cayman Islands | Ticker: 6823
Meeting Type: Annual
Primary ISIN: HK0000093390 | Primary SEDOL: B4TXDZ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Distribution by HKT Trust and Final Dividend by the Company	Mgmt	For	For
3a	Elect Hui Hon Hing, Susanna as Director	Mgmt	For	For
	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.			
3b	Elect Chung Cho Yee, Mico as Director	Mgmt	For	For
3c	Elect Aman Mehta as Director	Mgmt	For	For
3d	Authorize Board and Trustee-Manager to Fix Remuneration of Directors	Mgmt	For	For

HKT Trust and HKT Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve PricewaterhouseCoopers as Auditor of the HKT Trust, the Company and the Trustee-Manager and Authorize Board and Trustee-Manager to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Hogy Medical Co., Ltd.

Meeting Date: 06/20/2023 Country: Japan Ticker: 3593

Meeting Type: Annual

Primary ISIN: JP3840800001 Primary SEDOL: 6439040

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hoki, Junichi	Mgmt	For	For
1.2	Elect Director Kawakubo, Hideki	Mgmt	For	For
1.3	Elect Director Uesugi, Kiyoshi	Mgmt	For	For
1.4	Elect Director Fujita, Taisuke	Mgmt	For	For
1.5	Elect Director Nguyen Viet Ha	Mgmt	For	For
1.6	Elect Director Sasaki, Katsuo	Mgmt	For	For
2	Appoint Statutory Auditor Takada, Yuji	Mgmt	For	For
3	Approve Fixed Cash Compensation Ceiling and Annual Bonus Ceiling for Directors	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	For

Hokkoku Financial Holdings, Inc.

Meeting Date: 06/09/2023 Country: Japan Ticker: 7381

Meeting Type: Annual

Primary ISIN: JP3851600001 Primary SEDOL: BLGY239

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For

Hokkoku Financial Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Tsuemura, Shuji	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Nakada, Koichi	Mgmt	For	For
2.3	Elect Director Kakuchi, Yuji	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Torigoe, Nobuhiro	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Oizumi, Taku	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Nemoto, Naoko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Uda, Sakon	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Haga, Fumihiko	Mgmt	For	For
3.6	Elect Director and Audit Committee Member Harada, Kimie	Mgmt	For	For
4	Appoint Kanade Partnership Audit Co. as New External Audit Firm	Mgmt	For	For

Hokuhoku Financial Group, Inc.

Meeting Date: 06/27/2023 Country: Japan Ticker: 8377
Meeting Type: Annual
Primary ISIN: JP3842400008 Primary SEDOL: 6683591

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 7.5 for Series 1 Class 5 Preferred Shares, and JPY 37 for Ordinary Shares	Mgmt	For	For
2.1	Elect Director Nakazawa, Hiroshi	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Kanema, Yuji	Mgmt	For	For
2.3	Elect Director Kobayashi, Masahiko	Mgmt	For	For
2.4	Elect Director Takada, Yoshimasa	Mgmt	For	For
2.5	Elect Director Sakamoto, Yoshikazu	Mgmt	For	For
2.6	Elect Director Sakai, Akira	Mgmt	For	For
2.7	Elect Director Yokoi, Yutaka	Mgmt	For	For

Hokuhoku Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director and Audit Committee Member Kitagawa, Hirokuni	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Manabe, Masaaki	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Suzuki, Nobuya	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.4	Elect Director and Audit Committee Member Funamoto, Kaoru	Mgmt	For	For

Home BancShares, Inc.

Meeting Date: 04/20/2023 Country: USA Ticker: HOMB

Meeting Type: Annual

Primary ISIN: US4368932004 Primary SEDOL: B17MTL9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John W. Allison	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
1.2	Elect Director Brian S. Davis	Mgmt	For	For
1.3	Elect Director Milburn Adams	Mgmt	For	For
	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.			
1.4	Elect Director Robert H. Adcock, Jr.	Mgmt	For	For
1.5	Elect Director Richard H. Ashley	Mgmt	For	For
	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.			
1.6	Elect Director Mike D. Beebe	Mgmt	For	For
	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.			
1.7	Elect Director Jack E. Engelkes	Mgmt	For	Withhold
	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. 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.			
1.8	Elect Director Tracy M. French	Mgmt	For	For
1.9	Elect Director Karen E. Garrett	Mgmt	For	For

Home BancShares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director J. Pat Hickman	Mgmt	For	Withhold
	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.			
1.11	Elect Director James G. Hinkle	Mgmt	For	Withhold
	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.			
1.12	Elect Director Alex R. Lieblong	Mgmt	For	For
1.13	Elect Director Thomas J. Longe	Mgmt	For	For
1.14	Elect Director Jim Rankin, Jr.	Mgmt	For	Withhold
	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 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. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
1.15	Elect Director Larry W. Ross	Mgmt	For	For
1.16	Elect Director Donna J. Townsell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
	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.			

Hon Hai Precision Industry Co., Ltd.

Meeting Date: 05/31/2023 | Country: Taiwan | Ticker: 2317

Meeting Type: Annual

Primary ISIN: TW0002317005 | Primary SEDOL: 6438564

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	Against
	Voter Rationale: We encourage the company to disclose a clear plan for its decarbonisation strategy and explain how it intends to meet its medium- and long-term GHG reduction targets. 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.			
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Initial Public Offering of Rmb-denominated Ordinary Shares (A Shares) Through Its Subsidiary Shunyun Technology (Zhongshan) Limited on the China Securities Market	Mgmt	For	For

Hon Hai Precision Industry Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Release of Restrictions of Competitive Activities of Directors	Mgmt	For	For

Honda Motor Co., Ltd.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 7267
Meeting Type: Annual
Primary ISIN: JP3854600008 | Primary SEDOL: 6435145

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kuraishi, Seiji	Mgmt	For	Against
	Voter Rationale: We expect automotive companies we invest in to disclose short- or medium-term targets to reduce their carbon emissions which ideally should be aligned with the goal of the Paris Agreement and cover Scope 1, 2 and 3 emissions. In addition, we expect corporates to outline clear strategies to reduce their carbon emissions. We do not feel that Honda is currently meeting these expectations.			
1.2	Elect Director Mibe, Toshihiro	Mgmt	For	Against
	Voter Rationale: We expect automotive companies we invest in to disclose short- or medium-term targets to reduce their carbon emissions which ideally should be aligned with the goal of the Paris Agreement and cover Scope 1, 2 and 3 emissions. In addition, we expect corporates to outline clear strategies to reduce their carbon emissions. We do not feel that Honda is currently meeting these expectations.			
1.3	Elect Director Aoyama, Shinji	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Kaihara, Noriya	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Suzuki, Asako	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.6	Elect Director Suzuki, Masafumi	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.7	Elect Director Sakai, Kunihiko	Mgmt	For	For
1.8	Elect Director Kokubu, Fumiya	Mgmt	For	For
1.9	Elect Director Ogawa, Yoichiro	Mgmt	For	For
1.10	Elect Director Higashi, Kazuhiro	Mgmt	For	For
1.11	Elect Director Nagata, Ryoko	Mgmt	For	For

Honeywell International Inc.

Meeting Date: 05/19/2023 | Country: USA | Ticker: HON
Meeting Type: Annual
Primary ISIN: US4385161066 | Primary SEDOL: 2020459

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Darius Adamczyk	Mgmt	For	For
1B	Elect Director Duncan Angove	Mgmt	For	For
1C	Elect Director William S. Ayer	Mgmt	For	For
1D	Elect Director Kevin Burke	Mgmt	For	For
1E	Elect Director D. Scott Davis	Mgmt	For	Against
	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.			
1F	Elect Director Deborah Flint	Mgmt	For	For
1G	Elect Director Vimal Kapur	Mgmt	For	For
1H	Elect Director Rose Lee	Mgmt	For	For
1I	Elect Director Grace Lieblein	Mgmt	For	For
1J	Elect Director Robin L. Washington	Mgmt	For	For
1K	Elect Director Robin Watson	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
	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.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Issue Environmental Justice Report	SH	Against	Against
	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.			

Hong Kong Exchanges and Clearing Limited

Meeting Date: 04/26/2023 | Country: Hong Kong | Ticker: 388
Meeting Type: Annual
Primary ISIN: HK0388045442 | Primary SEDOL: 6267359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Cheah Cheng Hye as Director	Mgmt	For	For
2b	Elect Leung Pak Hon, Hugo as Director	Mgmt	For	For
3	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For

Hong Kong Technology Venture Company Limited

Meeting Date: 06/30/2023 | Country: Hong Kong | Ticker: 1137
Meeting Type: Annual
Primary ISIN: HK0000065349 | Primary SEDOL: 6019356

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Wong Nga Lai, Alice as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
2b	Elect Lau Chi Kong as Director	Mgmt	For	For
2c	Elect Lee Hon Ying, John as Director	Mgmt	For	Against
	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 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.			
2d	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve KPMG as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Hong Kong Technology Venture Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Hongkong Land Holdings Ltd.

Meeting Date: 05/04/2023 Country: Bermuda Ticker: HKLD

Meeting Type: Annual

Primary ISIN: BMG4587L1090 Primary SEDOL: B84RZ85

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	Against
	*Voter Rationale: A vote AGAINST this resolution is warranted because of the following reasons: * The Audit and Remuneration Committees are not fully independent; * An Executive Director sits on Remuneration Committee; * The level of disclosure in terms of the remuneration received by the Directors during the year is not in line with recommended market practice; and * The terms of the notional options granted to the CEO and CFO during the year were not publicly disclosed.*			
2	Approve Final Dividend	Mgmt	For	For
3	Elect Stuart Grant as Director	Mgmt	For	For
4	Elect Lily Jencks as Director	Mgmt	For	For
5	Re-elect Christina Ong as Director	Mgmt	For	For
6	Re-elect Robert Wong as Director	Mgmt	For	For
7	Appoint PricewaterhouseCoopers, Hong Kong as Auditors and Authorise Their Remuneration	Mgmt	For	For
8	Authorise Issue of Equity	Mgmt	For	For

Horizon Bancorp, Inc.

Meeting Date: 05/04/2023 Country: USA Ticker: HBNC

Meeting Type: Annual

Primary ISIN: US4404071049 Primary SEDOL: 2949316

Horizon Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James B. Dworkin	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.2	Elect Director Michele M. Magnuson	Mgmt	For	Withhold
	Voter Rationale: The nominee is a former executive and considered to be non-independent. 'This director is not sufficiently independent to serve as the independent lead director.			
1.3	Elect Director Steven W. Reed	Mgmt	For	For
1.4	Elect Director Vanessa P. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify FORVIS, 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.			

Host Hotels & Resorts, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: HST

Meeting Type: Annual

Primary ISIN: US44107P1049 Primary SEDOL: 2567503

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mary L. Baglivo	Mgmt	For	For
1.2	Elect Director Herman E. Bulls	Mgmt	For	For
	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.			
1.3	Elect Director Diana M. Laing	Mgmt	For	For
1.4	Elect Director Richard E. Marriott	Mgmt	For	For
1.5	Elect Director Mary Hogan Preusse	Mgmt	For	For
1.6	Elect Director Walter C. Rakowich	Mgmt	For	For
1.7	Elect Director James F. Risoleo	Mgmt	For	For
1.8	Elect Director Gordon H. Smith	Mgmt	For	For
1.9	Elect Director A. William Stein	Mgmt	For	For

Host Hotels & Resorts, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Hostess Brands, Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: TWNK

Meeting Type: Annual

Primary ISIN: US44109J1060 Primary SEDOL: BZ8VJD5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jerry D. Kaminski	Mgmt	For	For
1.2	Elect Director Andrew P. Callahan	Mgmt	For	For
1.3	Elect Director Olu Beck	Mgmt	For	For
1.4	Elect Director Laurence Bodner	Mgmt	For	For
1.5	Elect Director Gretchen R. Crist	Mgmt	For	For
1.6	Elect Director Rachel P. Cullen	Mgmt	For	For
1.7	Elect Director Hugh G. Dineen	Mgmt	For	For
1.8	Elect Director Ioannis Skoufalos	Mgmt	For	For
1.9	Elect Director Craig D. Steeneck	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Howmet Aerospace Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: HWM

Meeting Type: Annual

Primary ISIN: US4432011082 Primary SEDOL: BKLJ8V2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James F. Albaugh	Mgmt	For	For
1b	Elect Director Amy E. Alving	Mgmt	For	For
1c	Elect Director Sharon R. Barner	Mgmt	For	For
1d	Elect Director Joseph S. Cantie	Mgmt	For	For
1e	Elect Director Robert F. Leduc	Mgmt	For	For
1f	Elect Director David J. Miller	Mgmt	For	For
1g	Elect Director Jody G. Miller	Mgmt	For	For
	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.			
1h	Elect Director John C. Plant	Mgmt	For	For
	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.			
1i	Elect Director Ulrich R. Schmidt	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For
	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.			

HOYA Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 7741
Meeting Type: Annual
Primary ISIN: JP3837800006 | Primary SEDOL: 6441506

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yoshihara, Hiroaki	Mgmt	For	For
1.2	Elect Director Abe, Yasuyuki	Mgmt	For	For
1.3	Elect Director Hasegawa, Takayo	Mgmt	For	For
1.4	Elect Director Nishimura, Mika	Mgmt	For	For
1.5	Elect Director Sato, Mototsugu	Mgmt	For	For
1.6	Elect Director Ikeda, Eiichiro	Mgmt	For	For
1.7	Elect Director Hiroka, Ryo	Mgmt	For	For

HP Inc.

Meeting Date: 04/24/2023 | Country: USA | Ticker: HPQ
Meeting Type: Annual
Primary ISIN: US40434L1052 | Primary SEDOL: BYX4D52

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Aida M. Alvarez	Mgmt	For	For
1b	Elect Director Shumeet Banerji	Mgmt	For	For
1c	Elect Director Robert R. Bennett	Mgmt	For	For
1d	Elect Director Charles "Chip" V. Bergh	Mgmt	For	For
1e	Elect Director Bruce Broussard	Mgmt	For	For
1f	Elect Director Stacy Brown-Philpot	Mgmt	For	For
1g	Elect Director Stephanie A. Burns	Mgmt	For	For
1h	Elect Director Mary Anne Citrino	Mgmt	For	For
1i	Elect Director Richard L. Clemmer	Mgmt	For	For
1j	Elect Director Enrique J. Lores	Mgmt	For	For
1k	Elect Director Judith "Jami" Miscik	Mgmt	For	For
1l	Elect Director Kim K.W. Rucker	Mgmt	For	For
1m	Elect Director Subra Suresh	Mgmt	For	For
2	Ratify Ernst & Young 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.

HP Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Provide Right to Act by Written Consent	SH	Against	For
	Voter Rationale: Supporting better corporate governance practices. Investors should have the opportunity to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.			

HSBC Holdings Plc

Meeting Date: 05/05/2023 Country: United Kingdom Ticker: HSBA

Meeting Type: Annual

Primary ISIN: GB0005405286 Primary SEDOL: 0540528

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.			
2	Approve Remuneration Report	Mgmt	For	For
3a	Elect Geraldine Buckingham as Director	Mgmt	For	For
3b	Elect Georges Elhedery as Director	Mgmt	For	For
3c	Elect Kalpana Morparia as Director	Mgmt	For	For
3d	Re-elect Rachel Duan as Director	Mgmt	For	For
3e	Re-elect Dame Carolyn Fairbairn as Director	Mgmt	For	For
3f	Re-elect James Forese as Director	Mgmt	For	For
3g	Re-elect Steven Guggenheimer as Director	Mgmt	For	For
3h	Re-elect Jose Antonio Meade Kuribrena as Director	Mgmt	For	For
3i	Re-elect Eileen Murray as Director	Mgmt	For	For
3j	Re-elect David Nish as Director	Mgmt	For	For
3k	Re-elect Noel Quinn as Director	Mgmt	For	For
3l	Re-elect Mark Tucker as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
4	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

HSBC Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Authorise the Group Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
6	Authorise UK Political Donations and Expenditure	Mgmt	For	For
7	Authorise Issue of Equity	Mgmt	For	For
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
10	Authorise Directors to Allot Any Repurchased Shares	Mgmt	For	For
11	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
12	Approve Share Repurchase Contract	Mgmt	For	For
13	Authorise Issue of Equity in Relation to Contingent Convertible Securities	Mgmt	For	For
14	Authorise Issue of Equity without Pre-emptive Rights in Relation to Contingent Convertible Securities	Mgmt	For	For
15	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
	Shareholder Proposals	Mgmt		
16	Revisit the "State Deduction" Applied to Members of the Post 1974 Section of the Midland Bank Pension Scheme by Introducing a "Safety Net"	SH	Against	Against
17	Devise, Implement and Report Quarterly on a Plan and Strategy Aiming at Increasing Its Value by Structural Reforms Including But Not Limited to Spinning Off, Strategic Reorganisation and Restructuring Its Asia Businesses	SH	Against	Against
	Voter Rationale: Proponents should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
18	Devise and Implement a Long-Term and Stable Dividend Policy	SH	Against	Against

Hubbell Incorporated

Meeting Date: 05/02/2023 Country: USA Ticker: HUBB

Meeting Type: Annual

Primary ISIN: US4435106079 Primary SEDOL: BDFG6S3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gerben W. Bakker	Mgmt	For	For

Hubbell Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Carlos M. Cardoso	Mgmt	For	For
1.3	Elect Director Anthony J. Guzzi	Mgmt	For	For
1.4	Elect Director Rhett A. Hernandez	Mgmt	For	For
1.5	Elect Director Neal J. Keating	Mgmt	For	Withhold
	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.			
1.6	Elect Director Bonnie C. Lind	Mgmt	For	For
1.7	Elect Director John F. Malloy	Mgmt	For	For
1.8	Elect Director Jennifer M. Pollino	Mgmt	For	For
1.9	Elect Director John G. Russell	Mgmt	For	For
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

HubSpot, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: HUBS

Meeting Type: Annual

Primary ISIN: US4435731009 | Primary SEDOL: BR4T3B3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nick Caldwell	Mgmt	For	For
1b	Elect Director Claire Hughes Johnson	Mgmt	For	Against
	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.			
1c	Elect Director Jay Simons	Mgmt	For	For
1d	Elect Director Yamini Rangan	Mgmt	For	For

HubSpot, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Hudbay Minerals Inc.

Meeting Date: 05/10/2023 Country: Canada Ticker: HBM

Meeting Type: Annual/Special

Primary ISIN: CA4436281022 Primary SEDOL: B05BDX1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carol T. Banducci	Mgmt	For	For
1b	Elect Director Igor A. Gonzales	Mgmt	For	For
1c	Elect Director Sarah B. Kavanagh	Mgmt	For	For
1d	Elect Director Carin S. Knickel	Mgmt	For	For
1e	Elect Director Peter Kukielski	Mgmt	For	For
1f	Elect Director Stephen A. Lang	Mgmt	For	Against
	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.			
1g	Elect Director George E. Lafond	Mgmt	For	For
1h	Elect Director Daniel Muniz Quintanilla	Mgmt	For	For
1i	Elect Director Colin Osborne	Mgmt	For	For
1j	Elect Director David S. Smith	Mgmt	For	For
	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.			
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

Hudbay Minerals Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

Hudbay Minerals Inc.

Meeting Date: 06/13/2023 | Country: Canada | Ticker: HBM

Meeting Type: Special

Primary ISIN: CA4436281022 | Primary SEDOL: B05BDX1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Acquisition of Copper Mountain Mining Corporation	Mgmt	For	For

Hudson Pacific Properties, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: HPP

Meeting Type: Annual

Primary ISIN: US4440971095 | Primary SEDOL: B64B9P8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Victor J. Coleman	Mgmt	For	For
1.2	Elect Director Theodore R. Antenucci	Mgmt	For	For
1.3	Elect Director Karen Brodkin	Mgmt	For	For
1.4	Elect Director Ebs Burnough	Mgmt	For	For
1.5	Elect Director Richard B. Fried	Mgmt	For	For
1.6	Elect Director Jonathan M. Glaser	Mgmt	For	For
1.7	Elect Director Christy Haubegger	Mgmt	For	For
1.8	Elect Director Mark D. Linehan	Mgmt	For	For
1.9	Elect Director Barry A. Sholem	Mgmt	For	For
1.10	Elect Director Andrea Wong	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.

Hudson Pacific Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

HUGO BOSS AG

Meeting Date: 05/09/2023 | Country: Germany | Meeting Type: Annual | Ticker: BOSS | Primary ISIN: DE000A1PHFF7 | Primary SEDOL: B88MHC4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 1.00 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For
	Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, ideally, annual re-elections, in order to facilitate a more dynamic board refreshment process.			
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For

HUGO BOSS AG

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

Hulic Reit, Inc.

Meeting Date: 05/24/2023 | Country: Japan | Ticker: 3295
Meeting Type: Special
Primary ISIN: JP3047660000 | Primary SEDOL: BJ04C42

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Change Location of Head Office - Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For
2	Elect Executive Director Chokki, Kazuaki	Mgmt	For	For
3	Elect Alternate Executive Director Machiba, Hiroshi	Mgmt	For	For
4.1	Elect Supervisory Director Nakamura, Rika	Mgmt	For	For
4.2	Elect Supervisory Director Tomioka, Takayuki	Mgmt	For	For
4.3	Elect Supervisory Director Kinoshita, Noriko	Mgmt	For	For

Humana Inc.

Meeting Date: 04/20/2023 | Country: USA | Ticker: HUM
Meeting Type: Annual
Primary ISIN: US4448591028 | Primary SEDOL: 2445063

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Raquel C. Bono	Mgmt	For	For
1b	Elect Director Bruce D. Broussard	Mgmt	For	For
1c	Elect Director Frank A. D'Amelio	Mgmt	For	Against
	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. 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.			
1d	Elect Director David T. Feinberg	Mgmt	For	For
1e	Elect Director Wayne A. I. Frederick	Mgmt	For	For

Humana Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director John W. Garratt	Mgmt	For	For
1g	Elect Director Kurt J. Hilzinger	Mgmt	For	For
1h	Elect Director Karen W. Katz	Mgmt	For	For
1i	Elect Director Marcy S. Klevorn	Mgmt	For	For
1j	Elect Director William J. McDonald	Mgmt	For	For
1k	Elect Director Jorge S. Mesquita	Mgmt	For	For
1l	Elect Director Brad D. Smith	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Huntington Bancshares Incorporated

Meeting Date: 04/19/2023 Country: USA Ticker: HBAN

Meeting Type: Annual

Primary ISIN: US4461501045 Primary SEDOL: 2445966

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alanna Y. Cotton	Mgmt	For	For
1.2	Elect Director Ann B. (Tanny) Crane	Mgmt	For	For
1.3	Elect Director Gina D. France	Mgmt	For	For
1.4	Elect Director J. Michael Hochschwender	Mgmt	For	For
1.5	Elect Director Richard H. King	Mgmt	For	For
1.6	Elect Director Katherine M. A. (Allie) Kline	Mgmt	For	For
1.7	Elect Director Richard W. Neu	Mgmt	For	For
1.8	Elect Director Kenneth J. Phelan	Mgmt	For	For
1.9	Elect Director David L. Porteous	Mgmt	For	Against
	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.			

Huntington Bancshares Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Roger J. Sit	Mgmt	For	For
1.11	Elect Director Stephen D. Steinour	Mgmt	For	For
1.12	Elect Director Jeffrey L. Tate	Mgmt	For	For
1.13	Elect Director Gary Torgow	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Huron Consulting Group Inc.

Meeting Date: 05/15/2023 Country: USA Ticker: HURN

Meeting Type: Annual

Primary ISIN: US4474621020 Primary SEDOL: B018V76

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James H. Roth	Mgmt	For	For
1.2	Elect Director C. Mark Hussey	Mgmt	For	For
1.3	Elect Director H. Eugene Lockhart	Mgmt	For	For
1.4	Elect Director Joy T. Brown	Mgmt	For	For
2	Declassify the Board of Directors	Mgmt	For	For
	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.			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	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.			

Huron Consulting Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	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. 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Ratify PricewaterhouseCoopers 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.			

Hutchison Port Holdings Trust

Meeting Date: 04/25/2023 | Country: Singapore | Ticker: NS8U

Meeting Type: Annual

Primary ISIN: SG2D00968206 | Primary SEDOL: B56ZM74

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

Hyatt Hotels Corporation

Meeting Date: 05/17/2023 | Country: USA | Ticker: H

Meeting Type: Annual

Primary ISIN: US4485791028 | Primary SEDOL: B5B82X4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paul D. Ballew	Mgmt	For	For
1.2	Elect Director Mark S. Hoplamazian	Mgmt	For	For
1.3	Elect Director Cary D. McMillan	Mgmt	For	For
1.4	Elect Director Michael A. Rocca	Mgmt	For	For
1.5	Elect Director Thomas J. Pritzker	Mgmt	For	Withhold
	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			
1.6	Elect Director Heidi O'Neill	Mgmt	For	Withhold
	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.			
1.7	Elect Director Richard C. Tuttle	Mgmt	For	Withhold
	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. 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.			
1.8	Elect Director James H. Wooten, Jr.	Mgmt	For	For
1.9	Elect Director Susan D. Kronick	Mgmt	For	For
1.10	Elect Director Dion Camp Sanders	Mgmt	For	For
1.11	Elect Director Jason Pritzker	Mgmt	For	Withhold
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus and Qualified Employee Stock Purchase Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Hydro One Limited

Meeting Date: 06/02/2023 | Country: Canada | Ticker: H
Meeting Type: Annual
Primary ISIN: CA4488112083 | Primary SEDOL: BYYXJY9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Cherie Brant	Mgmt	For	For
1B	Elect Director David Hay	Mgmt	For	For
1C	Elect Director Timothy Hodgson	Mgmt	For	For
1D	Elect Director David Lebeter	Mgmt	For	For
1E	Elect Director Mitch Panciuk	Mgmt	For	For
1F	Elect Director Mark Podlasly	Mgmt	For	For
1G	Elect Director Stacey Mowbray	Mgmt	For	For
1H	Elect Director Helga Reidel	Mgmt	For	For
1I	Elect Director Melissa Sonberg	Mgmt	For	For
1J	Elect Director Brian Vaasjo	Mgmt	For	For
1K	Elect Director Susan Wolburgh Jenah	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Hyliion Holdings Corp.

Meeting Date: 05/23/2023 | Country: USA | Ticker: HYLN
Meeting Type: Annual
Primary ISIN: US4491091074 | Primary SEDOL: BLF8447

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rodger Boehm	Mgmt	For	For
1.2	Elect Director Mary Gustanski	Mgmt	For	Withhold

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.

Hyliion Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Robert Knight, Jr.	Mgmt	For	Withhold
	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.			
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Hysan Development Company Limited

Meeting Date: 05/16/2023 | Country: Hong Kong | Ticker: 14

Meeting Type: Annual

Primary ISIN: HK0014000126 | Primary SEDOL: 6449629

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Elect Lee Irene Yun-Lien as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. 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.			
2.2	Elect Churchouse Frederick Peter as Director	Mgmt	For	For
2.3	Elect Lee Chien as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
2.4	Elect Lee Tze Hau Michael as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
3	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For

Hysan Development Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

IAC Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: IAC

Meeting Type: Annual

Primary ISIN: US44891N2080 | Primary SEDOL: BNDYF48

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Chelsea Clinton	Mgmt	For	For
1b	Elect Director Barry Diller	Mgmt	For	Withhold
	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 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.			
1c	Elect Director Michael D. Eisner	Mgmt	For	Withhold
	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.			
1d	Elect Director Bonnie S. Hammer	Mgmt	For	For
1e	Elect Director Victor A. Kaufman	Mgmt	For	For
1f	Elect Director Joseph Levin	Mgmt	For	Withhold
	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 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.			
1g	Elect Director Bryan Lourd	Mgmt	For	For
1h	Elect Director David Rosenblatt	Mgmt	For	Withhold
	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.			
1i	Elect Director Alan G. Spoon	Mgmt	For	Withhold
	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.			
1j	Elect Director Alexander von Furstenberg	Mgmt	For	For
1k	Elect Director Richard F. Zannino	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Iberdrola SA

Meeting Date: 04/28/2023 | Country: Spain | Ticker: IBE
Meeting Type: Annual
Primary ISIN: ES0144580Y14 | Primary SEDOL: B288C92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
2	Approve Consolidated and Standalone Management Reports	Mgmt	For	For
3	Approve Non-Financial Information Statement	Mgmt	For	For
4	Approve Discharge of Board	Mgmt	For	For
5	Amend Preamble and Heading of the Preliminary Title of the Bylaws	Mgmt	For	For
6	Amend Articles Re: Corporate Structure of the Iberdola Group	Mgmt	For	For
7	Amend Article 8 Re: Internal Regulations and Compliance System	Mgmt	For	For
8	Approve Engagement Dividend	Mgmt	For	For
9	Approve Allocation of Income and Dividends	Mgmt	For	For
10	Approve Scrip Dividends	Mgmt	For	For
11	Approve Scrip Dividends	Mgmt	For	For
12	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For
13	Advisory Vote on Remuneration Report	Mgmt	For	Against
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.			
14	Approve Restricted Stock Plan	Mgmt	For	Against
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
15	Reelect Maria Helena Antolin Raybaud as Director	Mgmt	For	For
16	Ratify Appointment of and Elect Armando Martinez Martinez as Director	Mgmt	For	For
17	Reelect Manuel Moreu Munaiz as Director	Mgmt	For	For
18	Reelect Sara de la Rica Goiricelaya as Director	Mgmt	For	For
19	Reelect Xabier Sagredo Ormaza as Director	Mgmt	For	For

Iberdrola SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Reelect Jose Ignacio Sanchez Galan as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
21	Fix Number of Directors at 14	Mgmt	For	For
22	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

IBIDEN Co., Ltd.

Meeting Date: 06/15/2023 | Country: Japan | Ticker: 4062

Meeting Type: Annual

Primary ISIN: JP3148800000 | Primary SEDOL: 6456102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Aoki, Takeshi	Mgmt	For	For
1.2	Elect Director Ikuta, Masahiko	Mgmt	For	For
1.3	Elect Director Kawashima, Koji	Mgmt	For	For
1.4	Elect Director Suzuki, Ayumi	Mgmt	For	For
1.5	Elect Director Yamaguchi, Chiaki	Mgmt	For	For
1.6	Elect Director Mita, Toshio	Mgmt	For	For
1.7	Elect Director Asai, Noriko	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Kuwayama, Yoichi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Matsubayashi, Koji	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.3	Elect Director and Audit Committee Member Kato, Fumio	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Horie, Masaki	Mgmt	For	For
2.5	Elect Director and Audit Committee Member Yabu, Yukiko	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Komori, Shogo	Mgmt	For	For

Icade SA

Meeting Date: 04/21/2023 | Country: France | Ticker: ICAD
Meeting Type: Annual/Special
Primary ISIN: FR0000035081 | Primary SEDOL: 4554406

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 4.33 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Reelect Caisse des Depots et Consignations as Director	Mgmt	For	For
6	Reelect Emmanuel Chabas as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
7	Reelect Gonzague de Pirey as Director	Mgmt	For	For
8	Reelect Antoine Saintoyant as Director	Mgmt	For	Against
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
9	Approve Remuneration Policy of Directors	Mgmt	For	For
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
11	Approve Remuneration Policy of CEO and/or Executive Corporate Officers	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
12	Approve Compensation Report	Mgmt	For	For
13	Approve Compensation of Frederic Thomas, Chairman of the Board	Mgmt	For	For
14	Approve Compensation of Olivier Wigniolle, CEO from January 1, 2022 until April 21, 2023	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			

Icade SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	Mgmt	For	For
16	Approve Company's Climate and Biodiversity Transition Plan	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
18	Authorize Capitalization of Reserves of Up to EUR 15 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
19	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 38 Million	Mgmt	For	For
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Item 19	Mgmt	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Ichigo Office REIT Investment Corp.

Meeting Date: 06/23/2023 Country: Japan Ticker: 8975

Meeting Type: Special

Primary ISIN: JP3046300004 Primary SEDOL: B0LNCF6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Asset Management Compensation (NOI and Dividend Performance Fee)	Mgmt	For	Against
	Voter Rationale: The fee in this category appears high as compared to dissident's proposal.			
2	Amend Articles to Amend Asset Management Compensation (Sale Performance Fee)	Mgmt	For	For
3	Amend Articles to Amend Asset Management Compensation (Merger Performance Fee)	Mgmt	For	For
4	Amend Articles to Amend Asset Management Compensation (REIT TOB Sale Performance Fee)	Mgmt	For	For

Ichigo Office REIT Investment Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Elect Executive Director Kagiyama, Takafumi	Mgmt	For	Against
	Voter Rationale: The candidate was initially nominated by major unitholder Ichigo Trust, which has a sponsor support agreement with the company's external manager Ichigo Office REIT Investment, where Ichigo Trust provides consulting services. Furthermore, it appears the nominee does not have significant real estate experience and has no public board experience.			
6	Elect Supervisory Director Maruo, Yuji	Mgmt	For	Against
	Voter Rationale: The candidate was initially nominated by major unitholder Ichigo Trust, which has a sponsor support agreement with the company's external manager Ichigo Office REIT Investment where, Ichigo Trust provides consulting services..			
7	Amend Articles to Lower Director Compensation Ceiling and Require Unitholder Approval for Director Compensation	Mgmt	For	For
8	Amend Articles to Set Upper Limit for Number of Directors	Mgmt	For	Against
	Voter Rationale: Limiting board size to five would reduce flexibility for board management, which does not appear preferable particularly in light of the current events that are still unfolding.			
9	Amend Articles to Amend Asset Management Compensation (NOI and Dividend Performance Fee)	SH	Against	For
	Voter Rationale: The company should consider the level of fees proposed in this item as they appear reasonable.			
10	Amend Articles to Amend Asset Management Compensation (Abolition of Sale Performance Fee and Adoption of Asset Acquisition Fee and Asset Sale Fee)	SH	Against	Against
11	Amend Articles to Amend Asset Management Compensation (Abolition of Merger Performance Fee and REIT TOB Sale Performance Fee and Adoption of Merger Fee)	SH	Against	Against
12	Elect Executive Director Sugihara, Toru	SH	Against	Against
13	Elect Supervisory Director Fujinaga, Akihiko	SH	Against	For
	Voter Rationale: As a former CEO and Chairman of real estate asset management and advisor firm Tosei Advisors, this nominee's real estate experience may add value to the board.			
14	Amend Articles to Set New Director Compensation Ceiling	SH	Against	Against

Ichigo, Inc.

Meeting Date: 05/28/2023 | Country: Japan | Ticker: 2337

Meeting Type: Annual

Primary ISIN: JP3120010008 | Primary SEDOL: 6549767

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott Callon	Mgmt	For	For

Ichigo, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Hasegawa, Takuma	Mgmt	For	For
1.3	Elect Director Ishihara, Minoru	Mgmt	For	For
1.4	Elect Director Murai, Eri	Mgmt	For	For
1.5	Elect Director Fujita, Tetsuya	Mgmt	For	For
1.6	Elect Director Kawate, Noriko	Mgmt	For	For
1.7	Elect Director Suzuki, Yukio	Mgmt	For	For
1.8	Elect Director Nakaido, Nobuhide	Mgmt	For	For
1.9	Elect Director Uda, Sakon	Mgmt	For	For

ICU Medical, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: ICUI

Meeting Type: Annual

Primary ISIN: US44930G1076 Primary SEDOL: 2451918

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Vivek Jain	Mgmt	For	For
1.2	Elect Director George A. Lopez	Mgmt	For	For
1.3	Elect Director David C. Greenberg	Mgmt	For	For
1.4	Elect Director Elisha W. Finney	Mgmt	For	For
1.5	Elect Director David F. Hoffmeister	Mgmt	For	For
1.6	Elect Director Donald M. Abbey	Mgmt	For	For
1.7	Elect Director Laurie Hernandez	Mgmt	For	For
1.8	Elect Director Kolleen T. Kennedy	Mgmt	For	For
1.9	Elect Director William Seeger	Mgmt	For	For
2	Amend Omnibus 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. 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. 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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against
	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.			

ICU Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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. 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

IDEC Corp.

Meeting Date: 06/16/2023 | Country: Japan | Ticker: 6652

Meeting Type: Annual

Primary ISIN: JP3138800002 | Primary SEDOL: 6456737

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Funaki, Toshiyuki	Mgmt	For	For
1.2	Elect Director Funaki, Mikio	Mgmt	For	For
1.3	Elect Director Yamamoto, Takuji	Mgmt	For	For
1.4	Elect Director Funaki, Takao	Mgmt	For	For
1.5	Elect Director Kobayashi, Hiroshi	Mgmt	For	For
1.6	Elect Director Okubo, Hideyuki	Mgmt	For	For
1.7	Elect Director Sugiyama, Mariko	Mgmt	For	For
2	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
3	Approve Performance Share Plan and Restricted Stock Plan	Mgmt	For	For
4	Approve Stock Option 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.			

IDEX Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: IEX

Meeting Type: Annual

Primary ISIN: US45167R1041 | Primary SEDOL: 2456612

IDEX Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Katrina L. Helmkamp	Mgmt	For	For
1b	Elect Director Mark A. Beck	Mgmt	For	For
1c	Elect Director Carl R. Christenson	Mgmt	For	For
1d	Elect Director Alejandro Quiroz Centeno	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Report on Hiring of Persons with Arrest or Incarceration Records	SH	Against	Against
	Voter Rationale: At this time, we believe the board is adequately considering attendant material risks.			

IDEXX Laboratories, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: IDXX

Meeting Type: Annual

Primary ISIN: US45168D1046 Primary SEDOL: 2459202

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel M. Junius	Mgmt	For	For
1b	Elect Director Lawrence D. Kingsley	Mgmt	For	For
1c	Elect Director Sophie V. Vandebroek	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			

IDEXX Laboratories, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

IGM Financial Inc.

Meeting Date: 05/04/2023 | Country: Canada | Ticker: IGM

Meeting Type: Annual

Primary ISIN: CA4495861060 | Primary SEDOL: 2469375

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marc A. Bibeau	Mgmt	For	For
1.2	Elect Director Marcel R. Coutu	Mgmt	For	For
1.3	Elect Director Andre Desmarais	Mgmt	For	Against
	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.			
1.4	Elect Director Paul Desmarais, Jr.	Mgmt	For	Against
	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. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. 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.			
1.5	Elect Director Gary Doer	Mgmt	For	For
1.6	Elect Director Susan Doniz	Mgmt	For	For
1.7	Elect Director Claude Genereux	Mgmt	For	For
	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.			
1.8	Elect Director Sharon Hodgson	Mgmt	For	For
1.9	Elect Director Sharon MacLeod	Mgmt	For	For
1.10	Elect Director Susan J. McArthur	Mgmt	For	For
1.11	Elect Director John McCallum	Mgmt	For	Against
	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.			

IGM Financial Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Elect Director R. Jeffrey Orr	Mgmt	For	For
	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. 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 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. 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. 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.			
1.13	Elect Director James O'Sullivan	Mgmt	For	For
1.14	Elect Director Gregory D. Tretiak	Mgmt	For	For
	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.			
1.15	Elect Director Beth Wilson	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

iHeartMedia, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: IHRT

Meeting Type: Annual

Primary ISIN: US45174J5092 | Primary SEDOL: BJVR9Y9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert W. Pittman	Mgmt	For	For
1.2	Elect Director James A. Rasulo	Mgmt	For	For
1.3	Elect Director Richard J. Bressler	Mgmt	For	For
1.4	Elect Director Samuel E. Englebardt	Mgmt	For	For
1.5	Elect Director Brad Gerstner	Mgmt	For	For
1.6	Elect Director Cheryl Mills	Mgmt	For	For
1.7	Elect Director Graciela Monteagudo	Mgmt	For	For
1.8	Elect Director Kamakshi Sivaramakrishnan	Mgmt	For	For
2	Ratify Ernst & Young 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.			

iHeartMedia, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	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.			

Iida Group Holdings Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 3291

Meeting Type: Annual

Primary ISIN: JP3131090007 | Primary SEDOL: BFDTBS3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For
2.1	Elect Director Kanei, Masashi	Mgmt	For	Against
	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.			
2.2	Elect Director Nishino, Hiroshi	Mgmt	For	For
2.3	Elect Director Horiguchi, Tadayoshi	Mgmt	For	For
2.4	Elect Director Matsubayashi, Shigeyuki	Mgmt	For	For
2.5	Elect Director Kodera, Kazuhiro	Mgmt	For	For
2.6	Elect Director Sasaki, Toshihiko	Mgmt	For	For
2.7	Elect Director Murata, Nanako	Mgmt	For	For
2.8	Elect Director Sato, Chihiro	Mgmt	For	For
2.9	Elect Director Tsukiji, Shigehiko	Mgmt	For	For
2.10	Elect Director Sasaki, Shinichi	Mgmt	For	For
2.11	Elect Director Imai, Takaya	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Matsumoto, Hajime	Mgmt	For	For

Iino Kaiun Kaisha, Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 9119
Meeting Type: Annual
Primary ISIN: JP3131200002 | Primary SEDOL: 6457008

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 38	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Otani, Yusuke	Mgmt	For	For
3.2	Elect Director Okada, Akihiko	Mgmt	For	For
3.3	Elect Director Osonoe, Ryuichi	Mgmt	For	For
3.4	Elect Director Fushida, Osamu	Mgmt	For	For
3.5	Elect Director Oe, Kei	Mgmt	For	For
3.6	Elect Director Miyoshi, Mari	Mgmt	For	For
3.7	Elect Director Nonomura, Tomonori	Mgmt	For	For
3.8	Elect Director Takahashi, Shizuyo	Mgmt	For	For
4	Appoint Statutory Auditor Jingu, Tomoshige	Mgmt	For	Against

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.

Illinois Tool Works Inc.

Meeting Date: 05/05/2023 | Country: USA | Ticker: ITW
Meeting Type: Annual
Primary ISIN: US4523081093 | Primary SEDOL: 2457552

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel J. Brutto	Mgmt	For	For
1b	Elect Director Susan Crown	Mgmt	For	For
1c	Elect Director Darell L. Ford	Mgmt	For	For
1d	Elect Director Kelly J. Grier	Mgmt	For	For
1e	Elect Director James W. Griffith	Mgmt	For	For
1f	Elect Director Jay L. Henderson	Mgmt	For	For
1g	Elect Director Richard H. Lenny	Mgmt	For	For
1h	Elect Director E. Scott Santi	Mgmt	For	For

Illinois Tool Works Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director David B. Smith, Jr.	Mgmt	For	For
1j	Elect Director Pamela B. Strobel	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. Long-term incentives should not be delivered via cash or other non-equity vehicles.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Require Independent Board Chair	SH	Against	For
	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.			

Illumina, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: ILMN

Meeting Type: Proxy Contest

Primary ISIN: US4523271090 | Primary SEDOL: 2613990

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 9 Directors	Mgmt		
1A	Elect Management Nominee Director Frances Arnold	Mgmt	For	Do Not Vote
1B	Elect Management Nominee Director Francis A. deSouza	Mgmt	For	Do Not Vote
1C	Elect Management Nominee Director Caroline D. Dorsa	Mgmt	For	Do Not Vote
1D	Elect Management Nominee Director Robert S. Epstein	Mgmt	For	Do Not Vote
1E	Elect Management Nominee Director Scott Gottlieb	Mgmt	For	Do Not Vote
1F	Elect Management Nominee Director Gary S. Guthart	Mgmt	For	Do Not Vote
1G	Elect Management Nominee Director Philip W. Schiller	Mgmt	For	Do Not Vote

Illumina, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1H	Elect Management Nominee Director Susan E. Siegel	Mgmt	For	Do Not Vote
1I	Elect Management Nominee Director John W. Thompson	Mgmt	For	Do Not Vote
1J	Elect Dissident Nominee Director Vincent J. Intrieri	SH	Against	Do Not Vote
1K	Elect Dissident Nominee Director Jesse A. Lynn	SH	Against	Do Not Vote
1L	Elect Dissident Nominee Director Andrew J. Teno	SH	Against	Do Not Vote
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Do Not Vote
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	Do Not Vote
5	Amend Omnibus Stock Plan	Mgmt	For	Do Not Vote
	Dissident Universal Proxy (Gold Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 9 Directors	Mgmt		
1.1	Elect Dissident Nominee Director Vincent J. Intrieri	SH	For	Withhold
	Voter Rationale: We are not electing to support this nominee.			
1.2	Elect Dissident Nominee Director Jesse A. Lynn	SH	For	Withhold
	Voter Rationale: We are not electing to support this nominee.			
1.3	Elect Dissident Nominee Director Andrew J. Teno	SH	For	For
	Voter Rationale: We are electing to support this nominee.			
1.4	Elect Management Nominee Director Frances Arnold	Mgmt	None	For
	Voter Rationale: We are electing to support this nominee.			
1.5	Elect Management Nominee Director Caroline D. Dorsa	Mgmt	None	For
	Voter Rationale: We are electing to support this nominee.			
1.6	Elect Management Nominee Director Scott Gottlieb	Mgmt	None	For
	Voter Rationale: We are electing to support this nominee.			
1.7	Elect Management Nominee Director Gary S. Guthart	Mgmt	None	For
	Voter Rationale: We are electing to support this nominee.			
1.8	Elect Management Nominee Director Philip W. Schiller	Mgmt	None	For
	Voter Rationale: We are electing to support this nominee.			

Illumina, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Management Nominee Director Susan E. Siegel	Mgmt	None	For
	Voter Rationale: We are electing to support this nominee.			
1.10	Elect Management Nominee Director Francis A. deSouza	Mgmt	Against	For
	Voter Rationale: We are electing to support this nominee.			
1.11	Elect Management Nominee Director Robert S. Epstein	Mgmt	Against	Withhold
	Voter Rationale: We are not electing to support this nominee.			
1.12	Elect Management Nominee Director John W. Thompson	Mgmt	Against	For
	Voter Rationale: We are electing to support this nominee.			
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	Against	Against
	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.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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	None	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.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.			

Iluka Resources Limited

Meeting Date: 05/10/2023 | Country: Australia | Ticker: ILU

Meeting Type: Annual

Primary ISIN: AU000000ILU1 | Primary SEDOL: 6957575

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Susie Corlett as Director	Mgmt	For	Against
	Voter Rationale: We strongly encourage the company to develop a clear strategy for mitigating biodiversity risks, including by reporting to the CDP Forest and Water questionnaire.			
2	Elect Lynne Saint as Director	Mgmt	For	For

Iluka Resources Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Remuneration Report	Mgmt	For	Against
	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. 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.			
4	Approve Grant of Restricted Rights and Performance Rights to Tom O'Leary	Mgmt	For	For
5	Approve Grant of Performance Rights to Tom O'Leary	Mgmt	For	For
	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.			

IMAX Corporation

Meeting Date: 06/08/2023 | Country: Canada | Ticker: IMAX

Meeting Type: Annual/Special

Primary ISIN: CA45245E1097 | Primary SEDOL: 2473859

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gail Berman	Mgmt	For	For
1.2	Elect Director Eric A. Demirian	Mgmt	For	For
1.3	Elect Director Kevin Douglas	Mgmt	For	For
1.4	Elect Director Richard L. Gelfond	Mgmt	For	For
	Voter Rationale: .			
1.5	Elect Director David W. Leebron	Mgmt	For	Against
	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.			
1.6	Elect Director Michael MacMillan	Mgmt	For	For
1.7	Elect Director Steve R. Pamon	Mgmt	For	For
1.8	Elect Director Dana Settle	Mgmt	For	For
1.9	Elect Director Darren Throop	Mgmt	For	For
1.10	Elect Director Jennifer Wong	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	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.			

IMAX Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Bylaws	Mgmt	For	For
6	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.			

IMCD NV

Meeting Date: 04/26/2023 | Country: Netherlands | Ticker: IMCD

Meeting Type: Annual

Primary ISIN: NL0010801007 | Primary SEDOL: BNCBD46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Management Board (Non-Voting)	Mgmt		
2.b	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Remuneration committee should not allow vesting of incentive awards for below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3.a	Receive Auditor's Report (Non-Voting)	Mgmt		
3.b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
3.c	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
3.d	Approve Dividends of EUR 6.78 Per Share	Mgmt	For	For
4.a	Approve Discharge of Management Board	Mgmt	For	For
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Elect Valerie Diele-Braun to Management Board	Mgmt	For	For

IMCD NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Ratify Deloitte Accountants B.V. as Auditors for the Financial Year 2024	Mgmt	For	For
7	Ratify Ernst & Young Accountants LLP as Auditors for the Financial Year 2025-2027	Mgmt	For	For
8.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
8.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
10	Close Meeting	Mgmt		

IMI Plc

Meeting Date: 05/04/2023 | Country: United Kingdom | Ticker: IMI

Meeting Type: Annual

Primary ISIN: GB00BGLP8L22 | Primary SEDOL: BGLP8L2

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	Re-elect Lord Smith of Kelvin as Director	Mgmt	For	For
	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 Nomination Committee.			
5	Re-elect Thomas Thune Andersen as Director	Mgmt	For	For
6	Re-elect Caroline Dowling as Director	Mgmt	For	For
7	Re-elect Katie Jackson as Director	Mgmt	For	For
8	Re-elect Ajai Puri as Director	Mgmt	For	For
9	Re-elect Isobel Sharp as Director	Mgmt	For	For
10	Re-elect Daniel Shook as Director	Mgmt	For	For
11	Re-elect Roy Twite as Director	Mgmt	For	For
12	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
13	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
14	Authorise Issue of Equity	Mgmt	For	For
15	Authorise UK Political Donations and Expenditure	Mgmt	For	For

IMI Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
A	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
B	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
C	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
D	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Impinj, Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: PI

Meeting Type: Annual

Primary ISIN: US4532041096 Primary SEDOL: BYYGJZ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel Gibson	Mgmt	For	For
1.2	Elect Director Umesh Padval	Mgmt	For	For
1.3	Elect Director Steve Sanghi	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.4	Elect Director Cathal Phelan	Mgmt	For	For
1.5	Elect Director Meera Rao	Mgmt	For	For
1.6	Elect Director Chris Diorio	Mgmt	For	For
1.7	Elect Director Miron Washington	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
	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. 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.			
4	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against

Inari Medical, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: NARI
Meeting Type: Annual
Primary ISIN: US45332Y1091 | Primary SEDOL: BLDRF10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cynthia Lucchese	Mgmt	For	Withhold
	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, each of which adversely impacts shareholder rights.			
1.2	Elect Director Jonathan Root	Mgmt	For	Withhold
	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, 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.			
1.3	Elect Director Robert Warner	Mgmt	For	For
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			

Inchcape Plc

Meeting Date: 05/18/2023 | Country: United Kingdom | Ticker: INCH
Meeting Type: Annual
Primary ISIN: GB00B61TVQ02 | Primary SEDOL: B61TVQ0

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 Nayantara Bali as Director	Mgmt	For	For
6	Re-elect Jerry Buhlmann as Director	Mgmt	For	For
7	Elect Juan Pablo Del Rio Goudie as Director	Mgmt	For	For
8	Elect Byron Grote as Director	Mgmt	For	For
9	Re-elect Alexandra Jensen as Director	Mgmt	For	For

Inchcape Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Re-elect Jane Kingston as Director	Mgmt	For	For
11	Re-elect Sarah Kuijlaars as Director	Mgmt	For	For
12	Re-elect Nigel Stein as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
13	Re-elect Duncan Tait as Director	Mgmt	For	For
14	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
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
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Incyte Corporation

Meeting Date: 06/14/2023 | Country: USA | Ticker: INCY

Meeting Type: Annual

Primary ISIN: US45337C1027 | Primary SEDOL: 2471950

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Julian C. Baker	Mgmt	For	Against
	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.			
1.2	Elect Director Jean-Jacques Bienaime	Mgmt	For	For
1.3	Elect Director Otis W. Brawley	Mgmt	For	For
1.4	Elect Director Paul J. Clancy	Mgmt	For	For
1.5	Elect Director Jacqualyn A. Fouse	Mgmt	For	For
1.6	Elect Director Edmund P. Harrigan	Mgmt	For	For
1.7	Elect Director Katherine A. High	Mgmt	For	For
1.8	Elect Director Herve Hoppenot	Mgmt	For	For
1.9	Elect Director Susanne Schaffert	Mgmt	For	For

Incyte Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. 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. 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.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Ratify Ernst & Young 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.			

Independence Realty Trust, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: IRT

Meeting Type: Annual

Primary ISIN: US45378A1060 | Primary SEDOL: BCRYTK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott F. Schaeffer	Mgmt	For	For
1.2	Elect Director Stephen R. Bowie	Mgmt	For	For
1.3	Elect Director Ned W. Brines	Mgmt	For	For
1.4	Elect Director Richard D. Gebert	Mgmt	For	For
1.5	Elect Director Melinda H. McClure	Mgmt	For	For
1.6	Elect Director Thomas H. Purcell	Mgmt	For	For
1.7	Elect Director Ana Marie del Rio	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

Independence Realty Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director DeForest B. Soaries, Jr.	Mgmt	For	For
1.9	Elect Director Lisa Washington	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			

Independent Bank Group, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: IBTX

Meeting Type: Annual

Primary ISIN: US45384B1061 | Primary SEDOL: B9M9ZZ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For
	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.			
2a	Elect Director Daniel W. Brooks	Mgmt	For	For
2b	Elect Director Janet P. Froetscher	Mgmt	For	For
2c	Elect Director Craig E. Holmes	Mgmt	For	For
2d	Elect Director G. Stacy Smith	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Ratify RSM US 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.			

indie Semiconductor, Inc.

Meeting Date: 06/21/2023 | Country: USA | Ticker: INDI

Meeting Type: Annual

Primary ISIN: US45569U1016 | Primary SEDOL: BP4W0C8

indie Semiconductor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Diane Biagianti	Mgmt	For	Withhold
	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.			
1.2	Elect Director Diane Brink	Mgmt	For	Withhold
	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.			
1.3	Elect Director Karl-Thomas Neumann	Mgmt	For	For
2	Increase Authorized Common Stock	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. 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.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Indus Realty Trust, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: INDT
Meeting Type: Special
Primary ISIN: US45580R1032 | Primary SEDOL: BN0VBP5

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

Informa Plc

Meeting Date: 06/15/2023 | Country: United Kingdom | Ticker: INF
Meeting Type: Annual
Primary ISIN: GB00BMJ6DW54 | Primary SEDOL: BMJ6DW5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Andrew Ransom as Director	Mgmt	For	For
2	Re-elect John Rishton as Director	Mgmt	For	For
	Voter Rationale: The policy raise concerns around the gender diversity levels. There is currently 36% female directors on the board. This company had 42% gender diversity on the board last year showing positive intention. The company notes that they will be considering all diversity factors for the coming 2024 AGM. A vote FOR is warranted at this time.			
3	Re-elect Stephen Carter as Director	Mgmt	For	For
4	Re-elect Gareth Wright as Director	Mgmt	For	For
5	Re-elect Mary McDowell as Director	Mgmt	For	For
6	Re-elect Gill Whitehead as Director	Mgmt	For	For
7	Re-elect Louise Smalley as Director	Mgmt	For	For
	Voter Rationale: A vote FOR the director is warranted as the policy raises a REFER due to previous remuneration concerns but the director has been newly elected as the remuneration committee chair. A vote FOR is warranted at this time.			
8	Re-elect David Flaschen as Director	Mgmt	For	For
9	Re-elect Joanne Wilson as Director	Mgmt	For	For
10	Re-elect Zheng Yin as Director	Mgmt	For	For
11	Re-elect Patrick Martell as Director	Mgmt	For	For
12	Accept Financial Statements and Statutory Reports	Mgmt	For	For
13	Approve Remuneration Report	Mgmt	For	Abstain
	Voter Rationale: Pushing for a return metric as part of reward to management. We will participate in the next remuneration consultation process.			
14	Approve Final Dividend	Mgmt	For	For
15	Appoint PricewaterhouseCoopers 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

Informatica Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: INFA
Meeting Type: Annual
Primary ISIN: US45674M1018 | Primary SEDOL: BMG95P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Janice Chaffin	Mgmt	For	For
1.2	Elect Director Gerald Held	Mgmt	For	For
1.3	Elect Director Ryan Lanpher	Mgmt	For	Withhold
	Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. 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 structure which adversely impacts shareholder rights. A non-independent director 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.			
1.4	Elect Director Austin Locke	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Variable remuneration should not contain a significant overlap of metrics. 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. 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.			

Infosys Limited

Meeting Date: 06/28/2023 | Country: India | Ticker: 500209
Meeting Type: Annual
Primary ISIN: INE009A01021 | Primary SEDOL: 6205122

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	Reelect Salil Parekh as Director	Mgmt	For	For
4	Elect Helene Auriol Potier as Director	Mgmt	For	For
5	Reelect Bobby Parikh as Director	Mgmt	For	For

Infrastrutture Wireless Italiane SpA

Meeting Date: 04/18/2023 | Country: Italy | Ticker: INW
Meeting Type: Annual/Special
Primary ISIN: IT0005090300 | Primary SEDOL: BZ0P4R4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
4	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval.			
5	Approve Long-Term Incentive Plan 2023-2027	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
6	Approve Employees Share Ownership Plan	Mgmt	For	For
7	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
8	Adjust Remuneration of External Auditors	Mgmt	For	For
	Extraordinary Business	Mgmt		
1	Authorize Cancellation of Treasury Shares without Reduction of Share Capital; Amend Article 5	Mgmt	For	For
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

INFRONEER Holdings, Inc.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 5076
Meeting Type: Annual
Primary ISIN: JP3153850007 | Primary SEDOL: BLGYFQ3

INFRONEER Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Maeda, Soji	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.2	Elect Director Kibe, Kazunari	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.3	Elect Director Imaizumi, Yasuhiko	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Shioiri, Masaaki	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Hashimoto, Keiichiro	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.6	Elect Director Yonekura, Seiichiro	Mgmt	For	For
1.7	Elect Director Moriya, Koichi	Mgmt	For	Against
	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.			
1.8	Elect Director Murayama, Rie	Mgmt	For	For
1.9	Elect Director Takagi, Atsushi	Mgmt	For	For

ING Groep NV

Meeting Date: 04/24/2023 | Country: Netherlands | Ticker: INGA

Meeting Type: Annual

Primary ISIN: NL0011821202 | Primary SEDOL: BZ57390

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2A	Receive Report of Executive Board (Non-Voting)	Mgmt		
2B	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
2C	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
2D	Adopt Financial Statements and Statutory Reports	Mgmt	For	For

ING Groep NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3A	Receive Explanation on Dividend and Distribution Policy	Mgmt		
3B	Approve Dividends	Mgmt	For	For
4A	Approve Discharge of Executive Board	Mgmt	For	For
4B	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Ratify KPMG Accountants N.V. (KPMG) as Auditors	Mgmt	For	For
6	Reelect Tanate Phutrakul to Executive Board	Mgmt	For	For
7A	Elect Alexandra Reich to Supervisory Board	Mgmt	For	For
7B	Elect Karl Guha to Supervisory Board	Mgmt	For	For
7C	Reelect Herna Verhagen to Supervisory Board	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.			
7D	Reelect Mike Rees to Supervisory Board	Mgmt	For	For
8A	Grant Board Authority to Issue Shares Up to 40 Percent of Issued Capital	Mgmt	For	For
8B	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
10	Approve Cancellation of Repurchased Shares Pursuant to the Authority Under Item 9	Mgmt	For	For

Ingersoll Rand Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: IR

Meeting Type: Annual

Primary ISIN: US45687V1061 | Primary SEDOL: BL5GZ82

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vicente Reynal	Mgmt	For	For
1b	Elect Director William P. Donnelly	Mgmt	For	For
	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.			

Ingersoll Rand Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Kirk E. Arnold	Mgmt	For	For
1d	Elect Director Gary D. Forsee	Mgmt	For	For
1e	Elect Director Jennifer Hartsock	Mgmt	For	For
1f	Elect Director John Humphrey	Mgmt	For	For
1g	Elect Director Marc E. Jones	Mgmt	For	For
1h	Elect Director Mark Stevenson	Mgmt	For	For
1i	Elect Director Michael Stubblefield	Mgmt	For	For
1j	Elect Director Tony L. White	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Inmobiliaria Colonial SOCIMI SA

Meeting Date: 06/14/2023 | Country: Spain | Ticker: COL

Meeting Type: Annual

Primary ISIN: ES0139140174 | Primary SEDOL: BD0PJ08

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Approve Standalone Financial Statements	Mgmt	For	For
1.2	Approve Consolidated Financial Statements	Mgmt	For	For
2.1	Approve Allocation of Income	Mgmt	For	For
2.2	Approve Dividends	Mgmt	For	For
3	Approve Discharge of Board	Mgmt	For	For

Inmobiliaria Colonial SOCIMI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Reclassification of Reserves	Mgmt	For	For
5	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For
6	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For
7	Fix Number of Directors at 13	Mgmt	For	For
8.1	Ratify Appointment of and Elect Begona Orgambide Garcia as Director	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
8.2	Reelect Silvia Monica Alonso-Castrillo Allain as Director	Mgmt	For	For
8.3	Reelect Ana Peralta Moreno as Director	Mgmt	For	For
8.4	Allow Ana Bolado Valle to Be Involved in Other Companies	Mgmt	For	For
8.5	Reelect Ana Bolado Valle as Director	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. The Company should put in place a policy to increase gender diversity on the board. 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.			
8.6	Elect Miriam Gonzalez Amezqueta as Director	Mgmt	For	For
8.7	Elect Manuel Puig Rocha as Director	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
9	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
10	Advisory Vote on Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies 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.			
11	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Innergex Renewable Energy Inc.

Meeting Date: 05/09/2023 | Country: Canada | Ticker: INE
Meeting Type: Annual/Special
Primary ISIN: CA45790B1040 | Primary SEDOL: B29TNV3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel Lafrance	Mgmt	For	For
1.2	Elect Director Pierre G. Brodeur	Mgmt	For	For
1.3	Elect Director Radha D. Curpen	Mgmt	For	For
1.4	Elect Director Nathalie Francisci	Mgmt	For	For
1.5	Elect Director Richard Gagnon	Mgmt	For	For
1.6	Elect Director Michel Letellier	Mgmt	For	For
1.7	Elect Director Monique Mercier	Mgmt	For	For
	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.			
1.8	Elect Director Ouma Sananikone	Mgmt	For	For
1.9	Elect Director Louis Veci	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Approve Reduction in Stated Capital	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	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.			

Innovative Industrial Properties, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: IIPR
Meeting Type: Annual
Primary ISIN: US45781V1017 | Primary SEDOL: BD0NN55

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alan Gold	Mgmt	For	For
1.2	Elect Director Gary Kreitzer	Mgmt	For	For
1.3	Elect Director Mary Curran	Mgmt	For	For
1.4	Elect Director Scott Shoemaker	Mgmt	For	Withhold
	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.			
1.5	Elect Director Paul Smithers	Mgmt	For	For

Innovative Industrial Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director David Stecher	Mgmt	For	For
2	Ratify BDO USA, 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. 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.			

Innovent Biologics, Inc.

Meeting Date: 06/21/2023 | Country: Cayman Islands | Ticker: 1801

Meeting Type: Annual

Primary ISIN: KYG4818G1010 | Primary SEDOL: BGR6KX5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Elect Ronald Hao Xi Ede as Director	Mgmt	For	For
2.2	Elect Charles Leland Cooney as Director	Mgmt	For	For
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
8.1	Approve Conditional Grant of Restricted Shares to De-Chao Michael Yu Under the 2020 RS Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.2	Authorize Any Director, Except Dr. Yu, to Allot, Issue and Deal with the Shares Pursuant to the 2023 Proposed Grant to Dr. Yu Under the 2022 RS Plan Specific Mandate and Related Transactions	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
9.1	Approve Conditional Grant of Restricted Shares to Ronald Hao Xi Ede Under the 2020 RS Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
9.2	Authorize Any Director, Except Mr. Ede, to Allot, Issue and Deal with the Shares Pursuant to the 2023 Proposed Grant to Mr. Ede Under the 2022 RS Plan Specific Mandate and Related Transactions	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
10.1	Approve Conditional Grant of Restricted Shares to Joyce I-Yin Hsu Under the 2020 RS Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
10.2	Authorize Any Director, Except Ms. Hsu, to Allot, Issue and Deal with the Shares Pursuant to the 2023 Proposed Grant to Ms. Hsu Under the 2022 RS Plan Specific Mandate and Related Transactions	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11.1	Approve Conditional Grant of Restricted Shares to Charles Leland Cooney Under the 2020 RS Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
11.2	Authorize Any Director, Except Dr. Cooney, to Allot, Issue and Deal with the Shares Pursuant to the 2023 Proposed Grant to Dr. Cooney Under the 2022 RS Plan Specific Mandate and Related Transactions	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
12.1	Approve Conditional Grant of Restricted Shares to Kaixian Chen Under the 2020 RS Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
12.2	Authorize Any Director, Except Dr. Chen, to Allot, Issue and Deal with the Shares Pursuant to the 2023 Proposed Grant to Dr. Chen Under the 2022 RS Plan Specific Mandate and Related Transactions	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
13.1	Approve Conditional Grant of Restricted Shares to Gary Zieziula on March 30, 2023 Under the 2020 RS Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			

Innovent Biologics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13.2	Authorize Any Director, Except Mr. Zieziula, to Allot, Issue and Deal with the Shares Pursuant to the 2023 Proposed Grant to Mr. Zieziula Under the 2022 RS Plan Specific Mandate and Related Transactions	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
14.1	Approve Conditional Grant of Restricted Shares to Gary Zieziula on June 1, 2022 Under the 2020 RS Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
14.2	Authorize Any Director, Except Mr. Zieziula, to Allot, Issue and Deal with the Shares Pursuant to the 2022 Proposed Grant to Mr. Zieziula Under the 2022 RS Plan Specific Mandate and Related Transactions	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives 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. This plan could lead to excessive dilution.			
15	Adopt Fourteenth Amended and Restated Memorandum and Articles of Association and Related Transactions	Mgmt	For	For

Innoviva, Inc.

Meeting Date: 05/22/2023 | Country: USA | Ticker: INVA

Meeting Type: Annual

Primary ISIN: US45781M1018 | Primary SEDOL: BDDXF67

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Deborah L. Birx	Mgmt	For	For
1.2	Elect Director Mark A. DiPaolo	Mgmt	For	For
1.3	Elect Director Jules Haimovitz	Mgmt	For	For
	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.			

Innoviva, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Odysseas D. Kostas	Mgmt	For	For
1.5	Elect Director Sarah J. Schlesinger	Mgmt	For	For
	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.			
1.6	Elect Director Sapna Srivastava	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.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.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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Insmed Incorporated

Meeting Date: 05/11/2023 | Country: USA | Ticker: INSM

Meeting Type: Annual

Primary ISIN: US4576693075 | Primary SEDOL: 2614487

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth McKee Anderson	Mgmt	For	For
1.2	Elect Director Clarissa Desjardins	Mgmt	For	For
1.3	Elect Director David W.J. McGirr	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Insmed Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Inspire Medical Systems, Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: INSP
Meeting Type: Annual
Primary ISIN: US4577301090 Primary SEDOL: BDT5KT5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cynthia B. Burks	Mgmt	For	For
1.2	Elect Director Gary L. Ellis	Mgmt	For	Withhold
	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 classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.3	Elect Director Georgia Garinois-Melenikiotou	Mgmt	For	For
1.4	Elect Director Dana G. Mead, Jr.	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
	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. 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.			

Installed Building Products, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: IBP
Meeting Type: Annual
Primary ISIN: US45780R1014 Primary SEDOL: BJSP4C9

Installed Building Products, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael T. Miller	Mgmt	For	For
1.2	Elect Director Marchelle E. Moore	Mgmt	For	For
1.3	Elect Director Robert H. Schottenstein	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Insulet Corporation

Meeting Date: 05/23/2023 | Country: USA | Ticker: PODD

Meeting Type: Annual

Primary ISIN: US45784P1012 | Primary SEDOL: B1XGNW4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Luciana Borio	Mgmt	For	For
1.2	Elect Director Michael R. Minogue	Mgmt	For	For
1.3	Elect Director Corinne H. Nevinny	Mgmt	For	For

Insulet Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Intact Financial Corporation

Meeting Date: 05/11/2023 | Country: Canada | Ticker: IFC

Meeting Type: Annual/Special

Primary ISIN: CA45823T1066 | Primary SEDOL: B04YJV1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles Brindamour	Mgmt	For	For
1.2	Elect Director Emmanuel Clarke	Mgmt	For	For
1.3	Elect Director Janet De Silva	Mgmt	For	For
1.4	Elect Director Michael Katchen	Mgmt	For	For
1.5	Elect Director Stephani Kingsmill	Mgmt	For	For
1.6	Elect Director Jane E. Kinney	Mgmt	For	For
1.7	Elect Director Robert G. Leary	Mgmt	For	For
1.8	Elect Director Sylvie Paquette	Mgmt	For	For
1.9	Elect Director Stuart J. Russell	Mgmt	For	For
1.10	Elect Director Indira V. Samarasekera	Mgmt	For	For
1.11	Elect Director Frederick Singer	Mgmt	For	For
	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.			
1.12	Elect Director Carolyn A. Wilkins	Mgmt	For	For
1.13	Elect Director William L. Young	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Withhold
	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.			

Intact Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Re-approve Shareholder Rights Plan	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Integer Holdings Corporation

Meeting Date: 05/24/2023 | Country: USA | Ticker: ITGR

Meeting Type: Annual

Primary ISIN: US45826H1095 | Primary SEDOL: BD06LM7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sheila Antrum	Mgmt	For	For
1.2	Elect Director Pamela G. Bailey	Mgmt	For	For
1.3	Elect Director Cheryl C. Capps	Mgmt	For	For
1.4	Elect Director Joseph W. Dziedzic	Mgmt	For	For
1.5	Elect Director James F. Hinrichs	Mgmt	For	For
1.6	Elect Director Jean Hobby	Mgmt	For	For
1.7	Elect Director Tyrone Jeffers	Mgmt	For	For
1.8	Elect Director M. Craig Maxwell	Mgmt	For	For
1.9	Elect Director Filippo Passerini	Mgmt	For	For
1.10	Elect Director Donald J. Spence	Mgmt	For	Withhold
	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.			
1.11	Elect Director William B. Summers, Jr.	Mgmt	For	Withhold
	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.			
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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Integra LifeSciences Holdings Corporation

Meeting Date: 05/12/2023 | Country: USA | Ticker: IART
Meeting Type: Annual
Primary ISIN: US4579852082 | Primary SEDOL: 2248693

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jan De Witte	Mgmt	For	For
1b	Elect Director Keith Bradley	Mgmt	For	For
1c	Elect Director Shaundra D. Clay	Mgmt	For	For
1d	Elect Director Stuart M. Essig	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1e	Elect Director Barbara B. Hill	Mgmt	For	For
1f	Elect Director Renee W. Lo	Mgmt	For	For
1g	Elect Director Raymond G. Murphy	Mgmt	For	For
1h	Elect Director Christian S. Schade	Mgmt	For	Against
	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.			
2	Ratify PricewaterhouseCoopers 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.			
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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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
	Voter Rationale: We support an annual say on pay frequency.			

Intel Corporation

Meeting Date: 05/11/2023 | Country: USA | Ticker: INTC
Meeting Type: Annual
Primary ISIN: US4581401001 | Primary SEDOL: 2463247

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick P. Gelsinger	Mgmt	For	For
1b	Elect Director James J. Goetz	Mgmt	For	For
1c	Elect Director Andrea J. Goldsmith	Mgmt	For	For

Intel Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Alyssa H. Henry	Mgmt	For	Abstain
	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.			
1e	Elect Director Omar Ishrak	Mgmt	For	For
1f	Elect Director Risa Lavizzo-Mourey	Mgmt	For	For
1g	Elect Director Tsu-Jae King Liu	Mgmt	For	For
1h	Elect Director Barbara G. Novick	Mgmt	For	For
1i	Elect Director Gregory D. Smith	Mgmt	For	For
1j	Elect Director Lip-Bu Tan	Mgmt	For	For
1k	Elect Director Dion J. Weisler	Mgmt	For	For
1l	Elect Director Frank D. Yeary	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Adopt Share Retention Policy For Senior Executives	SH	Against	Abstain
	Voter Rationale: While we generally agree with the sentiment behind this proposal and encourage companies to adopt stock ownership guidelines and holding period requirements, we note the company requires the CEO to hold ten times base salary and each NEO to hold five times base salary. Additionally, the company has a robust hedging policy. We encourage the company to adopt holding periods, as this will further align executives with long-term shareholders.			
7	Publish Third Party Review of Intel's China Business ESG Congruence	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Intellia Therapeutics, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: NTLA

Meeting Type: Annual

Primary ISIN: US45826J1051 | Primary SEDOL: BYZM6C2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Muna Bhanji	Mgmt	For	Withhold

Intellia Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director John F. Crowley	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Jesse Goodman	Mgmt	For	Withhold
	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. 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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The majority of long-term incentives should be quantitative. 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. 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.			
4	Increase Authorized Common Stock	Mgmt	For	For

Interactive Brokers Group, Inc.

Meeting Date: 04/20/2023 | Country: USA | Ticker: IBKR
Meeting Type: Annual
Primary ISIN: US45841N1072 | Primary SEDOL: B1WT4X2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas Peterffy	Mgmt	For	Against
	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. 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 remuneration committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees 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.			

Interactive Brokers Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Earl H. Nemser	Mgmt	For	For
	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. 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 directors membership could hamper the committees impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees 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.			
1c	Elect Director Milan Galik	Mgmt	For	For
	Voter Rationale: The remuneration committee should be independent and this directors membership could hamper the committees 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.			
1d	Elect Director Paul J. Brody	Mgmt	For	For
1e	Elect Director Lawrence E. Harris	Mgmt	For	Against
	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.			
1f	Elect Director Philip Uhde	Mgmt	For	For
1g	Elect Director William Peterffy	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
1h	Elect Director Nicole Yuen	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The nomination committee should be independent and this directors membership could hamper the committees 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.			
1i	Elect Director Jill Bright	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Two Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Interactive Brokers Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. 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.			

Intercontinental Exchange, Inc.

Meeting Date: 05/19/2023 | Country: USA | Ticker: ICE

Meeting Type: Annual

Primary ISIN: US45866F1049 | Primary SEDOL: BFSSDS9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sharon Y. Bowen	Mgmt	For	For
1b	Elect Director Shantella E. Cooper	Mgmt	For	For
1c	Elect Director Duriya M. Farooqui	Mgmt	For	For
1d	Elect Director The Right Hon. the Lord Hague of Richmond	Mgmt	For	For
1e	Elect Director Mark F. Mulhern	Mgmt	For	For
1f	Elect Director Thomas E. Noonan	Mgmt	For	For
1g	Elect Director Caroline L. Silver	Mgmt	For	For
	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.			
1h	Elect Director Jeffrey C. Sprecher	Mgmt	For	For
1i	Elect Director Judith A. Sprieser	Mgmt	For	Against
	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.			
1j	Elect Director Martha A. Tirinnanzi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.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.			

Intercontinental Exchange, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Amend Right to Call Special Meeting	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering shareholder rights.			

InterDigital, Inc.

Meeting Date: 06/07/2023 Country: USA Ticker: IDCC

Meeting Type: Annual

Primary ISIN: US45867G1013 Primary SEDOL: 2465737

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Derek K. Aberle	Mgmt	For	For
1b	Elect Director Samir Armaly	Mgmt	For	For
1c	Elect Director Lawrence (Liren) Chen	Mgmt	For	For
1d	Elect Director Joan H. Gillman	Mgmt	For	For
1e	Elect Director S. Douglas Hutcheson	Mgmt	For	For
1f	Elect Director John A. Kritzmacher	Mgmt	For	For
1g	Elect Director Pierre-Yves Lesaicherre	Mgmt	For	For
1h	Elect Director John D. Markley, Jr.	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1i	Elect Director Jean F. Rankin	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

International Bancshares Corporation

Meeting Date: 05/15/2023 | Country: USA | Ticker: IBOC
Meeting Type: Annual
Primary ISIN: US4590441030 | Primary SEDOL: 2243911

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Javier de Anda	Mgmt	For	For
1.2	Elect Director Douglas B. Howland	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1.3	Elect Director Rudolph M. Miles	Mgmt	For	For
1.4	Elect Director Dennis E. Nixon	Mgmt	For	For
1.5	Elect Director Larry A. Norton	Mgmt	For	For
1.6	Elect Director Roberto R. Resendez	Mgmt	For	For
1.7	Elect Director Antonio R. Sanchez, Jr.	Mgmt	For	Against
	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.			
1.8	Elect Director Diana G. Zuniga	Mgmt	For	For
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

International Business Machines Corporation

Meeting Date: 04/25/2023 | Country: USA | Ticker: IBM
Meeting Type: Annual
Primary ISIN: US4592001014 | Primary SEDOL: 2005973

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas Buberl	Mgmt	For	For
1b	Elect Director David N. Farr	Mgmt	For	For
1c	Elect Director Alex Gorsky	Mgmt	For	For
1d	Elect Director Michelle J. Howard	Mgmt	For	For
1e	Elect Director Arvind Krishna	Mgmt	For	For

International Business Machines Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Andrew N. Liveris	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1g	Elect Director F. William McNabb, III	Mgmt	For	For
1h	Elect Director Martha E. Pollack	Mgmt	For	For
1i	Elect Director Joseph R. Swedish	Mgmt	For	For
1j	Elect Director Peter R. Voser	Mgmt	For	For
1k	Elect Director Frederick H. Waddell	Mgmt	For	For
1l	Elect Director Alfred W. Zollar	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			
7	Report on Risks Related to Operations in China	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
8	Report on Efforts to Prevent Harassment and Discrimination in the Workplace	SH	Against	For
	Voter Rationale: Strengthening non-discrimination policies enhances companies' ability to recruit from the widest talent pool and may improve employee retention and performance. Expanded policies should enhance a company's reputation as a strong employer.			

International Flavors & Fragrances Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: IFF

Meeting Type: Annual

Primary ISIN: US4595061015 | Primary SEDOL: 2464165

International Flavors & Fragrances Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kathryn J. Boor	Mgmt	For	For
1b	Elect Director Barry A. Bruno	Mgmt	For	For
1c	Elect Director Frank K. Clyburn, Jr.	Mgmt	For	For
1d	Elect Director Mark J. Costa	Mgmt	For	For
1e	Elect Director Carol Anthony (John) Davidson	Mgmt	For	For
1f	Elect Director Roger W. Ferguson, Jr.	Mgmt	For	For
1g	Elect Director John F. Ferraro	Mgmt	For	For
1h	Elect Director Christina Gold	Mgmt	For	For
1i	Elect Director Gary Hu	Mgmt	For	For
	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. At this time, we believe the director's role at Icahn Enterprise is not equivalent to a NEO role, thus reducing the above concern.			
1j	Elect Director Kevin O'Byrne	Mgmt	For	For
1k	Elect Director Dawn C. Willoughby	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

International Seaways, Inc.

Meeting Date: 06/06/2023 | Country: Marshall Isl | Ticker: INSW

Meeting Type: Annual

Primary ISIN: MHY410531021 | Primary SEDOL: BYX60M4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas D. Wheat	Mgmt	For	Withhold

International Seaways, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director Timothy J. Bernlohr	Mgmt	For	For
1.3	Elect Director Ian T. Blackley	Mgmt	For	Withhold
	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.			
1.4	Elect Director Alexandra K. Blankenship	Mgmt	For	For
1.5	Elect Director Randee E. Day	Mgmt	For	For
1.6	Elect Director David I. Greenberg	Mgmt	For	For
1.7	Elect Director Joseph I. Kronsberg	Mgmt	For	For
1.8	Elect Director Nadim Z. Qureshi	Mgmt	For	For
1.9	Elect Director Craig H. Stevenson, Jr.	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.10	Elect Director Lois K. Zabrocky	Mgmt	For	For
2	Ratify Ernst & Young 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify Shareholder Rights Plan (Poison Pill)	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			

Internet Initiative Japan, Inc.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 3774

Meeting Type: Annual

Primary ISIN: JP3152820001 | Primary SEDOL: B05H328

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 14.63	Mgmt	For	For
2.1	Elect Director Suzuki, Koichi	Mgmt	For	Against
	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.			

Internet Initiative Japan, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Katsu, Eijiro	Mgmt	For	Against
	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.			
2.3	Elect Director Murabayashi, Satoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Taniwaki, Yasuhiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Kitamura, Koichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Watai, Akihisa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kawashima, Tadashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Shimagami, Junichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Yoneyama, Naoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Tsukamoto, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.11	Elect Director Tsukuda, Kazuo	Mgmt	For	For
2.12	Elect Director Iwama, Yoichiro	Mgmt	For	For
2.13	Elect Director Okamoto, Atsushi	Mgmt	For	For
2.14	Elect Director Tonosu, Kaori	Mgmt	For	For

InterRent Real Estate Investment Trust

Meeting Date: 06/12/2023 | Country: Canada | Ticker: IIP.UN

Meeting Type: Annual

Primary ISIN: CA46071W2058 | Primary SEDOL: B1L9R12

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Trustee Paul Amirault	Mgmt	For	For
1b	Elect Trustee Brad Cutsey	Mgmt	For	For

InterRent Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Trustee Jean-Louis Bellemare	Mgmt	For	For
1d	Elect Trustee Judy Hendriks	Mgmt	For	For
1e	Elect Trustee John Jussup	Mgmt	For	Withhold
	Voter Rationale: 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. 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.			
1f	Elect Trustee Ronald Leslie	Mgmt	For	For
1g	Elect Trustee Michael McGahan	Mgmt	For	For
1h	Elect Trustee Meghann O'Hara-Fraser	Mgmt	For	For
1i	Elect Trustee Cheryl Pangborn	Mgmt	For	For
2	Elect Paul Amirault, Jean-Louis Bellemare, Brad Cutsey, Judy Hendriks, John Jussup, Ronald Leslie, Michael McGahan, Meghann O'Hara, and Cheryl Pangborn as Trustees of InterRent Trust	Mgmt	For	For
3	Elect Brad Cutsey, Michael McGahan, and Curt Millar as Directors of InterRent Holdings General Partner Limited	Mgmt	For	For
4	Approve RSM Canada LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

Intertek Group Plc

Meeting Date: 05/24/2023 | Country: United Kingdom | Ticker: ITRK

Meeting Type: Annual

Primary ISIN: GB0031638363 | Primary SEDOL: 3163836

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	Elect Colm Deasy as Director	Mgmt	For	For
5	Elect Jez Maiden as Director	Mgmt	For	For

Intertek Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Elect Kawal Preet as Director	Mgmt	For	For
7	Re-elect Andrew Martin as Director	Mgmt	For	For
	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.			
8	Re-elect Andre Lacroix as Director	Mgmt	For	For
9	Re-elect Graham Allan as Director	Mgmt	For	For
10	Re-elect Gurnek Bains as Director	Mgmt	For	For
11	Re-elect Lynda Clarizio as Director	Mgmt	For	For
12	Re-elect Tamara Ingram as Director	Mgmt	For	For
13	Re-elect Gill Rider as Director	Mgmt	For	For
14	Re-elect Jean-Michel Valette as Director	Mgmt	For	For
15	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Authorise UK Political Donations and Expenditure	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

Intesa Sanpaolo SpA

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

Meeting Type: Annual

Primary ISIN: IT0000072618 Primary SEDOL: 4076836

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

Intesa Sanpaolo SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Approve Remuneration Policy	Mgmt	For	For
2b	Approve Second Section of the Remuneration Report	Mgmt	For	For
2c	Approve Annual Incentive Plan	Mgmt	For	For
3a	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Incentive Plans	Mgmt	For	For
3b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Intra-Cellular Therapies, Inc.

Meeting Date: 06/23/2023 Country: USA Ticker: ITCI

Meeting Type: Annual

Primary ISIN: US46116X1019 Primary SEDOL: BHCB0P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Eduardo Rene Salas	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against
	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 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Intuitive Surgical, Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: ISRG

Meeting Type: Annual

Primary ISIN: US46120E6023 Primary SEDOL: 2871301

Intuitive Surgical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Craig H. Barratt	Mgmt	For	For
1b	Elect Director Joseph C. Beery	Mgmt	For	For
1c	Elect Director Gary S. Guthart	Mgmt	For	For
1d	Elect Director Amal M. Johnson	Mgmt	For	For
1e	Elect Director Don R. Kania	Mgmt	For	For
1f	Elect Director Amy L. Ladd	Mgmt	For	For
1g	Elect Director Keith R. Leonard, Jr.	Mgmt	For	For
1h	Elect Director Alan J. Levy	Mgmt	For	Against
	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 Climate VAM Net Zero Model expectations. In particular, we note Intuitive Surgical, Inc. has no 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.			
1i	Elect Director Jami Dover Nachtsheim	Mgmt	For	For
1j	Elect Director Monica P. Reed	Mgmt	For	For
1k	Elect Director Mark J. Rubash	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
5	Report on Gender/Racial Pay Gap	SH	Against	For
	Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.			

InvenTrust Properties Corp.

Meeting Date: 05/04/2023 | Country: USA | Ticker: IVT

Meeting Type: Annual

Primary ISIN: US46124J2015 | Primary SEDOL: BKP4ZK1

InvenTrust Properties Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stuart Aitken	Mgmt	For	For
1b	Elect Director Amanda Black	Mgmt	For	For
1c	Elect Director Daniel J. Busch	Mgmt	For	For
1d	Elect Director Thomas F. Glavin	Mgmt	For	Withhold
	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.			
1e	Elect Director Scott A. Nelson	Mgmt	For	For
1f	Elect Director Paula Saban	Mgmt	For	For
1g	Elect Director Smita N. Shah	Mgmt	For	For
1h	Elect Director Michael A. Stein	Mgmt	For	For
1i	Elect Director Julian E. Whitehurst	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
6	Amend Charter to Allow Shareholders to Amend Bylaws	Mgmt	For	For

Invesco Ltd.

Meeting Date: 05/25/2023 | Country: Bermuda | Ticker: IVZ

Meeting Type: Annual

Primary ISIN: BMG491BT1088 | Primary SEDOL: B28XP76

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sarah E. Beshar	Mgmt	For	For
	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.			

Invesco Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Thomas M. Finke	Mgmt	For	For
	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.			
1.3	Elect Director Martin L. Flanagan	Mgmt	For	For
1.4	Elect Director Thomas (Todd) P. Gibbons	Mgmt	For	For
1.5	Elect Director William (Bill) F. Glavin, Jr.	Mgmt	For	For
	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.			
1.6	Elect Director Elizabeth (Beth) S. Johnson	Mgmt	For	For
1.7	Elect Director Denis Kessler	Mgmt	For	For
	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.			
1.8	Elect Director Nigel Sheinwald	Mgmt	For	For
	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.			
1.9	Elect Director Paula C. Tolliver	Mgmt	For	For
	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.			
1.10	Elect Director G. Richard (Rick) Wagoner, Jr.	Mgmt	For	For
	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.			
1.11	Elect Director Christopher C. Womack	Mgmt	For	For
	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.			
1.12	Elect Director Phoebe A. Wood	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Eliminate 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.			
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Invesco Mortgage Capital Inc.

Meeting Date: 05/08/2023 | Country: USA | Ticker: IVR
Meeting Type: Annual
Primary ISIN: US46131B7047 | Primary SEDOL: BNBV530

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John S. Day	Mgmt	For	Abstain
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1.2	Elect Director Carolyn B. Handlon	Mgmt	For	For
1.3	Elect Director Katharine W. Kelley	Mgmt	For	For
1.4	Elect Director Don H. Liu	Mgmt	For	For
1.5	Elect Director Dennis P. Lockhart	Mgmt	For	For
1.6	Elect Director Gregory G. McGreevey	Mgmt	For	For
1.7	Elect Director Beth A. Zayicek	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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Invitation Homes, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: INVH
Meeting Type: Annual
Primary ISIN: US46187W1071 | Primary SEDOL: BD81GW9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael D. Fascitelli	Mgmt	For	For
1.2	Elect Director Dallas B. Tanner	Mgmt	For	For
1.3	Elect Director Jana Cohen Barbe	Mgmt	For	For
1.4	Elect Director Richard D. Bronson	Mgmt	For	For
	Voter Rationale: We commend company for disclosing Scope 1 and 2 emissions; however, we encourage the company to set an interim Scope 1 and 2 emissions reduction target.			
1.5	Elect Director Jeffrey E. Kelter	Mgmt	For	For
1.6	Elect Director Joseph D. Margolis	Mgmt	For	For
1.7	Elect Director John B. Rhea	Mgmt	For	For
1.8	Elect Director Janice L. Sears	Mgmt	For	For

Invitation Homes, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Frances Aldrich Sevilla-Sacasa	Mgmt	For	For
1.10	Elect Director Keith D. Taylor	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			

Invocare Limited

Meeting Date: 05/26/2023 | Country: Australia | Ticker: IVC

Meeting Type: Annual

Primary ISIN: AU000000IVC8 | Primary SEDOL: 6715267

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: 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.			
2	Elect Bart Vogel as Director	Mgmt	For	For
3	Elect Kim Anderson as Director	Mgmt	For	For
4	Approve Grant of Performance Rights to Olivier Chretien	Mgmt	For	For

Ionis Pharmaceuticals, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: IONS

Meeting Type: Annual

Primary ISIN: US4622221004 | Primary SEDOL: BDJ0LS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Spencer R. Berthelsen	Mgmt	For	Withhold

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director Joan E. Herman	Mgmt	For	For
1.3	Elect Director B. Lynne Parshall	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.4	Elect Director Joseph H. Wender	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Amend Non-Employee Director Stock Option 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. 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.			
6	Ratify Ernst & Young 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.			

IONOS Group SE

Meeting Date: 05/15/2023 | Country: Germany | Ticker: IOS
Meeting Type: Annual
Primary ISIN: DE000A3E00M1 | Primary SEDOL: BPRD664

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for Fiscal Year 2023 and the First Quarter of Fiscal Year 2024	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.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.On early termination, all share-based			
4	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 650 Million; Approve Creation of EUR 20 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

IonQ, Inc.

Meeting Date: 06/29/2023 | Country: USA | Ticker: IONQ
Meeting Type: Annual
Primary ISIN: US46222L1089 | Primary SEDOL: BP484B3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ronald Bernal	Mgmt	For	Withhold
	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. 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.			
1.2	Elect Director Kathryn Chou	Mgmt	For	For
1.3	Elect Director Harry You	Mgmt	For	For

IonQ, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

IPG Photonics Corporation

Meeting Date: 05/23/2023 Country: USA Ticker: IPGP
Meeting Type: Annual
Primary ISIN: US44980X1090 Primary SEDOL: 2698782

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gregory Beecher	Mgmt	For	For
1.2	Elect Director Michael Child	Mgmt	For	For
1.3	Elect Director Jeanmarie Desmond	Mgmt	For	For
1.4	Elect Director Gregory Dougherty	Mgmt	For	For
1.5	Elect Director Eric Meurice	Mgmt	For	For
1.6	Elect Director Natalia Pavlova	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director John Peeler	Mgmt	For	For
1.8	Elect Director Eugene Scherbakov	Mgmt	For	For
1.9	Elect Director Felix Stukalin	Mgmt	For	For
1.10	Elect Director Agnes Tang	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

IPG Photonics Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	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.			

IQVIA Holdings Inc.

Meeting Date: 04/18/2023 | Country: USA | Ticker: IQV

Meeting Type: Annual

Primary ISIN: US46266C1053 | Primary SEDOL: BDR73G1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carol J. Burt	Mgmt	For	For
1b	Elect Director Colleen A. Goggins	Mgmt	For	For
1c	Elect Director Sheila A. Stamps	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold	Mgmt	For	For
4	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For
	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.			
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Ratify PricewaterhouseCoopers 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.			

IRESS Limited

Meeting Date: 05/04/2023 | Country: Australia | Ticker: IRE

Meeting Type: Annual

Primary ISIN: AU000000IRE2 | Primary SEDOL: 6297497

IRESS Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Anthony Glenning as Director	Mgmt	For	For
2	Elect Trudy Vonhoff as Director	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Quantitative pay for performance analysis indicates a high level of concern for misalignment of pay and performance and shareholder returns relative to peers			
4	Approve the Amendments to the Company's Constitution	Mgmt	For	For
5	Approve Ernst & Young as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For

iRhythm Technologies, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: IRTC

Meeting Type: Annual

Primary ISIN: US4500561067 Primary SEDOL: BYT4ST5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cathleen Noel Bairey Merz	Mgmt	For	For
1.2	Elect Director Quentin S. Blackford	Mgmt	For	For
	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.			
1.3	Elect Director Bruce G. Bodaken	Mgmt	For	Withhold
	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 which adversely impacts shareholder rights			
1.4	Elect Director Karen Ling	Mgmt	For	For
1.5	Elect Director Mark J. Rubash	Mgmt	For	For
1.6	Elect Director Ralph Snyderman	Mgmt	For	For
1.7	Elect Director Abhijit Y. Talwalkar	Mgmt	For	Withhold
	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.			

iRhythm Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	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. 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.			

Iridium Communications Inc.

Meeting Date: 05/04/2023 Country: USA Ticker: IRDM

Meeting Type: Annual

Primary ISIN: US46269C1027 Primary SEDOL: B2QH310

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert H. Niehaus	Mgmt	For	For
1.2	Elect Director Thomas C. Canfield	Mgmt	For	For
1.3	Elect Director Matthew J. Desch	Mgmt	For	For
1.4	Elect Director Thomas J. Fitzpatrick	Mgmt	For	For
1.5	Elect Director L. Anthony Frazier	Mgmt	For	For
1.6	Elect Director Jane L. Harman	Mgmt	For	For
1.7	Elect Director Alvin B. Krongard	Mgmt	For	For
1.8	Elect Director Suzanne E. McBride	Mgmt	For	For
1.9	Elect Director Eric T. Olson	Mgmt	For	For
1.10	Elect Director Parker W. Rush	Mgmt	For	Withhold
	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.			
1.11	Elect Director Kay N. Sears	Mgmt	For	For
1.12	Elect Director Jacqueline E. Yeaney	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Iridium Communications Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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.			
5	Ratify KPMG LLP as Auditors	Mgmt	For	For

IRISO Electronics Co., Ltd.

Meeting Date: 06/27/2023 Country: Japan Ticker: 6908
Meeting Type: Annual
Primary ISIN: JP3149800009 Primary SEDOL: 6461128

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For
2.1	Elect Director Sato, Sadao	Mgmt	For	Abstain
	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.			
2.2	Elect Director Suzuki, Hitoshi	Mgmt	For	Abstain
	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.			
2.3	Elect Director Takeda, Keiji	Mgmt	For	For
2.4	Elect Director Toyoshima, Mitsuyoshi	Mgmt	For	For
2.5	Elect Director Koyasu, Masashi	Mgmt	For	For

Iron Mountain Incorporated

Meeting Date: 05/09/2023 Country: USA Ticker: IRM
Meeting Type: Annual
Primary ISIN: US46284V1017 Primary SEDOL: BVFTF03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jennifer Allerton	Mgmt	For	For
1b	Elect Director Pamela M. Arway	Mgmt	For	For

Iron Mountain Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Clarke H. Bailey	Mgmt	For	Against
	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.			
1d	Elect Director Kent P. Dauten	Mgmt	For	For
1e	Elect Director Monte Ford	Mgmt	For	For
1f	Elect Director Robin L. Matlock	Mgmt	For	For
1g	Elect Director William L. Meaney	Mgmt	For	For
1h	Elect Director Wendy J. Murdock	Mgmt	For	For
1i	Elect Director Walter C. Rakowich	Mgmt	For	For
1j	Elect Director Doyle R. Simons	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

Ironwood Pharmaceuticals, Inc.

Meeting Date: 06/20/2023 Country: USA Ticker: IRWD
Meeting Type: Annual
Primary ISIN: US46333X1081 Primary SEDOL: B3MZ6K5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark Currie	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Alexander Denner	Mgmt	For	For
1.3	Elect Director Andrew Dreyfus	Mgmt	For	For
1.4	Elect Director Jon Duane	Mgmt	For	For

Ironwood Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Marla Kessler	Mgmt	For	For
1.6	Elect Director Thomas McCourt	Mgmt	For	For
1.7	Elect Director Julie McHugh	Mgmt	For	For
1.8	Elect Director Catherine Moukheibir	Mgmt	For	For
1.9	Elect Director Jay Shepard	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
5	Ratify Ernst & Young 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.			

Isetan Mitsukoshi Holdings Ltd.

Meeting Date: 06/20/2023 Country: Japan Ticker: 3099

Meeting Type: Annual

Primary ISIN: JP3894900004 Primary SEDOL: B2Q4CL4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 8	Mgmt	For	For
2.1	Elect Director Hosoya, Toshiyuki	Mgmt	For	For
2.2	Elect Director Ishizuka, Yuki	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.3	Elect Director Makino, Yoshinori	Mgmt	For	For
2.4	Elect Director Doi, Miwako	Mgmt	For	For
2.5	Elect Director Furukawa, Hidetoshi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.6	Elect Director Hashimoto, Fukutaka	Mgmt	For	For
2.7	Elect Director Ando, Tomoko	Mgmt	For	For
2.8	Elect Director Ochi, Hitoshi	Mgmt	For	For

Isetan Mitsukoshi Holdings Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.9	Elect Director Iwamoto, Toshio	Mgmt	For	For

Italgas SpA

Meeting Date: 04/20/2023 | Country: Italy | Ticker: IG
Meeting Type: Annual
Primary ISIN: IT0005211237 | Primary SEDOL: BD2Z8S7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
4	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
5	Approve 2023-2025 Long-term Incentive Plan	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			

iTeos Therapeutics, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: ITOS
Meeting Type: Annual
Primary ISIN: US46565G1040 | Primary SEDOL: BMWXFT4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michel Detheux	Mgmt	For	For

iTeos Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director David L. Hallal	Mgmt	For	Withhold
	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. 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. 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.			
1.3	Elect Director Tim Van Hauwermeiren	Mgmt	For	For
1.4	Elect Director Robert Iannone	Mgmt	For	For
2	Ratify Deloitte Bedrijfsrevisoren / Reviseurs d'Entreprises BV/SRL as Auditors	Mgmt	For	For

ITOCHU Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8001

Meeting Type: Annual

Primary ISIN: JP3143600009 | Primary SEDOL: 6467803

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 Okafuji, Masahiro	Mgmt	For	For
2.2	Elect Director Ishii, Keita	Mgmt	For	For
2.3	Elect Director Kobayashi, Fumihiko	Mgmt	For	For
2.4	Elect Director Hachimura, Tsuyoshi	Mgmt	For	For
2.5	Elect Director Tsubai, Hiroyuki	Mgmt	For	For
2.6	Elect Director Naka, Hiroyuki	Mgmt	For	For
2.7	Elect Director Kawana, Masatoshi	Mgmt	For	For
2.8	Elect Director Nakamori, Makiko	Mgmt	For	For
2.9	Elect Director Ishizuka, Kunio	Mgmt	For	For
2.10	Elect Director Ito, Akiko	Mgmt	For	For
3.1	Appoint Statutory Auditor Matoba, Yoshiko	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Uryu, Kentaro	Mgmt	For	For
3.3	Appoint Statutory Auditor Fujita, Tsutomu	Mgmt	For	For

ITOCHU Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Appoint Statutory Auditor Kobayashi, Kumi	Mgmt	For	For

ITOCHU Techno-Solutions Corp.

Meeting Date: 06/16/2023 Country: Japan Ticker: 4739
Meeting Type: Annual
Primary ISIN: JP3143900003 Primary SEDOL: 6200194

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40.5	Mgmt	For	For
2.1	Elect Director Tsuge, Ichiro	Mgmt	For	For
2.2	Elect Director Seki, Mamoru	Mgmt	For	For
2.3	Elect Director Iwasaki, Naoko	Mgmt	For	For
2.4	Elect Director Motomura, Aya	Mgmt	For	For
2.5	Elect Director Ikeda, Yasuhiro	Mgmt	For	For
2.6	Elect Director Nagai, Yumiko	Mgmt	For	For
2.7	Elect Director Kajiwara, Hiroshi	Mgmt	For	For
3.1	Appoint Statutory Auditor Harada, Yasuyuki	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Hara, Katsuhiko	Mgmt	For	For

Itron, Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: ITRI
Meeting Type: Annual
Primary ISIN: US4657411066 Primary SEDOL: 2471949

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary C. Hemmingsen	Mgmt	For	For
1b	Elect Director Jerome J. Lande	Mgmt	For	For
1c	Elect Director Frank M. Jaehnert	Mgmt	For	For

Itron, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

IVERIC bio, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: ISEE

Meeting Type: Annual

Primary ISIN: US46583P1021 | Primary SEDOL: BK8Y8K9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jane P. Henderson	Mgmt	For	For
1.2	Elect Director Pravin U. Dugel	Mgmt	For	For
1.3	Elect Director Glenn P. Sblendorio	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Increase Authorized Common Stock	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			

IVERIC bio, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Iyogin Holdings, Inc.

Meeting Date: 06/29/2023 Country: Japan Ticker: 5830

Meeting Type: Annual

Primary ISIN: JP3149700001 Primary SEDOL: BP38QH4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Otsuka, Iwao	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.2	Elect Director Miyoshi, Kenji	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.3	Elect Director Nagata, Hiroshi	Mgmt	For	For
1.4	Elect Director Ito, Masamichi	Mgmt	For	For
2	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
3	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
4	Approve Trust-Type Equity Compensation 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.			
5	Amend Articles to Change Company Name	SH	Against	Against
6	Amend Articles to Establish Third-Party Committee concerning Corporate Scandals	SH	Against	Against
7	Amend Articles to Prohibit Directors from Concurrently Holding Director Posts at Two Companies	SH	Against	Against
8	Amend Articles to Require Shareholder Deliberation for Large-scale Projects	SH	Against	Against
9	Amend Articles to Require Individual Compensation Disclosure for Directors	SH	Against	For
	Voter Rationale: The proposed disclosure would promote accountability and help shareholders make better-informed decisions.			
10	Amend Articles to Add Provision concerning Directors' Share Ownership	SH	Against	Against

Iyogin Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Amend Articles to Add Provisions on "Small Act of Kindness Campaign"	SH	Against	Against
12	Amend Articles to Conduct Share Repurchases until Price-to-Book Value Ratio Exceeds 1	SH	Against	Against
13.1	Remove Incumbent Director Otsuka, Iwao	SH	Against	Against
13.2	Remove Incumbent Director Miyoshi, Kenji	SH	Against	Against
14.1	Remove Incumbent Director and Audit Committee Member Takeuchi, Tetsuo	SH	Against	Against
14.2	Remove Incumbent Director and Audit Committee Member Joko, Keiji	SH	Against	Against
14.3	Remove Incumbent Director and Audit Committee Member Miyoshi, Junko	SH	Against	Against
14.4	Remove Incumbent Director and Audit Committee Member Noma, Yoriko	SH	Against	Against

Izumi Co., Ltd.

Meeting Date: 05/24/2023 | Country: Japan | Ticker: 8273

Meeting Type: Annual

Primary ISIN: JP3138400001 | Primary SEDOL: 6468152

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 44	Mgmt	For	For
2.1	Elect Director Yamanishi, Yasuaki	Mgmt	For	Against
	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.			
2.2	Elect Director Mikamoto, Tatsuya	Mgmt	For	For
2.3	Elect Director Machida, Shigeki	Mgmt	For	For
2.4	Elect Director Kuromoto, Hiroshi	Mgmt	For	For
2.5	Elect Director Yamanishi, Daisuke	Mgmt	For	For
2.6	Elect Director Yoneda, Kunihiko	Mgmt	For	For
2.7	Elect Director Aoyama, Naomi	Mgmt	For	For
2.8	Elect Director Nishikawa, Masahiro	Mgmt	For	For
3	Appoint Statutory Auditor Hisanaga, Hideaki	Mgmt	For	Against
	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.			

J. FRONT RETAILING Co., Ltd.

Meeting Date: 05/25/2023 | Country: Japan | Ticker: 3086
Meeting Type: Annual
Primary ISIN: JP3386380004 | Primary SEDOL: B23TC12

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yamamoto, Ryoichi	Mgmt	For	For
1.2	Elect Director Hamada, Kazuko	Mgmt	For	For
1.3	Elect Director Yago, Natsunosuke	Mgmt	For	For
1.4	Elect Director Hakoda, Junya	Mgmt	For	For
1.5	Elect Director Uchida, Akira	Mgmt	For	For
1.6	Elect Director Sato, Rieko	Mgmt	For	For
1.7	Elect Director Seki, Tadayuki	Mgmt	For	For
1.8	Elect Director Koide, Hiroko	Mgmt	For	For
1.9	Elect Director Katayama, Eiichi	Mgmt	For	For
1.10	Elect Director Yoshimoto, Tatsuya	Mgmt	For	For
1.11	Elect Director Wakabayashi, Hayato	Mgmt	For	For

J.B. Hunt Transport Services, Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: JBHT
Meeting Type: Annual
Primary ISIN: US4456581077 | Primary SEDOL: 2445416

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Francesca M. Edwardson	Mgmt	For	For
1.2	Elect Director Wayne Garrison	Mgmt	For	For
	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.			
1.3	Elect Director Sharilyn S. Gasaway	Mgmt	For	For
1.4	Elect Director Thad (John B., III) Hill	Mgmt	For	For
1.5	Elect Director Bryan Hunt	Mgmt	For	For
	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.			
1.6	Elect Director Persio Lisboa	Mgmt	For	For
1.7	Elect Director John N. Roberts, III	Mgmt	For	For

J.B. Hunt Transport Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director James L. Robo	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.9	Elect Director Kirk Thompson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

JACCS Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 8584

Meeting Type: Annual

Primary ISIN: JP3388600003 Primary SEDOL: 6468624

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 95	Mgmt	For	For
2.1	Elect Director Yamazaki, Toru	Mgmt	For	For
2.2	Elect Director Murakami, Ryo	Mgmt	For	For
2.3	Elect Director Saito, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Oshima, Kenichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Sotoguchi, Toshio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Ota, Osamu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kobayashi, Ichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

JACCS Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Suehiro, Akihito	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Suzuki, Masahito	Mgmt	For	For
2.10	Elect Director Okada, Kyoko	Mgmt	For	For
2.11	Elect Director Sampei, Hiroji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.12	Elect Director Shitamori, Yuko	Mgmt	For	For
3	Appoint Statutory Auditor Komachiya, Yusuke	Mgmt	For	For

Jackson Financial Inc.

Meeting Date: 05/19/2023 Country: USA Ticker: JXN

Meeting Type: Annual

Primary ISIN: US46817M1071 Primary SEDOL: BMFX6P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lily Fu Claffee	Mgmt	For	For
1b	Elect Director Gregory T. Durant	Mgmt	For	For
1c	Elect Director Steven A. Kandarian	Mgmt	For	For
1d	Elect Director Derek G. Kirkland	Mgmt	For	For
1e	Elect Director Drew E. Lawton	Mgmt	For	For
1f	Elect Director Martin J. Lippert	Mgmt	For	For
1g	Elect Director Russell G. Noles	Mgmt	For	For
1h	Elect Director Laura L. Prieskorn	Mgmt	For	For
1i	Elect Director Esta E. Stecher	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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.			

JAFCO Group Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 8595
Meeting Type: Annual
Primary ISIN: JP3389900006 | Primary SEDOL: 6471439

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fuki, Shinichi	Mgmt	For	For
1.2	Elect Director Miyoshi, Keisuke	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Tamura, Shigeru	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Tanami, Koji	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Akiba, Kenichi	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Kajihara, Yoshie	Mgmt	For	For

Jamf Holding Corp.

Meeting Date: 05/23/2023 | Country: USA | Ticker: JAMF
Meeting Type: Annual
Primary ISIN: US47074L1052 | Primary SEDOL: BL9X5X4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andre Durand	Mgmt	For	For
1.2	Elect Director Kevin Klausmeyer	Mgmt	For	For
1.3	Elect Director Vina M. Leite	Mgmt	For	Withhold
	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. 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 "pop-up" supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Jamieson Wellness Inc.

Meeting Date: 05/18/2023 | Country: Canada | Ticker: JWEL
Meeting Type: Annual/Special
Primary ISIN: CA4707481046 | Primary SEDOL: BF5GNG4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Heather Allen	Mgmt	For	For
	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.			
1.2	Elect Director Louis Aronne	Mgmt	For	For
1.3	Elect Director Michael Pilato	Mgmt	For	For
1.4	Elect Director Timothy Penner	Mgmt	For	For
1.5	Elect Director Catherine Potechin	Mgmt	For	For
1.6	Elect Director Mei Ye	Mgmt	For	For
1.7	Elect Director Tania M. Clarke	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Amend Long-Term Incentive Plan	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Re-approve Employee Share Purchase Plan	Mgmt	For	For
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Janus Henderson Group Plc

Meeting Date: 05/03/2023 | Country: Jersey | Ticker: JHG
Meeting Type: Annual
Primary ISIN: JE00BYPZJM29 | Primary SEDOL: BYPZJQ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian Baldwin	Mgmt	For	For
1.2	Elect Director John Cassaday	Mgmt	For	For
1.3	Elect Director Alison Davis *Withdrawn Resolution*	Mgmt		

Janus Henderson Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Kalpana Desai	Mgmt	For	For
1.5	Elect Director Ali Dibadj	Mgmt	For	For
1.6	Elect Director Kevin Dolan	Mgmt	For	For
1.7	Elect Director Eugene Flood, Jr.	Mgmt	For	For
1.8	Elect Director Ed Garden	Mgmt	For	For
1.9	Elect Director Alison Quirk	Mgmt	For	For
1.10	Elect Director Angela Seymour-Jackson	Mgmt	For	For
1.11	Elect Director Anne Sheehan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Long-term incentives should not be delivered via cash or other non-equity vehicles. 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.			
3	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
4	Authorise Market Purchase of CDIs	Mgmt	For	For
5	Approve PricewaterhouseCoopers LLP as Auditors and Authorise Audit Committee to Fix Their Remuneration	Mgmt	For	For

Janus International Group, Inc.

Meeting Date: 06/16/2023	Country: USA Meeting Type: Annual	Ticker: JBI	
		Primary ISIN: US47103N1063	Primary SEDOL: BKPG0T1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas A. Szlosek	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1b	Elect Director David Doll	Mgmt	For	Against
	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 classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. 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.			
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For

Japan Airlines Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 9201
Meeting Type: Annual
Primary ISIN: JP3705200008 | Primary SEDOL: B8BRV46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Ueki, Yoshiharu	Mgmt	For	For
2.2	Elect Director Akasaka, Yuji	Mgmt	For	For
2.3	Elect Director Shimizu, Shinichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Tottori, Mitsuko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Saito, Yuji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Tsutsumi, Tadayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kobayashi, Eizo	Mgmt	For	For
2.8	Elect Director Yanagi, Hiroyuki	Mgmt	For	For
2.9	Elect Director Mitsuya, Yuko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Appoint Statutory Auditor Kikuyama, Hideki	Mgmt	For	Against
	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.			

Japan Airport Terminal Co., Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 9706
Meeting Type: Annual
Primary ISIN: JP3699400002 | Primary SEDOL: 6472175

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 Takashiro, Isao	Mgmt	For	For
2.2	Elect Director Yokota, Nobuaki	Mgmt	For	For

Japan Airport Terminal Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Suzuki, Hisayasu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Onishi, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Tanaka, Kazuhito	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Koyama, Yoko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Ueki, Yoshiharu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Kimura, Keiji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Fukuzawa, Ichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Kawamata, Yukihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.11	Elect Director Fujino, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.12	Elect Director Matsuda, Keishi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Elect Director and Audit Committee Member Iwasaki, Kenji	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Sugita, Yoko	Mgmt	For	For
5	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.			

Japan Aviation Electronics Industry Ltd.

Meeting Date: 06/21/2023 Country: Japan Ticker: 6807

Meeting Type: Annual

Primary ISIN: JP3705600009 Primary SEDOL: 6470351

Japan Aviation Electronics Industry Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Onohara, Tsutomu	Mgmt	For	Abstain
	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.			
1.2	Elect Director Muraki, Masayuki	Mgmt	For	Abstain
	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.			
1.3	Elect Director Urano, Minoru	Mgmt	For	For
1.4	Elect Director Nakamura, Tetsuya	Mgmt	For	For
1.5	Elect Director Matsuo, Masahiro	Mgmt	For	For
1.6	Elect Director Kashiwagi, Shuichi	Mgmt	For	For
1.7	Elect Director Takahashi, Reiichiro	Mgmt	For	For
1.8	Elect Director Goto, Kazuhiro	Mgmt	For	For
1.9	Elect Director Taguma, Noritaka	Mgmt	For	For
2	Appoint Statutory Auditor Azuma, Naoaki	Mgmt	For	Against
	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.			
3	Approve Annual Bonus	Mgmt	For	For

Japan Elevator Service Holdings Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 6544
Meeting Type: Annual
Primary ISIN: JP3389510003 | Primary SEDOL: BF0QWT5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 17	Mgmt	For	For
2.1	Elect Director Ishida, Katsushi	Mgmt	For	For
2.2	Elect Director Imamura, Kimihiko	Mgmt	For	For
2.3	Elect Director Kuramoto, Shuji	Mgmt	For	For
2.4	Elect Director Uno, Shinsuke	Mgmt	For	For
2.5	Elect Director Murakami, Daiki	Mgmt	For	For
2.6	Elect Director Watanabe, Hitoshi	Mgmt	For	For
2.7	Elect Director Endo, Noriko	Mgmt	For	For
2.8	Elect Director Yano, Mika	Mgmt	For	For

Japan Exchange Group, Inc.

Meeting Date: 06/16/2023 | Country: Japan | Ticker: 8697
Meeting Type: Annual
Primary ISIN: JP3183200009 | Primary SEDOL: 6743882

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Provisions on Number of Directors	Mgmt	For	For
2.1	Elect Director Kinoshita, Yasushi	Mgmt	For	For
2.2	Elect Director Yamaji, Hiromi	Mgmt	For	For
2.3	Elect Director Iwanaga, Moriyuki	Mgmt	For	For
2.4	Elect Director Yokoyama, Ryusuke	Mgmt	For	For
2.5	Elect Director Miyahara, Koichiro	Mgmt	For	For
2.6	Elect Director Konuma, Yasuyuki	Mgmt	For	For
2.7	Elect Director Endo, Nobuhiro	Mgmt	For	For
2.8	Elect Director Ota, Hiroko	Mgmt	For	For
2.9	Elect Director Ogita, Hitoshi	Mgmt	For	Against
	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. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
2.10	Elect Director Kama, Kazuaki	Mgmt	For	For
2.11	Elect Director Koda, Main	Mgmt	For	For
2.12	Elect Director Kobayashi, Eizo	Mgmt	For	For
2.13	Elect Director Suzuki, Yasushi	Mgmt	For	For
2.14	Elect Director Takeno, Yasuzo	Mgmt	For	For
2.15	Elect Director Matsumoto, Mitsuhiro	Mgmt	For	For
2.16	Elect Director Mori, Kimitaka	Mgmt	For	For

Japan Material Co., Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 6055
Meeting Type: Annual
Primary ISIN: JP3389680004 | Primary SEDOL: B4KGDQ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Tanaka, Hisao	Mgmt	For	Against
	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.			

Japan Material Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Kai, Tetsuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Tanaka, Kosuke	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Hase, Keisuke	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Sakaguchi, Yoshinori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Yanai, Nobuharu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Tanaka, Tomokazu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Oshima, Jiro	Mgmt	For	For
2.9	Elect Director Sugiyama, Kenichi	Mgmt	For	For
2.10	Elect Director Numazawa, Sadahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Japan Post Bank Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 7182

Meeting Type: Annual

Primary ISIN: JP3946750001 | Primary SEDOL: BYT8165

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ikeda, Norito	Mgmt	For	For
1.2	Elect Director Tanaka, Susumu	Mgmt	For	For
1.3	Elect Director Kasama, Takayuki	Mgmt	For	For
1.4	Elect Director Masuda, Hiroya	Mgmt	For	For
1.5	Elect Director Yamazaki, Katsuyo	Mgmt	For	For
1.6	Elect Director Takeuchi, Keisuke	Mgmt	For	For
1.7	Elect Director Kaiwa, Makoto	Mgmt	For	For
1.8	Elect Director Aihara, Risa	Mgmt	For	For
1.9	Elect Director Kawamura, Hiroshi	Mgmt	For	For

Japan Post Bank Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Yamamoto, Kenzo	Mgmt	For	For
1.11	Elect Director Nakazawa, Keiji	Mgmt	For	For
1.12	Elect Director Sato, Atsuko	Mgmt	For	For
1.13	Elect Director Amano, Reiko	Mgmt	For	For
1.14	Elect Director Kato, Akane	Mgmt	For	For

Japan Post Holdings Co., Ltd.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 6178
Meeting Type: Annual
Primary ISIN: JP3752900005 | Primary SEDOL: BYT8143

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Masuda, Hiroya	Mgmt	For	For
1.2	Elect Director Iizuka, Atsushi	Mgmt	For	For
1.3	Elect Director Ikeda, Norito	Mgmt	For	For
1.4	Elect Director Senda, Tetsuya	Mgmt	For	For
1.5	Elect Director Tanigaki, Kunio	Mgmt	For	For
1.6	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For
1.7	Elect Director Koezuka, Miharu	Mgmt	For	For
1.8	Elect Director Akiyama, Sakie	Mgmt	For	For
1.9	Elect Director Kaiami, Makoto	Mgmt	For	For
1.10	Elect Director Satake, Akira	Mgmt	For	For
1.11	Elect Director Suwa, Takako	Mgmt	For	For
1.12	Elect Director Ito, Yayoi	Mgmt	For	For
1.13	Elect Director Oeda, Hiroshi	Mgmt	For	For
1.14	Elect Director Kimura, Miyoko	Mgmt	For	For
1.15	Elect Director Shindo, Kosei	Mgmt	For	For

JAPAN POST INSURANCE Co., Ltd.

Meeting Date: 06/19/2023 | Country: Japan | Ticker: 7181
Meeting Type: Annual
Primary ISIN: JP3233250004 | Primary SEDOL: BYT8154

JAPAN POST INSURANCE Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tanigaki, Kunio	Mgmt	For	For
1.2	Elect Director Onishi, Toru	Mgmt	For	For
1.3	Elect Director Nara, Tomoaki	Mgmt	For	For
1.4	Elect Director Masuda, Hiroya	Mgmt	For	For
1.5	Elect Director Suzuki, Masako	Mgmt	For	For
1.6	Elect Director Harada, Kazuyuki	Mgmt	For	For
1.7	Elect Director Yamazaki, Hisashi	Mgmt	For	For
1.8	Elect Director Tonosu, Kaori	Mgmt	For	For
1.9	Elect Director Tomii, Satoshi	Mgmt	For	For
1.10	Elect Director Shingu, Yuki	Mgmt	For	For
1.11	Elect Director Omachi, Reiko	Mgmt	For	For

Japan Pulp & Paper Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8032

Meeting Type: Annual

Primary ISIN: JP3694000005 | Primary SEDOL: 6470306

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Watanabe, Akihiko	Mgmt	For	Against
	Voter Rationale: We encourage the company to set decarbonisation targets on at least scope 1&2 emissions as soon as possible and to disclose a clear plan for achieving them.			
1.2	Elect Director Katsuta, Chihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Sakurai, Kazuhiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Izawa, Tetsuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Takeuchi, Sumiko	Mgmt	For	For
1.6	Elect Director Suzuki, Yoko	Mgmt	For	For

Japan Pulp & Paper Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Takahashi, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.1	Appoint Statutory Auditor Hondo, Mitsutaka	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Fukushima, Miyuki	Mgmt	For	For

Japan Securities Finance Co., Ltd.

Meeting Date: 06/22/2023 Country: Japan Ticker: 8511

Meeting Type: Annual

Primary ISIN: JP3714400003 Primary SEDOL: 6470760

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Obata, Naotaka	Mgmt	For	For
1.2	Elect Director Sugino, Shoko	Mgmt	For	For
1.3	Elect Director Futagoishi, Kensuke	Mgmt	For	For
1.4	Elect Director Yamakawa, Takayoshi	Mgmt	For	For
1.5	Elect Director Egami, Setsuko	Mgmt	For	For
1.6	Elect Director Kushida, Shigeki	Mgmt	For	For
1.7	Elect Director Asakura, Hiroshi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2	Amend Articles to Abolish the Post of Executive Chairman	SH	Against	Against
	Voter Rationale: While the company appears to have a track record of appointing individuals from the Bank of Japan, Ministry of Finance, and Tokyo Stock Exchange to senior positions, the company has recently switched from a Kansayaku board structure to a three-committee structure with a formal nominating committee and has put in place an appropriate nomination process. The filer has also stated on their website that they effectively seek to remove current executive chairman Eizo Kobayashi from the post. Given this, we will not support this proposal at this time.			
3	Amend Articles to Require Individual Compensation Disclosure for Company President	SH	Against	For
	Voter Rationale: The amendment may enhance the company's overall reputation for transparency and accountability and disclosure of individual compensation levels helps shareholders make better-informed decisions on director elections and compensation-related proposals.			

Japan Securities Finance Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Articles to Ban Re-hiring of Former Company Presidents	SH	Against	For
	Voter Rationale: This proposal may help reduce the influence of former presidents over the company's ongoing strategic decision-making process and improve governance.			
5	Amend Articles to Require Disclosure of Perquisites Granted to Company Presidents after Retirement	SH	Against	For
	Voter Rationale: The amendment may enhance the company's overall reputation for transparency and accountability.			
6	Amend Articles to Require Disclosure of Important Proposals Made by Significant Shareholders	SH	Against	Against
	Voter Rationale: There have been no reported incidents where the interests of minority shareholders were damaged because of the company's relationship with its large shareholder Symphony Financial Partners.			

JBG SMITH Properties

Meeting Date: 05/04/2023 Country: USA Ticker: JBGS

Meeting Type: Annual

Primary ISIN: US46590V1008 Primary SEDOL: BD3BX01

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Phyllis R. Caldwell	Mgmt	For	For
1b	Elect Director Scott A. Estes	Mgmt	For	For
1c	Elect Director Alan S. Forman	Mgmt	For	For
1d	Elect Director Michael J. Glosserman	Mgmt	For	Against
	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.			
1e	Elect Director W. Matthew Kelly	Mgmt	For	For
1f	Elect Director Alisa M. Mall	Mgmt	For	For
1g	Elect Director Carol A. Melton	Mgmt	For	For
1h	Elect Director William J. Mulrow	Mgmt	For	For
1i	Elect Director D. Ellen Shuman	Mgmt	For	For
1j	Elect Director Robert A. Stewart	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

JCR Pharmaceuticals Co., Ltd.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 4552
Meeting Type: Annual
Primary ISIN: JP3701000006 | Primary SEDOL: 6467591

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Provisions on Number of Directors	Mgmt	For	For
2.1	Elect Director Ashida, Shin	Mgmt	For	Against
	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.			
2.2	Elect Director Ashida, Toru	Mgmt	For	For
2.3	Elect Director Mathias Schmidt	Mgmt	For	For
2.4	Elect Director Sonoda, Hiroyuki	Mgmt	For	For
2.5	Elect Director Hiyama, Yoshio	Mgmt	For	For
2.6	Elect Director Ishikiriyama, Toshihiro	Mgmt	For	For
2.7	Elect Director Suetsuna, Takashi	Mgmt	For	For
2.8	Elect Director Yoda, Toshihide	Mgmt	For	For
2.9	Elect Director Hayashi, Yuko	Mgmt	For	For
2.10	Elect Director Atomi, Yutaka	Mgmt	For	For
2.11	Elect Director Philippe Fauchet	Mgmt	For	For
2.12	Elect Director Marc Dunoyer	Mgmt	For	For
3.1	Appoint Statutory Auditor Oizumi, Kazumasa	Mgmt	For	For
3.2	Appoint Statutory Auditor Yamada, Kazuhiko	Mgmt	For	For
3.3	Appoint Statutory Auditor Miyatake, Kenjiro	Mgmt	For	For
4	Approve Deep Discount Stock Option 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.			

JCU Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 4975
Meeting Type: Annual
Primary ISIN: JP3166200000 | Primary SEDOL: B0QH446

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kimura, Masashi	Mgmt	For	Abstain

JCU Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director Omori, Akihisa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Arata, Takanori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Ikegawa, Hirofumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Inoue, Yoji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Araake, Fumihiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Morinaga, Koki	Mgmt	For	For
1.8	Elect Director Yamamoto, Mayumi	Mgmt	For	For
1.9	Elect Director Kiyota, Muneaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.10	Elect Director Itagaki, Masayuki	Mgmt	For	For

JD.com, Inc.

Meeting Date: 06/21/2023 | Country: Cayman Islands | Ticker: 9618
Meeting Type: Annual
Primary ISIN: KYG8208B1014 | Primary SEDOL: BKPQZT6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Memorandum of Association and Articles of Association	Mgmt	For	For

Jefferies Financial Group Inc.

Meeting Date: 06/28/2023 | Country: USA | Ticker: JEF
Meeting Type: Special
Primary ISIN: US47233W1099 | Primary SEDOL: BG0Q4Z2

Jefferies Financial Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Authorize a New Class of Common Stock	Mgmt	For	For
2	Adjourn Meeting	Mgmt	For	For

JEOL Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 6951
Meeting Type: Annual
Primary ISIN: JP3735000006 | Primary SEDOL: 6470544

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 36	Mgmt	For	For
2.1	Elect Director Kurihara, Gonemon	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Oi, Izumi	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Tazawa, Toyohiko	Mgmt	For	For
2.4	Elect Director Seki, Atsushi	Mgmt	For	For
2.5	Elect Director Yaguchi, Katsumoto	Mgmt	For	For
2.6	Elect Director Kobayashi, Akihiro	Mgmt	For	For
2.7	Elect Director Kanno, Ryuji	Mgmt	For	For
2.8	Elect Director Terashima, Kaoru	Mgmt	For	For
2.9	Elect Director Yomo, Yukari	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Nakanishi, Kazuyuki	Mgmt	For	For

Jeronimo Martins SGPS SA

Meeting Date: 04/20/2023 | Country: Portugal | Ticker: JMT
Meeting Type: Annual
Primary ISIN: PTJMT0AE0001 | Primary SEDOL: B1Y1SQ7

Jeronimo Martins SGPS SA

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

JFE Holdings, Inc.

Meeting Date: 06/27/2023 Country: Japan Ticker: 5411

Meeting Type: Annual

Primary ISIN: JP3386030005 Primary SEDOL: 6543792

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 30	Mgmt	For	For
2.1	Elect Director Kakigi, Koji	Mgmt	For	Against
	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.			
2.2	Elect Director Kitano, Yoshihisa	Mgmt	For	For
2.3	Elect Director Terahata, Masashi	Mgmt	For	For
2.4	Elect Director Oshita, Hajime	Mgmt	For	For
2.5	Elect Director Kobayashi, Toshinori	Mgmt	For	For
2.6	Elect Director Yamamoto, Masami	Mgmt	For	For
2.7	Elect Director Kemori, Nobumasa	Mgmt	For	For
2.8	Elect Director Ando, Yoshiko	Mgmt	For	For
3	Approve Alternative Allocation of Income, with No Final Dividend	SH	Against	Against

JGC Holdings Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 1963
Meeting Type: Annual
Primary ISIN: JP3667600005 | Primary SEDOL: 6473468

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 38	Mgmt	For	For
2.1	Elect Director Sato, Masayuki	Mgmt	For	For
2.2	Elect Director Ishizuka, Tadashi	Mgmt	For	For
2.3	Elect Director Terajima, Kiyotaka	Mgmt	For	For
2.4	Elect Director Yamada, Shoji	Mgmt	For	For
2.5	Elect Director Endo, Shigeru	Mgmt	For	For
2.6	Elect Director Matsushima, Masayuki	Mgmt	For	For
2.7	Elect Director Yao, Noriko	Mgmt	For	For
3	Appoint Statutory Auditor Oki, Kazuya	Mgmt	For	For
4	Approve Performance Share Plan	Mgmt	For	For

JMDC, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4483
Meeting Type: Annual
Primary ISIN: JP3386690006 | Primary SEDOL: BK7C5Q9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Matsushima, Yosuke	Mgmt	For	Abstain
	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.			
1.2	Elect Director Noguchi, Ryo	Mgmt	For	Abstain
	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.			
1.3	Elect Director Yamamoto, Yuta	Mgmt	For	For
1.4	Elect Director Jihyun Lee	Mgmt	For	For
1.5	Elect Director Takeda, Seiji	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Shimoda, Tsuneo	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Hayashi, Nampei	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Fujioka, Daisuke	Mgmt	For	For

JMDC, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Alternate Director and Audit Committee Member Hara, Masahiko	Mgmt	For	For

Johnson & Johnson

Meeting Date: 04/27/2023 | Country: USA | Ticker: JNJ

Meeting Type: Annual

Primary ISIN: US4781601046 | Primary SEDOL: 2475833

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Darius Adamczyk	Mgmt	For	For
1b	Elect Director Mary C. Beckerle	Mgmt	For	For
1c	Elect Director D. Scott Davis	Mgmt	For	For
1d	Elect Director Jennifer A. Doudna	Mgmt	For	For
1e	Elect Director Joaquin Duato	Mgmt	For	For
1f	Elect Director Marillyn A. Hewson	Mgmt	For	For
1g	Elect Director Paula A. Johnson	Mgmt	For	For
1h	Elect Director Hubert Joly	Mgmt	For	For
1i	Elect Director Mark B. McClellan	Mgmt	For	For
1j	Elect Director Anne M. Mulcahy	Mgmt	For	For
1k	Elect Director Mark A. Weinberger	Mgmt	For	For
1l	Elect Director Nadja Y. West	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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.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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Adopt Mandatory Arbitration Bylaw - Withdrawn	SH		
6	Report on Government Financial Support and Equitable Access to Covid-19 Products	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks.			

Johnson & Johnson

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Adopt Policy to Include Legal and Compliance Costs in Incentive Compensation Metrics	SH	Against	Abstain
	Voter Rationale: Proposal to be withdrawn, cannot instruct as DNV therefore instructed ABSTAIN			
8	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	Against
	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.			

JPMorgan Chase & Co.

Meeting Date: 05/16/2023 Country: USA Ticker: JPM

Meeting Type: Annual

Primary ISIN: US46625H1005 Primary SEDOL: 2190385

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda B. Bammann	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Stephen B. Burke	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. 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.			
1c	Elect Director Todd A. Combs	Mgmt	For	For
1d	Elect Director James S. Crown	Mgmt	For	For
1e	Elect Director Alicia Boler Davis	Mgmt	For	For
1f	Elect Director James Dimon	Mgmt	For	For
1g	Elect Director Timothy P. Flynn	Mgmt	For	For
1h	Elect Director Alex Gorsky	Mgmt	For	For
1i	Elect Director Mellody Hobson	Mgmt	For	For
1j	Elect Director Michael A. Neal	Mgmt	For	For
1k	Elect Director Phebe N. Novakovic	Mgmt	For	For
1l	Elect Director Virginia M. Rometty	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The majority of annual bonus incentives should be quantitative.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

JPMorgan Chase & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify PricewaterhouseCoopers 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.			
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Adopt Time-Bound Policy to Phase Out Underwriting and Lending for New Fossil Fuel Development	SH	Against	Against
7	Amend Public Responsibility Committee Charter to Include Animal Welfare	SH	Against	Against
8	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			
9	Report on Climate Transition Plan Describing Efforts to Align Financing Activities with GHG Targets	SH	Against	For
	Voter Rationale: A vote FOR this resolution is warranted. Additional disclosure about the company's climate transition plan would help shareholders better evaluate the company's strategy around the transition to a low-carbon economy and the company's management of related risks and opportunities.			
10	Report on Risks Related to Discrimination Against Individuals Including Political Views	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
11	Report on Political Expenditures Congruence	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted, as a report on the company's congruence of political expenditures with stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political partnerships.			
12	Disclose 2030 Absolute GHG Reduction Targets Associated with Lending and Underwriting	SH	Against	Against

JSR Corp.

Meeting Date: 06/16/2023 | Country: Japan | Ticker: 4185

Meeting Type: Annual

Primary ISIN: JP3385980002 | Primary SEDOL: 6470986

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	Amend Articles to Amend Business Lines - Clarify Director Authority on Shareholder Meetings	Mgmt	For	For

JSR Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director Eric Johnson	Mgmt	For	Against
	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.			
3.2	Elect Director Hara, Koichi	Mgmt	For	For
3.3	Elect Director Takahashi, Seiji	Mgmt	For	For
3.4	Elect Director Tachibana, Ichiko	Mgmt	For	For
3.5	Elect Director Emoto, Kenichi	Mgmt	For	For
3.6	Elect Director Seki, Tadayuki	Mgmt	For	For
3.7	Elect Director David Robert Hale	Mgmt	For	For
3.8	Elect Director Iwasaki, Masato	Mgmt	For	For
3.9	Elect Director Ushida, Kazuo	Mgmt	For	For
4.1	Appoint Alternate Statutory Auditor Fujii, Yasufumi	Mgmt	For	Against
	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.			
4.2	Appoint Alternate Statutory Auditor Endo, Yukiko	Mgmt	For	For

JTOWER, Inc.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 4485

Meeting Type: Annual

Primary ISIN: JP3386700003 | Primary SEDOL: BK7C5R0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tanaka, Atsushi	Mgmt	For	For
1.2	Elect Director Kiriya, Yusuke	Mgmt	For	For
1.3	Elect Director Nakamura, Ryosuke	Mgmt	For	For
1.4	Elect Director Ota, Naoki	Mgmt	For	For
1.5	Elect Director Uchida, Yoshiaki	Mgmt	For	For
1.6	Elect Director Oba, Mutsuko	Mgmt	For	For
1.7	Elect Director Ishida, Shingo	Mgmt	For	For
2.1	Appoint Statutory Auditor Yamada, Akihiro	Mgmt	For	For
2.2	Appoint Statutory Auditor Nagayama, Toshiko	Mgmt	For	For

Juniper Networks, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: JNPR
Meeting Type: Annual
Primary ISIN: US48203R1041 | Primary SEDOL: 2431846

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anne DelSanto	Mgmt	For	For
1b	Elect Director Kevin DeNuccio	Mgmt	For	For
1c	Elect Director James Dolce	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1d	Elect Director Steven Fernandez	Mgmt	For	For
1e	Elect Director Christine Gorjanc	Mgmt	For	For
1f	Elect Director Janet Haugen	Mgmt	For	For
1g	Elect Director Scott Kriens	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1h	Elect Director Rahul Merchant	Mgmt	For	For
1i	Elect Director Rami Rahim	Mgmt	For	For
1j	Elect Director William Stensrud	Mgmt	For	Against
	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.			
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	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.			

Juroku Financial Group, Inc.

Meeting Date: 06/16/2023 | Country: Japan | Ticker: 7380
Meeting Type: Annual
Primary ISIN: JP3392650002 | Primary SEDOL: BLGYF07

Juroku Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Murase, Yukio	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.2	Elect Director Ikeda, Naoki	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.3	Elect Director Ishiguro, Akihide	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Shiraki, Yukiyasu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Bito, Yoshiaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Ota, Hiroyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Ito, Satoko	Mgmt	For	For
1.8	Elect Director Ueda, Yasushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.1	Elect Director and Audit Committee Member Ishikawa, Naohiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Ishihara, Shinji	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Tsuge, Satoe	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Ogawa, Akitsuyu	Mgmt	For	For
4	Approve Donation of Treasury Shares to Juroku Regional Development Foundation	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

JustSystems Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 4686

Meeting Type: Annual

Primary ISIN: JP3388450003 | Primary SEDOL: 6079792

JustSystems Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For
2.1	Elect Director Sekinada, Kyotaro	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Tajiki, Masayuki	Mgmt	For	For
2.3	Elect Director Miki, Masayuki	Mgmt	For	For
2.4	Elect Director Kurihara, Manabu	Mgmt	For	For
2.5	Elect Director Midorikawa, Yoshie	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Higo, Yasushi	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Kumagai, Tsutomu	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Igarashi, Toru	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4	Elect Alternate Director and Audit Committee Member Kurihara, Manabu	Mgmt	For	For

K. Wah International Holdings Limited

Meeting Date: 06/07/2023 Country: Bermuda Ticker: 173

Meeting Type: Annual

Primary ISIN: BMG5321P1169 Primary SEDOL: 6480082

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
3.1	Elect Francis Lui Yiu Tung as Director	Mgmt	For	For
	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. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
3.2	Elect Wong Kwai Lam as Director	Mgmt	For	Against
	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.			
3.3	Elect Cheung Kin Sang as Director	Mgmt	For	For

K. Wah International Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	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
5.1	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5.2	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
5.3	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Approve Amendments to the Existing Bye-Laws and Adopt New Bye-Laws	Mgmt	For	For

K92 Mining Inc.

Meeting Date: 06/29/2023 | Country: Canada | Ticker: KNT

Meeting Type: Annual/Special

Primary ISIN: CA4991131083 | Primary SEDOL: BYZ2CB3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Seven	Mgmt	For	For
2a	Elect Director Mark Eaton	Mgmt	For	For
2b	Elect Director Anne E. Giardini	Mgmt	For	For
2c	Elect Director Saurabh Handa	Mgmt	For	Withhold
	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.			
2d	Elect Director Cyndi Laval	Mgmt	For	For
2e	Elect Director Nan Lee	Mgmt	For	For
2f	Elect Director John D. Lewins	Mgmt	For	For
	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.			
2g	Elect Director Graham Wheelock	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

K92 Mining Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Share Compensation Plan	Mgmt	For	For
	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.			
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	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.			

Kadant Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: KAI

Meeting Type: Annual

Primary ISIN: US48282T1043 | Primary SEDOL: 2769978

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John M. Albertine	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.			
1.2	Elect Director Thomas C. Leonard	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve Non-Employee Director Restricted Stock Plan	Mgmt	For	Against
	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 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. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.			

Kadant Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Kadokawa Corp.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 9468

Meeting Type: Annual

Primary ISIN: JP3214350005 | Primary SEDOL: BQQ1JP6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Abolish Board Structure with Audit Committee - Adopt Board Structure with Three Committees - Clarify Director Authority on Shareholder Meetings - Amend Provisions on Number of Directors - Clarify Director Authority on Board Meetings	Mgmt	For	For
2.1	Elect Director Natsuno, Takeshi	Mgmt	For	For
2.2	Elect Director Yamashita, Naohisa	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Murakawa, Shinobu	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kase, Noriko	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Kawakami, Nobuo	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Cindy Chou	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Unora, Hiro	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Ruth Marie Jarman	Mgmt	For	For
2.9	Elect Director Sugiyama, Tadaaki	Mgmt	For	For
2.10	Elect Director Sasamoto, Yu	Mgmt	For	For
2.11	Elect Director Shiba, Akihiko	Mgmt	For	For
2.12	Elect Director Uzawa, Ayumi	Mgmt	For	For

Kadokawa Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.13	Elect Director David Macdonald	Mgmt	For	For

Kajima Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 1812
Meeting Type: Annual
Primary ISIN: JP3210200006 | Primary SEDOL: 6481320

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 41	Mgmt	For	For
2.1	Elect Director Oshimi, Yoshikazu	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Amano, Hiromasa	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Koshijima, Keisuke	Mgmt	For	For
2.4	Elect Director Ishikawa, Hiroshi	Mgmt	For	For
2.5	Elect Director Katsumi, Takeshi	Mgmt	For	For
2.6	Elect Director Uchida, Ken	Mgmt	For	For
2.7	Elect Director Kazama, Masaru	Mgmt	For	For
2.8	Elect Director Saito, Kiyomi	Mgmt	For	For
2.9	Elect Director Suzuki, Yoichi	Mgmt	For	For
2.10	Elect Director Saito, Tamotsu	Mgmt	For	For
2.11	Elect Director Iijima, Masami	Mgmt	For	For
2.12	Elect Director Terawaki, Kazumine	Mgmt	For	For
3	Appoint Statutory Auditor Takeishi, Emiko	Mgmt	For	For
4	Approve Annual Bonus Ceiling for Directors	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Kakaku.com, Inc.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 2371
Meeting Type: Annual
Primary ISIN: JP3206000006 | Primary SEDOL: 6689533

Kakaku.com, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Hayashi, Kaoru	Mgmt	For	Against
	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.			
2.2	Elect Director Hata, Shonosuke	Mgmt	For	Against
	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.			
2.3	Elect Director Murakami, Atsuhiro	Mgmt	For	For
2.4	Elect Director Yuki, Shingo	Mgmt	For	For
2.5	Elect Director Miyazaki, Kanako	Mgmt	For	For
2.6	Elect Director Kato, Tomoharu	Mgmt	For	For
2.7	Elect Director Miyajima, Kazuyoshi	Mgmt	For	For
2.8	Elect Director Kinoshita, Masayuki	Mgmt	For	For
2.9	Elect Director Kadowaki, Makoto	Mgmt	For	For
3	Appoint Statutory Auditor Hirai, Hirofumi	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Urashima, Masatoshi	Mgmt	For	For

Kaken Pharmaceutical Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4521

Meeting Type: Annual

Primary ISIN: JP3207000005 | Primary SEDOL: 6481643

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 Horiuchi, Hiroyuki	Mgmt	For	Against
	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.			
2.2	Elect Director Matsura, Masahiro	Mgmt	For	For
2.3	Elect Director Ota, Minoru	Mgmt	For	For
2.4	Elect Director Suzudo, Masashi	Mgmt	For	For
2.5	Elect Director Watanuki, Mitsuru	Mgmt	For	For

Kaken Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Kamibeppu, Kiyoko	Mgmt	For	For
2.7	Elect Director Takagi, Shoichiro	Mgmt	For	For
2.8	Elect Director Inoue, Yasutomo	Mgmt	For	For
3.1	Appoint Statutory Auditor Ishida, Naoyuki	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Koyama, Masahiro	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Kumagai, Makiko	Mgmt	For	For
5	Approve Annual Bonus	Mgmt	For	For

Kaman Corporation

Meeting Date: 04/19/2023 Country: USA Ticker: KAMN

Meeting Type: Annual

Primary ISIN: US4835481031 Primary SEDOL: 2483223

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Aisha M. Barry	Mgmt	For	For
1.2	Elect Director Scott E. Kuechle	Mgmt	For	For
1.3	Elect Director Michelle J. Lohmeier	Mgmt	For	For
1.4	Elect Director A. William Higgins	Mgmt	For	For
1.5	Elect Director Jennifer M. Pollino	Mgmt	For	For
1.6	Elect Director Niharika T. Ramdev	Mgmt	For	For
1.7	Elect Director Ian K. Walsh	Mgmt	For	For
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. This plan could lead to excessive dilution. 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.			

Kaman Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For

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.

Kamigumi Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9364

Meeting Type: Annual

Primary ISIN: JP3219000001 | Primary SEDOL: 6482668

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	Amend Articles to Amend Provisions on Director Titles - Clarify Director Authority on Board Meetings	Mgmt	For	For
3.1	Elect Director Fukai, Yoshihiro	Mgmt	For	For
3.2	Elect Director Tahara, Norihito	Mgmt	For	For
3.3	Elect Director Horiuchi, Toshihiro	Mgmt	For	For
3.4	Elect Director Murakami, Katsumi	Mgmt	For	For
3.5	Elect Director Hiramatsu, Koichi	Mgmt	For	For
3.6	Elect Director Ishibashi, Nobuko	Mgmt	For	For
3.7	Elect Director Hosaka, Osamu	Mgmt	For	For
3.8	Elect Director Matsumura, Harumi	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Akita, Keigo	Mgmt	For	For

Kansai Paint Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4613

Meeting Type: Annual

Primary ISIN: JP3229400001 | Primary SEDOL: 6483746

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For

Kansai Paint Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Mori, Kunishi	Mgmt	For	Against
	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.			
2.2	Elect Director Takahara, Shigeki	Mgmt	For	For
2.3	Elect Director Teraoka, Naoto	Mgmt	For	For
2.4	Elect Director Nishibayashi, Hitoshi	Mgmt	For	For
2.5	Elect Director Kajima, Junichi	Mgmt	For	For
2.6	Elect Director Yoshikawa, Keiji	Mgmt	For	For
2.7	Elect Director Omori, Shinichiro	Mgmt	For	For
2.8	Elect Director Ando, Tomoko	Mgmt	For	For
2.9	Elect Director John P. Durkin	Mgmt	For	For
3	Appoint Statutory Auditor Nakai, Hiroe	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Kuroda, Ai	Mgmt	For	For

Karuna Therapeutics, Inc.

Meeting Date: 06/20/2023 Country: USA Ticker: KRTX

Meeting Type: Annual

Primary ISIN: US48576A1007 Primary SEDOL: BJMLSD2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bill Meury	Mgmt	For	For
1b	Elect Director Laurie Olson	Mgmt	For	Withhold
	Voter Rationale: 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.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.			
1c	Elect Director David Wheadon	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Majority of STI metrics are not quantitative 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.			

Karuna Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Karyopharm Therapeutics Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: KPTI
Meeting Type: Annual
Primary ISIN: US48576U1060 | Primary SEDOL: BG3FZW0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Barry E. Greene	Mgmt	For	Withhold
	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.			
1.2	Elect Director Mansoor Raza Mirza	Mgmt	For	For
1.3	Elect Director Christy J. Oliger	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
	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.			
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Increase Authorized Common Stock	Mgmt	For	For
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
7	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

KATITAS Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8919
Meeting Type: Annual
Primary ISIN: JP3932950003 | Primary SEDOL: BF0QD69

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Arai, Katsutoshi	Mgmt	For	For
1.2	Elect Director Yokota, Kazuhito	Mgmt	For	For
1.3	Elect Director Ushijima, Takayuki	Mgmt	For	For

KATITAS Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Shirai, Toshiyuki	Mgmt	For	For
1.5	Elect Director Kumagai, Seiichi	Mgmt	For	For
1.6	Elect Director Tsukuda, Hideaki	Mgmt	For	For
1.7	Elect Director Suto, Miwa	Mgmt	For	For
2.1	Appoint Alternate Statutory Auditor Nakanishi, Noriyuki	Mgmt	For	Against
	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.			
2.2	Appoint Alternate Statutory Auditor Fukushima, Kanae	Mgmt	For	For

Kawasaki Kisen Kaisha, Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 9107

Meeting Type: Annual

Primary ISIN: JP3223800008 Primary SEDOL: 6484686

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 300	Mgmt	For	For
2.1	Elect Director Myochin, Yukikazu	Mgmt	For	Against
	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.			
2.2	Elect Director Asano, Atsuo	Mgmt	For	For
2.3	Elect Director Toriyama, Yukio	Mgmt	For	For
2.4	Elect Director Harigai, Kazuhiko	Mgmt	For	For
2.5	Elect Director Yamada, Keiji	Mgmt	For	For
2.6	Elect Director Uchida, Ryuhei	Mgmt	For	For
2.7	Elect Director Shiga, Kozue	Mgmt	For	For
2.8	Elect Director Kotaka, Koji	Mgmt	For	For
2.9	Elect Director Maki, Hiroyuki	Mgmt	For	For
3.1	Appoint Statutory Auditor Arai, Kunihiko	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Harasawa, Atsumi	Mgmt	For	For
3.3	Appoint Statutory Auditor Arai, Makoto	Mgmt	For	Against
	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.			

Kawasaki Kisen Kaisha, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Appoint Alternate Statutory Auditor Kumakura, Akiko	Mgmt	For	For
5	Approve Compensation Ceiling for Directors	Mgmt	For	For
6	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

KBR, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: KBR

Meeting Type: Annual

Primary ISIN: US48242W1062 | Primary SEDOL: B1HHB18

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark E. Baldwin	Mgmt	For	For
1b	Elect Director Stuart J. B. Bradie	Mgmt	For	For
1c	Elect Director Lynn A. Dugle	Mgmt	For	For
1d	Elect Director Lester L. Lyles	Mgmt	For	For
1e	Elect Director John A. Manzoni	Mgmt	For	For
1f	Elect Director Wendy M. Masiello	Mgmt	For	For
1g	Elect Director Jack B. Moore	Mgmt	For	For
1h	Elect Director Ann D. Pickard	Mgmt	For	For
1i	Elect Director Carlos A. Sabater	Mgmt	For	For
1j	Elect Director Vincent R. Stewart *Withdrawn Resolution*	Mgmt		
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

KDDI Corp.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 9433

Meeting Type: Annual

Primary ISIN: JP3496400007 | Primary SEDOL: 6248990

KDDI Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Tanaka, Takashi	Mgmt	For	For
3.2	Elect Director Takahashi, Makoto	Mgmt	For	For
3.3	Elect Director Amamiya, Toshitake	Mgmt	For	For
3.4	Elect Director Yoshimura, Kazuyuki	Mgmt	For	For
3.5	Elect Director Kuwahara, Yasuaki	Mgmt	For	For
3.6	Elect Director Matsuda, Hiromichi	Mgmt	For	For
3.7	Elect Director Yamaguchi, Goro	Mgmt	For	For
3.8	Elect Director Yamamoto, Keiji	Mgmt	For	For
3.9	Elect Director Goto, Shigeki	Mgmt	For	For
3.10	Elect Director Tannowa, Tsutomu	Mgmt	For	For
3.11	Elect Director Okawa, Junko	Mgmt	For	For
3.12	Elect Director Okumiya, Kyoko	Mgmt	For	For

Keihan Holdings Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 9045

Meeting Type: Annual

Primary ISIN: JP3279400000 | Primary SEDOL: 6487232

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2.1	Elect Director Kato, Yoshifumi	Mgmt	For	Against
	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.			
2.2	Elect Director Ishimaru, Masahiro	Mgmt	For	Against
	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.			
2.3	Elect Director Ueno, Masaya	Mgmt	For	For
2.4	Elect Director Hirakawa, Yoshihiro	Mgmt	For	For
2.5	Elect Director Domoto, Yoshihisa	Mgmt	For	For
2.6	Elect Director Matsushita, Yasushi	Mgmt	For	For

Keihan Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Murao, Kazutoshi	Mgmt	For	For
2.8	Elect Director Hashizume, Shinya	Mgmt	For	For
2.9	Elect Director Ken Chan Chien-Wei	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Inachi, Toshihiko	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Umezaki, Hisashi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Tahara, Nobuyuki	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.4	Elect Director and Audit Committee Member Kusao, Koichi	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Hamasaki, Kanako	Mgmt	For	For

Keihanshin Building Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 8818

Meeting Type: Annual

Primary ISIN: JP3279000008 | Primary SEDOL: 6487209

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 18	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Minami, Koichi	Mgmt	For	For
3.2	Elect Director Wakabayashi, Tsuneo	Mgmt	For	For
3.3	Elect Director Isemura, Seisuke	Mgmt	For	For
3.4	Elect Director Yoshida, Takashi	Mgmt	For	For
3.5	Elect Director Nomura, Masao	Mgmt	For	For
3.6	Elect Director Tsuji, Takashi	Mgmt	For	For
3.7	Elect Director Takeda, Chiho	Mgmt	For	For
4	Appoint Statutory Auditor Nishida, Shigeru	Mgmt	For	Against
	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.			

Keikyu Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9006
Meeting Type: Annual
Primary ISIN: JP3280200001 | Primary SEDOL: 6487306

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 6	Mgmt	For	For
2.1	Elect Director Harada, Kazuyuki	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Kawamata, Yukihiro	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Honda, Toshiaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Sakurai, Kazuhide	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Kaneko, Yuichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Takeya, Hideki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Terajima, Yoshinori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Kakizaki, Tamaki	Mgmt	For	For
2.9	Elect Director Nohara, Sawako	Mgmt	For	For
3	Appoint Statutory Auditor Urabe, Kazuo	Mgmt	For	Against
	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.			

Keio Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9008
Meeting Type: Annual
Primary ISIN: JP3277800003 | Primary SEDOL: 6487362

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For

Keio Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Komura, Yasushi	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Tsumura, Satoshi	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Minami, Yoshitaka	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Yamagishi, Masaya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Ono, Masahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Inoue, Shinichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Furuichi, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Nakaoka, Kazunori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Wakabayashi, Katsuyoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Miyasaka, Shuji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.11	Elect Director Tsunekage, Hitoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Elect Director and Audit Committee Member Yamauchi, Aki	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Harada, Kimie	Mgmt	For	For

Keisei Electric Railway Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 9009

Meeting Type: Annual

Primary ISIN: JP3278600006 Primary SEDOL: 6487425

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 11.5	Mgmt	For	For
2.1	Elect Director Kobayashi, Toshiya	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Amano, Takao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Tanaka, Tsuguo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kaneko, Shokichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Yamada, Koji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Mochinaga, Hideki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Oka, Tadakazu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Shimizu, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Furukawa, Yasunobu	Mgmt	For	For
2.10	Elect Director Tochigi, Shotaro	Mgmt	For	For
2.11	Elect Director Kikuchi, Misao	Mgmt	For	For
2.12	Elect Director Ashizaki, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.13	Elect Director Emmei, Makoto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.14	Elect Director Amitani, Takako	Mgmt	For	For
2.15	Elect Director Taguchi, Kazumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Keisei Electric Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Appoint Statutory Auditor Kobayashi, Takeshi	Mgmt	For	Against
	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.			
4	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For

Kellogg Company

Meeting Date: 04/28/2023 | Country: USA | Ticker: K

Meeting Type: Annual

Primary ISIN: US4878361082 | Primary SEDOL: 2486813

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stephanie A. Burns	Mgmt	For	For
1b	Elect Director Steve Cahillane	Mgmt	For	For
1c	Elect Director La June Montgomery Tabron	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Report on Civil Rights, Non-Discrimination and Returns to Merit Audit	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
6	Report on Median Gender/Racial Pay Gap	SH	Against	For
	Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.			

Kemper Corporation

Meeting Date: 05/03/2023 | Country: USA | Ticker: KMPR

Meeting Type: Annual

Primary ISIN: US4884011002 | Primary SEDOL: B52KRV2

Kemper Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Teresa A. Canida	Mgmt	For	For
1b	Elect Director George N. Cochran	Mgmt	For	For
1c	Elect Director Kathleen M. Cronin	Mgmt	For	For
1d	Elect Director Jason N. Gorevic	Mgmt	For	For
1e	Elect Director Lacy M. Johnson	Mgmt	For	For
1f	Elect Director Joseph P. Lacher, Jr.	Mgmt	For	For
1g	Elect Director Gerald Laderman	Mgmt	For	For
1h	Elect Director Alberto J. Paracchini	Mgmt	For	For
1i	Elect Director Stuart B. Parker	Mgmt	For	For
1j	Elect Director Christopher B. Sarofim	Mgmt	For	For
1k	Elect Director Susan D. Whiting	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Approve Omnibus Stock Plan	Mgmt	For	For
	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.			
4	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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Kennedy-Wilson Holdings, Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: KW

Meeting Type: Annual

Primary ISIN: US4893981070 Primary SEDOL: B298495

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Todd Boehly	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			

Kennedy-Wilson Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director David A. Minella	Mgmt	For	Against
	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. 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.			
1.3	Elect Director Mary Ricks	Mgmt	For	For
1.4	Elect Director Sanaz Zaimi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

Keppel Corporation Limited

Meeting Date: 04/21/2023 Country: Singapore Ticker: BN4

Meeting Type: Annual

Primary ISIN: SG1U68934629 Primary SEDOL: B1VQ5C0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Elect Danny Teoh as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4	Elect Till Vestring as Director	Mgmt	For	For
5	Elect Veronica Eng as Director	Mgmt	For	For
6	Elect Olivier Blum as Director	Mgmt	For	For
7	Elect Jimmy Ng as Director	Mgmt	For	For
8	Approve Directors' Fees	Mgmt	For	For
9	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For

Keppel Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
11	Authorize Share Repurchase Program	Mgmt	For	For
12	Approve Mandate for Interested Person Transactions	Mgmt	For	For

Keppel DC REIT

Meeting Date: 04/19/2023 | Country: Singapore | Ticker: AJBU

Meeting Type: Annual

Primary ISIN: SG1AF6000009 | Primary SEDOL: BT9Q186

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, the Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize the Manager to Fix the Auditor's Remuneration	Mgmt	For	For
3	Elect Christina Tan as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4	Elect Lee Chiang Huat as Director	Mgmt	For	For
5	Elect Yeo Siew Eng as Director	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Keppel Pacific Oak US REIT

Meeting Date: 04/19/2023 | Country: Singapore | Ticker: CMOU

Meeting Type: Annual

Primary ISIN: SG1EA1000007 | Primary SEDOL: BF249P2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For

Keppel Pacific Oak US REIT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Ernst & Young LLP as Auditors and Authorize the Manager to Fix the Auditor's Remuneration	Mgmt	For	For
3	Elect Lawrence D. Sperling as Director	Mgmt	For	For
4	Elect Kenneth Tan Jhu Hwa as Director	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Authorize Unit Repurchase Program	Mgmt	For	For

Keppel REIT

Meeting Date: 04/21/2023 | Country: Singapore | Ticker: K71U

Meeting Type: Annual

Primary ISIN: SG1T22929874 | Primary SEDOL: B12RQH4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For
3	Elect Tan Swee Yiow as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board; support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4	Elect Ian Roderick Mackie as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy that aims to increase gender diversity on the board.			
5	Elect Christina Tan as Director	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Authorize Share Repurchase Program	Mgmt	For	For
8	Amend Trust Deed	Mgmt	For	For

Keros Therapeutics, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: KROS
Meeting Type: Annual
Primary ISIN: US4923271013 | Primary SEDOL: BM7V485

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carl L. Gordon	Mgmt	For	Withhold
	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.			
1.2	Elect Director Tomer Kariv	Mgmt	For	Withhold
	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. 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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Kerry Logistics Network Limited

Meeting Date: 05/11/2023 | Country: Bermuda | Ticker: 636
Meeting Type: Special
Primary ISIN: BMG524181036 | Primary SEDOL: BH0W286

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Subscription and Placing Agency Agreement and Related Transactions	Mgmt	For	For

Kerry Logistics Network Limited

Meeting Date: 05/22/2023 | Country: Bermuda | Ticker: 636
Meeting Type: Annual
Primary ISIN: BMG524181036 | Primary SEDOL: BH0W286

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

Kerry Logistics Network Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Kuok Khoon Hua as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
4	Elect Wong Yu Pok Marina as Director	Mgmt	For	For
5	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
6	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Kerry Properties Limited

Meeting Date: 05/31/2023 | Country: Bermuda | Ticker: 683

Meeting Type: Annual

Primary ISIN: BMG524401079 | Primary SEDOL: 6486314

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 Kuok Khoon Hua as Director	Mgmt	For	For
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nominating committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. 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. 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.			
3b	Elect Au Hing Lun, Dennis as Director	Mgmt	For	For
3c	Elect Wong Yu Pok, Marina as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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.			

Kerry Properties Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3d	Elect Cheung Leong as Director	Mgmt	For	For
3e	Elect Chum Kwan Lock, Grant as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
4	Approve Directors' Fees	Mgmt	For	For
5	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Adopt the Amended and Restated Bye-laws	Mgmt	For	For

Keurig Dr Pepper Inc.

Meeting Date: 06/12/2023 Country: USA Ticker: KDP

Meeting Type: Annual

Primary ISIN: US49271V1008 Primary SEDOL: BD3W133

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Robert Gamgort	Mgmt	For	For
1B	Elect Director Oray Boston	Mgmt	For	For
1C	Elect Director Olivier Goudet	Mgmt	For	Against
	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.			
1D	Elect Director Peter Harf	Mgmt	For	For
1E	Elect Director Juliette Hickman	Mgmt	For	For
1F	Elect Director Paul Michaels	Mgmt	For	For
1G	Elect Director Pamela Patsley	Mgmt	For	For
1H	Elect Director Lubomira Rochet	Mgmt	For	For

Keurig Dr Pepper Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1I	Elect Director Debra Sandler	Mgmt	For	For
1J	Elect Director Robert Singer	Mgmt	For	For
1K	Elect Director Larry Young	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	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. 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. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

KeyCorp

Meeting Date: 05/11/2023 Country: USA Ticker: KEY

Meeting Type: Annual

Primary ISIN: US4932671088 Primary SEDOL: 2490911

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alexander M. Cutler	Mgmt	For	Against
	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.			
1.2	Elect Director H. James Dallas	Mgmt	For	For
1.3	Elect Director Elizabeth R. Gile	Mgmt	For	For
1.4	Elect Director Ruth Ann M. Gillis	Mgmt	For	For
1.5	Elect Director Christopher M. Gorman	Mgmt	For	For
1.6	Elect Director Robin N. Hayes	Mgmt	For	For
1.7	Elect Director Carlton L. Highsmith	Mgmt	For	For
1.8	Elect Director Richard J. Hipple	Mgmt	For	For
1.9	Elect Director Devina A. Rankin	Mgmt	For	For

KeyCorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Barbara R. Snyder	Mgmt	For	For
1.11	Elect Director Richard J. Tobin	Mgmt	For	For
1.12	Elect Director Todd J. Vasos	Mgmt	For	For
1.13	Elect Director David K. Wilson	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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. Variable remuneration should not contain a significant overlap of metrics.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. Variable remuneration should not contain a significant overlap of metrics. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
6	Require Independent Board Chair	SH	Against	For
	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.			

KEYENCE Corp.

Meeting Date: 06/14/2023 | Country: Japan | Ticker: 6861

Meeting Type: Annual

Primary ISIN: JP3236200006 | Primary SEDOL: 6490995

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For
2.1	Elect Director Takizaki, Takemitsu	Mgmt	For	For

KEYENCE Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Nakata, Yu	Mgmt	For	Against
	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.			
2.3	Elect Director Yamaguchi, Akiji	Mgmt	For	For
2.4	Elect Director Yamamoto, Hiroaki	Mgmt	For	For
2.5	Elect Director Nakano, Tetsuya	Mgmt	For	For
2.6	Elect Director Yamamoto, Akinori	Mgmt	For	For
2.7	Elect Director Taniguchi, Seiichi	Mgmt	For	For
2.8	Elect Director Suenaga, Kumiko	Mgmt	For	For
2.9	Elect Director Yoshioka, Michifumi	Mgmt	For	For
3	Appoint Statutory Auditor Komura, Koichiro	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Yamamoto, Masaharu	Mgmt	For	For

Kikkoman Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 2801

Meeting Type: Annual

Primary ISIN: JP3240400006 | Primary SEDOL: 6490809

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 48	Mgmt	For	For
2.1	Elect Director Mogi, Yuzaburo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.2	Elect Director Horikiri, Noriaki	Mgmt	For	Against
	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.			
2.3	Elect Director Nakano, Shozaburo	Mgmt	For	Against
	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.			
2.4	Elect Director Shimada, Masanao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Mogi, Osamu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Matsuyama, Asahi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Kikkoman Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Kamiyama, Takao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Fukui, Toshihiko	Mgmt	For	For
2.9	Elect Director Inokuchi, Takeo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Iino, Masako	Mgmt	For	For
2.11	Elect Director Sugiyama, Shinsuke	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Endo, Kazuyoshi	Mgmt	For	For

Killam Apartment Real Estate Investment

Meeting Date: 05/05/2023 | Country: Canada | Ticker: KMP.UN

Meeting Type: Annual

Primary ISIN: CA49410M1023 | Primary SEDOL: BYZ1856

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Philip D. Fraser	Mgmt	For	For
1.2	Elect Trustee Robert G. Kay	Mgmt	For	Withhold
	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.			
1.3	Elect Trustee Aldea M. Landry	Mgmt	For	For
1.4	Elect Trustee James C. Lawley	Mgmt	For	Withhold
	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.			
1.5	Elect Trustee Karine L. MacIndoe	Mgmt	For	For
1.6	Elect Trustee Laurie M. MacKeigan	Mgmt	For	For
1.7	Elect Trustee Doug McGregor	Mgmt	For	For
1.8	Elect Trustee Robert G. Richardson	Mgmt	For	For
1.9	Elect Trustee Manfred J. Walt	Mgmt	For	Withhold
	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. 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.			

Killam Apartment Real Estate Investment

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Ernst & Young LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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.			

Kilroy Realty Corporation

Meeting Date: 05/24/2023 | Country: USA | Ticker: KRC

Meeting Type: Annual

Primary ISIN: US49427F1084 | Primary SEDOL: 2495529

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John Kilroy	Mgmt	For	For
1b	Elect Director Edward F. Brennan	Mgmt	For	Against
	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. 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.			
1c	Elect Director Jolie Hunt	Mgmt	For	For
1d	Elect Director Scott S. Ingraham	Mgmt	For	Against
	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. 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.			
1e	Elect Director Louisa G. Ritter	Mgmt	For	For
1f	Elect Director Gary R. Stevenson	Mgmt	For	For
1g	Elect Director Peter B. Stoneberg	Mgmt	For	Against
	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.			
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. 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.			

Kilroy Realty Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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. 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	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.			

Kimberly-Clark Corporation

Meeting Date: 04/20/2023 | Country: USA | Ticker: KMB

Meeting Type: Annual

Primary ISIN: US4943681035 | Primary SEDOL: 2491839

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sylvia M. Burwell	Mgmt	For	For
1.2	Elect Director John W. Culver	Mgmt	For	For
1.3	Elect Director Michael D. Hsu	Mgmt	For	For
	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.			
1.4	Elect Director Mae C. Jemison	Mgmt	For	For
1.5	Elect Director S. Todd Maclin	Mgmt	For	For
1.6	Elect Director Deirdre A. Mahlan	Mgmt	For	For
1.7	Elect Director Sherilyn S. McCoy	Mgmt	For	For
1.8	Elect Director Christa S. Quarles	Mgmt	For	For
1.9	Elect Director Jaime A. Ramirez	Mgmt	For	For
1.10	Elect Director Dunia A. Shive	Mgmt	For	For
1.11	Elect Director Mark T. Smucker	Mgmt	For	For
1.12	Elect Director Michael D. White	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.			

Kimberly-Clark Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Kimco Realty Corporation

Meeting Date: 04/25/2023 Country: USA Ticker: KIM

Meeting Type: Annual

Primary ISIN: US49446R1095 Primary SEDOL: 2491594

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Milton Cooper	Mgmt	For	For
1b	Elect Director Philip E. Coviello	Mgmt	For	For
1c	Elect Director Conor C. Flynn	Mgmt	For	For
1d	Elect Director Frank Lourenso	Mgmt	For	Against
	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. 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.			
1e	Elect Directorr Henry Moniz	Mgmt	For	For
1f	Elect Director Mary Hogan Preusse	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1g	Elect Director Valerie Richardson	Mgmt	For	For
1h	Elect Director Richard B. Saltzman	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Kinaxis Inc.

Meeting Date: 06/08/2023 | Country: Canada | Ticker: KXS
Meeting Type: Annual
Primary ISIN: CA49448Q1090 | Primary SEDOL: BN85P68

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John (Ian) Giffen	Mgmt	For	For
1.2	Elect Director Robert Courteau	Mgmt	For	For
1.3	Elect Director Gillian (Jill) Denham	Mgmt	For	For
1.4	Elect Director Angel Mendez	Mgmt	For	For
	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.			
1.5	Elect Director Pamela Passman	Mgmt	For	For
1.6	Elect Director Elizabeth (Betsy) Rafael	Mgmt	For	For
1.7	Elect Director Kelly Thomas	Mgmt	For	For
1.8	Elect Director John Sicard	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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.			

Kinder Morgan, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: KMI
Meeting Type: Annual
Primary ISIN: US49456B1017 | Primary SEDOL: B3NQ4P8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard D. Kinder	Mgmt	For	For
1.2	Elect Director Steven J. Kean	Mgmt	For	For
1.3	Elect Director Kimberly A. Dang	Mgmt	For	For
1.4	Elect Director Ted A. Gardner	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.5	Elect Director Anthony W. Hall, Jr.	Mgmt	For	For
1.6	Elect Director Gary L. Hultquist	Mgmt	For	For

Kinder Morgan, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Ronald L. Kuehn, Jr.	Mgmt	For	For
1.8	Elect Director Deborah A. Macdonald	Mgmt	For	For
	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. However, at this time, we are supportive of this nominee.- Context: Director is almost two decades removed from her VP and President role at subsidiary. She is also the only non-exec woman director.			
1.9	Elect Director Michael C. Morgan	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent. This director is not sufficiently independent to serve as the independent lead director. However, at this time, we are supportive of this nominee.- Context: Director is almost two decades removed from role.			
1.10	Elect Director Arthur C. Reichstetter	Mgmt	For	For
1.11	Elect Director C. Park Shaper	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.12	Elect Director William A. Smith	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.13	Elect Director Joel V. Staff	Mgmt	For	For
1.14	Elect Director Robert F. Vagt	Mgmt	For	For
2	Amend Certificate of Incorporation to Allow Exculpation of Certain Officers	Mgmt	For	For
3	Ratify PricewaterhouseCoopers 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Kinetik Holdings Inc.

Meeting Date: 05/31/2023 Country: USA Ticker: KNTK

Meeting Type: Annual

Primary ISIN: US02215L2097 Primary SEDOL: BLPNQJ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jamie Welch	Mgmt	For	For

Kinetik Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director David I. Foley	Mgmt	For	For
	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.			
1.3	Elect Director John-Paul (JP) Munfa	Mgmt	For	For
1.4	Elect Director Elizabeth P. Cordia	Mgmt	For	For
1.5	Elect Director Jesse Krynak	Mgmt	For	For
1.6	Elect Director Ronald Schweizer	Mgmt	For	For
1.7	Elect Director Laura A. Sugg	Mgmt	For	For
1.8	Elect Director Kevin S. McCarthy	Mgmt	For	For
1.9	Elect Director Ben C. Rodgers	Mgmt	For	For
1.10	Elect Director D. Mark Leland	Mgmt	For	For
1.11	Elect Director Deborah L. Byers	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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.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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Eliminate 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.			
5	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For
6	Ratify KPMG LLP as Auditors	Mgmt	For	For

Kinsale Capital Group, Inc.

Meeting Date: 05/25/2023	Country: USA Meeting Type: Annual	Ticker: KNSL	
		Primary ISIN: US49714P1084	Primary SEDOL: BD1MGQ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael P. Kehoe	Mgmt	For	For

Kinsale Capital Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Steven J. Bensinger	Mgmt	For	For
1c	Elect Director Teresa P. Chia	Mgmt	For	For
1d	Elect Director Robert V. Hatcher, III	Mgmt	For	For
1e	Elect Director Anne C. Kronenberg	Mgmt	For	For
1f	Elect Director Robert Lippincott, III	Mgmt	For	Abstain
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1g	Elect Director James J. Ritchie	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1h	Elect Director Frederick L. Russell, Jr.	Mgmt	For	For
1i	Elect Director Gregory M. Share	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The annual bonus should be assessed using no less than two metrics. 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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Kintetsu Department Store Co. Ltd.

Meeting Date: 05/25/2023 | Country: Japan | Ticker: 8244

Meeting Type: Annual

Primary ISIN: JP3250800004 | Primary SEDOL: 6499293

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For
2.1	Elect Director Akita, Takuji	Mgmt	For	Abstain
	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.			
2.2	Elect Director Yagi, Tetsu	Mgmt	For	For
2.3	Elect Director Kobayashi, Tetsuya	Mgmt	For	For
2.4	Elect Director Mukai, Toshiaki	Mgmt	For	For

Kintetsu Department Store Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Yoshikawa, Ichizo	Mgmt	For	For
2.6	Elect Director Hirose, Kyoko	Mgmt	For	For
2.7	Elect Director Chihara, Masakazu	Mgmt	For	For
2.8	Elect Director Nagano, Kimitoshi	Mgmt	For	For
2.9	Elect Director Kajima, Takahiro	Mgmt	For	For

Kintetsu Group Holdings Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 9041

Meeting Type: Annual

Primary ISIN: JP3260800002 | Primary SEDOL: 6492968

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	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Kobayashi, Tetsuya	Mgmt	For	Against
	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.			
3.2	Elect Director Wakai, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.3	Elect Director Hara, Shiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Hayashi, Nobu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Matsumoto, Akihiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Yanagi, Masanori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Katayama, Toshiko	Mgmt	For	For
3.8	Elect Director Nagaoka, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.9	Elect Director Tsuji, Takashi	Mgmt	For	Against
	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.			

Kintetsu Group Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.10	Elect Director Kasamatsu, Hiroyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.11	Elect Director Yoneda, Akimasa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.12	Elect Director Mikasa, Yuji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
4	Appoint Statutory Auditor Nishizaki, Hajime	Mgmt	For	Against
	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.			

Kissei Pharmaceutical Co., Ltd.

Meeting Date: 06/22/2023 Country: Japan Ticker: 4547

Meeting Type: Annual

Primary ISIN: JP3240600001 Primary SEDOL: 6494061

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2	Appoint Statutory Auditor Nakagawa, Kando	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

KI-Star Real Estate Co., Ltd.

Meeting Date: 06/26/2023 Country: Japan Ticker: 3465

Meeting Type: Annual

Primary ISIN: JP3277620005 Primary SEDOL: BYZ0S75

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 90	Mgmt	For	For
2	Amend Articles to Allow Virtual Only Shareholder Meetings - Reduce Directors' Term	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this proposal is warranted because: - The passage of this proposal will authorize the company to hold virtual only meetings permanently, without further need to consult shareholders, even after the current health crisis is resolved, and the proposed language fails to specify situations under which virtual meetings will be held.			

KI-Star Real Estate Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director Hanawa, Keiji	Mgmt	For	For
3.2	Elect Director Takiguchi, Yuichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.3	Elect Director Asami, Masanori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Matsukura, Makoto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Masugi, Emi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Abe, Kazuhiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Matsuzawa, Hiroshi	Mgmt	For	For
3.8	Elect Director Hanai, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.9	Elect Director Sakai, Hiroyuki	Mgmt	For	For
3.10	Elect Director Kaneko, Emi	Mgmt	For	For
4.1	Appoint Statutory Auditor Tsutsumi, Miyoshi	Mgmt	For	Against
	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.			
4.2	Appoint Statutory Auditor Hiroka, Kenji	Mgmt	For	For
4.3	Appoint Statutory Auditor Kakiuchi, Midori	Mgmt	For	For
4.4	Appoint Statutory Auditor Ezoe, Hirotaka	Mgmt	For	Against
	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.			

Kite Realty Group Trust

Meeting Date: 05/10/2023 | Country: USA | Ticker: KRG

Meeting Type: Annual

Primary ISIN: US49803T3005 | Primary SEDOL: BPBSZJ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John A. Kite	Mgmt	For	For

Kite Realty Group Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director William E. Bindley	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.			
1c	Elect Director Bonnie S. Biumi	Mgmt	For	For
1d	Elect Director Derrick Burks	Mgmt	For	For
1e	Elect Director Victor J. Coleman	Mgmt	For	For
1f	Elect Director Gerald M. Gorski	Mgmt	For	For
1g	Elect Director Steven P. Grimes	Mgmt	For	Against
	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.			
1h	Elect Director Christie B. Kelly	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1i	Elect Director Peter L. Lynch	Mgmt	For	For
1j	Elect Director David R. O'Reilly	Mgmt	For	For
1k	Elect Director Barton R. Peterson	Mgmt	For	For
1l	Elect Director Charles H. Wurtzebach	Mgmt	For	For
1m	Elect Director Caroline L. Young	Mgmt	For	Abstain
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Severance payments should not exceed two year's 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Kiwi Property Group Limited

Meeting Date: 06/28/2023 | Country: New Zealand | Ticker: KPG
Meeting Type: Annual
Primary ISIN: NZKPGE0001S9 | Primary SEDOL: BTDY2M7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Simon Shakesheff as Director	Mgmt	For	For
2	Elect Carlie Eve as Director	Mgmt	For	For
3	Elect Peter Alexander as Director	Mgmt	For	For

KKR Real Estate Finance Trust Inc.

Meeting Date: 04/21/2023 | Country: USA | Ticker: KREF
Meeting Type: Annual
Primary ISIN: US48251K1007 | Primary SEDOL: BF0YMC2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Terrance R. Ahern	Mgmt	For	Withhold
	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 charter which adversely impacts shareholder rights. Also, the company maintains governing documents which prohibit shareholders from amending the bylaws.			
1.2	Elect Director Irene M. Esteves	Mgmt	For	Withhold
	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 charter which adversely impacts shareholder rights. Also, the company maintains governing documents which prohibit shareholders from amending the bylaws.			
1.3	Elect Director Jonathan A. Langer	Mgmt	For	Withhold
	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 charter which adversely impacts shareholder rights. Also, the company maintains governing documents which prohibit shareholders from amending the bylaws.			
1.4	Elect Director Christen E.J. Lee	Mgmt	For	For
1.5	Elect Director Paula Madoff	Mgmt	For	For
1.6	Elect Director Deborah H. McAneny	Mgmt	For	For
1.7	Elect Director Ralph F. Rosenberg	Mgmt	For	For
1.8	Elect Director Matthew A. Salem	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Klepierre SA

Meeting Date: 05/11/2023 | Country: France | Ticker: LI

Meeting Type: Annual/Special

Primary ISIN: FR0000121964 | Primary SEDOL: 7582556

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 1.75 per Share	Mgmt	For	For
4	Approve Transaction with Jean-Michel Gault Re: Employment Contract with Klepierre Management SNC	Mgmt	For	For
5	Approve Transaction with Klepierre Management SNC and Jean-Michel Gault Re: Settlement Agreement	Mgmt	For	Against
	*Voter Rationale: * A vote FOR Item 4 is warranted in absence of any significant concern. * A vote AGAINST Item 5 is warranted as the proposed settlement agreement raises a significant concern. Nevertheless, ISS acknowledges the company was in a deadlock and could not but conclude this agreement to solve the employment contract and prevent legal proceedings from happening. Besides, the company voluntarily chose to seek shareholders' approval on the settlement agreement. As a reminder, it is considered as a good practice for the executive officers to end their employment contracts with the company before starting their duties.*			
6	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
7	Reelect Catherine Simoni as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
8	Reelect Florence von Erb as Supervisory Board Member	Mgmt	For	For
9	Reelect Stanley Shashoua as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
10	Acknowledge End of Mandate of BEAS as Alternate Auditor and Decision Not to Replace	Mgmt	For	For
11	Acknowledge End of Mandate of Picarle & Associes as Alternate Auditor and Decision Not to Replace	Mgmt	For	For
12	Approve Remuneration Policy of Chairman and Supervisory Board Members	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Approve Remuneration Policy of Chairman of the Management Board	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. 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.			
14	Approve Remuneration Policy of Management Board Members	Mgmt	For	For
15	Approve Compensation Report of Corporate Officers	Mgmt	For	For
16	Approve Compensation of David Simon, Chairman of the Supervisory Board	Mgmt	For	For
17	Approve Compensation of Jean-Marc Jestin, Chairman of the Management Board	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
18	Approve Compensation of Stephane Tortajada, CFO and Management Board Member Since June 22, 2022	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
19	Approve Compensation of Jean-Michel Gault, CFO and Management Board Member Until June 21, 2022	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
20	Approve Compensation of Benat Ortega, COO and Management Board Member Until January 31, 2022	Mgmt	For	For
21	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
22	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
23	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 120 Million	Mgmt	For	For
24	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 40,160,564	Mgmt	For	For

Klepierre SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
25	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 40,160,564	Mgmt	For	For
26	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 23-25	Mgmt	For	For
27	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
28	Authorize Capitalization of Reserves of Up to EUR 100 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
29	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 23-28 at EUR 120 Million	Mgmt	For	For
	Ordinary Business	Mgmt		
30	Approve Company's Climate Transition Plan (Advisory)	Mgmt	For	For
31	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Knight Therapeutics Inc.

Meeting Date: 05/10/2023 Country: Canada Ticker: GUD

Meeting Type: Annual

Primary ISIN: CA4990531069 Primary SEDOL: BK6WN77

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jonathan Ross Goodman	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1.2	Elect Director James C. Gale	Mgmt	For	For
1.3	Elect Director Samira Sakhia	Mgmt	For	For
1.4	Elect Director Robert N. Lande	Mgmt	For	For
1.5	Elect Director Michael J. Tremblay	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. 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.			
1.6	Elect Director Nicolas Sujoy	Mgmt	For	For
1.7	Elect Director Janice Murray	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Knight-Swift Transportation Holdings Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: KNX
Meeting Type: Annual
Primary ISIN: US4990491049 | Primary SEDOL: BF0LKD0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Reid Dove	Mgmt	For	For
1b	Elect Director Michael Garnreiter	Mgmt	For	Against
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1c	Elect Director Louis Hobson	Mgmt	For	For
1d	Elect Director David Jackson	Mgmt	For	For
1e	Elect Director Gary Knight	Mgmt	For	For
1f	Elect Director Kevin Knight	Mgmt	For	For
1g	Elect Director Kathryn Munro	Mgmt	For	Against
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
1h	Elect Director Jessica Powell	Mgmt	For	For
1i	Elect Director Roberta Roberts Shank	Mgmt	For	For
	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.			
1j	Elect Director Robert Synowicki, Jr.	Mgmt	For	For
	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.			
1k	Elect Director David Vander Ploeg	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			
5	Require Independent Board Chair	SH	Against	For
	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 managements performance.			

Knorr-Bremse AG

Meeting Date: 05/05/2023 | Country: Germany | Ticker: KBX
Meeting Type: Annual
Primary ISIN: DE000KBX1006 | Primary SEDOL: BD2P9X9

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

Koa Corp.

Meeting Date: 06/24/2023 | Country: Japan | Ticker: 6999
Meeting Type: Annual
Primary ISIN: JP3283400004 | Primary SEDOL: 6495860

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2	Amend Articles to Amend Provisions on Number of Directors	Mgmt	For	For
3.1	Elect Director Mukaiyama, Koichi	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
3.2	Elect Director Hanagata, Tadao	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
3.3	Elect Director Nonomura, Akira	Mgmt	For	For
3.4	Elect Director Momose, Katsuhiko	Mgmt	For	For
3.5	Elect Director Yamaoka, Etsuji	Mgmt	For	For
3.6	Elect Director Kojima, Toshihiro	Mgmt	For	For
3.7	Elect Director Mukaiyama, Kosei	Mgmt	For	For
3.8	Elect Director Michael John Korver	Mgmt	For	For
3.9	Elect Director Kitagawa, Toru	Mgmt	For	For
3.10	Elect Director Takahashi, Koji	Mgmt	For	For
3.11	Elect Director Ozawa, Hitoshi	Mgmt	For	For
3.12	Elect Director Sumi, Sachiko	Mgmt	For	For
4.1	Appoint Statutory Auditor Yajima, Tsuyoshi	Mgmt	For	Against
	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.			
4.2	Appoint Statutory Auditor Iinuma, Yoshiko	Mgmt	For	For

Koei Tecmo Holdings Co., Ltd.

Meeting Date: 06/15/2023 | Country: Japan | Ticker: 3635
Meeting Type: Annual
Primary ISIN: JP3283460008 | Primary SEDOL: B60DR09

Koei Tecmo Holdings Co., Ltd.

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 Erikawa, Keiko	Mgmt	For	For
2.2	Elect Director Erikawa, Yoichi	Mgmt	For	For
2.3	Elect Director Koinuma, Hisashi	Mgmt	For	For
2.4	Elect Director Hayashi, Yosuke	Mgmt	For	For
2.5	Elect Director Asano, Kenjiro	Mgmt	For	For
2.6	Elect Director Erikawa, Mei	Mgmt	For	For
2.7	Elect Director Kakihara, Yasuharu	Mgmt	For	For
2.8	Elect Director Tejima, Masao	Mgmt	For	For
2.9	Elect Director Kobayashi, Hiroshi	Mgmt	For	For
2.10	Elect Director Sato, Tatsuo	Mgmt	For	For
2.11	Elect Director Ogasawara, Michiaki	Mgmt	For	For
2.12	Elect Director Hayashi, Fumiko	Mgmt	For	For

Koito Manufacturing Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 7276
Meeting Type: Annual
Primary ISIN: JP3284600008 | Primary SEDOL: 6496324

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 Otake, Masahiro	Mgmt	For	Against
	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.			
2.2	Elect Director Kato, Michiaki	Mgmt	For	Against
	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.			
2.3	Elect Director Uchiyama, Masami	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Konagaya, Hideharu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Koito Manufacturing Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Kusakawa, Katsuyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Toyota, Jun	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Uehara, Haruya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Sakurai, Kingo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Igarashi, Chika	Mgmt	For	For
3.1	Appoint Statutory Auditor Kimeda, Hiroshi	Mgmt	For	For
3.2	Appoint Statutory Auditor Yamaguchi, Hidemi	Mgmt	For	Against
	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.			

Komatsu Ltd.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 6301

Meeting Type: Annual

Primary ISIN: JP3304200003 | Primary SEDOL: 6496584

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 Ohashi, Tetsuji	Mgmt	For	For
2.2	Elect Director Ogawa, Hiroyuki	Mgmt	For	For
2.3	Elect Director Moriyama, Masayuki	Mgmt	For	For
2.4	Elect Director Horikoshi, Takeshi	Mgmt	For	For
2.5	Elect Director Kunibe, Takeshi	Mgmt	For	For
2.6	Elect Director Arthur M. Mitchell	Mgmt	For	For
2.7	Elect Director Saiki, Naoko	Mgmt	For	For
2.8	Elect Director Sawada, Michitaka	Mgmt	For	For
2.9	Elect Director Yokomoto, Mitsuko	Mgmt	For	For
3	Appoint Statutory Auditor Matsumura, Mariko	Mgmt	For	For

KONAMI Group Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 9766
Meeting Type: Annual
Primary ISIN: JP3300200007 | Primary SEDOL: 6496681

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kozuki, Kagemasa	Mgmt	For	Against
	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.			
1.2	Elect Director Higashio, Kimihiko	Mgmt	For	Against
	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.			
1.3	Elect Director Hayakawa, Hideki	Mgmt	For	For
1.4	Elect Director Okita, Katsunori	Mgmt	For	For
1.5	Elect Director Matsura, Yoshihiro	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Yamaguchi, Kaori	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Kubo, Kimito	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Higuchi, Yasushi	Mgmt	For	For

Kongsberg Gruppen ASA

Meeting Date: 05/11/2023 | Country: Norway | Ticker: KOG
Meeting Type: Annual
Primary ISIN: NO0003043309 | Primary SEDOL: 5208241

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Notice of Meeting and Agenda	Mgmt	For	Do Not Vote
2	Designate Inspector(s) of Minutes of Meeting	Mgmt		
3	Receive President's Report	Mgmt		
4	Discuss Company's Corporate Governance Statement	Mgmt		
5	Accept Financial Statements and Statutory Reports	Mgmt	For	Do Not Vote
6	Approve Dividends of NOK 15.64 Per Share	Mgmt	For	Do Not Vote

Kongsberg Gruppen ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Remuneration of Directors in the Amount of NOK 651,000 for Chairman, NOK 323,850 for Deputy Chairman and NOK 303,300 for Other Directors; Approve Remuneration for Deputy Directors, Committee Work and Nominating Committee	Mgmt	For	Do Not Vote
8	Approve Remuneration of Auditors	Mgmt	For	Do Not Vote
9	Approve Remuneration Statement	Mgmt	For	Do Not Vote
	Shareholders Can Either Vote on the Election of Directors Bundled in Item 10 Or Unbundled in Items 10.1-10.5	Mgmt		
10	Elect Directors	Mgmt	For	Do Not Vote
10.1	Reelect Eivind Reiten as Director	Mgmt	For	Do Not Vote
10.2	Reelect Morten Henriksen as Director	Mgmt	For	Do Not Vote
10.3	Reelect Per A. Sorlie as Director	Mgmt	For	Do Not Vote
10.4	Reelect Merete Hverven as Director	Mgmt	For	Do Not Vote
10.5	Elect Kristin Faerovik as Director	Mgmt	For	Do Not Vote
11	Approve Equity Plan Financing	Mgmt	For	Do Not Vote
12	Approve NOK 1.7 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	Do Not Vote
13	Amend Articles Re: Notice of Attendance the General Meeting	Mgmt	For	Do Not Vote
14	Amend Articles Re: Advance Voting	Mgmt	For	Do Not Vote
	Shareholder Proposals Submitted by Havard Noraberg	Mgmt		
15	Amend Articles Re: Physical or Hybrid General Meetings	SH	Against	Do Not Vote

Konica Minolta, Inc.

Meeting Date: 06/20/2023 Country: Japan Ticker: 4902

Meeting Type: Annual

Primary ISIN: JP3300600008 Primary SEDOL: 6496700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Taiko, Toshimitsu	Mgmt	For	For

Konica Minolta, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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. Given the recent updates to the board, we will keep this matter under review.			
1.2	Elect Director Hodo, Chikatomo	Mgmt	For	For
1.3	Elect Director Sakuma, Soichiro	Mgmt	For	For
1.4	Elect Director Ichikawa, Akira	Mgmt	For	For
1.5	Elect Director Minegishi, Masumi	Mgmt	For	For
1.6	Elect Director Sawada, Takuko	Mgmt	For	For
1.7	Elect Director Suzuki, Hiroyuki	Mgmt	For	For
1.8	Elect Director Kuzuhara, Noriyasu	Mgmt	For	For
1.9	Elect Director Hirai, Yoshihiro	Mgmt	For	For

Koninklijke Philips NV

Meeting Date: 05/09/2023 | Country: Netherlands | Ticker: PHIA

Meeting Type: Annual

Primary ISIN: NL0000009538 | Primary SEDOL: 5986622

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	President's Speech	Mgmt		
2.a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
2.b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
2.c	Approve Dividends	Mgmt	For	For
2.	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Koninklijke Philips NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.e	Approve Discharge of Management Board	Mgmt	For	Against
	Voter Rationale: Former CEO Frans van Houten was dismissed during 2022 and this being the last possible and most adequate venue for holding Van Houten accountable for his 'performance' leading to Philips' current situation; In 2022, Van Houten was dismissed by the supervisory board in the context of the company being in need of an accelerated CEO change, confirming the view Van Houten did not perform according to expectations; The former CEO has not been responsive to shareholder sentiment around variable incentives in light of the company's performance and electing not to forego his variable annual incentive, in deviation of the rest of the management board. Moreover, this decision might even be considered not in the best interest of the company and not to fulfill his fiduciary duty as director (or in his current capacity as 'advisor'); The substantial reputational and financial damage to the company and its shareholders (since announcement the company lost EUR 26 billion in market capitalization (-67%) largely attributed to the recall) as a result of the announced product recall and the FDA has raised concerns with Philips communication to end users of the devices about the recall, and Philips, and Van Houten specifically, being a defendant in his capacity as former CEO in a class action suit by shareholders relating to alleged inadequate disclosures by the company. However, this is not without qualifying and noting that this recommendation is specifically directed to former CEO Van Houten, and not necessarily the other members of the management board. It is also recognized that no specific member of the company's management board thus far has been found guilty of misconduct or negligence nor are the FDA observations a final determination. Lastly, Philips has undertaken remedial actions and is performing further investigations into its products.			
2.f	Approve Discharge of Supervisory Board	Mgmt	For	For
3	Reelect A. Bhattacharya to Management Board	Mgmt	For	For
4.a	Reelect D.E.I. Pyott to Supervisory Board	Mgmt	For	For
4.b	Reelect M.E. Doherty to Supervisory Board	Mgmt	For	For
5	Ratify Ernst & Young Accountants LLP as Auditors for the Financial Year 2024	Mgmt	For	For
6	Ratify PricewaterhouseCoopers Accountants N.V. as Auditors for the Financial Year 2025	Mgmt	For	For
7.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
7.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
8	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
9	Approve Cancellation of Repurchased Shares	Mgmt	For	For
10	Other Business (Non-Voting)	Mgmt		

Konoike Transport Co., Ltd.

Meeting Date: 06/22/2023 Country: Japan Ticker: 9025

Meeting Type: Annual

Primary ISIN: JP3288970001 Primary SEDOL: B99HH03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Konoike, Tadahiko	Mgmt	For	For

Konoike Transport Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Konoike, Tadatsugu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Ota, Yoshihito	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Masuyama, Mika	Mgmt	For	For
1.5	Elect Director Fujita, Taisuke	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Kosmos Energy Ltd.

Meeting Date: 06/08/2023 Country: USA Ticker: KOS
Meeting Type: Annual
Primary ISIN: US5006881065 Primary SEDOL: BHK15K6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Andrew G. Inglis	Mgmt	For	For
	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.			
1B	Elect Director Maria Moraeus Hanssen	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
4	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.			

Kotobuki Spirits Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 2222
Meeting Type: Annual
Primary ISIN: JP3299600001 Primary SEDOL: 6489465

Kotobuki Spirits Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For
2.1	Elect Director Kawagoe, Seigo	Mgmt	For	Against
	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.			
2.2	Elect Director Matsumoto, Shinji	Mgmt	For	For
2.3	Elect Director Shirochi, Masayuki	Mgmt	For	For
2.4	Elect Director Sakamoto, Ryoichi	Mgmt	For	For
2.5	Elect Director Iwata, Matsuo	Mgmt	For	For
2.6	Elect Director Yoshimoto, Megumi	Mgmt	For	For

Kratos Defense & Security Solutions, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: KTOS

Meeting Type: Annual

Primary ISIN: US50077B2079 | Primary SEDOL: 2512149

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott Anderson	Mgmt	For	Withhold
	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. 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.			
1.2	Elect Director Eric DeMarco	Mgmt	For	For
1.3	Elect Director William Hoglund	Mgmt	For	For
1.4	Elect Director Scot Jarvis	Mgmt	For	Withhold
	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. 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.			
1.5	Elect Director Jane Judd	Mgmt	For	For
1.6	Elect Director Samuel Liberatore	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director Deanna Lund	Mgmt	For	For
1.8	Elect Director Amy Zegart	Mgmt	For	Withhold
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Kratos Defense & Security Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve 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.			
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Krispy Kreme, Inc.

Meeting Date: 06/22/2023 Country: USA Ticker: DNUT

Meeting Type: Annual

Primary ISIN: US50101L1061 Primary SEDOL: BL97B49

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Tattersfield	Mgmt	For	For
1.2	Elect Director Olivier Goudet	Mgmt	For	Against
	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.			
1.3	Elect Director Marissa Andrada	Mgmt	For	Against
	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.			
1.4	Elect Director David Bell	Mgmt	For	For
1.5	Elect Director David Deno	Mgmt	For	For
1.6	Elect Director Paul S. Michaels	Mgmt	For	For
1.7	Elect Director Gerhard W. Pleuhs	Mgmt	For	For
1.8	Elect Director Debbie Roberts	Mgmt	For	For
1.9	Elect Director Lubomira Rochet	Mgmt	For	For
1.10	Elect Director Philip Telfer	Mgmt	For	For
1.11	Elect Director Michelle Weese	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Kurita Water Industries Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6370
Meeting Type: Annual
Primary ISIN: JP3270000007 | Primary SEDOL: 6497963

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 39	Mgmt	For	For
2	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 - Indemnify Directors	Mgmt	For	For
3.1	Elect Director Kadota, Michiya	Mgmt	For	For
3.2	Elect Director Ejiri, Hirohiko	Mgmt	For	For
3.3	Elect Director Shirode, Shuji	Mgmt	For	For
3.4	Elect Director Muto, Yukihiko	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.5	Elect Director Kobayashi, Kenjiro	Mgmt	For	For
3.6	Elect Director Tanaka, Keiko	Mgmt	For	For
3.7	Elect Director Miyazaki, Masahiro	Mgmt	For	For
3.8	Elect Director Takayama, Yoshiko	Mgmt	For	For

Kweichow Moutai Co., Ltd.

Meeting Date: 06/13/2023 | Country: China | Ticker: 600519
Meeting Type: Annual
Primary ISIN: CNE0000018R8 | Primary SEDOL: 6414832

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Report of the Independent Directors	Mgmt	For	For
4	Approve Annual Report and Summary	Mgmt	For	For
5	Approve Financial Statements	Mgmt	For	For
6	Approve Financial Budget Plan	Mgmt	For	For
7	Approve Profit Distribution	Mgmt	For	For

Kweichow Moutai Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve to Appoint Financial Auditor and Internal Control Auditor	Mgmt	For	For
9	Approve Signing of Trademark License Agreement with Related Party	Mgmt	For	For
10	Approve Participation in the Establishment of Industrial Development Funds	Mgmt	For	For
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
11.1	Elect Ding Xiongjun as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
11.2	Elect Li Jingren as Director	Mgmt	For	For
11.3	Elect Liu Shizhong as Director	Mgmt	For	For
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
12.1	Elect Jiang Guohua as Director	Mgmt	For	For
12.2	Elect Guo Tianyong as Director	Mgmt	For	For
12.3	Elect Sheng Leiming as Director	Mgmt	For	For
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt		
13.1	Elect You Yalin as Supervisor	Mgmt	For	For
13.2	Elect Li Qiangqing as Supervisor	Mgmt	For	For

Kyocera Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 6971

Meeting Type: Annual

Primary ISIN: JP3249600002 | Primary SEDOL: 6499260

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 100	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Yamaguchi, Goro	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			

Kyocera Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director Tanimoto, Hideo	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
3.3	Elect Director Fure, Hiroshi	Mgmt	For	For
3.4	Elect Director Ina, Norihiko	Mgmt	For	For
3.5	Elect Director Kano, Koichi	Mgmt	For	For
3.6	Elect Director Aoki, Shoichi	Mgmt	For	For
3.7	Elect Director Koyano, Akiko	Mgmt	For	For
3.8	Elect Director Kakiuchi, Eiji	Mgmt	For	For
3.9	Elect Director Maekawa, Shigenobu	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Kida, Minoru	Mgmt	For	For
5	Approve Two Types of Restricted Stock Plans	Mgmt	For	For

KYORIN Pharmaceutical Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 4569
Meeting Type: Annual
Primary ISIN: JP3247090008 Primary SEDOL: B0YZFP0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hogawa, Minoru	Mgmt	For	For
1.2	Elect Director Ogihara, Yutaka	Mgmt	For	For
1.3	Elect Director Onota, Michiro	Mgmt	For	For
1.4	Elect Director Shikanai, Noriyuki	Mgmt	For	For
1.5	Elect Director Shigematsu, Ken	Mgmt	For	For
1.6	Elect Director Watanabe, Hiromi	Mgmt	For	For
2	Appoint Statutory Auditor Yamaguchi, Takao	Mgmt	For	For
3	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Kyoritsu Maintenance Co., Ltd.

Meeting Date: 06/28/2023 Country: Japan Ticker: 9616
Meeting Type: Annual
Primary ISIN: JP3253900009 Primary SEDOL: 6489603

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 12	Mgmt	For	For
2.1	Elect Director Ishizuka, Haruhisa	Mgmt	For	Against
	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.			
2.2	Elect Director Nakamura, Koji	Mgmt	For	Against
	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.			
2.3	Elect Director Sagara, Yukihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Ohara, Yasuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Takaku, Manabu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Suzuki, Masaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kimizuka, Yoshio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Yokoyama, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Momose, Rie	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Musha, Takayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.11	Elect Director Kubo, Shigeto	Mgmt	For	For
2.12	Elect Director Hirata, Yasunobu	Mgmt	For	For
2.13	Elect Director Hayakawa, Takayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.14	Elect Director Oda, Keiko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Ueda, Takumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Kyoritsu Maintenance Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director and Audit Committee Member Miyagi, Toshiaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.3	Elect Director and Audit Committee Member Kawashima, Tokio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4	Elect Alternate Director and Audit Committee Member Kameyama, Harunobu	Mgmt	For	For

Kyushu Financial Group, Inc.

Meeting Date: 06/16/2023 | Country: Japan | Ticker: 7180

Meeting Type: Annual

Primary ISIN: JP3246500007 | Primary SEDOL: BYZ5XN1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Matsuyama, Sumihiro	Mgmt	For	Against
	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.			
1.2	Elect Director Kasahara, Yoshihisa	Mgmt	For	Against
	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.			
1.3	Elect Director Eto, Eiichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Akatsuka, Norihisa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Matsumae, Kuniaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Tada, Riichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Kyushu Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Kai, Takahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.8	Elect Director Kamimura, Motohiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Watanabe, Katsuaki	Mgmt	For	For
1.10	Elect Director Nemoto, Yuji	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Tanabe, Yuichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Kitanosono, Masahide	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.3	Elect Director and Audit Committee Member Tanaka, Katsuro	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Tashima, Yuko	Mgmt	For	For
2.5	Elect Director and Audit Committee Member Suzuki, Nobuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3	Elect Alternate Director and Audit Committee Member Yamamoto, Makiko	Mgmt	For	For
4	Approve Trust-Type Equity Compensation 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.			
5	Appoint Shareholder Director Nominee Maeda, Tomoki	SH	Against	Against
	Voter Rationale: The proponent has failed to present a compelling case specifically explaining why a change to the board is needed.			

Kyushu Railway Co.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 9142
Meeting Type: Annual
Primary ISIN: JP3247010006 | Primary SEDOL: BD2BST6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 93	Mgmt	For	For
2	Amend Articles to Allow Virtual Only Shareholder Meetings	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this proposal is warranted because: - The passage of this proposal will authorize the company to hold virtual only meetings permanently, without further need to consult shareholders, even after the current health crisis is resolved, and the proposed language fails to specify situations under which virtual meetings will be held.			
3.1	Elect Director Aoyagi, Toshihiko	Mgmt	For	For
3.2	Elect Director Furumiya, Yoji	Mgmt	For	For
3.3	Elect Director Mori, Toshihiro	Mgmt	For	For
3.4	Elect Director Fukunaga, Hiroyuki	Mgmt	For	For
3.5	Elect Director Matsushita, Takuma	Mgmt	For	For
3.6	Elect Director Akagi, Yumi	Mgmt	For	For
3.7	Elect Director Ichikawa, Toshihide	Mgmt	For	For
3.8	Elect Director Muramatsu, Kuniko	Mgmt	For	For
3.9	Elect Director Yamamoto, Hitomi	Mgmt	For	For
3.10	Elect Director Tanaka, Takashi	Mgmt	For	For
3.11	Elect Director Ogasawara, Hiroshi	Mgmt	For	For

L3Harris Technologies, Inc.

Meeting Date: 04/21/2023 | Country: USA | Ticker: LHX
Meeting Type: Annual
Primary ISIN: US5024311095 | Primary SEDOL: BK9DTN5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sallie B. Bailey	Mgmt	For	For
1b	Elect Director Peter W. Chiarelli	Mgmt	For	For
1c	Elect Director Thomas A. Dattilo	Mgmt	For	For
1d	Elect Director Roger B. Fradin	Mgmt	For	For
1e	Elect Director Joanna L. Geraghty	Mgmt	For	For
1f	Elect Director Harry B. Harris, Jr.	Mgmt	For	For

L3Harris Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Lewis Hay, III	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.			
1h	Elect Director Christopher E. Kubasik	Mgmt	For	For
1i	Elect Director Rita S. Lane	Mgmt	For	For
1j	Elect Director Robert B. Millard	Mgmt	For	For
1k	Elect Director Edward A. Rice, Jr.	Mgmt	For	For
1l	Elect Director Christina L. Zamarro	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			

Laboratory Corporation of America Holdings

Meeting Date: 05/11/2023	Country: USA	Ticker: LH	
	Meeting Type: Annual		
		Primary ISIN: US50540R4092	Primary SEDOL: 2586122

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kerrii B. Anderson	Mgmt	For	Against
	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.			
1b	Elect Director Jean-Luc Belingard	Mgmt	For	For
1c	Elect Director Jeffrey A. Davis	Mgmt	For	For
1d	Elect Director D. Gary Gilliland	Mgmt	For	For
1e	Elect Director Kirsten M. Kliphouse	Mgmt	For	For
1f	Elect Director Garheng Kong	Mgmt	For	For

Laboratory Corporation of America Holdings

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Peter M. Neupert	Mgmt	For	For
1h	Elect Director Richelle P. Parham	Mgmt	For	For
1i	Elect Director Adam H. Schechter	Mgmt	For	For
1j	Elect Director Kathryn E. Wengel	Mgmt	For	For
1k	Elect Director R. Sanders Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Report on Transport of Nonhuman Primates Within the U.S.	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks			
7	Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalizing Abortion Access	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks.			

Labrador Iron Ore Royalty Corporation

Meeting Date: 05/16/2023 | Country: Canada | Ticker: LIF

Meeting Type: Annual

Primary ISIN: CA5054401073 | Primary SEDOL: B8L02P3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark J. Fuller	Mgmt	For	For
	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.			
1.2	Elect Director Douglas F. McCutcheon	Mgmt	For	For

Labrador Iron Ore Royalty Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Dorothea E. Mell	Mgmt	For	For
1.4	Elect Director William H. McNeil	Mgmt	For	For
1.5	Elect Director Sandra L. Rosch	Mgmt	For	For
1.6	Elect Director John F. Tuer	Mgmt	For	For
1.7	Elect Director Patricia M. Volker	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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. The annual bonus should be assessed using no less than two metrics.			

Ladder Capital Corp

Meeting Date: 06/06/2023 | Country: USA | Ticker: LADR

Meeting Type: Annual

Primary ISIN: US5057431042 | Primary SEDOL: BJ367P1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian Harris	Mgmt	For	Withhold
	Voter Rationale: Board has failed to address failed director vote.			
1.2	Elect Director Mark Alexander	Mgmt	For	Withhold
	Voter Rationale: 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. 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Approve 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. 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.			

Ladder Capital Corp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Lamar Advertising Company

Meeting Date: 05/10/2023 Country: USA Ticker: LAMR

Meeting Type: Annual

Primary ISIN: US5128161099 Primary SEDOL: BSPHGN6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nancy Fletcher	Mgmt	For	For
	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.			
1.2	Elect Director John E. Koerner, III	Mgmt	For	Withhold
	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. 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. 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.			
1.3	Elect Director Marshall A. Loeb	Mgmt	For	For
1.4	Elect Director Stephen P. Mumblow	Mgmt	For	Withhold
	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. 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. 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.			
1.5	Elect Director Thomas V. Reifenheiser	Mgmt	For	Withhold
	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. 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.			

Lamar Advertising Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Anna Reilly	Mgmt	For	Withhold
	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			
1.7	Elect Director Kevin P. Reilly, Jr.	Mgmt	For	Withhold
	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			
1.8	Elect Director Wendell Reilly	Mgmt	For	Withhold
	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			
1.9	Elect Director Elizabeth Thompson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. Variable remuneration should not contain a significant overlap of 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

Landstar System, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: LSTR

Meeting Type: Annual

Primary ISIN: US5150981018 | Primary SEDOL: 2503994

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David G. Bannister	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.			
1b	Elect Director James L. Liang	Mgmt	For	For
1c	Elect Director George P. Scanlon	Mgmt	For	For

Landstar System, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG 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.			
3	Declassify the Board of Directors	Mgmt	For	For
	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.			
4	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. 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Lantheus Holdings, Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: LNTH

Meeting Type: Annual

Primary ISIN: US5165441032 Primary SEDOL: BP8S8J5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Minnie Baylor-Henry	Mgmt	For	For
1.2	Elect Director Heinz Mausli	Mgmt	For	For
1.3	Elect Director Julie McHugh	Mgmt	For	Against
	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 structure which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Las Vegas Sands Corp.

Meeting Date: 05/11/2023 | Country: USA | Ticker: LVS
Meeting Type: Annual
Primary ISIN: US5178341070 | Primary SEDOL: B02T2J7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert G. Goldstein	Mgmt	For	For
	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.			
1.2	Elect Director Patrick Dumont	Mgmt	For	For
1.3	Elect Director Irwin Chafetz	Mgmt	For	For
1.4	Elect Director Micheline Chau	Mgmt	For	Withhold
	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.			
1.5	Elect Director Charles D. Forman	Mgmt	For	For
1.6	Elect Director Nora M. Jordan	Mgmt	For	For
	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.			
1.7	Elect Director Lewis Kramer	Mgmt	For	For
1.8	Elect Director David F. Levi	Mgmt	For	For
2	Ratify Deloitte & Touche 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. The majority of annual bonus incentives should be quantitative. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Las Vegas Sands Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Disclose Board Skills and Diversity Matrix	SH	Against	For
	Voter Rationale: The company should report to investors on efforts to widen its executive and board candidate pool. The board should draw on the richest possible combination of talents and perspectives. In addition, board charters should affirm the value of individual diversity of all kinds including gender, ethnic origin, nationality, professional background, and many other factors that may enhance the boards performance.			

Latham Group, Inc.

Meeting Date: 05/02/2023 | Country: USA | Ticker: SWIM

Meeting Type: Annual

Primary ISIN: US51819L1070 | Primary SEDOL: BNC0LQ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert D. Evans	Mgmt	For	Withhold
	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 structure and a pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.2	Elect Director William M. Pruellage	Mgmt	For	Withhold
	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 structure and a pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.3	Elect Director Scott M. Rajeski	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	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.			

Lattice Semiconductor Corporation

Meeting Date: 05/05/2023 | Country: USA | Ticker: LSCC

Meeting Type: Annual

Primary ISIN: US5184151042 | Primary SEDOL: 2506658

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James R. Anderson	Mgmt	For	For

Lattice Semiconductor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Robin A. Abrams	Mgmt	For	For
1.3	Elect Director Douglas Bettinger	Mgmt	For	For
1.4	Elect Director Mark E. Jensen	Mgmt	For	For
1.5	Elect Director James P. Lederer	Mgmt	For	For
1.6	Elect Director D. Jeffrey Richardson	Mgmt	For	For
1.7	Elect Director Elizabeth Schwarting	Mgmt	For	For
1.8	Elect Director Raejeanne Skillern	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
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. 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.			

Laureate Education, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: LAUR

Meeting Type: Annual

Primary ISIN: US5186132032 Primary SEDOL: BYMYT66

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew B. Cohen	Mgmt	For	For
1.2	Elect Director Pedro del Corro	Mgmt	For	For
1.3	Elect Director Aristides de Macedo	Mgmt	For	For
1.4	Elect Director Kenneth W. Freeman	Mgmt	For	For
1.5	Elect Director Barbara Mair	Mgmt	For	For
1.6	Elect Director George Munoz	Mgmt	For	For

Laureate Education, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Judith Rodin	Mgmt	For	Withhold
	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. 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 which adversely impacts shareholder rights.			
1.8	Elect Director Eilif Serck-Hanssen	Mgmt	For	For
1.9	Elect Director Ian K. Snow	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Laurentian Bank of Canada

Meeting Date: 04/11/2023 | Country: Canada | Ticker: LB

Meeting Type: Annual

Primary ISIN: CA51925D1069 | Primary SEDOL: 2077347

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sonia Baxendale	Mgmt	For	For
1.2	Elect Director Andrea Bolger	Mgmt	For	For
1.3	Elect Director Michael T. Boychuk	Mgmt	For	For
1.4	Elect Director Laurent Desmangles	Mgmt	For	For
1.5	Elect Director Suzanne Gouin	Mgmt	For	For
1.6	Elect Director Rania Llewellyn	Mgmt	For	For
1.7	Elect Director David Mowat	Mgmt	For	Withhold
	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.			
1.8	Elect Director Michael Mueller	Mgmt	For	For
1.9	Elect Director Michelle R. Savoy	Mgmt	For	For
1.10	Elect Director Susan Wolburgh Jenah	Mgmt	For	For
1.11	Elect Director Nicholas Zelenczuk	Mgmt	For	For

Laurentian Bank of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	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.			

Lawson, Inc.

Meeting Date: 05/24/2023 | Country: Japan | Ticker: 2651
Meeting Type: Annual
Primary ISIN: JP3982100004 | Primary SEDOL: 6266914

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 Takemasu, Sadanobu	Mgmt	For	For
2.2	Elect Director Itonaga, Masayuki	Mgmt	For	For
2.3	Elect Director Iwamura, Miki	Mgmt	For	For
2.4	Elect Director Suzuki, Satoko	Mgmt	For	For
2.5	Elect Director Kikuchi, Kiyotaka	Mgmt	For	For
3.1	Appoint Statutory Auditor Gomi, Yuko	Mgmt	For	For
3.2	Appoint Statutory Auditor Miyata, Yuko	Mgmt	For	For

LE Lundbergforetagen AB

Meeting Date: 04/05/2023 | Country: Sweden | Ticker: LUND.B
Meeting Type: Annual
Primary ISIN: SE0000108847 | Primary SEDOL: 4538002

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	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
5	Approve Agenda of Meeting	Mgmt	For	For

LE Lundbergforetagen AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive President's Report	Mgmt		
8.a	Receive Financial Statements and Statutory Reports	Mgmt		
8.b	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management	Mgmt		
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9.b	Approve Discharge of Board and President	Mgmt	For	For
9.c	Approve Allocation of Income and Dividends of SEK 4.00 Per Share	Mgmt	For	For
10	Determine Number of Members (9) and Deputy Members (0) of Board	Mgmt	For	For
11	Approve Remuneration of Directors in the Amount of SEK 1.05 Million for Chairman and SEK 350,000 for other Directors; Approve Remuneration of Auditors	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this item as the proposed director fees can be considered excessive in relation tocomparable domestic peers.			
12	Relect Carl Bennet, Louise Lindh, Fredrik Lundberg, Katarina Martinson, Sten Peterson, Lars Pettersson and Bo Selling (Chair) as Directors; Elect Sofia Frandberg and Krister Mattsson as New Directors	Mgmt	For	Against
	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 In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. 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 move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given that the number of female directors has increased since the last AGM, we will keep this matter under review. 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.			
13	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
14	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
15	Authorize Share Repurchase Program	Mgmt	For	For
16	Close Meeting	Mgmt		

LEG Immobilien SE

Meeting Date: 05/17/2023 | Country: Germany | Ticker: LEG
Meeting Type: Annual
Primary ISIN: DE000LEG1110 | Primary SEDOL: B9G6L89

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

Legal & General Group Plc

Meeting Date: 05/18/2023 | Country: United Kingdom | Ticker: LGEN
Meeting Type: Annual
Primary ISIN: GB0005603997 | Primary SEDOL: 0560399

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 Climate Transition Plan	Mgmt	For	For
4	Elect Carolyn Johnson as Director	Mgmt	For	For
5	Elect Tushar Morzaria as Director	Mgmt	For	For
6	Re-elect Henrietta Baldock as Director	Mgmt	For	For

Legal & General Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Re-elect Nilufer Von Bismarck as Director	Mgmt	For	For
8	Re-elect Philip Broadley as Director	Mgmt	For	For
9	Re-elect Jeff Davies as Director	Mgmt	For	For
10	Re-elect Sir John Kingman as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
11	Re-elect Lesley Knox as Director	Mgmt	For	For
12	Re-elect George Lewis as Director	Mgmt	For	For
13	Re-elect Ric Lewis as Director	Mgmt	For	For
14	Re-elect Laura Wade-Gery as Director	Mgmt	For	For
15	Re-elect Sir Nigel Wilson as Director	Mgmt	For	For
16	Reappoint KPMG LLP as Auditors	Mgmt	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Approve Remuneration Policy	Mgmt	For	For
19	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: We expect executives to reach their shareholding requirement within five years.			
20	Approve Increase in Limit on the Aggregate Amount of Fees Payable to Directors	Mgmt	For	For
21	Authorise Issue of Equity	Mgmt	For	For
22	Authorise Issue of Equity in Connection with the Issue of Contingent Convertible Securities	Mgmt	For	For
23	Authorise UK Political Donations and Expenditure	Mgmt	For	For
24	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
25	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
26	Authorise Issue of Equity without Pre-emptive Rights in Connection with the Issue of Contingent Convertible Securities	Mgmt	For	For
27	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
28	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Leidos Holdings, Inc.

Meeting Date: 04/28/2023 | Country: USA | Ticker: LDOS
Meeting Type: Annual
Primary ISIN: US5253271028 | Primary SEDOL: BDV82B8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas A. Bell	Mgmt	For	For
1b	Elect Director Gregory R. Dahlberg	Mgmt	For	For
1c	Elect Director David G. Fubini	Mgmt	For	For
1d	Elect Director Noel B. Geer	Mgmt	For	For
1e	Elect Director Miriam E. John	Mgmt	For	For
1f	Elect Director Robert C. Kovarik, Jr.	Mgmt	For	For
1g	Elect Director Harry M. J. Kraemer, Jr.	Mgmt	For	For
1h	Elect Director Gary S. May	Mgmt	For	For
1i	Elect Director Surya N. Mohapatra	Mgmt	For	For
1j	Elect Director Patrick M. Shanahan	Mgmt	For	For
1k	Elect Director Robert S. Shapard	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1l	Elect Director Susan M. Stalnecker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Report on Political Expenditures Congruence	SH	Against	For
	Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.			

Leidos Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Require Independent Board Chair	SH	Against	For
	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.			

LeMaitre Vascular, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: LMAT

Meeting Type: Annual

Primary ISIN: US5255582018 | Primary SEDOL: B1G6TJ0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bridget A. Ross	Mgmt	For	For
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.2	Elect Director John A. Roush	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.The 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.			
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Lemonade, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: LMND

Meeting Type: Annual

Primary ISIN: US52567D1072 | Primary SEDOL: BMGNTQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Silvija Martincevic	Mgmt	For	Withhold

Lemonade, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Voter Rationale: 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.			
1.2	Elect Director Michael Eisenberg	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

LendingClub Corporation

Meeting Date: 06/08/2023 | Country: USA | Ticker: LC

Meeting Type: Annual

Primary ISIN: US52603A2087 | Primary SEDOL: BK95GR4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kathryn Reimann	Mgmt	For	For
1b	Elect Director Scott Sanborn	Mgmt	For	For
1c	Elect Director Michael Zeisser	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Declassify the Board of Directors	Mgmt	For	For
	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.			
5	Eliminate 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.			

LendingClub Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			

Lennar Corporation

Meeting Date: 04/12/2023 | Country: USA | Ticker: LEN

Meeting Type: Annual

Primary ISIN: US5260571048 | Primary SEDOL: 2511920

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Amy Banse	Mgmt	For	For
1b	Elect Director Rick Beckwitt	Mgmt	For	For
	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.			
1c	Elect Director Tig Gilliam	Mgmt	For	For
1d	Elect Director Sherrill W. Hudson	Mgmt	For	Against
	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. 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.			
1e	Elect Director Jonathan M. Jaffe	Mgmt	For	For
	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			
1f	Elect Director Sidney Lapidus	Mgmt	For	Against
	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.			
1g	Elect Director Teri P. McClure	Mgmt	For	For
1h	Elect Director Stuart Miller	Mgmt	For	Against
	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			
1i	Elect Director Armando Olivera	Mgmt	For	For
1j	Elect Director Jeffrey Sonnenfeld	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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 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. Climate change presents 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Lennar Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
	Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.			

Lennox International Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: LII

Meeting Type: Annual

Primary ISIN: US5261071071 Primary SEDOL: 2442053

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Janet K. Cooper	Mgmt	For	Against
	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.			
1.2	Elect Director John W. Norris, III	Mgmt	For	For
1.3	Elect Director Karen H. Quintos	Mgmt	For	For
1.4	Elect Director Shane D. Wall	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

Leo Lithium Ltd.

Meeting Date: 05/18/2023 | Country: Australia | Ticker: LLL
Meeting Type: Annual
Primary ISIN: AU0000221251 | Primary SEDOL: BPX2X20

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
2	Elect Brendan Borg as Director	Mgmt	For	Abstain
	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.			
3	Elect Rick Crabb as Director	Mgmt	For	Against
	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.			
4	Elect Alan Rule as Director	Mgmt	For	For
5	Approve New Leo Lithium Awards Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Share-based incentive plans for executives and employees should be submitted to shareholder approval as separate voting items. Incentive awards to executives should have clearly disclosed and stretching performance targets to reward strong performance and long-term value creation. 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.			
6	Approve Grant of 1.32 Million Performance Rights to Simon Hay	Mgmt	For	Against
	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.			
7	Approve Grant of 657,658 Performance Rights to Simon Hay	Mgmt	For	For
8	Approve Grant of 426,885 Performance Rights to Simon Hay	Mgmt	For	For
9	Approve Grant of Options to Alan Rule	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.			
10	Approve Potential Termination Benefit in Relation to Securities Issued Pursuant to the New Awards Plan	Mgmt	For	For

Levi Strauss & Co.

Meeting Date: 04/19/2023 | Country: USA | Ticker: LEVI
Meeting Type: Annual
Primary ISIN: US52736R1023 | Primary SEDOL: BHRWS81

Levi Strauss & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jill Beraud	Mgmt	For	For
1b	Elect Director Spencer C. Fleischer	Mgmt	For	For
1c	Elect Director Christopher J. McCormick	Mgmt	For	Withhold
	Voter Rationale: 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 classified board which adversely impact shareholder rights.			
1d	Elect Director Elliott Rodgers	Mgmt	For	For
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

LGI Homes, Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: LGIH

Meeting Type: Annual

Primary ISIN: US50187T1060 | Primary SEDOL: BG3G1B4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ryan Edone	Mgmt	For	For
1.2	Elect Director Eric Lipar	Mgmt	For	For
1.3	Elect Director Shailee Parikh	Mgmt	For	For
1.4	Elect Director Bryan Sansbury	Mgmt	For	For
1.5	Elect Director Maria Sharpe	Mgmt	For	For
1.6	Elect Director Steven Smith	Mgmt	For	For
1.7	Elect Director Robert Vahradian	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

LGI Homes, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
4	Amend Certificate of Incorporation to Allow Exculpation of Officers	Mgmt	For	For

Liberty Energy Inc.

Meeting Date: 04/18/2023 Country: USA Ticker: LBRT
Meeting Type: Annual
Primary ISIN: US53115L1044 Primary SEDOL: BDCWFT8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Simon Ayat	Mgmt	For	For
1.2	Elect Director Gale A. Norton	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Cary D. Steinbeck	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Liberty Media Corp.

Meeting Date: 06/06/2023 Country: USA Ticker: FWONK
Meeting Type: Annual
Primary ISIN: US5312298541 Primary SEDOL: BD8QGD5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Derek Chang	Mgmt	For	Withhold

Liberty Media Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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 lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.2	Elect Director Evan D. Malone	Mgmt	For	For
1.3	Elect Director Larry E. Romrell	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. 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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Life Storage, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: LSI

Meeting Type: Annual

Primary ISIN: US53223X1072 Primary SEDOL: BDCSFJ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark G. Barberio	Mgmt	For	For
1b	Elect Director Joseph V. Saffire	Mgmt	For	For
1c	Elect Director Stephen R. Rusmisel	Mgmt	For	For
1d	Elect Director Arthur L. Havener, Jr.	Mgmt	For	For
1e	Elect Director Dana Hamilton	Mgmt	For	For
1f	Elect Director Edward J. Pettinella	Mgmt	For	For
	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.			
1g	Elect Director David L. Rogers	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1h	Elect Director Susan Harnett	Mgmt	For	For
2	Ratify Ernst & Young 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.			

Life Storage, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Ligand Pharmaceuticals Incorporated

Meeting Date: 06/09/2023 Country: USA Ticker: LGND

Meeting Type: Annual

Primary ISIN: US53220K5048 Primary SEDOL: 2501578

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jason M. Aryeh	Mgmt	For	Withhold
	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.			
1.2	Elect Director Todd C. Davis	Mgmt	For	For
1.3	Elect Director Nancy R. Gray	Mgmt	For	For
1.4	Elect Director Jason Haas	Mgmt	For	For
1.5	Elect Director John W. Kozarich	Mgmt	For	For
1.6	Elect Director John L. LaMattina	Mgmt	For	For
1.7	Elect Director Stephen L. Sabba	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Light & Wonder, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: LNW
Meeting Type: Annual
Primary ISIN: US80874P1093 | Primary SEDOL: 2919290

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jamie R. Odell	Mgmt	For	For
1.2	Elect Director Matthew R. Wilson	Mgmt	For	For
1.3	Elect Director Antonia Korsanos	Mgmt	For	For
	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.			
1.4	Elect Director Hamish R. McLennan	Mgmt	For	Withhold
	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.			
1.5	Elect Director Stephen Morro	Mgmt	For	For
1.6	Elect Director Michael J. Regan	Mgmt	For	Withhold
	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.			
1.7	Elect Director Virginia E. Shanks	Mgmt	For	For
1.8	Elect Director Timothy Throsby	Mgmt	For	For
1.9	Elect Director Maria T. Vullo	Mgmt	For	For
1.10	Elect Director Kneeland C. Youngblood	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For

Lincoln Electric Holdings, Inc.

Meeting Date: 04/19/2023 | Country: USA | Ticker: LECO
Meeting Type: Annual
Primary ISIN: US5339001068 | Primary SEDOL: 2516851

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian D. Chambers	Mgmt	For	For

Lincoln Electric Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Curtis E. Espeland	Mgmt	For	For
1.3	Elect Director Patrick P. Goris	Mgmt	For	For
1.4	Elect Director Michael F. Hilton	Mgmt	For	For
1.5	Elect Director Kathryn Jo Lincoln	Mgmt	For	For
1.6	Elect Director Christopher L. Mapes	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
1.7	Elect Director Phillip J. Mason	Mgmt	For	For
1.8	Elect Director Ben P. Patel	Mgmt	For	For
1.9	Elect Director Hellene S. Runtagh	Mgmt	For	Withhold
	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.			
1.10	Elect Director Kellye L. Walker	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
6	Approve Non-Employee Director Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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. 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.			

Lincoln National Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: LNC

Meeting Type: Annual

Primary ISIN: US5341871094 | Primary SEDOL: 2516378

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Deirdre P. Connelly	Mgmt	For	For
1.2	Elect Director Ellen G. Cooper	Mgmt	For	For
1.3	Elect Director William H. Cunningham	Mgmt	For	For
1.4	Elect Director Reginald E. Davis	Mgmt	For	For
1.5	Elect Director Eric G. Johnson	Mgmt	For	For
1.6	Elect Director Gary C. Kelly	Mgmt	For	For
1.7	Elect Director M. Leanne Lachman	Mgmt	For	Against
	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.			
1.8	Elect Director Dale LeFebvre	Mgmt	For	For
1.9	Elect Director Janet Liang	Mgmt	For	For
1.10	Elect Director Michael F. Mee	Mgmt	For	For
1.11	Elect Director Lynn M. Utter	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Lincoln National Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Require Independent Board Chair	SH	Against	For
	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.			
7	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			

Littelfuse, Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: LFUS

Meeting Type: Annual

Primary ISIN: US5370081045 | Primary SEDOL: 2531832

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kristina A. Cerniglia	Mgmt	For	For
	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.			
1b	Elect Director Tzau-Jin Chung	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. 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.			
1c	Elect Director Cary T. Fu	Mgmt	For	For
	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.			
1d	Elect Director Maria C. Green	Mgmt	For	For
1e	Elect Director Anthony Grillo	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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 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.			
1f	Elect Director David W. Heinzmann	Mgmt	For	For
1g	Elect Director Gordon Hunter	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			

Littelfuse, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director William P. Noglows	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus 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. 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.			
5	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Live Nation Entertainment, Inc.

Meeting Date: 06/09/2023 | Country: USA | Ticker: LYV

Meeting Type: Annual

Primary ISIN: US5380341090 | Primary SEDOL: B0T7YX2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Maverick Carter	Mgmt	For	For
1.2	Elect Director Ping Fu	Mgmt	For	For
1.3	Elect Director Jeffrey T. Hinson	Mgmt	For	Against
	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. Furthermore, we encourage the company to disclose at least its Scope 1 & 2 emissions inventory as soon as possible.			
1.4	Elect Director Chad Hollingsworth	Mgmt	For	For
1.5	Elect Director James Iovine	Mgmt	For	For
1.6	Elect Director James S. Kahan	Mgmt	For	For

Live Nation Entertainment, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Gregory B. Maffei	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.8	Elect Director Randall T. Mays	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1.9	Elect Director Richard A. Paul	Mgmt	For	For
1.10	Elect Director Michael Rapino	Mgmt	For	For
1.11	Elect Director Latriece Watkins	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: We have concerns regarding pay for performance alignment. While the annual bonus is determined based on a set financial metric, given the CEO's high base salary and bonus opportunity, the resulting payout is significant. Furthermore, while executives also received an equity grant entirely in performance conditioned equity, we note the overlap with the STI program, which used an identical metric and performance period. Finally, the employment agreements the company entered into with the CEO and one other NEO resulted in both receiving a discretionary cash bonus of $6 million upon entering into their new agreements and it appears the goals themselves do not require sustained outperformance in order to be achieved. 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	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Live Oak Bancshares, Inc.

Meeting Date: 05/16/2023	Country: USA Meeting Type: Annual	Ticker: LOB	
		Primary ISIN: US53803X1054	Primary SEDOL: BYN5Z59

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tonya W. Bradford	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			

Live Oak Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director William H. Cameron	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.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.			
1.3	Elect Director Casey S. Crawford	Mgmt	For	For
1.4	Elect Director Diane B. Glossman	Mgmt	For	Withhold
	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 lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.5	Elect Director Glen F. Hoffsis	Mgmt	For	For
1.6	Elect Director David G. Lucht	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director James S. Mahan, III	Mgmt	For	For
1.8	Elect Director Miltom E. Petty	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.9	Elect Director Neil L. Underwood	Mgmt	For	For
1.10	Elect Director Yousef A. Valine	Mgmt	For	For
1.11	Elect Director William L. Williams, III	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	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.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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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 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.			
4	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
	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.			

Livent Corporation

Meeting Date: 04/25/2023 | Country: USA | Ticker: LTHM
Meeting Type: Annual
Primary ISIN: US53814L1089 | Primary SEDOL: BD9PM00

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paul W. Graves	Mgmt	For	For
1b	Elect Director Andrea E. Utecht	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1c	Elect Director Christina Lampe-Onnerud	Mgmt	For	For
	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 classified nature of the board, the Chair of the Nominating committee is not up for election and the only Nominating committee member is this nominee. Given that the nominee is a woman, opposing her election would be detrimental to overall board gender diversity. The company is proposing to declassify the board, which will allow shareholders to hold all directors accountable annually in the future.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: We have two main structural concerns: the 3 yr TSR metric under the LTIP has threshold vesting at 25th percentile which can reward for underperformance; and performance based pay under the LTIP is targeted at 25%, which is low compared to the market and may not effectively tie executive pay to performance and strategy. We note that the company has been recently spun off and is re-calibrating their executive compensation, including the addition of performance based units in the previous year. Given the company's momentum and focus on improving executive compensation, we will support the proposal and continue to monitor the company's pay practices.			
4	Declassify the Board of Directors	Mgmt	For	For
	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.			
5	Eliminate 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.			

LIXIL Corp.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 5938
Meeting Type: Annual
Primary ISIN: JP3626800001 | Primary SEDOL: 6900212

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Seto, Kinya	Mgmt	For	For
1.2	Elect Director Matsumoto, Sachio	Mgmt	For	For
1.3	Elect Director Hwa Jin Song Montesano	Mgmt	For	For

LIXIL Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Aoki, Jun	Mgmt	For	For
1.5	Elect Director Ishizuka, Shigeki	Mgmt	For	For
1.6	Elect Director Konno, Shiho	Mgmt	For	For
1.7	Elect Director Tamura, Mayumi	Mgmt	For	For
1.8	Elect Director Nishiura, Yuji	Mgmt	For	For
1.9	Elect Director Hamaguchi, Daisuke	Mgmt	For	For
1.10	Elect Director Matsuzaki, Masatoshi	Mgmt	For	For
1.11	Elect Director Watahiki, Mariko	Mgmt	For	For

LKQ Corporation

Meeting Date: 05/09/2023 | Country: USA | Ticker: LKQ

Meeting Type: Annual

Primary ISIN: US5018892084 | Primary SEDOL: 2971029

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick Berard	Mgmt	For	For
1b	Elect Director Meg A. Divitto	Mgmt	For	For
1c	Elect Director Joseph M. Holsten	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1d	Elect Director Blythe J. McGarvie	Mgmt	For	For
1e	Elect Director John W. Mendel	Mgmt	For	For
1f	Elect Director Jody G. Miller	Mgmt	For	For
1g	Elect Director Guhan Subramanian	Mgmt	For	For
1h	Elect Director Xavier Urbain	Mgmt	For	For
1i	Elect Director Dominick Zarcone	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles.Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs			

LKQ Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Lloyds Banking Group Plc

Meeting Date: 05/18/2023 | Country: United Kingdom | Ticker: LLOY

Meeting Type: Annual

Primary ISIN: GB0008706128 | Primary SEDOL: 0870612

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Elect Cathy Turner as Director	Mgmt	For	For
3	Elect Scott Wheway as Director	Mgmt	For	For
4	Re-elect Robin Budenberg as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
5	Re-elect Charlie Nunn as Director	Mgmt	For	For
6	Re-elect William Chalmers as Director	Mgmt	For	For
7	Re-elect Alan Dickinson as Director	Mgmt	For	For
8	Re-elect Sarah Legg as Director	Mgmt	For	For
9	Re-elect Lord Lupton as Director	Mgmt	For	For
10	Re-elect Amanda Mackenzie as Director	Mgmt	For	For
11	Re-elect Harmeen Mehta as Director	Mgmt	For	For
12	Re-elect Catherine Woods as Director	Mgmt	For	For
13	Approve Remuneration Policy	Mgmt	For	For
14	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.			
15	Approve Final Dividend	Mgmt	For	For
16	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Approve Long-Term Incentive Plan	Mgmt	For	For
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For
20	Authorise Issue of Equity	Mgmt	For	For

Lloyds Banking Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorise Issue of Equity in Relation to the Issue of Regulatory Capital Convertible Instruments	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
23	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
24	Authorise Issue of Equity without Pre-Emptive Rights in Relation to the Issue of Regulatory Capital Convertible Instruments	Mgmt	For	For
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
26	Authorise Market Purchase of Preference Shares	Mgmt	For	For
27	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Loblaw Companies Limited

Meeting Date: 05/04/2023 Country: Canada Ticker: L

Meeting Type: Annual

Primary ISIN: CA5394811015 Primary SEDOL: 2521800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott B. Bonham	Mgmt	For	For
1.2	Elect Director Shelley G. Broader	Mgmt	For	For
1.3	Elect Director Christie J.B. Clark	Mgmt	For	For
1.4	Elect Director Daniel Debow	Mgmt	For	For
1.5	Elect Director William A. Downe	Mgmt	For	For
	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.			
1.6	Elect Director Janice Fukakusa	Mgmt	For	For
1.7	Elect Director M. Marianne Harris	Mgmt	For	For
1.8	Elect Director Kevin Holt	Mgmt	For	For
1.9	Elect Director Claudia Kotchka	Mgmt	For	For
1.10	Elect Director Sarah Raiss	Mgmt	For	For
1.11	Elect Director Galen G. Weston	Mgmt	For	For
	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.			

Loblaw Companies Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Elect Director Cornell Wright	Mgmt	For	For
	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.			
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	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.			

Localiza Rent A Car SA

Meeting Date: 04/25/2023 | Country: Brazil | Ticker: RENT3

Meeting Type: Annual

Primary ISIN: BRRENTACNOR4 | Primary SEDOL: B08K3S0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2022	Mgmt	For	For
	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.			
2	Approve Allocation of Income and Dividends	Mgmt	For	For
	Shareholders Must Vote For Only Three of the Candidates Under Items 3.1 to 3.4	Mgmt		
3.1	Elect Carla Trematore as Fiscal Council Member and Juliano Lima Pinheiro as Alternate	Mgmt	For	For
3.2	Elect Antonio de Padua Soares Policarpo as Fiscal Council Member and Guilherme Bottrel Pereira Tostes as Alternate	Mgmt	For	For
3.3	Elect Pierre Carvalho Magalhaes as Fiscal Council Member and Antonio Lopes Matoso as Alternate	Mgmt	For	Abstain
	Voter Rationale: ABSTAIN vote in light of the three-member fiscal council size proposed by the company.			
3.4	Elect Marcia Fragoso Soares as Fiscal Council Member and Roberto Frota Decourt as Alternate Appointed by PREVI - Caixa de Previdencia dos Funcionarios do Banco do Brasil	SH	None	For
4	Approve Remuneration of Fiscal Council Members	Mgmt	For	For

Localiza Rent A Car SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
6	Fix Number of Directors at Eight	Mgmt	For	For
7	Approve Classification of Independent Directors	Mgmt	For	For
8.1	Elect Eugenio Pacelli Mattar as Board Chairman	Mgmt	For	Against
	Voter Rationale: The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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.			
8.2	Elect Luis Fernando Memoria Porto as Vice-Chairman	Mgmt	For	For
8.3	Elect Adriana Waltrick Santos as Independent Director	Mgmt	For	For
8.4	Elect Artur Noemio Crynbaum as Independent Director	Mgmt	For	For
8.5	Elect Maria Leticia de Freitas Costa as Independent Director	Mgmt	For	Against
	Voter Rationale: 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 directors membership could hamper the committees impartiality and effectiveness.			
8.6	Elect Paulo Antunes Veras as Independent Director	Mgmt	For	For
8.7	Elect Pedro de Godoy Bueno as Independent Director	Mgmt	For	For
8.8	Elect Sergio Augusto Guerra de Resende as Director	Mgmt	For	For
	If Voting FOR on Item 9, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt		
9	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
10.1	Percentage of Votes to Be Assigned - Elect Eugenio Pacelli Mattar as Board Chairman	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Localiza Rent A Car SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.2	Percentage of Votes to Be Assigned - Elect Luis Fernando Memoria Porto as Vice-Chairman	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
10.3	Percentage of Votes to Be Assigned - Elect Adriana Waltrick Santos as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
10.4	Percentage of Votes to Be Assigned - Elect Artur Noemio Crynbaum as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
10.5	Percentage of Votes to Be Assigned - Elect Maria Leticia de Freitas Costa as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
10.6	Percentage of Votes to Be Assigned - Elect Paulo Antunes Veras as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
10.7	Percentage of Votes to Be Assigned - Elect Pedro de Godoy Bueno as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
10.8	Percentage of Votes to Be Assigned - Elect Sergio Augusto Guerra de Resende as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
11	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	Mgmt	None	For
12	Approve Remuneration of Company's Management	Mgmt	For	For

Localiza Rent A Car SA

Meeting Date: 04/25/2023 Country: Brazil Ticker: RENT3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRRENTACNOR4 Primary SEDOL: B08K3S0

Localiza Rent A Car SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles	Mgmt	For	For
2	Consolidate Bylaws	Mgmt	For	For
3	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	Mgmt	None	For

Loews Corporation

Meeting Date: 05/09/2023 Country: USA Ticker: L

Meeting Type: Annual

Primary ISIN: US5404241086 Primary SEDOL: 2523022

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Ann E. Berman	Mgmt	For	For
1B	Elect Director Joseph L. Bower	Mgmt	For	Against
	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. 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..			
1C	Elect Director Charles D. Davidson	Mgmt	For	For
1D	Elect Director Charles M. Diker	Mgmt	For	For
1E	Elect Director Paul J. Fribourg	Mgmt	For	Against
	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. 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. 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.			
1F	Elect Director Walter L. Harris	Mgmt	For	Against
	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.			
1G	Elect Director Susan P. Peters	Mgmt	For	For

Loews Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1H	Elect Director Andrew H. Tisch	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			
1I	Elect Director James S. Tisch	Mgmt	For	For
1J	Elect Director Jonathan M. Tisch	Mgmt	For	For
1K	Elect Director Anthony Welters	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Amend Certificate of Incorporation to Allow Exculpation of Certain Officers	Mgmt	For	For

Lojas Renner SA

Meeting Date: 04/20/2023 | Country: Brazil | Ticker: LREN3

Meeting Type: Annual

Primary ISIN: BRLRENACNOR1 | Primary SEDOL: B0CGYD6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2022	Mgmt	For	For
	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.			
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Fix Number of Directors at Eight	Mgmt	For	For

Lojas Renner SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
5.1	Elect Jose Gallo as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
5.2	Elect Osvaldo Burgos Schirmer as Independent Director	Mgmt	For	For
5.3	Elect Carlos Fernando Couto de Oliveira Souto as Independent Director	Mgmt	For	For
5.4	Elect Fabio de Barros Pinheiro as Independent Director	Mgmt	For	For
5.5	Elect Thomas Bier Herrmann as Independent Director	Mgmt	For	For
5.6	Elect Juliana Rozembaum Munemori as Independent Director	Mgmt	For	For
5.7	Elect Christiane Almeida Edington as Independent Director	Mgmt	For	For
5.8	Elect Jean Pierre Zarouk as Independent Director	Mgmt	For	For
	If Voting FOR on Item 6, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt		
6	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	For
7.1	Percentage of Votes to Be Assigned - Elect Jose Gallo as Director	Mgmt	None	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
7.2	Percentage of Votes to Be Assigned - Elect Osvaldo Burgos Schirmer as Independent Director	Mgmt	None	For
7.3	Percentage of Votes to Be Assigned - Elect Carlos Fernando Couto de Oliveira Souto as Independent Director	Mgmt	None	For
7.4	Percentage of Votes to Be Assigned - Elect Fabio de Barros Pinheiro as Independent Director	Mgmt	None	For
7.5	Percentage of Votes to Be Assigned - Elect Thomas Bier Herrmann as Independent Director	Mgmt	None	For

Lojas Renner SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.6	Percentage of Votes to Be Assigned - Elect Juliana Rozembaum Munemori as Independent Director	Mgmt	None	For
7.7	Percentage of Votes to Be Assigned - Elect Christiane Almeida Edington as Independent Director	Mgmt	None	For
7.8	Percentage of Votes to Be Assigned - Elect Jean Pierre Zarouk as Independent Director	Mgmt	None	For
8	Approve Remuneration of Company's Management	Mgmt	For	For
9	Fix Number of Fiscal Council Members at Three	Mgmt	For	For
10.1	Elect Joarez Jose Piccinini as Fiscal Council Member and Roberto Zeller Branchi as Alternate	Mgmt	For	For
10.2	Elect Roberto Frota Decourt as Fiscal Council Member and Vanderlei Dominguez da Rosa as Alternate	Mgmt	For	For
10.3	Elect Robson Rocha as Fiscal Council Member and Jose Avelar Matias Lopes as Alternate	Mgmt	For	For
11	Approve Remuneration of Fiscal Council Members	Mgmt	For	For

London Stock Exchange Group Plc

Meeting Date: 04/27/2023 Country: United Kingdom Ticker: LSEG

Meeting Type: Annual

Primary ISIN: GB00B0SWJX34 Primary SEDOL: B0SWJX3

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	Re-elect Dominic Blakemore as Director	Mgmt	For	For
6	Re-elect Martin Brand as Director	Mgmt	For	For
7	Re-elect Kathleen DeRose as Director	Mgmt	For	For
8	Re-elect Tsega Gebreyes as Director	Mgmt	For	For
9	Re-elect Cressida Hogg as Director	Mgmt	For	For
10	Re-elect Anna Manz as Director	Mgmt	For	For

London Stock Exchange Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Re-elect Val Rahmani as Director	Mgmt	For	For
12	Re-elect Don Robert as Director	Mgmt	For	Abstain
	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 company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable. The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
13	Re-elect David Schwimmer as Director	Mgmt	For	For
14	Re-elect Douglas Steenland as Director	Mgmt	For	For
15	Re-elect Ashok Vaswani as Director	Mgmt	For	For
16	Elect Scott Guthrie as Director	Mgmt	For	For
17	Elect William Vereker as Director	Mgmt	For	For
18	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
19	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
20	Authorise Issue of Equity	Mgmt	For	For
21	Authorise UK Political Donations and Expenditure	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
23	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
24	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
25	Authorise Off-Market Purchase of Shares from ConsortiumShareholders	Mgmt	For	For
26	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

LONGi Green Energy Technology Co., Ltd.

Meeting Date: 05/18/2023 | Country: China | Ticker: 601012

Meeting Type: Annual

Primary ISIN: CNE100001FR6 | Primary SEDOL: B759P50

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Financial Statements	Mgmt	For	For
4	Approve Annual Report	Mgmt	For	For

LONGi Green Energy Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Report of the Independent Directors	Mgmt	For	For
6	Approve Profit Distribution	Mgmt	For	For
7	Approve to Appoint Auditor	Mgmt	For	For
8	Approve Formulation of Remuneration Management Methods for Directors, Supervisors and Senior Management Members	Mgmt	For	For
9	Approve Adjustment of Allowance of External Directors	Mgmt	For	For
10	Approve Adjustment of Allowance of External Supervisors	Mgmt	For	For
11	Approve Repurchase and Cancellation of Performance Shares	Mgmt	For	For
12	Approve Change in Registered Capital and Amendment of Articles of Association	Mgmt	For	For
13	Approve Change in Raised Funds Investment Project	SH	For	For
14	Approve Shareholding of Controlled Subsidiary by Directors, Senior Management and Operation Teams	SH	For	For
15	Approve Capital Injection in Controlled Subsidiary and Related Party Transaction	SH	For	For

L'Oreal SA

Meeting Date: 04/21/2023 Country: France Ticker: OR

Meeting Type: Annual/Special

Primary ISIN: FR0000120321 Primary SEDOL: 4057808

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 6 per Share and an Extra of EUR 0.60 per Share to Long Term Registered Shares	Mgmt	For	For
4	Reelect Sophie Bellon as Director	Mgmt	For	Abstain

Voter Rationale: Abstention of voting on the director is warranted as they are the chair of the remuneration committee and there are remuneration concerns noted in item 7.

L'Oreal SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Reelect Fabienne Dulac as Director	Mgmt	For	Abstain
	Voter Rationale: Abstention of voting is warranted as the director is considered overboarded. The director is an executive at Orange SA and sits on 2 boards. We like to see executive only having one NED role so that they are able to manage their roles appropriately.			
6	Approve Remuneration of Directors in the Aggregate Amount of EUR 1.7 Million	Mgmt	For	For
7	Approve Compensation Report of Corporate Officers	Mgmt	For	Against
	Voter Rationale: A vote AGAINST the compensation report of corporate officers is warranted given the persisting free float dissent concerning the compensation report of the former CEO/Chair (current chair).			
8	Approve Compensation of Jean-Paul Agon, Chairman of the Board	Mgmt	For	For
	Voter Rationale: A vote FOR is warranted but not with out concern. The former CEO/Chairs (current Chair) received full vesting of LTIPs despite not being CEO for the full performance period. This was already voted at the prior AGM so a vote FOR is warranted.			
9	Approve Compensation of Nicolas Hieronimus, CEO	Mgmt	For	For
	Voter Rationale: Despite disclosure of the LTIP not being sufficient the company is improving its disclosure on some of the LTIP performance conditions. In addition pay for performance is in line.			
10	Approve Remuneration Policy of Directors	Mgmt	For	For
11	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
12	Approve Remuneration Policy of CEO	Mgmt	For	For
	Voter Rationale: A vote FOR is warranted as they are no significant changes to the prior remuneration policy other than improved disclosure on the information concerning the level of bonus achievements.			
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 149,852,237.36	Mgmt	For	For
15	Authorize Capitalization of Reserves for Bonus Issue or Increase in Par Value	Mgmt	For	For
16	Authorize Capital Increase of up to 2 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
17	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
	Voter Rationale: The dilution levels of the employee share stock purchase plan is less than 10%. Despite the issue price being at 70% of the trading price a vote FOR is warranted.			
18	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
	Voter Rationale: A vote FOR is warranted as noted above in item 17.			

L'Oreal SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Approve Contribution in Kind of 25,383,118 Shares from Affaires Marche France et Domaines d'Excellence and Luxury of Retail, their Valuation and Remuneration	Mgmt	For	For
20	Approve Contribution in Kind of 1,277,836 Shares from l'Oreal International Distribution, its Valuation and Remuneration	Mgmt	For	For
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Lowe's Companies, Inc.

Meeting Date: 05/26/2023 | Country: USA | Ticker: LOW

Meeting Type: Annual

Primary ISIN: US5486611073 | Primary SEDOL: 2536763

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Raul Alvarez	Mgmt	For	For
1.2	Elect Director David H. Batchelder	Mgmt	For	For
1.3	Elect Director Scott H. Baxter	Mgmt	For	For
1.4	Elect Director Sandra B. Cochran	Mgmt	For	For
1.5	Elect Director Laurie Z. Douglas	Mgmt	For	For
1.6	Elect Director Richard W. Dreiling	Mgmt	For	For
1.7	Elect Director Marvin R. Ellison	Mgmt	For	For
1.8	Elect Director Daniel J. Heinrich	Mgmt	For	For
1.9	Elect Director Brian C. Rogers	Mgmt	For	For
1.10	Elect Director Bertram L. Scott	Mgmt	For	For
1.11	Elect Director Colleen Taylor	Mgmt	For	For
1.12	Elect Director Mary Beth West	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Lowe's Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	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.			
5	Require Independent Board Chair	SH	Against	For
	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.			

LPL Financial Holdings Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: LPLA

Meeting Type: Annual

Primary ISIN: US50212V1008 Primary SEDOL: B75JX34

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dan H. Arnold	Mgmt	For	For
1b	Elect Director Edward C. Bernard	Mgmt	For	For
1c	Elect Director H. Paulett Eberhart	Mgmt	For	For
1d	Elect Director William F. Glavin, Jr.	Mgmt	For	For
1e	Elect Director Albert J. Ko	Mgmt	For	For
1f	Elect Director Allison H. Mnookin	Mgmt	For	For
1g	Elect Director Anne M. Mulcahy	Mgmt	For	For
1h	Elect Director James S. Putnam	Mgmt	For	For
1i	Elect Director Richard P. Schifter	Mgmt	For	For
1j	Elect Director Corey E. Thomas	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The majority of annual bonus incentives should be quantitative.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

LTC Properties, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: LTC
Meeting Type: Annual
Primary ISIN: US5021751020 | Primary SEDOL: 2498788

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cornelia Cheng	Mgmt	For	For
1b	Elect Director Boyd W. Hendrickson	Mgmt	For	Against
	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. 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.			
1c	Elect Director James J. Pieczynski	Mgmt	For	Against
	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.			
1d	Elect Director Devra G. Shapiro	Mgmt	For	Against
	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.			
1e	Elect Director Wendy L. Simpson	Mgmt	For	For
1f	Elect Director Timothy J. Triche	Mgmt	For	Against
	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. 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.			
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Lucid Group, Inc.

Meeting Date: 04/24/2023 | Country: USA | Ticker: LCID
Meeting Type: Annual
Primary ISIN: US5494981039 | Primary SEDOL: BP0TR77

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Turqi Alnowaiser	Mgmt	For	For

Lucid Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director Glenn R. August	Mgmt	For	Withhold
	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.			
1.3	Elect Director Andrew Liveris	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1.4	Elect Director Sherif Marakby	Mgmt	For	For
1.5	Elect Director Nichelle Maynard-Elliott	Mgmt	For	For
1.6	Elect Director Chabi Nouri	Mgmt	For	For
1.7	Elect Director Peter Rawlinson	Mgmt	For	For
1.8	Elect Director Ori Winitzer	Mgmt	For	For
1.9	Elect Director Janet S. Wong	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	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.			
5	Amend Articles of Incorporation to Provide Directors May Be Removed With or Without Cause	Mgmt	For	For

lululemon athletica inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: LULU

Meeting Type: Annual

Primary ISIN: US5500211090 | Primary SEDOL: B23FN39

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael Casey	Mgmt	For	For

lululemon athletica inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1b	Elect Director Glenn Murphy	Mgmt	For	For
1c	Elect Director David Mussafer	Mgmt	For	For
1d	Elect Director Isabel Mahe	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	None	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve 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. 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.			

Lumen Technologies, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: LUMN

Meeting Type: Annual

Primary ISIN: US5502411037 | Primary SEDOL: BMDH249

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Quincy L. Allen	Mgmt	For	For
1b	Elect Director Martha Helena Bejar	Mgmt	For	For
1c	Elect Director Peter C. Brown	Mgmt	For	For
1d	Elect Director Kevin P. Chilton	Mgmt	For	For
1e	Elect Director Steven T. "Terry" Clontz	Mgmt	For	For
1f	Elect Director T. Michael Glenn	Mgmt	For	For
1g	Elect Director Kate Johnson	Mgmt	For	For
1h	Elect Director Hal Stanley Jones	Mgmt	For	For
1i	Elect Director Michael J. Roberts	Mgmt	For	For
1j	Elect Director Laurie A. Siegel	Mgmt	For	For

Lumen Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG 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.			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Luminar Technologies, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: LAZR

Meeting Type: Annual

Primary ISIN: US5504241051 | Primary SEDOL: BNG96D6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Austin Russell	Mgmt	For	Withhold
	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			
1.2	Elect Director Mary Lou Jepsen	Mgmt	For	Withhold
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Luminar Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against
	Voter Rationale: Reduces shareholder rights.			

Lundin Gold Inc.

Meeting Date: 05/15/2023 | Country: Canada | Ticker: LUG

Meeting Type: Annual

Primary ISIN: CA5503711080 | Primary SEDOL: BTKSSY6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carmel Daniele	Mgmt	For	For
1.2	Elect Director Gillian Davidson	Mgmt	For	For
1.3	Elect Director Ian W. Gibbs	Mgmt	For	Against
	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. 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. 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.			
1.4	Elect Director C. Ashley Heppenstall	Mgmt	For	Against
	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.			
1.5	Elect Director Ron F. Hochstein	Mgmt	For	For
	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.			
1.6	Elect Director Craig Jones	Mgmt	For	For
1.7	Elect Director Jack Lundin	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.8	Elect Director Angelina Mehta	Mgmt	For	For
1.9	Elect Director Jill Terry	Mgmt	For	For

Lundin Gold Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	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.			

Lundin Mining Corporation

Meeting Date: 05/11/2023 | Country: Canada | Ticker: LUN

Meeting Type: Annual

Primary ISIN: CA5503721063 | Primary SEDOL: 2866857

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Donald K. Charter	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.			
1B	Elect Director C. Ashley Heppenstall	Mgmt	For	For
	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.			
1C	Elect Director Juliana L. Lam	Mgmt	For	For
1D	Elect Director Adam I. Lundin	Mgmt	For	For
	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.			
1E	Elect Director Dale C. Peniuk	Mgmt	For	Against
	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.			
1F	Elect Director Maria Olivia Recart	Mgmt	For	For
1G	Elect Director Peter T. Rockandel	Mgmt	For	For
1H	Elect Director Natasha N.D.Vaz	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

Lundin Mining Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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. 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.			

LVMH Moet Hennessy Louis Vuitton SE

Meeting Date: 04/20/2023 | Country: France | Ticker: MC

Meeting Type: Annual/Special

Primary ISIN: FR0000121014 | Primary SEDOL: 4061412

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 12.00 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
5	Reelect Delphine Arnault as Director	Mgmt	For	For
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
6	Reelect Antonio Belloni as Director	Mgmt	For	For
7	Reelect Marie-Josee Kravis as Director	Mgmt	For	For
	Voter Rationale: The boards independence is impacted by tenure. A few of the directors have a tenure of 12 or greater. This was discussed with IR when we engaged with them in December 22 and IR indicated that there could be board refreshment. We have seen Diego Della Valle, with a notable tenure, come off the board with a new member up for election this AGM. Given the progress a vote FOR is warranted with engagement to improve governance areas at LVMH.			
8	Reelect Marie-Laure Sauty de Chalon as Director	Mgmt	For	For

LVMH Moet Hennessy Louis Vuitton SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Reelect Natacha Valla as Director	Mgmt	For	For
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. 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.			
10	Elect Laurent Mignon as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
11	Renew Appointment of Lord Powell of Bayswater as Censor	Mgmt	For	Against
	Voter Rationale: Non-voting directors, or censors, can have considerable influence on the board whereas they bear no legal liability toward shareholders. Censors should be appointed only in the event of exceptional and temporary circumstances and if their presence adds significant value in terms of board composition and board functioning.			
12	Appoint Diego Della Valle as Censor	Mgmt	For	Against
	Voter Rationale: Votes AGAINST this items are warranted because the company has failed to provide an adequate rationale on the proposed nomination. In addition the proposed censor has just come off the board after a significant tenure.			
13	Approve Compensation Report of Corporate Officers	Mgmt	For	For
	Voter Rationale: Although the remuneration structure of LVMH does not fully align with market best practices the aim of remuneration is the alignment of executive with shareholders. Given Mr B Arnault and family own 48% of LVMH and the shareholding locked in of 30 years. This provides strong alignment between the CEO/Chair and shareholders as discussed in engagement with IR. In addition to this pay for performance is in line. Given long term alignment and pay for performance alignment a vote FOR pay items is warranted.			
14	Approve Compensation of Bernard Arnault, Chairman and CEO	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies 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.			
15	Approve Compensation of Antonio Belloni, Vice-CEO	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
16	Approve Remuneration Policy of Directors	Mgmt	For	For
17	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
	Voter Rationale: See item 13			

LVMH Moet Hennessy Louis Vuitton SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Approve Remuneration Policy of Vice-CEO	Mgmt	For	For
	Voter Rationale: See item 13			
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
20	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
21	Authorize Capitalization of Reserves of Up to EUR 20 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
22	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 20 Million	Mgmt	For	For
23	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights With Binding Priority Right up to Aggregate Nominal Amount of EUR 20 Million	Mgmt	For	Against
	Voter Rationale: Votes AGAINST the authorizations under Items 23-26 are warranted because they do not respect the recommended 10-percent guidelines for issuances without preemptive rights.			
24	Approve Issuance of Equity or Equity-Linked Securities for Qualified Investors, up to Aggregate Nominal Amount of EUR 20 Million	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
25	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
26	Authorize Capital Increase of Up to EUR 20 Million for Future Exchange Offers	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
27	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
28	Authorize up to 1 Percent of Issued Capital for Use in Stock Option Plans Reserved for Employees and Corporate Officers	Mgmt	For	For
	Voter Rationale: No dilution concerns and support for pay.			
29	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
	Voter Rationale: A vote FOR the employee stock purchase plans is warranted as its proposed volume respects the 10-percent recommended guidelines. The discount is greater than we would like to see but in line with other employee stock purchase plans.			

LVMH Moet Hennessy Louis Vuitton SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
30	Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 20 Million	Mgmt	For	For

LXP Industrial Trust

Meeting Date: 05/23/2023 | Country: USA | Ticker: LXP
Meeting Type: Annual
Primary ISIN: US5290431015 | Primary SEDOL: 2139151

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director T. Wilson Eglin	Mgmt	For	For
1.2	Elect Director Lawrence L. Gray	Mgmt	For	For
1.3	Elect Director Arun Gupta	Mgmt	For	For
1.4	Elect Director Jamie Handwerker	Mgmt	For	For
1.5	Elect Director Derrick Johnson	Mgmt	For	For
1.6	Elect Director Claire A. Koeneman	Mgmt	For	Against
	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 unilaterally adopted a problematic advance notice bylaw and has not submitted it to a shareholder vote.			
1.7	Elect Director Nancy Elizabeth Noe	Mgmt	For	For
1.8	Elect Director Howard Roth	Mgmt	For	For
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Lyft, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: LYFT
Meeting Type: Annual
Primary ISIN: US55087P1049 | Primary SEDOL: BJT1RW7

Lyft, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Logan Green	Mgmt	For	Withhold
	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. 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.			
1.2	Elect Director David Risher	Mgmt	For	For
1.3	Elect Director Dave Stephenson	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: 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

M&T Bank Corporation

Meeting Date: 04/18/2023 | Country: USA | Ticker: MTB

Meeting Type: Annual

Primary ISIN: US55261F1049 | Primary SEDOL: 2340168

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John P. Barnes	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Robert T. Brady	Mgmt	For	For
	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. 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. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
1.3	Elect Director Carlton J. Charles	Mgmt	For	For
1.4	Elect Director Jane Chwick	Mgmt	For	For
1.5	Elect Director William F. Cruger, Jr.	Mgmt	For	For
1.6	Elect Director T. Jefferson Cunningham, III	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

M&T Bank Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Gary N. Geisel	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.8	Elect Director Leslie V. Godridge	Mgmt	For	For
1.9	Elect Director Rene F. Jones	Mgmt	For	For
1.10	Elect Director Richard H. Ledgett, Jr.	Mgmt	For	For
1.11	Elect Director Melinda R. Rich	Mgmt	For	For
1.12	Elect Director Robert E. Sadler, Jr.	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.13	Elect Director Denis J. Salamone	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.14	Elect Director John R. Scannell	Mgmt	For	For
1.15	Elect Director Rudina Seseri	Mgmt	For	For
1.16	Elect Director Kirk W. Walters	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.17	Elect Director Herbert L. Washington	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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. 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.			
5	Ratify PricewaterhouseCoopers 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.			

M3, Inc.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 2413

Meeting Type: Annual

Primary ISIN: JP3435750009 | Primary SEDOL: B02K2M3

M3, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tanimura, Itaru	Mgmt	For	Against
	Voter Rationale: We expect M3 Inc. to publish a full breakdown of Scope 1 and 2 emissions on an annual basis and to adopt an interim reduction target. 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.			
1.2	Elect Director Tomaru, Akihiko	Mgmt	For	For
1.3	Elect Director Tsuchiya, Eiji	Mgmt	For	For
1.4	Elect Director Izumiya, Kazuyuki	Mgmt	For	For
1.5	Elect Director Nakamura, Rie	Mgmt	For	For
1.6	Elect Director Tanaka, Yoshinao	Mgmt	For	For
1.7	Elect Director Yamazaki, Satoshi	Mgmt	For	For
1.8	Elect Director Yoshida, Kenichiro	Mgmt	For	For
1.9	Elect Director Tsugawa, Yusuke	Mgmt	For	For

MA Financial Group Limited

Meeting Date: 05/11/2023 | Country: Australia | Ticker: MAF

Meeting Type: Annual

Primary ISIN: AU0000156218 | Primary SEDOL: BMYZBN4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Kenneth Moelis as Director	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
2b	Elect Nikki Rachael Warburton as Director	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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 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.			
4	Ratify Past Issuance of Shares to a Seller of RetPro Pty Ltd	Mgmt	For	For
5	Ratify Past Issuance of Shares to Eligible Employees	Mgmt	For	For
6	Approve MA Financial Group Equity Incentive Plan	Mgmt	For	For
7	Approve MA Financial Group Loan Funded Share Plan	Mgmt	For	For

MA Financial Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8a	Approve Issuance of Loan Funded Shares to Christopher Wyke	Mgmt	For	For
	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.			
8b	Approve Issuance of Loan Funded Shares to Julian Biggins	Mgmt	For	For
	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.			
8c	Approve Issuance of Loan Funded Shares to Andrew Pridham	Mgmt	For	For
	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.			
9	Appoint KPMG as Auditor of the Company	Mgmt	For	Against
	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.			

Macy's, Inc.

Meeting Date: 05/19/2023 | Country: USA | Ticker: M

Meeting Type: Annual

Primary ISIN: US55616P1049 | Primary SEDOL: 2345022

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Emilie Arel	Mgmt	For	For
1b	Elect Director Francis S. Blake	Mgmt	For	For
1c	Elect Director Torrence N. Boone	Mgmt	For	For
1d	Elect Director Ashley Buchanan	Mgmt	For	For
1e	Elect Director Marie Chandoha	Mgmt	For	For
1f	Elect Director Naveen K. Chopra	Mgmt	For	For
1g	Elect Director Deirdre P. Connelly	Mgmt	For	For
	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. 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.			
1h	Elect Director Jeff Gennette	Mgmt	For	For
1i	Elect Director Jill Granoff	Mgmt	For	For
1j	Elect Director William H. Lenehan	Mgmt	For	For
1k	Elect Director Sara Levinson	Mgmt	For	For
1l	Elect Director Antony Spring	Mgmt	For	For

Macy's, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1m	Elect Director Paul C. Varga	Mgmt	For	For
1n	Elect Director Tracey Zhen	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Madrigal Pharmaceuticals, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: MDGL

Meeting Type: Annual

Primary ISIN: US5588681057 | Primary SEDOL: BD59BS7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paul A. Friedman	Mgmt	For	For
	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.			
1.2	Elect Director Kenneth M. Bate	Mgmt	For	For
1.3	Elect Director James M. Daly	Mgmt	For	Withhold
	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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The majority of annual bonus incentives should be quantitative. 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.			
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Magnite, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: MGNI
Meeting Type: Annual
Primary ISIN: US55955D1000 | Primary SEDOL: BLPNRR6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paul Caine	Mgmt	For	For
	Voter Rationale: .			
1.2	Elect Director Doug Knopper	Mgmt	For	For
1.3	Elect Director David Pearson	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Makino Milling Machine Co., Ltd.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 6135
Meeting Type: Annual
Primary ISIN: JP3862800004 | Primary SEDOL: 6555708

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For
2.1	Elect Director Miyazaki, Shotaro	Mgmt	For	Abstain
	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.			
2.2	Elect Director Nagano, Toshiyuki	Mgmt	For	For
2.3	Elect Director Aiba, Tatsuaki	Mgmt	For	For
2.4	Elect Director Shiraishi, Haruyuki	Mgmt	For	For
2.5	Elect Director Masuda, Naofumi	Mgmt	For	For
2.6	Elect Director Yamazaki, Kodo	Mgmt	For	For

Makino Milling Machine Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Nishino, Kazumi	Mgmt	For	For
2.8	Elect Director Takahashi, Kazuo	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Hosoya, Yoshinori	Mgmt	For	For

Makita Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 6586

Meeting Type: Annual

Primary ISIN: JP3862400003 | Primary SEDOL: 6555805

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 11	Mgmt	For	For
2.1	Elect Director Goto, Masahiko	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Goto, Munetoshi	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Tomita, Shinichiro	Mgmt	For	For
2.4	Elect Director Kaneko, Tetsuhisa	Mgmt	For	For
2.5	Elect Director Ota, Tomoyuki	Mgmt	For	For
2.6	Elect Director Tsuchiya, Takashi	Mgmt	For	For
2.7	Elect Director Yoshida, Masaki	Mgmt	For	For
2.8	Elect Director Omote, Takashi	Mgmt	For	For
2.9	Elect Director Otsu, Yukihiro	Mgmt	For	For
2.10	Elect Director Sugino, Masahiro	Mgmt	For	For
2.11	Elect Director Iwase, Takahiro	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Wakayama, Mitsuhiko	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Inoue, Shoji	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Nishikawa, Koji	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Ujihara, Ayumi	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For

Man Wah Holdings Limited

Meeting Date: 06/30/2023 | Country: Bermuda | Ticker: 1999
Meeting Type: Annual
Primary ISIN: BMG5800U1071 | Primary SEDOL: B58YWF7

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 Wong Man Li as Director and Approve the Terms of His Appointment, Including His Remuneration	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4	Elect Hui Wai Hing as Director and Approve the Terms of Her Appointment, Including Her Remuneration	Mgmt	For	For
5	Elect Chau Shing Yim, David as Director and Approve the Terms of His Appointment, Including His Remuneration	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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.			
6	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
8	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
9	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
10	Approve Amendments to the Existing Bye-Laws and Adopt the Amended Bye-Laws	Mgmt	For	For

Mandom Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 4917
Meeting Type: Annual
Primary ISIN: JP3879400004 | Primary SEDOL: 6560973

Mandom Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 19	Mgmt	For	For
2.1	Elect Director Nishimura, Motonobu	Mgmt	For	For
2.2	Elect Director Nishimura, Ken	Mgmt	For	For
2.3	Elect Director Kameda, Yasuaki	Mgmt	For	For
2.4	Elect Director Koshiba, Shinichiro	Mgmt	For	For
2.5	Elect Director Suzuki, Shigeki	Mgmt	For	For
2.6	Elect Director Tanii, Hitoshi	Mgmt	For	For
2.7	Elect Director Ito, Mami	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Asada, Kazuyuki	Mgmt	For	For

Manhattan Associates, Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: MANH

Meeting Type: Annual

Primary ISIN: US5627501092 Primary SEDOL: 2239471

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Eddie Capel	Mgmt	For	For
1b	Elect Director Charles E. Moran	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. Variable remuneration should not contain a significant overlap of 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

MannKind Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: MNKD
Meeting Type: Annual
Primary ISIN: US56400P7069 | Primary SEDOL: BF081J4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James S. Shannon	Mgmt	For	For
1.2	Elect Director Michael E. Castagna	Mgmt	For	For
1.3	Elect Director Ronald J. Consiglio	Mgmt	For	Withhold
	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.			
1.4	Elect Director Michael A. Friedman	Mgmt	For	Withhold
	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.			
1.5	Elect Director Jennifer Grancio	Mgmt	For	For
1.6	Elect Director Anthony Hooper	Mgmt	For	For
1.7	Elect Director Sabrina Kay	Mgmt	For	For
1.8	Elect Director Kent Kresa	Mgmt	For	Withhold
	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.			
1.9	Elect Director Christine Mundkur	Mgmt	For	For
2	Increase Authorized Common Stock	Mgmt	For	For
3	Adjourn Meeting	Mgmt	For	For
4	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.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
7	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
8	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.			

Manulife Financial Corp.

Meeting Date: 05/11/2023 | Country: Canada | Ticker: MFC
Meeting Type: Annual
Primary ISIN: CA56501R1064 | Primary SEDOL: 2492519

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nicole S. Arnaboldi	Mgmt	For	For
1.2	Elect Director Guy L.T. Bainbridge	Mgmt	For	For
1.3	Elect Director Susan F. Dabarno	Mgmt	For	For
1.4	Elect Director Julie E. Dickson	Mgmt	For	For
1.5	Elect Director Roy Gori	Mgmt	For	For
1.6	Elect Director Tsun-yan Hsieh	Mgmt	For	For
1.7	Elect Director Vanessa Kanu	Mgmt	For	For
1.8	Elect Director Donald R. Lindsay	Mgmt	For	For
1.9	Elect Director C. James Prieur	Mgmt	For	For
1.10	Elect Director Andrea S. Rosen	Mgmt	For	For
1.11	Elect Director May Tan	Mgmt	For	For
1.12	Elect Director Leagh E. Turner	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	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.			

Manulife US Real Estate Investment Trust

Meeting Date: 04/20/2023 | Country: Singapore | Ticker: BTOU
Meeting Type: Annual
Primary ISIN: SG1CI1000004 | Primary SEDOL: BYV9SY3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For

Manulife US Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Maravai LifeSciences Holdings, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: MRVI
Meeting Type: Annual
Primary ISIN: US56600D1072 Primary SEDOL: BMCWKZ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anat Ashkenazi	Mgmt	For	Withhold
	Voter Rationale: 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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.			
1.2	Elect Director Gregory T. Lucier	Mgmt	For	Withhold
	Voter Rationale: 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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.			
1.3	Elect Director Luke Marker	Mgmt	For	Withhold
	Voter Rationale: 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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Markel Corporation

Meeting Date: 05/17/2023 Country: USA Ticker: MKL
Meeting Type: Annual
Primary ISIN: US5705351048 Primary SEDOL: 2566436

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark M. Besca	Mgmt	For	For
1b	Elect Director K. Bruce Connell	Mgmt	For	For

Markel Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Lawrence A. Cunningham	Mgmt	For	For
1d	Elect Director Thomas S. Gayner	Mgmt	For	For
	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.			
1e	Elect Director Greta J. Harris	Mgmt	For	For
1f	Elect Director Morgan E. Housel	Mgmt	For	For
1g	Elect Director Diane Leopold	Mgmt	For	For
1h	Elect Director Anthony F. Markel	Mgmt	For	For
1i	Elect Director Steven A. Markel	Mgmt	For	For
1j	Elect Director Harold L. Morrison, Jr.	Mgmt	For	For
1k	Elect Director Michael O'Reilly	Mgmt	For	For
1l	Elect Director A. Lynne Puckett	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentives should not be delivered via cash or other non-equity vehicles.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

MarketAxess Holdings Inc.

Meeting Date: 06/07/2023 Country: USA Ticker: MKTX

Meeting Type: Annual

Primary ISIN: US57060D1081 Primary SEDOL: B03Q9D0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard M. McVey	Mgmt	For	For
1b	Elect Director Christopher R. Concannon	Mgmt	For	For
1c	Elect Director Nancy Altobello	Mgmt	For	For
1d	Elect Director Steven L. Begleiter	Mgmt	For	For

MarketAxess Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Stephen P. Casper	Mgmt	For	Against
	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.			
1f	Elect Director Jane Chwick	Mgmt	For	For
1g	Elect Director William F. Cruger	Mgmt	For	For
1h	Elect Director Kourtney Gibson	Mgmt	For	For
1i	Elect Director Richard G. Ketchum	Mgmt	For	For
1j	Elect Director Emily H. Portney	Mgmt	For	For
1k	Elect Director Richard L. Prager	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Marqeta, Inc.

Meeting Date: 06/22/2023 | Country: USA | Ticker: MQ

Meeting Type: Annual

Primary ISIN: US57142B1044 | Primary SEDOL: BN0TQD2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Najuma (Naj) Atkinson	Mgmt	For	For
1.2	Elect Director Martha Cummings	Mgmt	For	Withhold
	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.			
1.3	Elect Director Judson (Jud) Linville	Mgmt	For	For
1.4	Elect Director Helen Riley	Mgmt	For	Withhold
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Marqeta, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Marriott International, Inc.

Meeting Date: 05/12/2023 Country: USA Ticker: MAR

Meeting Type: Annual

Primary ISIN: US5719032022 Primary SEDOL: 2210614

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony G. Capuano	Mgmt	For	For
1b	Elect Director Isabella D. Goren	Mgmt	For	For
1c	Elect Director Deborah Marriott Harrison	Mgmt	For	For
1d	Elect Director Frederick A. Henderson	Mgmt	For	For
1e	Elect Director Eric Hippeau	Mgmt	For	For
1f	Elect Director Lauren R. Hobart	Mgmt	For	For
1g	Elect Director Debra L. Lee	Mgmt	For	For
1h	Elect Director Aylwin B. Lewis	Mgmt	For	For
1i	Elect Director David S. Marriott	Mgmt	For	For
1j	Elect Director Margaret M. McCarthy	Mgmt	For	For
1k	Elect Director Grant F. Reid	Mgmt	For	For
1l	Elect Director Horacio D. Rozanski	Mgmt	For	For
1m	Elect Director Susan C. Schwab	Mgmt	For	For
2	Ratify Ernst & Young 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.			

Marriott International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice			
6	Publish a Congruency Report of Partnerships with Globalist Organizations	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
7	Report on Gender/Racial Pay Gap	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risk			

Marriott Vacations Worldwide Corporation

Meeting Date: 05/12/2023 | Country: USA | Ticker: VAC

Meeting Type: Annual

Primary ISIN: US57164Y1073 | Primary SEDOL: B45K9N8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles Elliott "C.E." Andrews	Mgmt	For	For
1.2	Elect Director William W. McCarten	Mgmt	For	For
1.3	Elect Director William J. Shaw	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
	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.			
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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			

Marriott Vacations Worldwide Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Declassify the Board of Directors	Mgmt	For	For
	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.			

Marsh & McLennan Companies, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: MMC

Meeting Type: Annual

Primary ISIN: US5717481023 Primary SEDOL: 2567741

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony K. Anderson	Mgmt	For	For
1b	Elect Director John Q. Doyle	Mgmt	For	For
1c	Elect Director Hafize Gaye Erkan	Mgmt	For	For
1d	Elect Director Oscar Fanjul	Mgmt	For	For
1e	Elect Director H. Edward Hanway	Mgmt	For	For
1f	Elect Director Judith Hartmann	Mgmt	For	For
1g	Elect Director Deborah C. Hopkins	Mgmt	For	For
1h	Elect Director Tamara Ingram	Mgmt	For	For
1i	Elect Director Jane H. Lute	Mgmt	For	For
1j	Elect Director Steven A. Mills	Mgmt	For	For
1k	Elect Director Bruce P. Nolop	Mgmt	For	Against
	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.			
1l	Elect Director Morton O. Schapiro	Mgmt	For	Against
	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.			
1m	Elect Director Lloyd M. Yates	Mgmt	For	For
1n	Elect Director Ray G. Young	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. 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
	Voter Rationale: We support an annual say on pay frequency.			

Marsh & McLennan Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	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.			

Marten Transport, Ltd.

Meeting Date: 05/02/2023 Country: USA Ticker: MRTN
Meeting Type: Annual
Primary ISIN: US5730751089 Primary SEDOL: 2568357

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Randolph L. Marten	Mgmt	For	For
1.2	Elect Director Larry B. Hagness	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.3	Elect Director Thomas J. Winkel	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.4	Elect Director Jerry M. Bauer	Mgmt	For	For
1.5	Elect Director Robert L. Demorest	Mgmt	For	Withhold
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1.6	Elect Director Ronald R. Booth	Mgmt	For	For
1.7	Elect Director Kathleen P. Iverson	Mgmt	For	For
1.8	Elect Director Patricia L. Jones	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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.			

Marten Transport, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Martin Marietta Materials, Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: MLM
Meeting Type: Annual
Primary ISIN: US5732841060 Primary SEDOL: 2572079

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dorothy M. Ables	Mgmt	For	For
1.2	Elect Director Sue W. Cole	Mgmt	For	For
1.3	Elect Director Anthony R. Foxx	Mgmt	For	For
1.4	Elect Director John J. Koraleski	Mgmt	For	For
1.5	Elect Director C. Howard Nye	Mgmt	For	For
1.6	Elect Director Laree E. Perez	Mgmt	For	For
1.7	Elect Director Thomas H. Pike	Mgmt	For	For
1.8	Elect Director Michael J. Quillen	Mgmt	For	For
1.9	Elect Director Donald W. Slager	Mgmt	For	For
1.10	Elect Director David C. Wajsgras	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Martin Marietta Materials, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For

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.

Marubeni Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8002

Meeting Type: Annual

Primary ISIN: JP3877600001 | Primary SEDOL: 6569464

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines - Indemnify Directors - Indemnify Statutory Auditors	Mgmt	For	For
2.1	Elect Director Kokubu, Fumiya	Mgmt	For	For
2.2	Elect Director Kakinoki, Masumi	Mgmt	For	For
2.3	Elect Director Terakawa, Akira	Mgmt	For	For
2.4	Elect Director Furuya, Takayuki	Mgmt	For	For
2.5	Elect Director Takahashi, Kyohei	Mgmt	For	For
2.6	Elect Director Okina, Yuri	Mgmt	For	For
2.7	Elect Director Kitera, Masato	Mgmt	For	For
2.8	Elect Director Ishizuka, Shigeki	Mgmt	For	For
2.9	Elect Director Ando, Hisayoshi	Mgmt	For	For
2.10	Elect Director Hatano, Mutsuko	Mgmt	For	For
3	Appoint Statutory Auditor Ando, Takao	Mgmt	For	Against

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.

4	Approve Fixed Cash Compensation Ceiling and Performance-Based Cash Compensation Ceiling for Directors and Two Types of Restricted Stock Plans	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.

5	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Marui Group Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8252
Meeting Type: Annual
Primary ISIN: JP3870400003 | Primary SEDOL: 6569527

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Aoi, Hiroshi	Mgmt	For	For
3.2	Elect Director Okajima, Etsuko	Mgmt	For	For
3.3	Elect Director Nakagami, Yasunori	Mgmt	For	For
3.4	Elect Director Peter D. Pedersen	Mgmt	For	For
3.5	Elect Director Kato, Hirotsugu	Mgmt	For	For
3.6	Elect Director Kojima, Reiko	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Nozaki, Akira	Mgmt	For	For

Maruichi Steel Tube Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 5463
Meeting Type: Annual
Primary ISIN: JP3871200006 | Primary SEDOL: 6569505

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Suzuki, Hiroyuki	Mgmt	For	Against
	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.			
1.2	Elect Director Yoshimura, Yoshinori	Mgmt	For	Against
	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.			
1.3	Elect Director Kadono, Minoru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Morita, Wataru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Nakano, Kenjiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Maruichi Steel Tube Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Ushino, Kenichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Fujioka, Yuka	Mgmt	For	For
1.8	Elect Director Tsuji, Koichi	Mgmt	For	For
2.1	Appoint Statutory Auditor Terao, Takehiko	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Uchiyama, Yuki	Mgmt	For	For
3	Approve Compensation Ceiling for Directors	Mgmt	For	For
4	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

MARUWA CO., LTD.

Meeting Date: 06/22/2023 Country: Japan Ticker: 5344

Meeting Type: Annual

Primary ISIN: JP3879250003 Primary SEDOL: 6570660

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Kambe, Sei	Mgmt	For	Against
	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.			
2.2	Elect Director Hayashi, Haruyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Kambe, Toshiro	Mgmt	For	Against
	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.			
2.4	Elect Director Manimaran Anthony	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Morishita, Yukiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Elect Director and Audit Committee Member Mitsuoka, Masahiko	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Kato, Akihide	Mgmt	For	For

MARUWA CO., LTD.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Director and Audit Committee Member Hara, Takeyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Maruzen Showa Unyu Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9068
Meeting Type: Annual
Primary ISIN: JP3876000005 | Primary SEDOL: 6569624

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 52.5	Mgmt	For	For
2.1	Elect Director Asai, Toshiyuki	Mgmt	For	Abstain
	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.			
2.2	Elect Director Okada, Hirotsugu	Mgmt	For	Abstain
	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.			
2.3	Elect Director Nakamura, Masahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Ando, Yuichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Ishikawa, Kenichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.			

Marvell Technology, Inc.

Meeting Date: 06/16/2023 | Country: USA | Ticker: MRVL
Meeting Type: Annual
Primary ISIN: US5738741041 | Primary SEDOL: BNKJSM5

Marvell Technology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sara Andrews	Mgmt	For	For
1b	Elect Director W. Tudor Brown	Mgmt	For	For
	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.			
1c	Elect Director Brad W. Buss	Mgmt	For	For
1d	Elect Director Rebecca W. House	Mgmt	For	For
	Voter Rationale: .			
1e	Elect Director Marachel L. Knight	Mgmt	For	For
1f	Elect Director Matthew J. Murphy	Mgmt	For	For
1g	Elect Director Michael G. Strachan	Mgmt	For	For
1h	Elect Director Robert E. Switz	Mgmt	For	For
	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.			
1i	Elect Director Ford Tamer	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Masco Corporation

Meeting Date: 05/11/2023 Country: USA Ticker: MAS

Meeting Type: Annual

Primary ISIN: US5745991068 Primary SEDOL: 2570200

Masco Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Keith J. Allman	Mgmt	For	For
1b	Elect Director Aine L. Denari	Mgmt	For	For
1c	Elect Director Christopher A. O'Herlihy	Mgmt	For	For
1d	Elect Director Charles K. Stevens, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Masimo Corporation

Meeting Date: 06/26/2023 Country: USA Ticker: MASI

Meeting Type: Proxy Contest

Primary ISIN: US5747951003 Primary SEDOL: B1YWR63

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 2 Directors	Mgmt		
1a	Elect Management Nominee Director H Michael Cohen	Mgmt	For	Do Not Vote
1b	Elect Management Nominee Director Julie A. Shimer	Mgmt	For	Do Not Vote
1c	Elect Dissident Nominee Director Michelle Brennan	SH	Withhold	Do Not Vote
1d	Elect Dissident Nominee Director Quentin Koffey	SH	Withhold	Do Not Vote
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	Do Not Vote

Masimo Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	Do Not Vote
5	Declassify the Board of Directors	Mgmt	For	Do Not Vote
6	Approve Increase in Size of Board from Five to Seven	Mgmt	For	Do Not Vote
7	Approve Repeal Any Provision of or Amendment to Bylaws of the Company Adopted Without the Approval of Shareholders after April 20, 2023 and Through the Conclusion of the Annual Meeting	SH	Against	Do Not Vote
	Dissident Universal Proxy (Blue Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 2 Directors	Mgmt		
	Politan Nominees	Mgmt		
1a	Elect Dissident Nominee Director Michelle Brennan	SH	For	For
	Voter Rationale: We elect to support this nominee.			
1b	Elect Dissident Nominee Director Quentin Koffey	SH	For	For
	Voter Rationale: We elect to support this nominee.			
	Company Nominees Opposed by Politan	Mgmt		
1a	Elect Management Nominee Director H Michael Cohen	Mgmt	Withhold	Withhold
	Voter Rationale: We elect to not support this nominee.			
1b	Elect Management Nominee Director Julie A. Shimer	Mgmt	Withhold	Withhold
	Voter Rationale: We elect to not support this nominee. 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.			
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	Against	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Masimo Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Declassify the Board of Directors	Mgmt	For	For
	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.			
6	Approve Increase in Size of Board from Five to Seven	Mgmt	Abstain	For
	Voter Rationale: Support for this proposal is warranted			
7	Approve Repeal Any Provision of or Amendment to Bylaws of the Company Adopted Without the Approval of Shareholders after April 20, 2023 and Through the Conclusion of the Annual Meeting	SH	For	For
	Voter Rationale: Given the current proxy contest, support for this proposal is warranted.			

MasterBrand, Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: MBC
Meeting Type: Annual
Primary ISIN: US57638P1049 Primary SEDOL: BPDJN76

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director R. David Banyard, Jr.	Mgmt	For	For
1.2	Elect Director Ann Fritz Hackett	Mgmt	For	For
2	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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Mastercard Incorporated

Meeting Date: 06/27/2023 Country: USA Ticker: MA
Meeting Type: Annual
Primary ISIN: US57636Q1040 Primary SEDOL: B121557

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Merit E. Janow	Mgmt	For	For
1b	Elect Director Candido Bracher	Mgmt	For	For
1c	Elect Director Richard K. Davis	Mgmt	For	For
1d	Elect Director Julius Genachowski	Mgmt	For	For
	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.			
1e	Elect Director Choon Phong Goh	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1f	Elect Director Oki Matsumoto	Mgmt	For	For
1g	Elect Director Michael Miebach	Mgmt	For	For
1h	Elect Director Youngme Moon	Mgmt	For	For
1i	Elect Director Rima Qureshi	Mgmt	For	For
1j	Elect Director Gabrielle Sulzberger	Mgmt	For	For
1k	Elect Director Harit Talwar	Mgmt	For	For
1l	Elect Director Lance Uggla	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Ratify PricewaterhouseCoopers 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.			
6	Report on Overseeing Risks Related to Discrimination	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
7	Report on Establishing Merchant Category Code for Gun and Ammunition Stores	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Mastercard Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporations behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.			
9	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against
10	Report on Cost-Benefit Analysis of Diversity and Inclusion Efforts	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Matador Resources Company

Meeting Date: 06/09/2023 Country: USA Ticker: MTDR

Meeting Type: Annual

Primary ISIN: US5764852050 Primary SEDOL: B7MSLL8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joseph Wm. Foran	Mgmt	For	For
1b	Elect Director Reynald A. Baribault	Mgmt	For	For
1c	Elect Director Timothy E. Parker	Mgmt	For	For
1d	Elect Director Shelley F. Appel	Mgmt	For	For
2	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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Match Group, Inc.

Meeting Date: 06/22/2023 Country: USA Ticker: MTCH

Meeting Type: Annual

Primary ISIN: US57667L1070 Primary SEDOL: BK80XH9

Match Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sharmistha Dubey	Mgmt	For	For
1b	Elect Director Ann L. McDaniel	Mgmt	For	For
1c	Elect Director Thomas J. McInerney	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: 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. 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. 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.			
3	Ratify Ernst & Young 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.			

Matsui Securities Co., Ltd.

Meeting Date: 06/25/2023 | Country: Japan | Ticker: 8628

Meeting Type: Annual

Primary ISIN: JP3863800003 | Primary SEDOL: 6373892

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Warita, Akira	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
3.2	Elect Director Uzawa, Shinichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.3	Elect Director Sato, Kunihiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Matsui Securities Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Elect Director Saiga, Moto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Shibata, Masashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Haga, Manako	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Tanaka, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.8	Elect Director Matsui, Michitaro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.9	Elect Director Imai, Takahito	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.10	Elect Director Onuki, Satoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.11	Elect Director Annen, Junji	Mgmt	For	For
3.12	Elect Director Hori, Toshiaki	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Takahashi, Takefumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.2	Elect Director and Audit Committee Member Kai, Mikitoshi	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Kogoma, Nozomi	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Onuki, Satoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

MatsukiyoCocokara & Co.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 3088

Meeting Type: Annual

Primary ISIN: JP3869010003 | Primary SEDOL: B249GC0

MatsukiyoCocokara & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For
2.1	Elect Director Matsumoto, Namio	Mgmt	For	For
	Voter Rationale: .			
2.2	Elect Director Matsumoto, Kiyo	Mgmt	For	For
	Voter Rationale: .			
2.3	Elect Director Tsukamoto, Atsushi	Mgmt	For	For
2.4	Elect Director Matsumoto, Takashi	Mgmt	For	For
2.5	Elect Director Obe, Shingo	Mgmt	For	For
2.6	Elect Director Ishibashi, Akio	Mgmt	For	For
2.7	Elect Director Yamamoto, Tsuyoshi	Mgmt	For	For
2.8	Elect Director Watanabe, Ryoichi	Mgmt	For	For
2.9	Elect Director Matsuda, Takashi	Mgmt	For	For
2.10	Elect Director Matsushita, Isao	Mgmt	For	For
2.11	Elect Director Omura, Hiro	Mgmt	For	For
2.12	Elect Director Kimura, Keiji	Mgmt	For	For
2.13	Elect Director Tanima, Makoto	Mgmt	For	For
2.14	Elect Director Kawai, Junko	Mgmt	For	For
2.15	Elect Director Okiyama, Tomoko	Mgmt	For	For
3	Appoint Statutory Auditor Honta, Hisao	Mgmt	For	For

Mattel, Inc.

Meeting Date: 05/15/2023 | Country: USA | Ticker: MAT

Meeting Type: Annual

Primary ISIN: US5770811025 | Primary SEDOL: 2572303

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director R. Todd Bradley	Mgmt	For	For
1b	Elect Director Adriana Cisneros	Mgmt	For	For
1c	Elect Director Michael Dolan	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.			
1d	Elect Director Diana Ferguson	Mgmt	For	For
1e	Elect Director Noreena Hertz	Mgmt	For	For

Mattel, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Ynon Kreiz	Mgmt	For	For
1g	Elect Director Soren Laursen	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1h	Elect Director Ann Lewnes	Mgmt	For	For
1i	Elect Director Roger Lynch	Mgmt	For	For
1j	Elect Director Dominic Ng	Mgmt	For	For
1k	Elect Director Judy Olian	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			

Maxar Technologies Inc.

Meeting Date: 04/19/2023 | Country: USA | Ticker: MAXR

Meeting Type: Special

Primary ISIN: US57778K1051 | Primary SEDOL: BF2KYF5

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
	Voter Rationale: A vote AGAINST this proposal is warranted. Although cash severance is double trigger and reasonably based, and no excise tax gross-ups are payable, the majority of NEOs' equity, including a portion of recent awards, will be accelerated upon consummation of the merger.			
3	Adjourn Meeting	Mgmt	For	For

MaxCyte, Inc.

Meeting Date: 06/22/2023 | Country: USA | Ticker: MXCT

Meeting Type: Annual

Primary ISIN: US57777K1060 | Primary SEDOL: BKMQF66

MaxCyte, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Art Mandell	Mgmt	For	Withhold
	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 and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.2	Elect Director Stanley C. Erck	Mgmt	For	Withhold
	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 classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.3	Elect Director Patrick J. Balthrop	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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			
3	Ratify CohnReznick LLP as Auditors	Mgmt	For	For

MaxLinear, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: MXL

Meeting Type: Annual

Primary ISIN: US57776J1007 | Primary SEDOL: B3RDWC8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Albert J. Moyer	Mgmt	For	Abstain
	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.			
1.2	Elect Director Theodore L. Tewksbury	Mgmt	For	For
1.3	Elect Director Carolyn D. Beaver	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

MaxLinear, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
5	Amend Certificate of Incorporation to Reflect Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

MBIA Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: MBI

Meeting Type: Annual

Primary ISIN: US55262C1009 | Primary SEDOL: 2547044

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Diane L. Dewbrey	Mgmt	For	For
	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.			
1b	Elect Director William C. Fallon	Mgmt	For	For
1c	Elect Director Steven J. Gilbert	Mgmt	For	For
	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.			
1d	Elect Director Janice L. Innis-Thompson	Mgmt	For	For
	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.			
1e	Elect Director Charles R. Rinehart	Mgmt	For	For
	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.			
1f	Elect Director Theodore E. Shasta	Mgmt	For	For
	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.			
1g	Elect Director Richard C. Vaughan	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify PricewaterhouseCoopers 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

McDonald's Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: MCD
Meeting Type: Annual
Primary ISIN: US5801351017 | Primary SEDOL: 2550707

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony Capuano	Mgmt	For	For
1b	Elect Director Kareem Daniel	Mgmt	For	For
1c	Elect Director Lloyd Dean	Mgmt	For	For
1d	Elect Director Catherine Engelbert	Mgmt	For	For
1e	Elect Director Margaret Georgiadis	Mgmt	For	For
1f	Elect Director Enrique Hernandez, Jr.	Mgmt	For	For
1g	Elect Director Christopher Kempczinski	Mgmt	For	For
1h	Elect Director Richard Lenny	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.			
1i	Elect Director John Mulligan	Mgmt	For	For
1j	Elect Director Jennifer Taubert	Mgmt	For	For
1k	Elect Director Paul Walsh	Mgmt	For	For
1l	Elect Director Amy Weaver	Mgmt	For	For
1m	Elect Director Miles White	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Adopt Policy to Phase Out Use of Medically-Important Antibiotics in Beef and Pork Supply Chain	SH	Against	For
	Voter Rationale: We recognize the company's commitments and work, but believe that in the light of antibiotics use link to antimicrobial resistance and public health implications we support the proposal to further advance reduced antibiotics use.			
6	Comply with World Health Organization Guidelines on Antimicrobial Use Throughout Supply Chains	SH	Against	For
	Voter Rationale: We recognize the company's commitments and work, but believe that in the light of antibiotics use link to antimicrobial resistance and public health implications we support the proposal to further advance reduced antibiotics use.			
7	Report on Risks Related to Operations in China	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

McDonald's Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
9	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			
10	Issue Transparency Report on Global Public Policy and Political Influence	SH	Against	Against
	Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.			
11	Report on Animal Welfare	SH	Against	For
	Voter Rationale: The company provides updates on progress on its overarching commitments. However, underlying metrics which would provide investors with a clearer picture on risks and progress relating to animal welfare are not disclosed. We believe that greater transparency would allow for a deeper understanding of risks and opportunities relating to animal welfare.			

McGrath RentCorp

Meeting Date: 06/07/2023 | Country: USA | Ticker: MGRC

Meeting Type: Annual

Primary ISIN: US5805891091 | Primary SEDOL: 2551551

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nicolas C. Anderson	Mgmt	For	For
1.2	Elect Director Kimberly A. Box	Mgmt	For	For
1.3	Elect Director Smita Conjeevaram	Mgmt	For	For
1.4	Elect Director William J. Dawson	Mgmt	For	Withhold
	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.			
1.5	Elect Director Elizabeth A. Fetter	Mgmt	For	For
1.6	Elect Director Joseph F. Hanna	Mgmt	For	For
1.7	Elect Director Bradley M. Shuster	Mgmt	For	Withhold
	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.			
2	Ratify Grant Thornton 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

McGrath RentCorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

MDA Ltd.

Meeting Date: 05/12/2023 | Country: Canada | Ticker: MDA
Meeting Type: Annual
Primary ISIN: CA55292X1087 | Primary SEDOL: BMTQW51

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alison Alfers	Mgmt	For	For
1b	Elect Director Yaprak Baltacioglu	Mgmt	For	For
1c	Elect Director Darren Farber	Mgmt	For	For
1d	Elect Director Michael Greenley	Mgmt	For	For
1e	Elect Director Brendan Paddick	Mgmt	For	For
1f	Elect Director John Risley	Mgmt	For	For
1g	Elect Director Jill Smith	Mgmt	For	For
	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.			
1h	Elect Director Louis Vachon	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Mebuki Financial Group, Inc.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 7167
Meeting Type: Annual
Primary ISIN: JP3117700009 | Primary SEDOL: BH0VTS2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Akino, Tetsuya	Mgmt	For	Against
	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.			
1.2	Elect Director Shimizu, Kazuyuki	Mgmt	For	For
1.3	Elect Director Nozaki, Kiyoshi	Mgmt	For	For

Mebuki Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Naito, Yoshihiro	Mgmt	For	For
1.5	Elect Director Ono, Toshihiko	Mgmt	For	For
1.6	Elect Director Ono, Hiromichi	Mgmt	For	For
1.7	Elect Director Shu, Yoshimi	Mgmt	For	For
2	Elect Director and Audit Committee Member Yoshitake, Hiromichi	Mgmt	For	For

MECOM Power and Construction Limited

Meeting Date: 05/30/2023 | Country: Cayman Islands | Ticker: 1183
Meeting Type: Annual
Primary ISIN: KYG5960P1046 | Primary SEDOL: BG10ZS3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Sou Kun Tou as Director	Mgmt	For	For
	Voter Rationale: For companies without an independent chairman, a senior independent director should be appointed to serve as an additional safeguard and point of communication for shareholders.			
2b	Elect Lio Weng Tong as Director	Mgmt	For	For
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu 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
	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.			
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
8	Approve Bonus Issue of Shares	Mgmt	For	For

MediaTek, Inc.

Meeting Date: 05/31/2023 | Country: Taiwan | Ticker: 2454
Meeting Type: Annual
Primary ISIN: TW0002454006 | Primary SEDOL: 6372480

MediaTek, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
	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.			
2	Approve Profit Distribution	Mgmt	For	For
3	Approve Amendments to Articles of Association	Mgmt	For	For
	ELECT INDEPENDENT DIRECTOR VIA CUMULATIVE VOTING	Mgmt		
4.1	Elect Syaru Shirley Lin, with ID NO.A222291XXX, as Independent Director	Mgmt	For	For
5	Approve Release of Restrictions of Competitive Activities of Directors	Mgmt	For	For

Medical Properties Trust, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: MPW

Meeting Type: Annual

Primary ISIN: US58463J3041 Primary SEDOL: B0JL5L9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Edward K. Aldag, Jr.	Mgmt	For	For
1.2	Elect Director G. Steven Dawson	Mgmt	For	Against
	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.			
1.3	Elect Director R. Steven Hamner	Mgmt	For	For
1.4	Elect Director Caterina A. Mozingo	Mgmt	For	For
1.5	Elect Director Emily W. Murphy	Mgmt	For	For
1.6	Elect Director Elizabeth N. Pitman	Mgmt	For	For
1.7	Elect Director D. Paul Sparks, Jr.	Mgmt	For	For
1.8	Elect Director Michael G. Stewart	Mgmt	For	Against
	Voter Rationale: The nominee is a former executive and considered to be non-independent. This director is not sufficiently independent to serve as the independent lead director.			
1.9	Elect Director C. Reynolds Thompson, III	Mgmt	For	For

Medical Properties Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
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. 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Medipal Holdings Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 7459

Meeting Type: Annual

Primary ISIN: JP3268950007 | Primary SEDOL: 6782090

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Watanabe, Shuichi	Mgmt	For	For
1.2	Elect Director Chofuku, Yasuhiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Yoda, Toshihide	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Sakon, Yuji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Mimura, Koichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Watanabe, Shinjiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Medipal Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Imagawa, Kuniaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.8	Elect Director Yoshida, Takuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Kagami, Mitsuko	Mgmt	For	For
1.10	Elect Director Asano, Toshio	Mgmt	For	For
1.11	Elect Director Shoji, Kuniko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.12	Elect Director Iwamoto, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.1	Appoint Statutory Auditor Hirasawa, Toshio	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Hashida, Kazuo	Mgmt	For	Against
	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.			
2.3	Appoint Statutory Auditor Sanuki, Yoko	Mgmt	For	For
2.4	Appoint Statutory Auditor Ichino, Hatsuyoshi	Mgmt	For	For

Medpace Holdings, Inc.

Meeting Date: 05/19/2023 Country: USA Ticker: MEDP

Meeting Type: Annual

Primary ISIN: US58506Q1094 Primary SEDOL: BDCBC61

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian T. Carley	Mgmt	For	Withhold
	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.			
1.2	Elect Director Femida H. Gwadry-Sridhar	Mgmt	For	For
1.3	Elect Director Robert O. Kraft	Mgmt	For	Withhold
	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.			

Medpace Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

MegaChips Corp.

Meeting Date: 06/23/2023 Country: Japan Ticker: 6875

Meeting Type: Annual

Primary ISIN: JP3920860008 Primary SEDOL: 6123923

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hikawa, Tetsuo	Mgmt	For	Abstain
	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.			
1.2	Elect Director Shindo, Masahiro	Mgmt	For	Abstain
	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.			
1.3	Elect Director Hayashi, Yoshimasa	Mgmt	For	For
1.4	Elect Director Iwama, Ikuo	Mgmt	For	For
1.5	Elect Director Kuramoto, Masashi	Mgmt	For	For
1.6	Elect Director Iwai, Masaaki	Mgmt	For	For
1.7	Elect Director Nagata, Junko	Mgmt	For	For
1.8	Elect Director Nagai, Hirofumi	Mgmt	For	For
1.9	Elect Director Matsumoto, Heihachi	Mgmt	For	For
1.10	Elect Director Nakamura, Satoshi	Mgmt	For	For
2.1	Appoint Statutory Auditor Aoki, Hiroshi	Mgmt	For	For
2.2	Appoint Statutory Auditor Furukawa, Tomoyoshi	Mgmt	For	For

Meiko Electronics Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 6787
Meeting Type: Annual
Primary ISIN: JP3915350007 | Primary SEDOL: 6302454

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Naya, Yuichiro	Mgmt	For	Abstain
	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.			
1.2	Elect Director Shinozaki, Masakuni	Mgmt	For	For
1.3	Elect Director Wada, Junya	Mgmt	For	For
1.4	Elect Director Sakate, Atsushi	Mgmt	For	For
1.5	Elect Director Kikyo, Yoshihito	Mgmt	For	For
1.6	Elect Director Naya, Shigeru	Mgmt	For	For
1.7	Elect Director Yoon Ho Shin	Mgmt	For	For
1.8	Elect Director Tsuchiya, Nao	Mgmt	For	For
1.9	Elect Director Nishiyama, Yosuke	Mgmt	For	For
1.10	Elect Director Harada, Takashi	Mgmt	For	For
1.11	Elect Director Kobayashi, Toshifumi	Mgmt	For	For

Meituan

Meeting Date: 06/30/2023 | Country: Cayman Islands | Ticker: 3690
Meeting Type: Annual
Primary ISIN: KYG596691041 | Primary SEDOL: BGJW376

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Elect Marjorie Mun Tak Yang as Director	Mgmt	For	For
3	Elect Wang Huiwen as Director	Mgmt	For	For
	Voter Rationale: A vote AGAINST the election of Wang Huiwen is warranted given that his failure to ensure the company's compliance with relevant rules and regulations raise serious concerns on their ability to fulfill fiduciary duties in the company. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.			
4	Elect Orr Gordon Robert Halyburton as Director	Mgmt	For	Against
	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 encourage the company to set decarbonisation targets on at least scope 1&2 emissions as soon as possible, and disclose a clear plan for achieving them.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Elect Leng Xuesong as Director	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
6	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights for Class B Shares	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
9	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
10	Approve Amendments to the Post-IPO Share Option Scheme and Related Transactions	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan could lead to excessive dilution.			
11	Approve Amendments to the Post-IPO Share Award Scheme and Related Transactions	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan could lead to excessive dilution.			
12	Approve the Scheme Limit	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan could lead to excessive dilution.			
13	Approve the Service Provider Sublimit	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan could lead to excessive dilution.			

Meituan

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Approve Issuance of Class B Shares to Orr Gordon Robert Halyburton Under the Post-IPO Share Award Scheme and Related Transactions	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan could lead to excessive dilution.			
15	Approve Issuance of Class B Shares to Leng Xuesong Under the Post-IPO Share Award Scheme and Related Transactions	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan could lead to excessive dilution.			
16	Approve Issuance of Class B Shares to Shum Heung Yeung Harry Under the Post-IPO Share Award Scheme and Related Transactions	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan could lead to excessive dilution.			
17	Approve Amendments to the Existing Articles of Association and Adopt Seventh Amended and Restated Memorandum and Articles of Association and Related Transactions	Mgmt	For	For

Melco International Development Limited

Meeting Date: 06/23/2023 | Country: Hong Kong | Ticker: 200

Meeting Type: Annual

Primary ISIN: HK0200030994 | Primary SEDOL: B092QP3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a1	Elect Evan Andrew Winkler as Director	Mgmt	For	For
	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.			

Melco International Development Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a2	Elect Chung Yuk Man, Clarence as Director	Mgmt	For	For
	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.			
2a3	Elect Karuna Evelyne Shinsho as Director	Mgmt	For	For
2b	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve Ernst & Young as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5.1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
5.2	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Menicon Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 7780

Meeting Type: Annual

Primary ISIN: JP3921270009 | Primary SEDOL: BYL7K85

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tanaka, Hidenari	Mgmt	For	For
1.2	Elect Director Takino, Yoshiyuki	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.3	Elect Director Moriyama, Hisashi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.4	Elect Director Horinishi, Yoshimi	Mgmt	For	For
1.5	Elect Director Watanabe, Shingo	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.6	Elect Director Miyake, Yozo	Mgmt	For	For

Menicon Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Honda, Ryutaro	Mgmt	For	Against
	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.			
1.8	Elect Director Yanagawa, Katsuhiko	Mgmt	For	For
1.9	Elect Director Takehana, Kazushige	Mgmt	For	For
2	Approve Deep Discount Stock Option 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.			
3	Approve Deep Discount Stock Option 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.			

MercadoLibre, Inc.

Meeting Date: 06/07/2023 Country: USA Ticker: MELI

Meeting Type: Annual

Primary ISIN: US58733R1023 Primary SEDOL: B23X1H3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Susan Segal	Mgmt	For	For
1.2	Elect Director Mario Eduardo Vazquez	Mgmt	For	Withhold
	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.			
1.3	Elect Director Alejandro Nicolas Aguzin	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles.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			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Pistrelli, Henry Martin y Asociados S.R.L., as Auditors	Mgmt	For	For

Mercantile Bank Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: MBWM
Meeting Type: Annual
Primary ISIN: US5873761044 | Primary SEDOL: 2620257

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David M. Cassard	Mgmt	For	Withhold
	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.			
1.2	Elect Director Michael S. Davenport	Mgmt	For	For
1.3	Elect Director Michelle L. Eldridge	Mgmt	For	For
1.4	Elect Director Robert B. Kaminski, Jr.	Mgmt	For	For
1.5	Elect Director Michael H. Price	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.6	Elect Director David B. Ramaker	Mgmt	For	Withhold
	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.			
2	Approve 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. 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.			
3	Ratify Plante & Moran, PLLC as Auditors	Mgmt	For	For
	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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			

Mercedes-Benz Group AG

Meeting Date: 05/03/2023 | Country: Germany | Ticker: MBG
Meeting Type: Annual
Primary ISIN: DE0007100000 | Primary SEDOL: 5529027

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 5.20 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, ideally, annual re-elections, in order to facilitate a more dynamic board refreshment process.			
5.1	Ratify KPMG AG as Auditors for Fiscal Year 2023	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
5.2	Ratify PricewaterhouseCoopers GmbH as Auditors for the 2024 Interim Financial Statements until the 2024 AGM	Mgmt	For	For
5.3	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements after the 2024 AGM	Mgmt	For	For
6	Elect Stefan Pierer to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
7	Approve Remuneration of Supervisory Board	Mgmt	For	For
8	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
9	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10	Approve Creation of EUR 1 Billion Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	For

Mercedes-Benz Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
12	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For

Mercialys SA

Meeting Date: 04/27/2023 | Country: France | Ticker: MERY

Meeting Type: Annual/Special

Primary ISIN: FR0010241638 | Primary SEDOL: B0LMF87

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 0.96 per Share	Mgmt	For	For
4	Ratify Appointment of Vincent Ravat as Director	Mgmt	For	For
5	Ratify Appointment of Jean-Louis Constanza as Director	Mgmt	For	For
6	Elect Mael Aoustin as Director	Mgmt	For	For
7	Approve Compensation Report of Corporate Officers	Mgmt	For	For
8	Approve Compensation of Eric Le Gentil, Chairman of the Board	Mgmt	For	For
9	Approve Compensation of Vincent Ravat, CEO	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
10	Approve Compensation of Elizabeth Blaise, Vice-CEO	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
11	Approve Remuneration Policy of Eric Le Gentil, Chairman of the Board	Mgmt	For	For

Mercialys SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Remuneration Policy of Vincent Ravat, CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The 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.			
13	Approve Remuneration Policy of Elizabeth Blaise, Vice-CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The 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.			
14	Approve Remuneration Policy of Directors	Mgmt	For	For
15	Approve Auditors' Special Report on Related-Party Transactions Mentioning One New Transaction	Mgmt	For	For
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 46.5 Million	Mgmt	For	For
19	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 9.3 Million	Mgmt	For	For
20	Approve Issuance of Equity or Equity-Linked Securities Reserved for Private Placement, up to Aggregate Nominal Amount of EUR 9.3 Million	Mgmt	For	For
21	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For
22	Authorize Capitalization of Reserves of Up to EUR 46.5 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
23	Authorize Capital Increase of Up to EUR 9.3 Million for Future Exchange Offers	Mgmt	For	For
24	Authorize Capital Increase for Contributions in Kind, up to Aggregate Nominal Amount of EUR 9.3 Million	Mgmt	For	For

Mercialys SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
25	Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 46.5 Million	Mgmt	For	For
26	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
27	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
	Ordinary Business	Mgmt		
28	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Merck & Co., Inc.

Meeting Date: 05/23/2023 Country: USA Ticker: MRK

Meeting Type: Annual

Primary ISIN: US58933Y1055 Primary SEDOL: 2778844

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Douglas M. Baker, Jr.	Mgmt	For	For
1b	Elect Director Mary Ellen Coe	Mgmt	For	For
1c	Elect Director Pamela J. Craig	Mgmt	For	For
1d	Elect Director Robert M. Davis	Mgmt	For	For
1e	Elect Director Thomas H. Glocer	Mgmt	For	For
1f	Elect Director Risa J. Lavizzo-Mourey	Mgmt	For	For
1g	Elect Director Stephen L. Mayo	Mgmt	For	For
1h	Elect Director Paul B. Rothman	Mgmt	For	For
1i	Elect Director Patricia F. Russo	Mgmt	For	For
1j	Elect Director Christine E. Seidman	Mgmt	For	For
1k	Elect Director Inge G. Thulin	Mgmt	For	For
1l	Elect Director Kathy J. Warden	Mgmt	For	For
1m	Elect Director Peter C. Wendell	Mgmt	For	For

Merck & Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Report on Risks Related to Operations in China	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
6	Report on Access to COVID-19 Products	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
7	Adopt Policy to Require Third-Party Organizations to Annually Report Expenditures for Political Activities	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
8	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
9	Publish a Congruency Report of Partnerships with Globalist Organizations	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
10	Require Independent Board Chair	SH	Against	For
	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.			

Merck KGaA

Meeting Date: 04/28/2023 | Country: Germany | Ticker: MRK

Meeting Type: Annual

Primary ISIN: DE0006599905 | Primary SEDOL: 4741844

Merck KGaA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Accept Financial Statements and Statutory Reports for Fiscal Year 2022	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
3	Approve Allocation of Income and Dividends of EUR 2.20 per Share	Mgmt	For	For
4	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
5	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, ideally, annual re-elections, in order to facilitate a more dynamic board refreshment process.			
6	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Companies should pay no more than necessary on recruitment of executive directors and ensure that recruitment-related awards are linked to long-term performance of the company. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 2.5 Billion; Approve Creation of EUR 16.8 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For
8.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
8.2	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For

Merit Medical Systems, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: MMSI

Meeting Type: Annual

Primary ISIN: US5898891040 | Primary SEDOL: 2580555

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lonny J. Carpenter	Mgmt	For	For
1b	Elect Director David K. Floyd	Mgmt	For	For
1c	Elect Director Lynne N. Ward	Mgmt	For	For

Merit Medical Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. 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			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

MERLIN Properties SOCIMI SA

Meeting Date: 04/26/2023 | Country: Spain | Ticker: MRL

Meeting Type: Annual

Primary ISIN: ES0105025003 | Primary SEDOL: BNGNB77

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Approve Standalone Financial Statements	Mgmt	For	For
1.2	Approve Consolidated Financial Statements	Mgmt	For	For
1.3	Approve Non-Financial Information Statement	Mgmt	For	For
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Approve Discharge of Board	Mgmt	For	For
4.1	Renew Appointment of Deloitte as Auditor for FY 2023	Mgmt	For	For
4.2	Appoint PricewaterhouseCoopers as Auditor for FY 2024, 2025 and 2026	Mgmt	For	For
5.1	Reelect Javier Garcia-Carranza Benjumea as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			

MERLIN Properties SOCIMI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.2	Reelect Francisca Ortega Fernandez-Agero as Director	Mgmt	For	For
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
5.3	Reelect Pilar Cavero Mestre as Director	Mgmt	For	For
5.4	Reelect Juan Maria Aguirre Gonzalo as Director	Mgmt	For	For
	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.			
6	Advisory Vote on Remuneration Report	Mgmt	For	Against
	Voter Rationale: Vote AGAINST because remuneration disclosure is poor and transaction bonuses were awarded last year. Going forward, seek to engage to better understand how remuneration works at the Company.			
7	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 20 Percent	Mgmt	For	Against
	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.			
8	Authorize Share Repurchase Program	Mgmt	For	For
9.1	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities up to EUR 1 Billion with Exclusion of Preemptive Rights up to 20 Percent of Capital	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
9.2	Authorize Issuance of Non-Convertible Bonds/Debentures and/or Other Debt Securities up to EUR 6 Billion	Mgmt	For	For
10.1	Amend Article 44 Re: Audit and Control Committee	Mgmt	For	For
10.2	Amend Article 45 Re: Appointments and Remuneration Committee	Mgmt	For	For
11	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For
12	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Meta Platforms, Inc.

Meeting Date: 05/31/2023 Country: USA Ticker: META

Meeting Type: Annual

Primary ISIN: US30303M1027 Primary SEDOL: B7TL820

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peggy Alford	Mgmt	For	Withhold
	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			
1.2	Elect Director Marc L. Andreessen	Mgmt	For	For
1.3	Elect Director Andrew W. Houston	Mgmt	For	For
1.4	Elect Director Nancy Killefer	Mgmt	For	For
1.5	Elect Director Robert M. Kimmitt	Mgmt	For	Withhold
	Voter Rationale: This director is not sufficiently independent to serve as the independent lead director.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.			
1.6	Elect Director Sheryl K. Sandberg	Mgmt	For	For
1.7	Elect Director Tracey T. Travis	Mgmt	For	Withhold
	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			
1.8	Elect Director Tony Xu	Mgmt	For	For
1.9	Elect Director Mark Zuckerberg	Mgmt	For	Withhold
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Report on Government Take Down Requests	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
	Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.			
5	Report on Human Rights Impact Assessment of Targeted Advertising	SH	Against	For
	Voter Rationale: The company faces risks related to human rights in its global operations. Good practice includes developing a clear human rights policy or code of practice, along with a narrative on how impacts are monitored and effectively mitigated.			
6	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the company's primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			

Meta Platforms, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Report on Allegations of Political Entanglement and Content Management Biases in India	SH	Against	For
	Voter Rationale: We appreciate that Meta published a human rights report outlining its human rights impact assessment in India. However, given shareholders would benefit from increased information regarding its content management in India.			
8	Report on Framework to Assess Company Lobbying Alignment with Climate Goals	SH	Against	For
	Voter Rationale: Shareholders would benefit from more granular information to ensure the company's lobbying and policy influence activities are aligned with its climate commitments.			
9	Report on Data Privacy regarding Reproductive Healthcare	SH	Against	For
	Voter Rationale: Shareholders would benefit from increased transparency regarding how the company protects consumers' data privacy from abortion-related law enforcement requests and thus mitigating reputational and business risk.			
10	Report on Enforcement of Community Standards and User Content	SH	Against	Against
	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.			
11	Report on Child Safety and Harm Reduction	SH	Against	For
	Voter Rationale: Shareholders would benefit from increased transparency on how the company is managing, measuring, and tracking risks related to child safety on the company's platforms.			
12	Report on Executive Pay Calibration to Externalized Costs	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
13	Commission Independent Review of Audit & Risk Oversight Committee	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

MetLife, Inc.

Meeting Date: 06/20/2023 Country: USA Ticker: MET

Meeting Type: Annual

Primary ISIN: US59156R1086 Primary SEDOL: 2573209

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cheryl W. Grise	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.			
1b	Elect Director Carlos M. Gutierrez	Mgmt	For	For
1c	Elect Director Carla A. Harris	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1d	Elect Director Gerald L. Hassell	Mgmt	For	For
1e	Elect Director David L. Herzog	Mgmt	For	For

MetLife, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director R. Glenn Hubbard	Mgmt	For	For
1g	Elect Director Jeh C. Johnson	Mgmt	For	For
1h	Elect Director Edward J. Kelly, III	Mgmt	For	For
1i	Elect Director William E. Kennard	Mgmt	For	For
1j	Elect Director Michel A. Khalaf	Mgmt	For	For
1k	Elect Director Catherine R. Kinney	Mgmt	For	For
1l	Elect Director Diana L. McKenzie	Mgmt	For	For
1m	Elect Director Denise M. Morrison	Mgmt	For	For
1n	Elect Director Mark A. Weinberger	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Metropolitan Bank Holding Corp.

Meeting Date: 05/31/2023 Country: USA Ticker: MCB

Meeting Type: Annual

Primary ISIN: US5917741044 Primary SEDOL: BDBRDR8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anthony J. Fabiano	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Robert C. Patent	Mgmt	For	Withhold
	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 structure which adversely impacts shareholder rights.			
1.3	Elect Director Maria Fiorini Ramirez	Mgmt	For	For
1.4	Elect Director William Reinhardt	Mgmt	For	Withhold
	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 structure which adversely impacts shareholder rights.			

Metropolitan Bank Holding Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Crowe LLP as Auditors	Mgmt	For	For
	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.			
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. 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Mettler-Toledo International Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: MTD

Meeting Type: Annual

Primary ISIN: US5926881054 | Primary SEDOL: 2126249

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert F. Spoerry	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Roland Diggelmann	Mgmt	For	For
1.3	Elect Director Domitille Doat-Le Bigot	Mgmt	For	For
1.4	Elect Director Elisha W. Finney	Mgmt	For	For
1.5	Elect Director Richard Francis	Mgmt	For	For
1.6	Elect Director Michael A. Kelly	Mgmt	For	For
1.7	Elect Director Thomas P. Salice	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. 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.			
1.8	Elect Director Ingrid Zhang	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Mettler-Toledo International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The remuneration committee should not allow vesting of incentive awards for substantially below median 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

MFA Financial, Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: MFA
Meeting Type: Annual
Primary ISIN: US55272X6076 Primary SEDOL: BMZM2X1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Laurie S. Goodman	Mgmt	For	For
1b	Elect Director Richard C. Wald	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Amend Omnibus Stock Plan	Mgmt	For	For
	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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

MGIC Investment Corporation

Meeting Date: 04/27/2023 Country: USA Ticker: MTG
Meeting Type: Annual
Primary ISIN: US5528481030 Primary SEDOL: 2548616

MGIC Investment Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Analisa M. Allen	Mgmt	For	For
1.2	Elect Director Daniel A. Arrigoni	Mgmt	For	For
1.3	Elect Director C. Edward Chaplin	Mgmt	For	For
1.4	Elect Director Curt S. Culver	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Jay C. Hartzell	Mgmt	For	For
1.6	Elect Director Timothy A. Holt	Mgmt	For	For
1.7	Elect Director Jodeen A. Kozlak	Mgmt	For	For
1.8	Elect Director Michael E. Lehman	Mgmt	For	Withhold
	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. 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.			
1.9	Elect Director Teresita M. Lowman	Mgmt	For	For
1.10	Elect Director Timothy J. Mattke	Mgmt	For	For
1.11	Elect Director Sheryl L. Sculley	Mgmt	For	For
1.12	Elect Director Mark M. Zandi	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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

MGM Resorts International

Meeting Date: 05/02/2023 Country: USA Ticker: MGM

Meeting Type: Annual

Primary ISIN: US5529531015 Primary SEDOL: 2547419

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Barry Diller	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1b	Elect Director Alexis M. Herman	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.			
1c	Elect Director William J. Hornbuckle	Mgmt	For	For
	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.			
1d	Elect Director Mary Chris Jammet	Mgmt	For	For
1e	Elect Director Joey Levin	Mgmt	For	For
	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.			
1f	Elect Director Rose McKinney-James	Mgmt	For	For
1g	Elect Director Keith A. Meister	Mgmt	For	For
1h	Elect Director Paul Salem	Mgmt	For	For
1i	Elect Director Jan G. Swartz	Mgmt	For	For
1j	Elect Director Daniel J. Taylor	Mgmt	For	Against
	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.			
1k	Elect Director Ben Winston	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

MGP Ingredients, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: MGPI
Meeting Type: Annual
Primary ISIN: US55303J1060 | Primary SEDOL: B6ZJTH3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas A. Gerke	Mgmt	For	For
1b	Elect Director Donn Lux	Mgmt	For	For
1c	Elect Director Kevin S. Rauckman	Mgmt	For	For
1d	Elect Director Todd B. Siwak	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

MicroStrategy Incorporated

Meeting Date: 05/24/2023 | Country: USA | Ticker: MSTR
Meeting Type: Annual
Primary ISIN: US5949724083 | Primary SEDOL: 2974329

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael J. Saylor	Mgmt	For	Withhold
	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 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 move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).			
1.2	Elect Director Phong Q. Le	Mgmt	For	For
1.3	Elect Director Stephen X. Graham	Mgmt	For	For
1.4	Elect Director Jarrod M. Patten	Mgmt	For	Withhold
	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.			
1.5	Elect Director Leslie J. Rechan	Mgmt	For	For

MicroStrategy Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Carl J. Rickertsen	Mgmt	For	Withhold
	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. 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.			
2	Approve 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 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify KPMG LLP as Auditors	Mgmt	For	For

MicroVision, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: MVIS

Meeting Type: Annual

Primary ISIN: US5949603048 | Primary SEDOL: B7N96Q0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Simon Biddiscombe	Mgmt	For	For
	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.			
1.2	Elect Director Robert P. Carlile	Mgmt	For	For
	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.			
1.3	Elect Director Judith M. Curran	Mgmt	For	Withhold
	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. 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.			
1.4	Elect Director Jeffrey A. Herbst	Mgmt	For	For

MicroVision, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Sumit Sharma	Mgmt	For	For
1.6	Elect Director Mark B. Spitzer	Mgmt	For	For
	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.			
1.7	Elect Director Brian V. Turner	Mgmt	For	Withhold
	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.			
2	Increase Authorized Common Stock	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Ratify Moss Adams LLP as Auditors	Mgmt	For	For
	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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Midac Holdings Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 6564

Meeting Type: Annual

Primary ISIN: JP3887800005 Primary SEDOL: BF2WR18

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kato, Keiko	Mgmt	For	Abstain
	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.			
1.2	Elect Director Kumagai, Hiroyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Takeda, Yasuho	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Takada, Hiroaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Suzuki, Kiyohiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Midac Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director and Audit Committee Member Kawakami, Yoshitake	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Ishikawa, Shinji	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Okugawa, Tetsuya	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Inukai, Atsuo	Mgmt	For	For
4	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.			

Mid-America Apartment Communities, Inc.

Meeting Date: 05/16/2023 Country: USA Ticker: MAA

Meeting Type: Annual

Primary ISIN: US59522J1034 Primary SEDOL: 2589132

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director H. Eric Bolton, Jr.	Mgmt	For	For
1b	Elect Director Deborah H. Caplan	Mgmt	For	For
1c	Elect Director John P. Case	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more thanone 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.			
1d	Elect Director Tamara Fischer	Mgmt	For	For
1e	Elect Director Alan B. Graf, Jr.	Mgmt	For	Against
	Voter Rationale: The nominee serves as Audit Committee Chair and has long tenure. Long tenured directors could lackindependence from the company and we expect key committee Chairs to be independent.			
1f	Elect Director Toni Jennings	Mgmt	For	For
1g	Elect Director Edith Kelly-Green	Mgmt	For	For
1h	Elect Director James K. Lowder	Mgmt	For	For
1i	Elect Director Thomas H. Lowder	Mgmt	For	For
1j	Elect Director Claude B. Nielsen	Mgmt	For	For
1k	Elect Director W. Reid Sanders	Mgmt	For	For
1l	Elect Director Gary S. Shorb	Mgmt	For	For
1m	Elect Director David P. Stockert	Mgmt	For	For

Mid-America Apartment Communities, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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 separateshareholder approval.Long-term incentive awards should be used to incentivise long-term performance and should not be allowed tovest within 3 years since the date of grant.The remuneration committee should not allow vesting of incentive awards for substantially below medianperformance.On early termination, all share-based awards should be time pro-rated and tested for performance, including inthe event of a change of control.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targetsto 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 tovest 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 inthe event of a change of control.The remuneration committee should not allow vesting of incentive awards for substantially below medianperformance.			

Middleby Corporation

Meeting Date: 05/16/2023 | Country: USA | Ticker: MIDD

Meeting Type: Annual

Primary ISIN: US5962781010 | Primary SEDOL: 2590930

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sarah Palisi Chapin	Mgmt	For	Against
	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.			
1b	Elect Director Timothy J. FitzGerald	Mgmt	For	For
1c	Elect Director Cathy L. McCarthy	Mgmt	For	For
1d	Elect Director John R. Miller, III	Mgmt	For	Against
	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. 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.			
1e	Elect Director Robert A. Nerbonne	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Gordon O'Brien	Mgmt	For	Against
	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.			

Middleby Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Nassem Ziyad	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Midea Group Co. Ltd.

Meeting Date: 05/19/2023 Country: China Ticker: 000333

Meeting Type: Annual

Primary ISIN: CNE100001QQ5 Primary SEDOL: BDVHRJ8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Financial Statements	Mgmt	For	For
4	Approve Annual Report and Summary	Mgmt	For	For
5	Approve Profit Distribution	Mgmt	For	For
6	Approve Draft and Summary of Performance Shares Incentive Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
7	Approve to Formulate Methods to Assess the Performance of Plan Participants	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Midea Group Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Authorization of the Board to Handle All Related Matters	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
9	Approve Employee Share Purchase Plan	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
10	Approve Management Method of Employee Share Purchase Plan	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
11	Approve Authorization of the Board to Handle All Related Matters Regarding Employee Share Purchase Plan	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
12	Approve Provision of Guarantee to Subsidiaries	Mgmt	For	For
13	Approve Asset Pool Business and Provision of Guarantee	Mgmt	For	For
14	Approve Foreign Exchange Fund Derivatives Business	Mgmt	For	For
15	Approve Use of Idle Own Funds for Entrusted Wealth Management	Mgmt	For	Against
	Voter Rationale: The proposed investment could expose the company to unnecessary risks.			
16	Approve to Appoint Auditor	Mgmt	For	For
17	Amend Articles of Association	Mgmt	For	For
18	Approve Purchase of Liability Insurance for Company, Directors, Supervisors and Senior Management Members	Mgmt	For	For

Midland States Bancorp, Inc.

Meeting Date: 05/01/2023 | Country: USA | Ticker: MSBI

Meeting Type: Annual

Primary ISIN: US5977421057 | Primary SEDOL: B6VRG58

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jennifer L. DiMotta	Mgmt	For	Against
	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.			

Midland States Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Jeffrey G. Ludwig	Mgmt	For	For
1.3	Elect Director Richard T. Ramos	Mgmt	For	For
1.4	Elect Director Jeffrey C. Smith	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			
4	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
5	Ratify Crowe LLP as Auditors	Mgmt	For	For

Minebea Mitsumi, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6479
Meeting Type: Annual
Primary ISIN: JP3906000009 | Primary SEDOL: 6642406

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Kainuma, Yoshihisa	Mgmt	For	For
2.2	Elect Director Moribe, Shigeru	Mgmt	For	For
2.3	Elect Director Yoshida, Katsuhiko	Mgmt	For	For
2.4	Elect Director Iwaya, Ryozo	Mgmt	For	For
2.5	Elect Director None, Shigeru	Mgmt	For	For
2.6	Elect Director Mizuma, Satoshi	Mgmt	For	For
2.7	Elect Director Suzuki, Katsutoshi	Mgmt	For	For

Minebea Mitsumi, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Miyazaki, Yuko	Mgmt	For	For
2.9	Elect Director Matsumura, Atsuko	Mgmt	For	For
2.10	Elect Director Haga, Yuko	Mgmt	For	For
2.11	Elect Director Katase, Hirofumi	Mgmt	For	For
2.12	Elect Director Matsuoka, Takashi	Mgmt	For	For
3.1	Appoint Statutory Auditor Tsukagoshi, Masahiro	Mgmt	For	For
3.2	Appoint Statutory Auditor Yamamoto, Hiroshi	Mgmt	For	For
3.3	Appoint Statutory Auditor Hoshino, Makoto	Mgmt	For	For

Minto Apartment Real Estate Investment Trust

Meeting Date: 05/09/2023 | Country: Canada | Ticker: MI.UN

Meeting Type: Annual

Primary ISIN: CA60448E1034 | Primary SEDOL: BD6JMH2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Trustee Roger Greenberg	Mgmt	For	For
1B	Elect Trustee Allan Kimberley	Mgmt	For	For
1C	Elect Trustee Heather Kirk	Mgmt	For	For
1D	Elect Trustee Jo-Ann Lempert	Mgmt	For	For
1E	Elect Trustee Jonathan Li	Mgmt	For	For
1F	Elect Trustee Jacqueline Moss	Mgmt	For	For
	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.			
1G	Elect Trustee Michael Waters	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Mirati Therapeutics, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: MRTX

Meeting Type: Annual

Primary ISIN: US60468T1051 | Primary SEDOL: BBPK0J0

Mirati Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles M. Baum	Mgmt	For	For
1.2	Elect Director Bruce L.A. Carter	Mgmt	For	For
1.3	Elect Director Julie M. Cherrington	Mgmt	For	For
1.4	Elect Director Aaron I. Davis	Mgmt	For	For
1.5	Elect Director Faheem Hasnain	Mgmt	For	Withhold
	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.			
1.6	Elect Director Craig Johnson	Mgmt	For	For
1.7	Elect Director Maya Martinez-Davis	Mgmt	For	For
1.8	Elect Director David Meek	Mgmt	For	For
1.9	Elect Director Shalini Sharp	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Ernst & Young, LLP as Auditors	Mgmt	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Mirion Technologies, Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: MIR

Meeting Type: Annual

Primary ISIN: US60471A1016 Primary SEDOL: BMG3PQ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lawrence D. Kingsley	Mgmt	For	For
1.2	Elect Director Thomas D. Logan	Mgmt	For	For
1.3	Elect Director Kenneth C. Bockhorst	Mgmt	For	For
1.4	Elect Director Robert A. Cascella	Mgmt	For	For
1.5	Elect Director Steven W. Etzel	Mgmt	For	For
1.6	Elect Director John W. Kuo	Mgmt	For	For

Mirion Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Jody A. Markopoulos	Mgmt	For	For
1.8	Elect Director Jyothsna (Jo) Natauri	Mgmt	For	For
1.9	Elect Director Sheila Rege	Mgmt	For	For
2	Ratify Deloitte & Touche, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 committee should not allow vesting of incentive awards for substantially below median performance.			
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
5	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.			

Mister Car Wash, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: MCW

Meeting Type: Annual

Primary ISIN: US60646V1052 | Primary SEDOL: BNRRP65

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Kristofer Galashan	Mgmt	For	Withhold
	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. 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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.			
1.2	Elect Director Jeffrey Suer	Mgmt	For	For
1.3	Elect Director Ronald Kirk	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.			
1.4	Elect Director Veronica Rogers	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Reflect Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against
	Voter Rationale: This amendment is not in the best interest of shareholders.			

Mister Car Wash, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

MISUMI Group, Inc.

Meeting Date: 06/15/2023 | Country: Japan | Ticker: 9962
Meeting Type: Annual
Primary ISIN: JP3885400006 | Primary SEDOL: 6595179

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 12.34	Mgmt	For	For
2.1	Elect Director Nishimoto, Kosuke	Mgmt	For	Against
	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.			
2.2	Elect Director Ono, Ryusei	Mgmt	For	Against
	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.			
2.3	Elect Director Kanatani, Tomoki	Mgmt	For	For
2.4	Elect Director Shimizu, Shigetaka	Mgmt	For	For
2.5	Elect Director Shaochun Xu	Mgmt	For	For
2.6	Elect Director Nakano, Yoichi	Mgmt	For	For
2.7	Elect Director Shimizu, Arata	Mgmt	For	For
2.8	Elect Director Suseki, Tomoharu	Mgmt	For	For
3	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.			

Mitsubishi Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8058
Meeting Type: Annual
Primary ISIN: JP3898400001 | Primary SEDOL: 6596785

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 103	Mgmt	For	For

Mitsubishi Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Kakiuchi, Takehiko	Mgmt	For	For
2.2	Elect Director Nakanishi, Katsuya	Mgmt	For	For
2.3	Elect Director Tanaka, Norikazu	Mgmt	For	For
2.4	Elect Director Kashiwagi, Yutaka	Mgmt	For	For
2.5	Elect Director Nochi, Yuzo	Mgmt	For	For
2.6	Elect Director Tatsuoka, Tsuneyoshi	Mgmt	For	For
2.7	Elect Director Miyanaga, Shunichi	Mgmt	For	For
2.8	Elect Director Akiyama, Sakie	Mgmt	For	For
2.9	Elect Director Sagiya, Mari	Mgmt	For	For
3	Appoint Statutory Auditor Murakoshi, Akira	Mgmt	For	Against
	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.			
4	Approve Performance-Based Cash Compensation Ceiling for Directors	Mgmt	For	For
5	Amend Articles to Disclose Greenhouse Gas Emission Reduction Targets Aligned with Goals of Paris Agreement	SH	Against	For
	Voter Rationale: A vote FOR this shareholder proposal is recommended because: - The company's net zero 2050 commitment covers its scope 1, 2, and 3 category 15 emission that account for up to 6 percent of its total emissions. The request under Item 5 is to set and disclose a business plan with short term and mid-term greenhouse gas emission targets aligned with the goals of the Paris agreement. While the newly disclosure of the scope 3 (cat 11) GHG emissions is positively noted, the absence of any detailed information about the plan with regards to the strategy addressing the company's scope 3 category 11 (use of sold products) that represent approx. 94 percent of the company's total emissions raises concerns about the credibility of the company's net zero commitment.			
6	Amend Articles to Disclose Evaluation concerning Consistency between Capital Expenditures and Net Zero Greenhouse Gas Emissions by 2050 Commitment	SH	Against	For
	Voter Rationale: A vote FOR this shareholder proposal is recommended because: - The capital expenditure disclosure requested under Item 6 would help investors understand the financial risks the company is facing in a decarbonized economy where demand in oil & gas will progressively decrease. In addition, the proposal wording is deemed sufficiently accurate without being too prescriptive and should therefore not lead the company to breach any trade secrets while the requested annual reporting effort does not appear overly burdensome.			

Mitsubishi Estate Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8802

Meeting Type: Annual

Primary ISIN: JP3899600005 | Primary SEDOL: 6596729

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 19	Mgmt	For	For
2.1	Elect Director Yoshida, Junichi	Mgmt	For	For

Mitsubishi Estate Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Nakajima, Atsushi	Mgmt	For	For
2.3	Elect Director Naganuma, Bunroku	Mgmt	For	For
2.4	Elect Director Umeda, Naoki	Mgmt	For	For
2.5	Elect Director Hirai, Mikihito	Mgmt	For	For
2.6	Elect Director Nishigai, Noboru	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.7	Elect Director Katayama, Hiroshi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.8	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For
2.9	Elect Director Narukawa, Tetsuo	Mgmt	For	For
2.10	Elect Director Shirakawa, Masaaki	Mgmt	For	For
2.11	Elect Director Nagase, Shin	Mgmt	For	For
2.12	Elect Director Sueyoshi, Wataru	Mgmt	For	For
2.13	Elect Director Sonoda, Ayako	Mgmt	For	For
2.14	Elect Director Melanie Brock	Mgmt	For	For

Mitsubishi Estate Logistics REIT Investment Corp.

Meeting Date: 05/23/2023 Country: Japan Ticker: 3481

Meeting Type: Special

Primary ISIN: JP3048480002 Primary SEDOL: BF46Y06

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet - Amend Provisions on Deemed Approval System	Mgmt	For	For
2	Elect Executive Director Takanashi, Ken	Mgmt	For	For
3.1	Elect Alternate Executive Director Takeda, Kazuyuki	Mgmt	For	For
3.2	Elect Alternate Executive Director Aso, Ken	Mgmt	For	For
4.1	Elect Supervisory Director Saito, So	Mgmt	For	For
4.2	Elect Supervisory Director Fukano, Akira	Mgmt	For	For
4.3	Elect Supervisory Director Yanaka, Naoko	Mgmt	For	For

Mitsubishi HC Capital Inc.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8593
Meeting Type: Annual
Primary ISIN: JP3499800005 | Primary SEDOL: 6268976

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yanai, Takahiro	Mgmt	For	For
1.2	Elect Director Hisai, Taiju	Mgmt	For	For
1.3	Elect Director Nishiura, Kanji	Mgmt	For	For
1.4	Elect Director Anei, Kazumi	Mgmt	For	For
1.5	Elect Director Sato, Haruhiko	Mgmt	For	For
1.6	Elect Director Nakata, Hiroyasu	Mgmt	For	For
1.7	Elect Director Sasaki, Yuri	Mgmt	For	For
1.8	Elect Director Kuga, Takuya	Mgmt	For	For
2	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Mitsubishi Logistics Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9301
Meeting Type: Annual
Primary ISIN: JP3902000003 | Primary SEDOL: 6596848

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 49	Mgmt	For	For
2.1	Elect Director Fujikura, Masao	Mgmt	For	Against
	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. Top management is responsible for the company's unfavourable ROE performance.			
2.2	Elect Director Saito, Hidechika	Mgmt	For	Against
	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. Top management is responsible for the company's unfavourable ROE performance.			
2.3	Elect Director Wakabayashi, Hitoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kimura, Shinji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Mitsubishi Logistics Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Kimura, Munenori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Yamao, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Wakabayashi, Tatsuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Kitazawa, Toshifumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Naito, Tadaaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Shoji, Tetsuya	Mgmt	For	For
2.11	Elect Director Kimura, Kazuko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.12	Elect Director Maekawa, Masanori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Appoint Statutory Auditor Saito, Yasushi	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Yamato, Masanao	Mgmt	For	Against
	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.			

Mitsubishi UFJ Financial Group, Inc.

Meeting Date: 06/29/2023 Country: Japan Ticker: 8306
Meeting Type: Annual
Primary ISIN: JP3902900004 Primary SEDOL: 6335171

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 Fujii, Mariko	Mgmt	For	For
2.2	Elect Director Honda, Keiko	Mgmt	For	For
2.3	Elect Director Kato, Kaoru	Mgmt	For	For

Mitsubishi UFJ Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Kuwabara, Satoko	Mgmt	For	For
2.5	Elect Director Nomoto, Hirofumi	Mgmt	For	For
2.6	Elect Director David A. Sneider	Mgmt	For	For
2.7	Elect Director Tsuji, Koichi	Mgmt	For	For
2.8	Elect Director Tarisa Watanagase	Mgmt	For	For
2.9	Elect Director Miyanaga, Kenichi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.10	Elect Director Shinke, Ryoichi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.11	Elect Director Mike, Kanetsugu	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.			
2.12	Elect Director Kamezawa, Hironori	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.			
2.13	Elect Director Nagashima, Iwao	Mgmt	For	For
2.14	Elect Director Hanzawa, Junichi	Mgmt	For	For
2.15	Elect Director Kobayashi, Makoto	Mgmt	For	For
3	Amend Articles to Disclose Transition Plan to Align Lending and Investment Portfolios with Goals of Paris Agreement	SH	Against	Against
	Voter Rationale: The proposal wording is broad and it is not clear from this exactly what the expectations are of the filers, which the bank does not already commit to or implement. The company are members of the NZBA and have confirmed that they will have interim 2030 sectoral financed emissions targets for 9 key sectors by October 2024. The company already have commitments and financing exclusion policies in place for thermal coal mining and coal-fired power generation			
4	Amend Articles to Prohibit Transactions with Defamatory Companies	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and is best left to management judgment under the oversight of the board of directors.			
5	Amend Articles to Carefully Carry Out Transactions with Male-Dominated Companies	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and is best left to management judgment under the oversight of the board of directors.			
6	Amend Articles to Prohibit Deletion of IR Contents from Company Websites	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and is best left to management judgment under the oversight of the board of directors.			

Mitsui & Co., Ltd.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 8031

Meeting Type: Annual

Primary ISIN: JP3893600001 | Primary SEDOL: 6597302

Mitsui & Co., Ltd.

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 Yasunaga, Tatsuo	Mgmt	For	For
2.2	Elect Director Hori, Kenichi	Mgmt	For	For
2.3	Elect Director Uno, Motoaki	Mgmt	For	For
2.4	Elect Director Takemasu, Yoshiaki	Mgmt	For	For
2.5	Elect Director Nakai, Kazumasa	Mgmt	For	For
2.6	Elect Director Shigeta, Tetsuya	Mgmt	For	For
2.7	Elect Director Sato, Makoto	Mgmt	For	For
2.8	Elect Director Matsui, Toru	Mgmt	For	For
2.9	Elect Director Daikoku, Tetsuya	Mgmt	For	For
2.10	Elect Director Samuel Walsh	Mgmt	For	For
2.11	Elect Director Uchiyamada, Takeshi	Mgmt	For	For
2.12	Elect Director Egawa, Masako	Mgmt	For	For
2.13	Elect Director Ishiguro, Fujiyo	Mgmt	For	For
2.14	Elect Director Sarah L. Casanova	Mgmt	For	For
2.15	Elect Director Jessica Tan Soon Neo	Mgmt	For	For
3.1	Appoint Statutory Auditor Fujiwara, Hirotatsu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Hayashi, Makoto	Mgmt	For	For
3.3	Appoint Statutory Auditor Shiotani, Kimiro	Mgmt	For	Against
	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.			

Mitsui Fudosan Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8801

Meeting Type: Annual

Primary ISIN: JP3893200000 | Primary SEDOL: 6597603

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 32	Mgmt	For	For

Mitsui Fudosan Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Komoda, Masanobu	Mgmt	For	For
2.2	Elect Director Ueda, Takashi	Mgmt	For	For
2.3	Elect Director Yamamoto, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Miki, Takayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Hirokawa, Yoshihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Suzuki, Shingo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Tokuda, Makoto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Osawa, Hisashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Nakayama, Tsunehiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Ito, Shinichiro	Mgmt	For	For
2.11	Elect Director Kawai, Eriko	Mgmt	For	For
2.12	Elect Director Indo, Mami	Mgmt	For	For
3.1	Appoint Statutory Auditor Hamamoto, Wataru	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Nakazato, Minoru	Mgmt	For	For
3.3	Appoint Statutory Auditor Mita, Mayo	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For

Mitsui High-tec, Inc.

Meeting Date: 04/21/2023 Country: Japan Ticker: 6966

Meeting Type: Annual

Primary ISIN: JP3892400007 Primary SEDOL: 6597432

Mitsui High-tec, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mitsui, Yasunari	Mgmt	For	Abstain
	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.			
1.2	Elect Director Kuriyama, Masanori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Mitsui, Kozo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Kusano, Toshiaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Funakoshi, Tomomi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Kyo, Masahide	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Mitsui O.S.K. Lines, Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 9104

Meeting Type: Annual

Primary ISIN: JP3362700001 | Primary SEDOL: 6597584

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 260	Mgmt	For	For
2.1	Elect Director Ikeda, Junichiro	Mgmt	For	For
2.2	Elect Director Hashimoto, Takeshi	Mgmt	For	For
2.3	Elect Director Tanaka, Toshiaki	Mgmt	For	For
2.4	Elect Director Moro, Junko	Mgmt	For	For
2.5	Elect Director Umemura, Hisashi	Mgmt	For	For
2.6	Elect Director Fujii, Hideto	Mgmt	For	For
2.7	Elect Director Katsu, Etsuko	Mgmt	For	For
2.8	Elect Director Onishi, Masaru	Mgmt	For	For
2.9	Elect Director Koshiba, Mitsunobu	Mgmt	For	For

Mitsui O.S.K. Lines, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Appoint Statutory Auditor Hinoka, Yutaka	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Takeda, Fumiko	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Toda, Atsuji	Mgmt	For	For

MITSUI-SOKO HOLDINGS Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 9302
Meeting Type: Annual
Primary ISIN: JP3891200002 | Primary SEDOL: 6597647

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Koga, Hirobumi	Mgmt	For	Against
	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.			
1.2	Elect Director Nakayama, Nobuo	Mgmt	For	For
1.3	Elect Director Kino, Hiroshi	Mgmt	For	For
1.4	Elect Director Gohara, Takeshi	Mgmt	For	For
1.5	Elect Director Itoi, Yuji	Mgmt	For	For
1.6	Elect Director Kiriyama, Tomoaki	Mgmt	For	For
1.7	Elect Director Nakano, Taizaburo	Mgmt	For	For
1.8	Elect Director Hirai, Takashi	Mgmt	For	For
1.9	Elect Director Kikuchi, Maoko	Mgmt	For	For
1.10	Elect Director Tsukioka, Takashi	Mgmt	For	For
2	Appoint Statutory Auditor Miyake, Hidetaka	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Kai, Junko	Mgmt	For	For

Miura Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6005
Meeting Type: Annual
Primary ISIN: JP3880800002 | Primary SEDOL: 6597777

Miura Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 26	Mgmt	For	For
2.1	Elect Director Miyauchi, Daisuke	Mgmt	For	Against
	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.			
2.2	Elect Director Hiroi, Masayuki	Mgmt	For	For
2.3	Elect Director Takechi, Noriyuki	Mgmt	For	For
2.4	Elect Director Kojima, Yoshihiro	Mgmt	For	For
2.5	Elect Director Yoneda, Tsuyoshi	Mgmt	For	For
2.6	Elect Director Kawamoto, Kenichi	Mgmt	For	For
2.7	Elect Director Higuchi, Tateshi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Yamauchi, Osamu	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Saiki, Naoki	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Ando, Yoshiaki	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Koike, Tatsuko	Mgmt	For	For
4	Appoint Ernst & Young ShinNihon LLC as New External Audit Firm	Mgmt	For	For

MIXI, Inc.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 2121

Meeting Type: Annual

Primary ISIN: JP3882750007 | Primary SEDOL: B1BSCX6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kimura, Koki	Mgmt	For	For
1.2	Elect Director Osawa, Hiroyuki	Mgmt	For	For
1.3	Elect Director Murase, Tatsuma	Mgmt	For	For
1.4	Elect Director Kasahara, Kenji	Mgmt	For	For
1.5	Elect Director Shima, Satoshi	Mgmt	For	For
1.6	Elect Director Fujita, Akihisa	Mgmt	For	For
1.7	Elect Director Nagata, Yuki	Mgmt	For	For
2.1	Appoint Statutory Auditor Nishimura, Yuichiro	Mgmt	For	For

MIXI, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Appoint Statutory Auditor Ueda, Nozomi	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Usami, Yoshiya	Mgmt	For	For
4	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.			

Mizuho Financial Group, Inc.

Meeting Date: 06/23/2023 Country: Japan Ticker: 8411

Meeting Type: Annual

Primary ISIN: JP3885780001 Primary SEDOL: 6591014

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kobayashi, Yoshimitsu	Mgmt	For	For
1.2	Elect Director Sato, Ryoji	Mgmt	For	For
1.3	Elect Director Tsukioka, Takashi	Mgmt	For	For
1.4	Elect Director Ono, Kotaro	Mgmt	For	For
1.5	Elect Director Shinohara, Hiromichi	Mgmt	For	For
1.6	Elect Director Yamamoto, Masami	Mgmt	For	For
1.7	Elect Director Kobayashi, Izumi	Mgmt	For	For
1.8	Elect Director Noda, Yumiko	Mgmt	For	For
1.9	Elect Director Imai, Seiji	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.10	Elect Director Hirama, Hisaaki	Mgmt	For	For
1.11	Elect Director Kihara, Masahiro	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.12	Elect Director Umemiya, Makoto	Mgmt	For	For
1.13	Elect Director Wakabayashi, Motonori	Mgmt	For	For
1.14	Elect Director Kaminoyama, Nobuhiro	Mgmt	For	For

Mizuho Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Articles to Disclose Transition Plan to Align Lending and Investment Portfolios with Goals of Paris Agreement	SH	Against	Against

Voter Rationale: The proposal wording is broad, and it is not clear from this exactly what the expectations are of the filers, which the bank does not already commit to or implement. The company already has a transition plan, which includes financed emissions targets for thermal coal mining, power generation, and upstream oil and gas. The company also has fossil fuel financing restrictions in place, which appear largely in line with the goals of the Paris Agreement and 1.5C. While there is room to improve this transition plan, to enhance alignment with 1.5C, the company already provides sufficient disclosure to understand how they are seeking to manage climate risks.

Mizuho Leasing Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8425

Meeting Type: Annual

Primary ISIN: JP3286500008 | Primary SEDOL: B02QLW4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 82	Mgmt	For	For
2.1	Elect Director Tsuhara, Shusaku	Mgmt	For	Against

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.

2.2	Elect Director Nakamura, Akira	Mgmt	For	Against

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.

2.3	Elect Director Nagamine, Hiroshi	Mgmt	For	For
2.4	Elect Director Nishiyama, Takanori	Mgmt	For	For
2.5	Elect Director Otaka, Noboru	Mgmt	For	For
2.6	Elect Director Takezawa, Toshiyuki	Mgmt	For	For
2.7	Elect Director Negishi, Naofumi	Mgmt	For	For
2.8	Elect Director Hagihira, Hirofumi	Mgmt	For	For
2.9	Elect Director Sagiya, Mari	Mgmt	For	For
2.10	Elect Director Kawamura, Hajime	Mgmt	For	For
2.11	Elect Director Aonuma, Takayuki	Mgmt	For	For
2.12	Elect Director Sone, Hirozumi	Mgmt	For	For
3	Appoint Statutory Auditor Arita, Koji	Mgmt	For	Against

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.

4	Approve Trust-Type Equity Compensation 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.

MKS Instruments, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: MKSI
Meeting Type: Annual
Primary ISIN: US55306N1046 | Primary SEDOL: 2404871

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter J. Cannone, III	Mgmt	For	For
1.2	Elect Director Joseph B. Donahue	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Mochida Pharmaceutical Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4534
Meeting Type: Annual
Primary ISIN: JP3922800002 | Primary SEDOL: 6598004

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Mochida, Naoyuki	Mgmt	For	Abstain
	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.			
2.2	Elect Director Sakata, Chu	Mgmt	For	For
2.3	Elect Director Sagisaka, Keiichi	Mgmt	For	For
2.4	Elect Director Sakaki, Junichi	Mgmt	For	For
2.5	Elect Director Mizuguchi, Kiyoshi	Mgmt	For	For
2.6	Elect Director Kawakami, Yutaka	Mgmt	For	For
2.7	Elect Director Mitsuishi, Motoi	Mgmt	For	For
2.8	Elect Director Kugisawa, Tomo	Mgmt	For	For
2.9	Elect Director Otsuki, Nana	Mgmt	For	For

Mochida Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.10	Elect Director Sonoda, Tomoaki	Mgmt	For	For
2.11	Elect Director Yoshikawa, Shigeaki	Mgmt	For	For
3.1	Appoint Statutory Auditor Hashimoto, Yoshiharu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Suzuki, Akiko	Mgmt	For	Against
	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.			

Moderna, Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: MRNA
Meeting Type: Annual
Primary ISIN: US60770K1079 | Primary SEDOL: BGSXTS3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stephen Berenson	Mgmt	For	For
1.2	Elect Director Sandra Horning	Mgmt	For	For
1.3	Elect Director Paul Sagan	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Report on Feasibility of Technology Transfer to Boost Covid-19 Vaccine Production	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks.			

Molina Healthcare, Inc.

Meeting Date: 05/03/2023 | Country: USA | Ticker: MOH
Meeting Type: Annual
Primary ISIN: US60855R1005 | Primary SEDOL: 2212706

Molina Healthcare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Barbara L. Brasier	Mgmt	For	For
1b	Elect Director Daniel Cooperman	Mgmt	For	For
1c	Elect Director Stephen H. Lockhart	Mgmt	For	For
1d	Elect Director Steven J. Orlando	Mgmt	For	Against
	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.			
1e	Elect Director Ronna E. Romney	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1f	Elect Director Richard M. Schapiro	Mgmt	For	For
1g	Elect Director Dale B. Wolf	Mgmt	For	For
1h	Elect Director Richard C. Zoretic	Mgmt	For	For
1i	Elect Director Joseph M. Zubretsky	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Molson Coors Beverage Company

Meeting Date: 05/17/2023 Country: USA Ticker: TAP

Meeting Type: Annual

Primary ISIN: US60871R2094 Primary SEDOL: B067BM3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roger G. Eaton	Mgmt	For	Withhold
	Voter Rationale: We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.			

Molson Coors Beverage Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Charles M. Herington	Mgmt	For	Withhold
	Voter Rationale: We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.			
1.3	Elect Director H. Sanford Riley	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Moncler SpA

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

Meeting Type: Annual

Primary ISIN: IT0004965148 Primary SEDOL: BGLP232

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
	Management Proposals	Mgmt		
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Allocation of Income	Mgmt	For	For
2	Approve Second Section of the Remuneration Report	Mgmt	For	Abstain
	Voter Rationale: The performance targets in the LTIP are not considered stretching LTIP vesting periods are less than the preferred 5 years Significant increase of 11% on base salary without compelling rational Pay for performance is considered in line			
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt		
4.1.1	Slate 1 Submitted by Double R Srl	SH	None	For
	Voter Rationale: From 4.1.1 and 4.1.2 shareholders can only support 1 slate. Proposed candidates for both slates possess the professional experience to complete the job effectively. Considering the shareholders' structure at Moncler, supporting the slate of Double R Srl is the best way of ensuring that minority shareholders obtain the chair of the internal statutory auditor's board.			
4.1.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	Against
	Voter Rationale: See 4.1.1			

Moncler SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.2	Appoint Chairman of Internal Statutory Auditors	SH	None	For
	Shareholder Proposal Submitted by Double R Srl	Mgmt		
4.3	Approve Internal Auditors' Remuneration	SH	None	For
	Voter Rationale: There are no concerns with the proposed remuneration. A vote FOR is warranted			
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: This item warrants a vote AGAINST due to the lack of disclosure regarding the proposed deliberation.			

Mondelez International, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: MDLZ

Meeting Type: Annual

Primary ISIN: US6092071058 Primary SEDOL: B8CKK03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lewis W.K. Booth	Mgmt	For	For
1b	Elect Director Charles E. Bunch	Mgmt	For	For
1c	Elect Director Ertharin Cousin	Mgmt	For	For
1d	Elect Director Jorge S. Mesquita	Mgmt	For	For
1e	Elect Director Anindita Mukherjee	Mgmt	For	For
1f	Elect Director Jane Hamilton Nielsen	Mgmt	For	For
1g	Elect Director Patrick T. Siewert	Mgmt	For	For
	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.			
1h	Elect Director Michael A. Todman	Mgmt	For	For
1i	Elect Director Dirk Van de Put	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Mondelez International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Report on 2025 Cage-Free Egg Goal	SH	Against	Against
	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.			
7	Report on Targets to Eradicate Child Labor in Cocoa Supply Chain	SH	Against	Against
	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.			

Monex Group, Inc.

Meeting Date: 06/24/2023 Country: Japan Ticker: 8698
Meeting Type: Annual
Primary ISIN: JP3869970008 Primary SEDOL: B01S2L7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Matsumoto, Oki	Mgmt	For	For
1.2	Elect Director Seimei, Yuko	Mgmt	For	For
1.3	Elect Director Oyagi, Takashi	Mgmt	For	For
1.4	Elect Director Yamada, Naofumi	Mgmt	For	For
1.5	Elect Director Makihara, Jun	Mgmt	For	For
1.6	Elect Director Ishiguro, Fujiyo	Mgmt	For	For
1.7	Elect Director Domae, Nobuo	Mgmt	For	For
1.8	Elect Director Koizumi, Masaaki	Mgmt	For	For
1.9	Elect Director Konno, Shiho	Mgmt	For	For
1.10	Elect Director Ungyong Shu	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
1.11	Elect Director Kuno, Sachiko	Mgmt	For	For

MongoDB, Inc.

Meeting Date: 06/27/2023 Country: USA Ticker: MDB
Meeting Type: Annual
Primary ISIN: US60937P1066 Primary SEDOL: BF2FJ99

MongoDB, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Archana Agrawal	Mgmt	For	Withhold
	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 classified board which adversely impact shareholder rights.			
1.2	Elect Director Hope Cochran	Mgmt	For	Withhold
	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 classified board which adversely impact shareholder rights.			
1.3	Elect Director Dwight Merriman	Mgmt	For	Withhold
	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 classified board which adversely impact shareholder rights. The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Monolithic Power Systems, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: MPWR

Meeting Type: Annual

Primary ISIN: US6098391054 | Primary SEDOL: B01Z7J1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Victor K. Lee	Mgmt	For	Withhold
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.2	Elect Director James C. Moyer	Mgmt	For	For
	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.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. 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.			

Monolithic Power Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Monster Beverage Corporation

Meeting Date: 06/22/2023 Country: USA Ticker: MNST

Meeting Type: Annual

Primary ISIN: US61174X1090 Primary SEDOL: BZ07BW4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rodney C. Sacks	Mgmt	For	For
1.2	Elect Director Hilton H. Schlosberg	Mgmt	For	For
1.3	Elect Director Mark J. Hall	Mgmt	For	For
1.4	Elect Director Ana Demel	Mgmt	For	For
1.5	Elect Director James L. Dinkins	Mgmt	For	For
1.6	Elect Director Gary P. Fayard	Mgmt	For	For
1.7	Elect Director Tiffany M. Hall	Mgmt	For	For
1.8	Elect Director Jeanne P. Jackson	Mgmt	For	For
1.9	Elect Director Steven G. Pizula	Mgmt	For	Withhold
	Voter Rationale: We expect companies to set emissions reduction targets for scope 1 and 2, and also encourage setting ambitious scope 3 targets in line with relevant sector guidance.			
1.10	Elect Director Mark S. Vidergauz	Mgmt	For	Withhold
	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. 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Monster Beverage Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Increase Authorized Common Stock	Mgmt	For	Against
	Voter Rationale: The proposed authorization is too large, and the company has not provided sufficiently persuasive information to justify such an action.			
6	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Montrose Environmental Group, Inc.

Meeting Date: 05/09/2023 Country: USA Ticker: MEG

Meeting Type: Annual

Primary ISIN: US6151111019 Primary SEDOL: BLCB610

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter M. Graham	Mgmt	For	Withhold
	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.			
1.2	Elect Director Richard E. Perlman	Mgmt	For	Withhold
	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. 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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of 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. 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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. 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.			

Moody's Corporation

Meeting Date: 04/18/2023 | Country: USA | Ticker: MCO
Meeting Type: Annual
Primary ISIN: US6153691059 | Primary SEDOL: 2252058

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jorge A. Bermudez	Mgmt	For	For
1b	Elect Director Therese Esperdy	Mgmt	For	For
1c	Elect Director Robert Fauber	Mgmt	For	For
1d	Elect Director Vincent A. Forlenza	Mgmt	For	For
1e	Elect Director Kathryn M. Hill	Mgmt	For	For
1f	Elect Director Lloyd W. Howell, Jr.	Mgmt	For	For
1g	Elect Director Jose M. Minaya	Mgmt	For	For
1h	Elect Director Leslie F. Seidman	Mgmt	For	For
1i	Elect Director Zig Serafin	Mgmt	For	For
1j	Elect Director Bruce Van Saun	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Morgan Stanley

Meeting Date: 05/19/2023 | Country: USA | Ticker: MS
Meeting Type: Annual
Primary ISIN: US6174464486 | Primary SEDOL: 2262314

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alistair Darling	Mgmt	For	For

Morgan Stanley

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Thomas H. Glocer	Mgmt	For	For
1c	Elect Director James P. Gorman	Mgmt	For	For
1d	Elect Director Robert H. Herz	Mgmt	For	For
1e	Elect Director Erika H. James	Mgmt	For	For
1f	Elect Director Hironori Kamezawa	Mgmt	For	For
1g	Elect Director Shelley B. Leibowitz	Mgmt	For	For
1h	Elect Director Stephen J. Luczo	Mgmt	For	For
1i	Elect Director Jami Miscik	Mgmt	For	For
1j	Elect Director Masato Miyachi	Mgmt	For	For
1k	Elect Director Dennis M. Nally	Mgmt	For	For
1l	Elect Director Mary L. Schapiro	Mgmt	For	For
1m	Elect Director Perry M. Traquina	Mgmt	For	For
1n	Elect Director Rayford Wilkins, Jr.	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			
6	Adopt Time-Bound Policy to Phase Out Underwriting and Lending for New Fossil Fuel Development	SH	Against	Against

Morguard Corporation

Meeting Date: 05/03/2023 | Country: Canada | Ticker: MRC

Meeting Type: Annual/Special

Primary ISIN: CA6175771014 | Primary SEDOL: 2005809

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William J. Braithwaite	Mgmt	For	Against

Morguard Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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. 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. 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.			
1.2	Elect Director Chris J. Cahill	Mgmt	For	For
1.3	Elect Director Bruce K. Robertson	Mgmt	For	Against
	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.			
1.4	Elect Director Angela Sahi	Mgmt	For	For
1.5	Elect Director K. Rai Sahi	Mgmt	For	For
	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.			
1.6	Elect Director Leonard Peter Sharpe	Mgmt	For	Against
	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.			
1.7	Elect Director Stephen R. Taylor	Mgmt	For	For
2	Approve Ernst & Young LLP Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Approve Stock Option Plan	Mgmt	For	For
	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. 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.			

Morguard North American Residential Real Estate Investment Trust

Meeting Date: 05/03/2023 | Country: Canada | Ticker: MRG.UN

Meeting Type: Annual

Primary ISIN: CA61761E1007 | Primary SEDOL: B5ZPY46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Avtar T. Bains	Mgmt	For	Withhold
	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.			
1.2	Elect Trustee Dino Chiesa	Mgmt	For	For
1.3	Elect Trustee Mel Leiderman	Mgmt	For	For

Morguard North American Residential Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Trustee Frank Munsters	Mgmt	For	Withhold
	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. 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.			
1.5	Elect Trustee Bruce K. Robertson	Mgmt	For	For
1.6	Elect Trustee K. Rai Sahi	Mgmt	For	For
	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.			
1.7	Elect Trustee William O. Wallace	Mgmt	For	Withhold
	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.			
2	Approve Ernst & Young LLP Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
	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.			

Mori Hills REIT Investment Corp.

Meeting Date: 04/14/2023 | Country: Japan | Ticker: 3234
Meeting Type: Special
Primary ISIN: JP3046470005 | Primary SEDOL: B1GF9P3

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 Isobe, Hideyuki	Mgmt	For	For
3.1	Elect Supervisory Director Tamura, Masakuni	Mgmt	For	For
3.2	Elect Supervisory Director Nishimura, Koji	Mgmt	For	For
3.3	Elect Supervisory Director Ishijima, Miyako	Mgmt	For	For
3.4	Elect Supervisory Director Kitamura, Emi	Mgmt	For	For

MORI TRUST REIT, Inc.

Meeting Date: 05/24/2023 | Country: Japan | Ticker: 8961
Meeting Type: Special
Primary ISIN: JP3046170001 | Primary SEDOL: 6729558

MORI TRUST REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Executive Director Naito, Hiroshi	Mgmt	For	For
2	Elect Alternate Executive Director Aizawa, Nobuyuki	Mgmt	For	For
3.1	Elect Supervisory Director Nakagawa, Naomasa	Mgmt	For	For
3.2	Elect Supervisory Director Katagiri, Harumi	Mgmt	For	For

Morinaga & Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 2201

Meeting Type: Annual

Primary ISIN: JP3926400007 Primary SEDOL: 6602604

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 100	Mgmt	For	For
2.1	Elect Director Ota, Eijiro	Mgmt	For	For
2.2	Elect Director Miyai, Machiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Hirakue, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Mori, Shinya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Fujii, Daisuke	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Matsunaga, Hideki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Takagi, Tetsuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Eto, Naomi	Mgmt	For	For
2.9	Elect Director Hoshi, Shuichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Morinaga & Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.10	Elect Director Urano, Kuniko	Mgmt	For	For
2.11	Elect Director Sakaki, Shinji	Mgmt	For	For
3.1	Appoint Statutory Auditor Sasamori, Takehiko	Mgmt	For	For
3.2	Appoint Statutory Auditor Ueno, Sawako	Mgmt	For	Against
	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.			
4	Approve Compensation Ceiling for Directors	Mgmt	For	For

Morningstar, Inc.

Meeting Date: 05/12/2023 | Country: USA | Ticker: MORN

Meeting Type: Annual

Primary ISIN: US6177001095 | Primary SEDOL: B081VR8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joe Mansueto	Mgmt	For	For
1b	Elect Director Kunal Kapoor	Mgmt	For	For
1c	Elect Director Robin Diamonte	Mgmt	For	For
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1d	Elect Director Cheryl Francis	Mgmt	For	Against
	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. 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.			
1e	Elect Director Steve Joynt	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Steve Kaplan	Mgmt	For	Against
	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. 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.			

Morningstar, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Gail Landis	Mgmt	For	For
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1h	Elect Director Bill Lyons	Mgmt	For	Against
	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. 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.			
1i	Elect Director Doniel Sutton	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1j	Elect Director Caroline Tsay	Mgmt	For	For
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Motorola Solutions, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: MSI

Meeting Type: Annual

Primary ISIN: US6200763075 | Primary SEDOL: B5BKPQ4

Motorola Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gregory Q. Brown	Mgmt	For	For
1b	Elect Director Kenneth D. Denman	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board			
1c	Elect Director Egon P. Durban	Mgmt	For	Against
	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.			
1d	Elect Director Ayanna M. Howard	Mgmt	For	For
1e	Elect Director Clayton M. Jones	Mgmt	For	For
1f	Elect Director Judy C. Lewent	Mgmt	For	For
1g	Elect Director Gregory K. Mondre	Mgmt	For	For
1h	Elect Director Joseph M. Tucci	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

MP Materials Corp.

Meeting Date: 06/13/2023 Country: USA Ticker: MP

Meeting Type: Annual

Primary ISIN: US5533681012 Primary SEDOL: BN15Y35

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Arnold W. Donald	Mgmt	For	For
1b	Elect Director Randall J. Weisenburger	Mgmt	For	Withhold
	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 classified board and the supermajority vote requirement to enact certain changes to the charter, each of which adversely impacts shareholder rights.			

MP Materials Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Mr. Cooper Group Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: COOP
Meeting Type: Annual
Primary ISIN: US62482R1077 | Primary SEDOL: BGHKHS1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jay Bray	Mgmt	For	For
1.2	Elect Director Busy Burr	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.3	Elect Director Roy Guthrie	Mgmt	For	For
1.4	Elect Director Daniela Jorge	Mgmt	For	For
1.5	Elect Director Michael Malone	Mgmt	For	For
1.6	Elect Director Shveta Mujumdar	Mgmt	For	For
1.7	Elect Director Tagar Olson	Mgmt	For	For
1.8	Elect Director Steve Scheiwe	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 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.			
3	Ratify Ernst & Young 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.			

MS&AD Insurance Group Holdings, Inc.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 8725
Meeting Type: Annual
Primary ISIN: JP3890310000 | Primary SEDOL: B2Q4CS1

MS&AD Insurance Group Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 100	Mgmt	For	For
2.1	Elect Director Karasawa, Yasuyoshi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Kanasugi, Yasuzo	Mgmt	For	For
2.3	Elect Director Hara, Noriyuki	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.4	Elect Director Higuchi, Tetsuji	Mgmt	For	For
2.5	Elect Director Shimazu, Tomoyuki	Mgmt	For	For
2.6	Elect Director Shirai, Yusuke	Mgmt	For	For
2.7	Elect Director Bando, Mariko	Mgmt	For	For
2.8	Elect Director Tobimatsu, Junichi	Mgmt	For	For
2.9	Elect Director Rochelle Kopp	Mgmt	For	For
2.10	Elect Director Ishiwata, Akemi	Mgmt	For	For
2.11	Elect Director Suzuki, Jun	Mgmt	For	For
3	Appoint Statutory Auditor Suzuki, Keiji	Mgmt	For	Against
	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.			

MTN Group Ltd.

Meeting Date: 05/26/2023 | Country: South Africa | Ticker: MTN

Meeting Type: Annual

Primary ISIN: ZAE000042164 | Primary SEDOL: 6563206

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Re-elect Noluthando Gosa as Director	Mgmt	For	For
2	Re-elect Nosipho Molope as Director	Mgmt	For	For
3	Re-elect Ralph Mupita as Director	Mgmt	For	For
4	Elect Tim Pennington as Director	Mgmt	For	For
5	Elect Nicky Newton-King as Director	Mgmt	For	For
6	Re-elect Sindi Mabaso-Koyana as Member of the Audit Committee	Mgmt	For	For
7	Re-elect Nosipho Molope as Member of the Audit Committee	Mgmt	For	For

MTN Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Re-elect Noluthando Gosa as Member of the Audit Committee	Mgmt	For	For
9	Re-elect Vincent Rague as Member of the Audit Committee	Mgmt	For	For
10	Elect Tim Pennington as Member of the Audit Committee	Mgmt	For	For
11	Re-elect Lamido Sanusi as Member of the Social, Ethics and Sustainability Committee	Mgmt	For	For
12	Re-elect Stanley Miller as Member of the Social, Ethics and Sustainability Committee	Mgmt	For	For
13	Re-elect Nkunku Sowazi as Member of the Social, Ethics and Sustainability Committee	Mgmt	For	For
14	Re-elect Khotso Mokhele as Member of the Social, Ethics and Sustainability Committee	Mgmt	For	For
15	Elect Nicky Newton-King as Member of the Social, Ethics and Sustainability Committee	Mgmt	For	For
16	Reappoint Ernst and Young Inc as Auditors of the Company	Mgmt	For	For
17	Place Authorised but Unissued Shares under Control of Directors	Mgmt	For	For
18	Authorise Board to Issue Shares for Cash	Mgmt	For	For
19	Approve Remuneration Policy	Mgmt	For	For
20	Approve Remuneration Implementation Report	Mgmt	For	For
21	Approve Remuneration of Board Local Chairman	Mgmt	For	For
22	Approve Remuneration of Board International Chairman	Mgmt	For	For
23	Approve Remuneration of Board Local Member	Mgmt	For	For
24	Approve Remuneration of Board International Member	Mgmt	For	For
25	Approve Remuneration of Board Local Lead Independent Director	Mgmt	For	For
26	Approve Remuneration of Board International Lead Independent Director	Mgmt	For	For
27	Approve Remuneration of Human Capital and Remuneration Committee Local Chairman	Mgmt	For	For
28	Approve Remuneration of Human Capital and Remuneration Committee International Chairman	Mgmt	For	For
29	Approve Remuneration of Human Capital and Remuneration Committee Local Member	Mgmt	For	For

MTN Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
30	Approve Remuneration of Human Capital and Remuneration Committee International Member	Mgmt	For	For
31	Approve Remuneration of Social, Ethics and Sustainability Committee Local Chairman	Mgmt	For	For
32	Approve Remuneration of Social, Ethics and Sustainability Committee International Chairman	Mgmt	For	For
33	Approve Remuneration of Social, Ethics and Sustainability Committee Local Member	Mgmt	For	For
34	Approve Remuneration of Social, Ethics and Sustainability Committee International Member	Mgmt	For	For
35	Approve Remuneration of Audit Committee Local Chairman	Mgmt	For	For
36	Approve Remuneration of Audit Committee International Chairman	Mgmt	For	For
37	Approve Remuneration of Audit Committee Local Member	Mgmt	For	For
38	Approve Remuneration of Audit Committee International Member	Mgmt	For	For
39	Approve Remuneration of Risk Management and Compliance Committee Local Chairman	Mgmt	For	For
40	Approve Remuneration of Risk Management and Compliance Committee International Chairman	Mgmt	For	For
41	Approve Remuneration of Risk Management and Compliance Committee Local Member	Mgmt	For	For
42	Approve Remuneration of Risk Management and Compliance Committee International Member	Mgmt	For	For
43	Approve Remuneration of Finance and Investment Committee Local Chairman	Mgmt	For	For
44	Approve Remuneration of Finance and Investment Committee International Chairman	Mgmt	For	For
45	Approve Remuneration of Finance and Investment Committee Local Member	Mgmt	For	For
46	Approve Remuneration of Finance and Investment Committee International Member	Mgmt	For	For
47	Approve Remuneration of Ad Hoc Strategy Committee Local Chairman	Mgmt	For	For
48	Approve Remuneration of Ad Hoc Strategy Committee International Chairman	Mgmt	For	For
49	Approve Remuneration of Ad Hoc Strategy Committee Local Member	Mgmt	For	For

MTN Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
50	Approve Remuneration of Ad Hoc Strategy Committee International Member	Mgmt	For	For
51	Approve Remuneration of Sourcing Committee Local Chairman International Member	Mgmt	For	For
52	Approve Remuneration of Sourcing Committee International Chairman	Mgmt	For	For
53	Approve Remuneration of Sourcing Committee Local Member	Mgmt	For	For
54	Approve Remuneration of Sourcing Committee International Member	Mgmt	For	For
55	Approve Remuneration of Directors Affairs and Corporate Governance Committee Local Chairman	Mgmt	For	For
56	Approve Remuneration of Directors Affairs and Corporate Governance Committee International Chairman	Mgmt	For	For
57	Approve Remuneration of Directors Affairs and Corporate Governance Committee Local Member	Mgmt	For	For
58	Approve Remuneration of Directors Affairs and Corporate Governance Committee International Member	Mgmt	For	For
59	Authorise Repurchase of Issued Share Capital	Mgmt	For	For
60	Approve Financial Assistance to Subsidiaries and Other Related and Inter-related Entities	Mgmt	For	For
61	Approve Financial Assistance to Directors, Prescribed Officers and Employee Share Scheme Beneficiaries	Mgmt	For	For
62	Approve Financial Assistance to MTN Zakhele Futhi (RF) Limited	Mgmt	For	For

MTR Corporation Limited

Meeting Date: 05/24/2023 Country: Hong Kong Ticker: 66

Meeting Type: Annual

Primary ISIN: HK0066009694 Primary SEDOL: 6290054

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 Andrew Clifford Winawer Brandler as Director	Mgmt	For	For

MTR Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3b	Elect Bunny Chan Chung-bun as Director	Mgmt	For	For
3c	Elect Dorothy Chan Yuen Tak-fai as Director	Mgmt	For	For
4	Elect Sandy Wong Hang-yee as Director	Mgmt	For	For
5	Elect Anna Wong Wai-kwan as Director	Mgmt	For	For
6	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
8	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

MTY Food Group Inc.

Meeting Date: 05/02/2023 Country: Canada Ticker: MTY

Meeting Type: Annual

Primary ISIN: CA55378N1078 Primary SEDOL: 2514275

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Murat Armutlu	Mgmt	For	Against
	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. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Eric Lefebvre	Mgmt	For	For
1.3	Elect Director Stanley Ma	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable. 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.			
1.4	Elect Director Victor Mandel	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. 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. 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.			
1.5	Elect Director Dickie Orr	Mgmt	For	Against
	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.			

MTY Food Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Claude St-Pierre	Mgmt	For	For
1.7	Elect Director Suzan Zalter	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	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 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.			

Mullen Group Ltd.

Meeting Date: 05/03/2023 | Country: Canada | Ticker: MTL

Meeting Type: Annual

Primary ISIN: CA6252841045 | Primary SEDOL: B4MMW16

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Christine McGinley	Mgmt	For	For
2.2	Elect Director Stephen H. Lockwood	Mgmt	For	Withhold
	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.			
2.3	Elect Director David E. Mullen	Mgmt	For	For
2.4	Elect Director Murray K. Mullen	Mgmt	For	For
2.5	Elect Director Sonia Tibbatts	Mgmt	For	Withhold
	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. 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.			
2.6	Elect Director Jamil Murji	Mgmt	For	For
2.7	Elect Director Richard Whitley	Mgmt	For	For
2.8	Elect Director Benoit Durand	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			

MultiPlan Corporation

Meeting Date: 04/26/2023 | Country: USA | Ticker: MPLN
Meeting Type: Annual
Primary ISIN: US62548M1009 | Primary SEDOL: BKVDKY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anthony Colaluca, Jr.	Mgmt	For	For
1.2	Elect Director Michael S. Klein	Mgmt	For	Withhold
	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.			
1.3	Elect Director Allen R. Thorpe	Mgmt	For	Withhold
	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 nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. This director is not sufficiently independent to serve as the independent lead director. 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.			
1.4	Elect Director Dale White	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Murata Manufacturing Co. Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6981
Meeting Type: Annual
Primary ISIN: JP3914400001 | Primary SEDOL: 6610403

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 Murata, Tsuneo	Mgmt	For	For
2.2	Elect Director Nakajima, Norio	Mgmt	For	For
2.3	Elect Director Iwatsubo, Hiroshi	Mgmt	For	For
2.4	Elect Director Minamide, Masanori	Mgmt	For	For

Murata Manufacturing Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Yasuda, Yuko	Mgmt	For	For
2.6	Elect Director Nishijima, Takashi	Mgmt	For	For

N-able, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: NABL
Meeting Type: Annual
Primary ISIN: US62878D1000 | Primary SEDOL: BMBR683

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Bingle	Mgmt	For	Withhold
	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. Specifically, the board failed to remove, or subject to a sunset requirement, the classified board structure and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.2	Elect Director Darryl Lewis	Mgmt	For	For
1.3	Elect Director Cam McMartin	Mgmt	For	Withhold
	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 structure and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Nabors Industries Ltd.

Meeting Date: 06/06/2023 | Country: Bermuda | Ticker: NBR
Meeting Type: Annual
Primary ISIN: BMG6359F1370 | Primary SEDOL: BK953M8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tanya S. Beder	Mgmt	For	For
	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.			
1.2	Elect Director Anthony R. Chase	Mgmt	For	For
	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.			
1.3	Elect Director James R. Crane	Mgmt	For	For

Nabors Industries Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director John P. Kotts	Mgmt	For	For
	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.			
1.5	Elect Director Michael C. Linn	Mgmt	For	Withhold
	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.			
1.6	Elect Director Anthony G. Petrello	Mgmt	For	For
1.7	Elect Director John Yearwood	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP Auditors and Authorize Board to Fix Their Remuneration	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.			
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. 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 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Nagawa Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 9663

Meeting Type: Annual

Primary ISIN: JP3648700007 | Primary SEDOL: 6620350

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Takahashi, Osamu	Mgmt	For	Abstain
	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.			
1.2	Elect Director Shimmura, Ryo	Mgmt	For	Abstain
	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.			
1.3	Elect Director Hamano, Arata	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Nagawa Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Sugai, Kenji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Mizoguchi, Masaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Kinose, Mikio	Mgmt	For	For
1.7	Elect Director Inoka, Shuji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.8	Elect Director Nishida, Hideki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Takahashi, Junko	Mgmt	For	For
2	Approve Allocation of Income, With a Final Dividend of JPY 60	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

Nagoya Railroad Co., Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 9048
Meeting Type: Annual
Primary ISIN: JP3649800004 | Primary SEDOL: 6619864

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Ando, Takashi	Mgmt	For	Against
	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.			
2.2	Elect Director Takasaki, Hiroki	Mgmt	For	Against
	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.			
2.3	Elect Director Suzuki, Kiyomi	Mgmt	For	For
2.4	Elect Director Iwakiri, Michio	Mgmt	For	For
2.5	Elect Director Furuhashi, Yukinaga	Mgmt	For	For
2.6	Elect Director Fukushima, Atsuko	Mgmt	For	For
2.7	Elect Director Naito, Hiroyasu	Mgmt	For	For
2.8	Elect Director Kato, Satoshi	Mgmt	For	For
2.9	Elect Director Murakami, Nobuhiko	Mgmt	For	For

Nankai Electric Railway Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 9044
Meeting Type: Annual
Primary ISIN: JP3653000004 | Primary SEDOL: 6621472

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Achikita, Teruhiko	Mgmt	For	For
2.2	Elect Director Okajima, Nobuyuki	Mgmt	For	For
2.3	Elect Director Ashibe, Naoto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kajitani, Satoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Otsuka, Takahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Sono, Kiyoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Tsunekage, Hitoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Koezuka, Miharu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Mochizuki, Aiko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Urai, Keiji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Yasuda, Takayoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.3	Elect Director and Audit Committee Member Kunibe, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Nankai Electric Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Elect Director and Audit Committee Member Miki, Shohei	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.5	Elect Director and Audit Committee Member Igoshi, Tomoko	Mgmt	For	For
3.6	Elect Director and Audit Committee Member Tanaka, Takahiro	Mgmt	For	For

Nanofilm Technologies International Ltd.

Meeting Date: 04/28/2023 | Country: Singapore | Ticker: MZH

Meeting Type: Annual

Primary ISIN: SGXE61652363 | Primary SEDOL: BNG70K5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Audited Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Elect Shi Xu as Director	Mgmt	For	For
4	Elect Kristian John Robinson as Director	Mgmt	For	For
5	Elect Wan Kum Tho as Director	Mgmt	For	For
6	Elect Steve Ghanayem as Director	Mgmt	For	For
7	Approve Additional Directors' Fees for the Financial Year Ended December 31, 2022	Mgmt	For	For
8	Approve Directors' Fees for Financial Year Ending December 31, 2023	Mgmt	For	For
9	Approve Moore Stephens LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
10	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
11	Approve Issuance of Shares Under the Nanofilm Employee Share Option Scheme 2017	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date. 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 time.			

Nanofilm Technologies International Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Grant of Options and Issuance of Shares Under the Nanofilm Employee Share Option Scheme 2020	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date. 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 time.			
13	Approve Grant of Awards and Issuance of Shares Under the Nanofilm Restricted Share Plan	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date. 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 time.			
14	Authorize Share Repurchase Program	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			

NanoString Technologies, Inc.

Meeting Date: 06/23/2023 | Country: USA | Ticker: NSTG

Meeting Type: Annual

Primary ISIN: US63009R1095 | Primary SEDOL: BBL59X6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director R. Bradley Gray	Mgmt	For	For
1.2	Elect Director Teresa Foy	Mgmt	For	For
1.3	Elect Director Kirk D. Malloy	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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.			

NanoString Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
5	Declassify the Board of Directors	Mgmt	For	For
	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.			

Nanto Bank Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8367

Meeting Type: Annual

Primary ISIN: JP3653400006 | Primary SEDOL: 6621524

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 73	Mgmt	For	For
2	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Amend Provisions on Director Titles	Mgmt	For	For
3.1	Elect Director Hashimoto, Takashi	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
3.2	Elect Director Ishida, Satoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.3	Elect Director Yokotani, Kazuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Sugiura, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Funaki, Ryuichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Nanto Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.6	Elect Director Honda, Koji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Matsuzaka, Hidetaka	Mgmt	For	For
3.8	Elect Director Nakayama, Kozue	Mgmt	For	For
3.9	Elect Director Nishimura, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
4.1	Elect Director and Audit Committee Member Handa, Takao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.2	Elect Director and Audit Committee Member Aoki, Shuhei	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Kasuya, Yoshihiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
5	Elect Alternate Director and Audit Committee Member Yasui, Kiyomi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
6	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
7	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
8	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

NARI Technology Co., Ltd.

Meeting Date: 05/26/2023 | Country: China | Ticker: 600406

Meeting Type: Annual

Primary ISIN: CNE000001G38 | Primary SEDOL: 6695228

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Financial Statements	Mgmt	For	Against
	Voter Rationale: We encourage the company to set decarbonisation targets on at least scope 1&2 emissions as soon as possible, and disclose a clear plan for achieving them			
2	Approve Profit Distribution and Capitalization of Capital Reserves	Mgmt	For	For

NARI Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Report of the Independent Directors	Mgmt	For	For
4	Approve Report of the Board of Directors	Mgmt	For	For
5	Approve Report of the Board of Supervisors	Mgmt	For	For
6	Approve Financial Budget Report	Mgmt	For	For
7	Approve Related Party Transaction	Mgmt	For	For
8	Approve Financial Business Services Agreement	Mgmt	For	Against
	Voter Rationale: The proposed investment may expose the company to unnecessary risks.			
9	Approve Appointment of Financial Auditor and Internal Control Auditor	Mgmt	For	For
10	Approve Amendments to Articles of Association	Mgmt	For	For
11	Approve Formulation of Measures for the Administration of External Guarantees	Mgmt	For	For
12	Approve Formulation of Measures for the Administration of External Donations	Mgmt	For	For
13	Amend Administrative Measures for Decision-Making of Related Party Transactions	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
14	Approve Annual Report and Summary	Mgmt	For	For
	ELECT NON-INDEPENDENT DIRECTOR VIA CUMULATIVE VOTING	Mgmt		
15.1	Elect Hua Dingzhong as Director	Mgmt	For	For

Nasdaq, Inc.

Meeting Date: 06/21/2023 | Country: USA | Ticker: NDAQ

Meeting Type: Annual

Primary ISIN: US6311031081 | Primary SEDOL: 2965107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Melissa M. Arnoldi	Mgmt	For	For
1b	Elect Director Charlene T. Begley	Mgmt	For	For
1c	Elect Director Steven D. Black	Mgmt	For	For
1d	Elect Director Adena T. Friedman	Mgmt	For	For

Nasdaq, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Essa Kazim	Mgmt	For	For
1f	Elect Director Thomas A. Kloet	Mgmt	For	For
1g	Elect Director Michael R. Splinter	Mgmt	For	For
1h	Elect Director Johan Torgeby	Mgmt	For	For
1i	Elect Director Toni Townes-Whitley	Mgmt	For	For
1j	Elect Director Jeffery W. Yabuki	Mgmt	For	For
1k	Elect Director Alfred W. Zollar	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Require Independent Board Chair	SH	Against	For
	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.			

Natera, Inc.

Meeting Date: 06/09/2023	Country: USA Meeting Type: Annual	Ticker: NTRA	
		Primary ISIN: US6323071042	Primary SEDOL: BYQRG48

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rowan Chapman	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.2	Elect Director Herm Rosenman	Mgmt	For	Withhold
	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. 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.			

Natera, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Jonathan Sheena	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

National Bank of Canada

Meeting Date: 04/21/2023 | Country: Canada | Ticker: NA

Meeting Type: Annual

Primary ISIN: CA6330671034 | Primary SEDOL: 2077303

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Maryse Bertrand	Mgmt	For	For
1.2	Elect Director Pierre Blouin	Mgmt	For	For
1.3	Elect Director Pierre Boivin	Mgmt	For	For
1.4	Elect Director Yvon Charest	Mgmt	For	Withhold
	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.			
1.5	Elect Director Patricia Curadeau-Grou	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.6	Elect Director Laurent Ferreira	Mgmt	For	For
1.7	Elect Director Annick Guerard	Mgmt	For	For
1.8	Elect Director Karen Kinsley	Mgmt	For	For
1.9	Elect Director Lynn Loewen	Mgmt	For	For
1.10	Elect Director Rebecca McKillican	Mgmt	For	For
1.11	Elect Director Robert Pare	Mgmt	For	For
1.12	Elect Director Pierre Pomerleau	Mgmt	For	For
1.13	Elect Director Lino A. Saputo	Mgmt	For	For

National Bank of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.14	Elect Director Macky Tall	Mgmt	For	For
2	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
3	Ratify Deloitte LLP as Auditors	Mgmt	For	For
	Shareholder Proposal	Mgmt		
4	SP 1: Advisory Vote on Environmental Policies	SH	Against	Against
	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.			

National Health Investors, Inc.

Meeting Date: 05/05/2023 Country: USA Ticker: NHI

Meeting Type: Annual

Primary ISIN: US63633D1046 Primary SEDOL: 2626125

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director W. Andrew Adams	Mgmt	For	For
	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.			
1b	Elect Director Tracy M.J. Colden	Mgmt	For	For
1c	Elect Director Robert A. McCabe, Jr.	Mgmt	For	Against
	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. 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 that the number of female directors has increased since the last AGM, we will keep this matter under review. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
2	Amend Omnibus 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			

National Health Investors, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
	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.			

National Instruments Corporation

Meeting Date: 05/09/2023 Country: USA Ticker: NATI
Meeting Type: Annual
Primary ISIN: US6365181022 Primary SEDOL: 2645078

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael E. McGrath	Mgmt	For	Withhold
	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 corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited time.			
1.2	Elect Director Alexander M. Davern	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

National Instruments Corporation

Meeting Date: 06/29/2023 Country: USA Ticker: NATI
Meeting Type: Special
Primary ISIN: US6365181022 Primary SEDOL: 2645078

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

National Instruments Corporation

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

National Retail Properties, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: NNN
Meeting Type: Annual
Primary ISIN: US6374171063 | Primary SEDOL: 2211811

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pamela K.M. Beall	Mgmt	For	For
1b	Elect Director Steven D. Cosler	Mgmt	For	For
1c	Elect Director David M. Fick	Mgmt	For	For
1d	Elect Director Edward J. Fritsch	Mgmt	For	For
1e	Elect Director Elizabeth C. Gulacsy	Mgmt	For	For
1f	Elect Director Kevin B. Habicht	Mgmt	For	For
1g	Elect Director Betsy D. Holden	Mgmt	For	For
1h	Elect Director Stephen A. Horn, Jr.	Mgmt	For	For
1i	Elect Director Kamau O. Witherspoon	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

National Storage Affiliates Trust

Meeting Date: 05/22/2023 | Country: USA | Ticker: NSA
Meeting Type: Annual
Primary ISIN: US6378701063 | Primary SEDOL: BWWCK85

National Storage Affiliates Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tamara D. Fischer	Mgmt	For	For
1b	Elect Director Arlen D. Nordhagen	Mgmt	For	For
1c	Elect Director David G. Cramer	Mgmt	For	For
1d	Elect Director Paul W. Hylbert, Jr.	Mgmt	For	For
1e	Elect Director Chad L. Meisinger	Mgmt	For	For
1f	Elect Director Steven G. Osgood	Mgmt	For	For
1g	Elect Director Dominic M. Palazzo	Mgmt	For	For
1h	Elect Director Rebecca L. Steinfort	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1i	Elect Director Mark Van Mourick	Mgmt	For	For
1j	Elect Director Charles F. Wu	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 committee should not allow vesting of incentive awards for substantially below median performance.			

National Western Life Group, Inc.

Meeting Date: 06/22/2023 | Country: USA | Ticker: NWLI

Meeting Type: Annual

Primary ISIN: US6385171029 | Primary SEDOL: BYSPYB3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David S. Boone	Mgmt	For	Withhold
	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.			

National Western Life Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director E. J. Pederson	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Todd M. Wallace	Mgmt	For	For
2	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Navient Corporation

Meeting Date: 05/25/2023 Country: USA Ticker: NAVI

Meeting Type: Annual

Primary ISIN: US63938C1080 Primary SEDOL: BLP5GX1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Frederick Arnold	Mgmt	For	For
1b	Elect Director Edward J. Bramson	Mgmt	For	For
1c	Elect Director Anna Escobedo Cabral	Mgmt	For	For
1d	Elect Director Larry A. Klane	Mgmt	For	For
1e	Elect Director Michael A. Lawson	Mgmt	For	For
1f	Elect Director Linda A. Mills	Mgmt	For	For
1g	Elect Director John (Jack) F. Remondi	Mgmt	For	For

Navient Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Jane J. Thompson	Mgmt	For	For
1i	Elect Director Laura S. Unger	Mgmt	For	For
1j	Elect Director David L. Yowan	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Navitas Semiconductor Corporation

Meeting Date: 06/08/2023 Country: USA Ticker: NVTS
Meeting Type: Annual
Primary ISIN: US63942X1063 Primary SEDOL: BMGMH68

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian Long	Mgmt	For	For
1.2	Elect Director David Moxam	Mgmt	For	For
1.3	Elect Director Dipender Saluja	Mgmt	For	Withhold
	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. Specifically, the board failed to remove, or subject to a sunset requirement, the classified board structure which adversely impacts shareholder rights.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

NCR Corporation

Meeting Date: 05/16/2023 Country: USA Ticker: NCR
Meeting Type: Annual
Primary ISIN: US62886E1082 Primary SEDOL: 2632650

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark W. Begor	Mgmt	For	For
1.2	Elect Director Gregory Blank	Mgmt	For	For

NCR Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Catherine L. Burke	Mgmt	For	For
1.4	Elect Director Deborah A. Farrington	Mgmt	For	For
1.5	Elect Director Michael D. Hayford	Mgmt	For	For
1.6	Elect Director Georgette D. Kiser	Mgmt	For	For
1.7	Elect Director Kirk T. Larsen	Mgmt	For	For
1.8	Elect Director Martin Mucci	Mgmt	For	For
1.9	Elect Director Joseph E. Reece	Mgmt	For	For
1.10	Elect Director Laura J. Sen	Mgmt	For	For
1.11	Elect Director Glenn W. Welling	Mgmt	For	For
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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.			

NEC Corp.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 6701

Meeting Type: Annual

Primary ISIN: JP3733000008 | Primary SEDOL: 6640400

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 - Amend Provisions on Number of Directors - Indemnify Directors	Mgmt	For	For
2.1	Elect Director Niino, Takashi	Mgmt	For	For
2.2	Elect Director Morita, Takayuki	Mgmt	For	For
2.3	Elect Director Fujikawa, Osamu	Mgmt	For	For

NEC Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Matsukura, Hajime	Mgmt	For	For
2.5	Elect Director Obata, Shinobu	Mgmt	For	For
2.6	Elect Director Nakamura, Kuniharu	Mgmt	For	For
2.7	Elect Director Christina Ahmadjian	Mgmt	For	For
2.8	Elect Director Oka, Masashi	Mgmt	For	For
2.9	Elect Director Okada, Kyoko	Mgmt	For	For
2.10	Elect Director Mochizuki, Harufumi	Mgmt	For	For
2.11	Elect Director Okada, Joji	Mgmt	For	For
2.12	Elect Director Yamada, Yoshihito	Mgmt	For	For

Nedbank Group Ltd.

Meeting Date: 06/02/2023 | Country: South Africa | Ticker: NED

Meeting Type: Annual

Primary ISIN: ZAE000004875 | Primary SEDOL: 6628008

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Resolutions	Mgmt		
1.1	Elect Mteto Nyati as Director	Mgmt	For	For
1.2	Elect Daniel Mminele as Director	Mgmt	For	For
2.1	Re-elect Hubert Brody as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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.			
2.2	Re-elect Mike Davis as Director	Mgmt	For	For
2.3	Re-elect Errol Kruger as Director	Mgmt	For	For
2.4	Re-elect Linda Makalima as Director	Mgmt	For	For
3.1	Reappoint Deloitte & Touche as Auditors with Vuyelwa Sangoni as Designated Registered Auditor	Mgmt	For	For
3.2	Reappoint Ernst & Young Incorporated as Auditors with Farouk Mohideen as Designated Registered Auditor	Mgmt	For	For
3.3	Appoint KPMG Inc as Auditors in a Shadow Capacity from 02 June 2023	Mgmt	For	For
4.1	Re-elect Stanley Subramoney as Member of the Group Audit Committee	Mgmt	For	For
4.2	Re-elect Hubert Brody as Member of the Group Audit Committee	Mgmt	For	For

Nedbank Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.3	Re-elect Neo Dongwana as Member of the Group Audit Committee	Mgmt	For	For
4.4	Re-elect Errol Kruger as Member of the Group Audit Committee	Mgmt	For	For
4.5	Elect Phumzile Langeni as Member of the Group Audit Committee	Mgmt	For	For
5	Place Authorised but Unissued Shares under Control of Directors	Mgmt	For	For
	Advisory Endorsement	Mgmt		
6.1	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
6.2	Approve Remuneration Implementation Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
	Special Resolutions	Mgmt		
1.1	Approve Fees for the Chairperson	Mgmt	For	For
1.2	Approve Fees for the Lead Independent Director	Mgmt	For	For
1.3	Approve Fees for the Group Boardmember	Mgmt	For	For
1.4	Approve Fees for the Group Audit Committee Members	Mgmt	For	For
1.5	Approve Fees for the Group Credit Committee Members	Mgmt	For	For
1.6	Approve Fees for the Group Directors' Affairs Committee Members	Mgmt	For	For
1.7	Approve Fees for the Group Information Technology Committee Members	Mgmt	For	For
1.8	Approve Fees for the Group Remuneration Committee Members	Mgmt	For	For
1.9	Approve Fees for the Group Risk and Capital Management Committee Members	Mgmt	For	For
1.10	Approve Fees for the Group Transformation, Social and Ethics Committee Members	Mgmt	For	For
1.11	Approve Fees for the Group Climate Resilience Committee Members	Mgmt	For	For
2.1	Approve Fees for the Acting Group Chairperson	Mgmt	For	For
2.2	Approve Fees for the Acting Lead Independent Director	Mgmt	For	For
2.3	Approve Fees for the Acting Committee Chairperson	Mgmt	For	For
3	Authorise Repurchase of Issued Share Capital	Mgmt	For	For

Nedbank Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Financial Assistance in Terms of Sections 44 and 45 of the Companies Act	Mgmt	For	For
5.1	Amend Share Scheme Re: Replace 'Retention Awards' with 'Individual Performance Awards'	Mgmt	For	For
5.2	Amend Share Scheme Re: Clause 28	Mgmt	For	For
6	Approve Creation of a New Class of Preference Shares	Mgmt	For	For
7	Amend Memorandum of Incorporation	Mgmt	For	For
	Continuation of Ordinary Resolutions	Mgmt		
6	Place Authorised but Unissued A Non-redeemable, Non-cumulative, Non-participating, Perpetual Preference Shares under Control of Directors	Mgmt	For	For

Nedbank Group Ltd.

Meeting Date: 06/02/2023 Country: South Africa Ticker: NED
Meeting Type: Special
Primary ISIN: ZAE000004875 Primary SEDOL: 6628008

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Special Resolution	Mgmt		
1	Authorise Specific Repurchase of Shares from the Odd-lot Holders	Mgmt	For	For
	Ordinary Resolutions	Mgmt		
1	Authorise Implementation of the Odd-lot Offer	Mgmt	For	For
2	Authorise Ratification of Approved Resolutions	Mgmt	For	For

Nektar Therapeutics

Meeting Date: 06/08/2023 Country: USA Ticker: NKTR
Meeting Type: Annual
Primary ISIN: US6402681083 Primary SEDOL: 2454445

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Myriam J. Curet	Mgmt	For	Against

Nektar Therapeutics

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1b	Elect Director Howard W. Robin	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
	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.			
3	Ratify Ernst & Young 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.			
4	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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Nelnet, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: NNI

Meeting Type: Annual

Primary ISIN: US64031N1081 | Primary SEDOL: 2196190

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kathleen A. Farrell	Mgmt	For	Against
	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.			
1b	Elect Director David S. Graff	Mgmt	For	For
1c	Elect Director Thomas E. Henning	Mgmt	For	Against
	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.			
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Nelnet, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Restricted Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
6	Amend Executive Incentive Bonus Plan	Mgmt	For	For

Neoen SA

Meeting Date: 05/10/2023 | Country: France | Ticker: NEOEN

Meeting Type: Annual/Special

Primary ISIN: FR0011675362 | Primary SEDOL: BGV7F95

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 0.125 per Share	Mgmt	For	For
4	Approve Stock Dividend Program	Mgmt	For	For
5	Approve Compensation Report	Mgmt	For	For
6	Approve Compensation of Xavier Barbaro, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
7	Approve Compensation of Romain Desrousseaux, Vice-CEO	Mgmt	For	Against
	Voter Rationale: 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.			
8	Approve Remuneration Policy of Directors	Mgmt	For	For
9	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Neoen SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
11	Reelect Stephanie Levan as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
13	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
14	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
16	Authorize up to 2 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
17	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 13, 15 and 16 and Items 17-18, 21 and 24 from May 25, 2022 General Meeting at EUR 65 Million	Mgmt	For	For
18	Amend Article 9 of Bylaws to Comply with Legal Changes	Mgmt	For	For
19	Adopt Double Voting-Rights to Long-Term Registered Shareholders and Amend Article 11 of Bylaws Accordingly	Mgmt	For	Against
	Voter Rationale: Changes in companys articles or by-laws should not erode shareholder rights.			
	Ordinary Business	Mgmt		

Neoen SA

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

NeoGenomics, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: NEO
Meeting Type: Annual
Primary ISIN: US64049M2098 | Primary SEDOL: 2598246

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lynn A. Tetrault	Mgmt	For	For
1b	Elect Director Christopher M. Smith	Mgmt	For	For
1c	Elect Director Bruce K. Crowther	Mgmt	For	For
1d	Elect Director Alison L. Hannah	Mgmt	For	For
1e	Elect Director Stephen M. Kanovsky	Mgmt	For	For
1f	Elect Director Michael A. Kelly	Mgmt	For	For
1g	Elect Director David B. Perez	Mgmt	For	For
1h	Elect Director Rachel A. Stahler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Approve Omnibus 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. 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.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Nestle SA

Meeting Date: 04/20/2023 | Country: Switzerland | Ticker: NESN
Meeting Type: Annual
Primary ISIN: CH0038863350 | Primary SEDOL: 7123870

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	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.			
1.2	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
2	Approve Discharge of Board and Senior Management	Mgmt	For	For
3	Approve Allocation of Income and Dividends of CHF 2.95 per Share	Mgmt	For	For
4.1.a	Reelect Paul Bulcke as Director and Board Chair	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4.1.b	Reelect Ulf Schneider as Director	Mgmt	For	For
4.1.c	Reelect Henri de Castries as Director	Mgmt	For	Abstain
	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.			
4.1.d	Reelect Renato Fassbind as Director	Mgmt	For	For
4.1.e	Reelect Pablo Isla as Director	Mgmt	For	For
4.1.f	Reelect Patrick Aebischer as Director	Mgmt	For	For
4.1.g	Reelect Kimberly Ross as Director	Mgmt	For	For
4.1.h	Reelect Dick Boer as Director	Mgmt	For	For
4.1.i	Reelect Dinesh Paliwal as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
4.1.j	Reelect Hanne Jimenez de Mora as Director	Mgmt	For	For
4.1.k	Reelect Lindiwe Sibanda as Director	Mgmt	For	For
4.1.l	Reelect Chris Leong as Director	Mgmt	For	For
4.1.m	Reelect Luca Maestri as Director	Mgmt	For	For
4.2.1	Elect Rainer Blair as Director	Mgmt	For	For
4.2.2	Elect Marie-Gabrielle Ineichen-Fleisch as Director	Mgmt	For	For

Nestle SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.3.1	Reappoint Pablo Isla as Member of the Compensation Committee	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
4.3.2	Reappoint Patrick Aebischer as Member of the Compensation Committee	Mgmt	For	For
4.3.3	Reappoint Dick Boer as Member of the Compensation Committee	Mgmt	For	For
4.3.4	Reappoint Dinesh Paliwal as Member of the Compensation Committee	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
4.4	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
4.5	Designate Hartmann Dreyer as Independent Proxy	Mgmt	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 10.5 Million	Mgmt	For	For
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 72 Million	Mgmt	For	For
6	Approve CHF 8 Million Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	Mgmt	For	For
7.1	Amend Articles Re: General Meeting (Incl. Virtual-Only or Hybrid Shareholder Meetings)	Mgmt	For	For
7.2	Amend Articles of Association	Mgmt	For	For
8	Transact Other Business (Voting)	Mgmt	Against	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Net One Systems Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 7518

Meeting Type: Annual

Primary ISIN: JP3758200004 Primary SEDOL: 6036548

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 37	Mgmt	For	For
2.1	Elect Director Takeshita, Takafumi	Mgmt	For	For
2.2	Elect Director Tanaka, Takuya	Mgmt	For	For
2.3	Elect Director Kiuchi, Mitsuru	Mgmt	For	For

Net One Systems Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Ito, Maya	Mgmt	For	For
2.5	Elect Director Wada, Masayoshi	Mgmt	For	For
2.6	Elect Director Umino, Shinobu	Mgmt	For	For

Netflix, Inc.

Meeting Date: 06/01/2023 Country: USA Ticker: NFLX
Meeting Type: Annual
Primary ISIN: US64110L1061 Primary SEDOL: 2857817

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mathias Dopfner	Mgmt	For	For
1b	Elect Director Reed Hastings	Mgmt	For	For
1c	Elect Director Jay C. Hoag	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1d	Elect Director Ted Sarandos	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: While we appreciate that the company has engaged with shareholders and made changes to executive compensation following the say on pay vote last year that received only 27% support, we continue to have concerns. All NEOs receive only base salary and options, with each employee given the ability to allocate their pay as they choose between salary and options. While changes have been made so that, starting in FY23, the co-CEOs and executive chair will have a cap on cash compensation of 50%, we expect companies to have a majority of equity awards tied to performance and do not consider options to be performance based equity grants. Further, the updates to cash vs option compensation are not extended to all NEOs, and as such we remained concerned regarding whether overall NEO compensation is sufficiently tied to the long-term shareholder experience. Compounding this, the stock option vesting period is 1 year, further undermining the tie to long-term company performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Right to Call Special Meeting	SH	Against	For
	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.			
6	Adopt Policy Prohibiting Directors from Simultaneously Sitting on the Board of Directors of Any Other Company	SH	Against	Against
	Voter Rationale: There are no current concerns with overboarding at Netflix and the proponent has not raised a compelling argument for adopting a novel and potentially disruptive policy.			

Netflix, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Report on Climate Risk in Retirement Plan Options	SH	Against	Against
	Voter Rationale: The company's retirement plan is managed by a third-party fiduciary and employees are offered an option for investing more responsibly.			
8	Adopt and Disclose a Freedom of Association and Collective Bargaining Policy	SH	Against	For
	Voter Rationale: Many of the company's peers disclose policies related to freedom of association and collective bargaining. Some of the company's employees are pushing to unionize, and the company has received media attention over charges related to worker treatment and company culture. The criteria laid out in the proposed policy may benefit shareholders by improving the company's management of freedom of association and collective bargaining issues, while still offering the company enough flexibility to constructively engage on these issues.			

NetSTREIT Corp.

Meeting Date: 05/18/2023 | Country: USA | Ticker: NTST

Meeting Type: Annual

Primary ISIN: US64119V3033 | Primary SEDOL: BMFLYL0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark Manheimer	Mgmt	For	For
1b	Elect Director Todd Minnis	Mgmt	For	For
1c	Elect Director Michael Christodolou	Mgmt	For	For
1d	Elect Director Heidi Everett	Mgmt	For	For
1e	Elect Director Matthew Troxell	Mgmt	For	For
1f	Elect Director Lori Wittman	Mgmt	For	For
1g	Elect Director Robin Zeigler	Mgmt	For	For
2	Ratify KPMG 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. 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.			

Neurocrine Biosciences, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: NBIX

Meeting Type: Annual

Primary ISIN: US64125C1099 | Primary SEDOL: 2623911

Neurocrine Biosciences, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin C. Gorman	Mgmt	For	For
1.2	Elect Director Gary A. Lyons	Mgmt	For	Withhold
	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. 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 nominee is a former executive and considered to be non-independent.			
1.3	Elect Director Johanna Mercier	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			
5	Ratify Ernst & Young 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.			

Nevro Corp.

Meeting Date: 05/25/2023 | Country: USA | Ticker: NVRO

Meeting Type: Annual

Primary ISIN: US64157F1030 | Primary SEDOL: BS7K7C9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director D. Keith Grossman	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
1.2	Elect Director Michael DeMane	Mgmt	For	Withhold
	Voter Rationale: The nominee is a former executive and considered to be non-independent. This director is not sufficiently independent to serve as the independent lead director.			
1.3	Elect Director Frank Fischer	Mgmt	For	For

Nevro Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Sri Kosaraju	Mgmt	For	For
1.5	Elect Director Shawn T McCormick	Mgmt	For	For
1.6	Elect Director Kevin O'Boyle	Mgmt	For	For
1.7	Elect Director Karen Prange	Mgmt	For	For
1.8	Elect Director Susan Siegel	Mgmt	For	For
1.9	Elect Director Elizabeth Weatherman	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			

New Fortress Energy Inc.

Meeting Date: 05/22/2023 Country: USA Ticker: NFE
Meeting Type: Annual
Primary ISIN: US6443931000 Primary SEDOL: BH3Z4P3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John J. Mack	Mgmt	For	Withhold
	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, which adversely impacts shareholder rights.			
1.2	Elect Director Katherine E. Wanner	Mgmt	For	Withhold
	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, which adversely impacts shareholder rights.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

New Gold Inc.

Meeting Date: 05/09/2023 Country: Canada Ticker: NGD
Meeting Type: Annual/Special
Primary ISIN: CA6445351068 Primary SEDOL: 2826947

New Gold Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Patrick Godin	Mgmt	For	For
2.2	Elect Director Geoffrey Chater	Mgmt	For	For
2.3	Elect Director Nicholas (Nick) Chirekos	Mgmt	For	For
	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.			
2.4	Elect Director Gillian Davidson	Mgmt	For	For
2.5	Elect Director Thomas (Tom) J. McCulley	Mgmt	For	For
2.6	Elect Director Margaret (Peggy) Mulligan	Mgmt	For	For
2.7	Elect Director Ian Pearce	Mgmt	For	For
2.8	Elect Director Marilyn Schonberner	Mgmt	For	For
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
4	Amend Long Term Incentive Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	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.			

New World Development Company Limited

Meeting Date: 06/27/2023 Country: Hong Kong Ticker: 17

Meeting Type: Extraordinary Shareholders

Primary ISIN: HK0000608585 Primary SEDOL: BM94GQ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve the 2023 Services Group Master Services Agreement, Services Group Transactions, Services Group Annual Caps and Related Transactions	Mgmt	For	For

New World Development Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve the Master Construction Services Agreement, Construction Services Group Transactions, Construction Services Group Annual Caps and Related Transactions	Mgmt	For	For
3	Elect Law Fan Chiu-Fun, Fanny as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4	Elect Lo Wing-Sze, Anthea as Director	Mgmt	For	For
5	Elect Wong Yeung-Fong, Fonia as Director	Mgmt	For	For
6	Elect Cheng Chi-Ming, Brian as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			

New York Community Bancorp, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: NYCB

Meeting Type: Annual

Primary ISIN: US6494451031 | Primary SEDOL: 2711656

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alessandro P. DiNello	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent. 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.			
1b	Elect Director Leslie D. Dunn	Mgmt	For	For
1c	Elect Director Lawrence Rosano, Jr.	Mgmt	For	For
1d	Elect Director Robert Wann	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Ratify KPMG 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.			

New York Community Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Declassify the Board of Directors	Mgmt	For	For
	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.			
6	Eliminate 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.			
7	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
8	Eliminate Supermajority Vote Requirement	SH	Against	For
	Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.			
9	Report on Climate Lobbying	SH	For	For
	Voter Rationale: On balance, such a report would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address attendant material risks and opportunities.			

New York Mortgage Trust, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: NYMT

Meeting Type: Annual

Primary ISIN: US6496048405 | Primary SEDOL: BR4NQJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Eugenia R. Cheng	Mgmt	For	For
1b	Elect Director Michael B. Clement	Mgmt	For	For
1c	Elect Director Audrey E. Greenberg	Mgmt	For	For

New York Mortgage Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Steven R. Mumma	Mgmt	For	For
1e	Elect Director Steven G. Norcutt	Mgmt	For	For
1f	Elect Director Lisa A. Pendergast	Mgmt	For	For
1g	Elect Director Jason T. Serrano	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			

NewMarket Corporation

Meeting Date: 04/27/2023 Country: USA Ticker: NEU

Meeting Type: Annual

Primary ISIN: US6515871076 Primary SEDOL: B01CGF1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark M. Gambill	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1.2	Elect Director Bruce C. Gottwald	Mgmt	For	Against
	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.			
1.3	Elect Director Thomas E. Gottwald	Mgmt	For	For
1.4	Elect Director Patrick D. Hanley	Mgmt	For	For
1.5	Elect Director H. Hiter Harris, III	Mgmt	For	For
1.6	Elect Director James E. Rogers	Mgmt	For	Against
	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. 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.			

NewMarket Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Ting Xu	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The annual bonus should be assessed using no less than two metrics.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve 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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
6	Publication of GHG Emissions and Setting Short-, Medium- and Long-Term Emission Reduction Targets to Align Business Activities with Net Zero Emissions by 2050 in Line with the Paris Climate Agreement	SH	Against	For
	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.			

Newmont Corporation

Meeting Date: 04/26/2023 | Country: USA | Ticker: NEM

Meeting Type: Annual

Primary ISIN: US6516391066 | Primary SEDOL: 2636607

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Patrick G. Awuah, Jr.	Mgmt	For	For
1.2	Elect Director Gregory H. Boyce	Mgmt	For	For
1.3	Elect Director Bruce R. Brook	Mgmt	For	For
1.4	Elect Director Maura Clark	Mgmt	For	For
1.5	Elect Director Emma FitzGerald	Mgmt	For	For
1.6	Elect Director Mary A. Laschinger	Mgmt	For	For
1.7	Elect Director Jose Manuel Madero	Mgmt	For	For
1.8	Elect Director Rene Medori	Mgmt	For	For

Newmont Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Jane Nelson	Mgmt	For	For
1.10	Elect Director Thomas Palmer	Mgmt	For	For
1.11	Elect Director Julio M. Quintana	Mgmt	For	For
1.12	Elect Director Susan N. Story	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Nexi SpA

Meeting Date: 05/04/2023 | Country: Italy | Ticker: NEXI

Meeting Type: Annual

Primary ISIN: IT0005366767 | Primary SEDOL: BJ1F880

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements, Statutory Reports, and Allocation of Income	Mgmt	For	For
2.1	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			
2.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Voter Rationale: 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. 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.			
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
	Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
4	Elect Johannes Korp as Director and Approve Director's Remuneration	Mgmt	For	For

Nexi SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: This item warrants a vote AGAINST due to the lack of disclosure regarding the proposed deliberation.			

NexPoint Residential Trust, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: NXRT

Meeting Type: Annual

Primary ISIN: US65341D1028 | Primary SEDOL: BWC6PW6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James Dondero	Mgmt	For	For
1b	Elect Director Brian Mitts	Mgmt	For	For
1c	Elect Director Edward Constantino	Mgmt	For	For
1d	Elect Director Scott Kavanaugh	Mgmt	For	For
1e	Elect Director Arthur Laffer	Mgmt	For	For
1f	Elect Director Carol Swain	Mgmt	For	For
1g	Elect Director Catherine Wood	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Nexstar Media Group, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: NXST

Meeting Type: Annual

Primary ISIN: US65336K1034 | Primary SEDOL: 2949758

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For

Nexstar Media Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
2	Amend Charter to Add Federal Forum Selection Provision	Mgmt	For	For
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
4	Amend Charter	Mgmt	For	For
5.1	Elect Director John R. Muse	Mgmt	For	For
	Voter Rationale: .			
5.2	Elect Director I. Martin Pompadur	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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 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.			
6	Ratify PricewaterhouseCoopers 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.			
7	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
8	Advisory Vote on Say on Pay Frequency	Mgmt	Two Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
9	Require Independent Board Chair	SH	Against	For
	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.			

NextEra Energy Partners, LP

Meeting Date: 04/24/2023 | Country: USA | Ticker: NEP
Meeting Type: Annual
Primary ISIN: US65341B1061 | Primary SEDOL: BNGY4Q0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Susan D. Austin	Mgmt	For	For
1b	Elect Director Robert J. Byrne	Mgmt	For	For
1c	Elect Director John W. Ketchum	Mgmt	For	For
	Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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.			
1d	Elect Director Peter H. Kind	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

NextEra Energy, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: NEE
Meeting Type: Annual
Primary ISIN: US65339F1012 | Primary SEDOL: 2328915

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicole S. Arnaboldi	Mgmt	For	For
1b	Elect Director Sherry S. Barrat	Mgmt	For	For
1c	Elect Director James L. Camaren	Mgmt	For	For
1d	Elect Director Kenneth B. Dunn	Mgmt	For	For
1e	Elect Director Naren K. Gursahaney	Mgmt	For	For
1f	Elect Director Kirk S. Hachigian	Mgmt	For	For
1g	Elect Director John W. Ketchum	Mgmt	For	For
1h	Elect Director Amy B. Lane	Mgmt	For	For
1i	Elect Director David L. Porges	Mgmt	For	For

NextEra Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Deborah "Dev" Stahlkopf	Mgmt	For	For
1k	Elect Director John A. Stall	Mgmt	For	For
	Voter Rationale: The nominee is a former executive. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1l	Elect Director Darryl L. Wilson	Mgmt	For	For
2	Ratify Deloitte & Touche 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.			
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.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.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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Disclose Board Skills and Diversity Matrix	SH	Against	For
	Voter Rationale: Enhancing such disclosure is in the best interest of shareholders.			

NexTier Oilfield Solutions Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: NEX
Meeting Type: Annual
Primary ISIN: US65290C1053 Primary SEDOL: BKLRLX9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert W. Drummond	Mgmt	For	For
1b	Elect Director Leslie A. Beyer	Mgmt	For	For
1c	Elect Director Stuart M. Brightman	Mgmt	For	For
	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.			
1d	Elect Director Gary M. Halverson	Mgmt	For	For
1e	Elect Director Patrick M. Murray	Mgmt	For	For
1f	Elect Director Amy H. Nelson	Mgmt	For	For
1g	Elect Director Melvin G. Riggs	Mgmt	For	For

NexTier Oilfield Solutions Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Bernardo J. Rodriguez	Mgmt	For	For
1i	Elect Director Michael Roemer	Mgmt	For	For
1j	Elect Director James C. Stewart	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1k	Elect Director Scott R. Wille	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
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. 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.			
4	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.			

Nexus Industrial REIT

Meeting Date: 05/12/2023 | Country: Canada | Ticker: NXR.UN

Meeting Type: Annual

Primary ISIN: CA65344U1012 | Primary SEDOL: BNC3CQ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Trustee Floriana Cipollone	Mgmt	For	For
1b	Elect Trustee Bradley Cutsey	Mgmt	For	For
1c	Elect Trustee Justine Delisle	Mgmt	For	For
1d	Elect Trustee Louie Dinunzio	Mgmt	For	For
	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.			
1e	Elect Trustee Kelly C. Hanczyk	Mgmt	For	For
1f	Elect Trustee Ben Rodney	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues.			

Nexus Industrial REIT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
3	Re-approve Unit Option 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

NGK Insulators, Ltd.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 5333

Meeting Type: Annual

Primary ISIN: JP3695200000 | Primary SEDOL: 6619507

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 33	Mgmt	For	For
2.1	Elect Director Oshima, Taku	Mgmt	For	Against
	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.			
2.2	Elect Director Kobayashi, Shigeru	Mgmt	For	Against
	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.			
2.3	Elect Director Niwa, Chiaki	Mgmt	For	For
2.4	Elect Director Iwasaki, Ryohei	Mgmt	For	For
2.5	Elect Director Yamada, Tadaaki	Mgmt	For	For
2.6	Elect Director Shindo, Hideaki	Mgmt	For	For
2.7	Elect Director Kamano, Hiroyuki	Mgmt	For	For
2.8	Elect Director Hamada, Emiko	Mgmt	For	For
2.9	Elect Director Furukawa, Kazuo	Mgmt	For	For
3.1	Appoint Statutory Auditor Yagi, Naoya	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Sakaguchi, Masayoshi	Mgmt	For	For
4	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

NGM Biopharmaceuticals, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: NGM
Meeting Type: Annual
Primary ISIN: US62921N1054 | Primary SEDOL: BJ1FD63

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Shelly D. Guyer	Mgmt	For	Withhold
	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.			
1b	Elect Director Carole Ho	Mgmt	For	Withhold
	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.			
1c	Elect Director William J. Rieflin	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. The majority of annual bonus incentives should be quantitative. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

NIBE Industrier AB

Meeting Date: 05/16/2023 | Country: Sweden | Ticker: NIBE.B
Meeting Type: Annual
Primary ISIN: SE0015988019 | Primary SEDOL: BN7BZM3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chair of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For
4	Approve Agenda of Meeting	Mgmt	For	For
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For

NIBE Industrier AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive President's Report	Mgmt		
8	Receive Financial Statements and Statutory Reports; Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management	Mgmt		
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9.b	Approve Allocation of Income and Dividends of SEK 0.65 Per Share	Mgmt	For	For
9.c	Approve Discharge of Board and President	Mgmt	For	For
10	Determine Number of Members (7) and Deputy Members (0) of Board	Mgmt	For	For
11	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
12	Approve Remuneration of Directors in the Amount of SEK 1 Million for Chair and SEK 500,000 for Other Directors; Approve Remuneration of Auditors	Mgmt	For	For
13	Reelect Georg Brunstam, Jenny Larsson, Gerteric Lindquist, Hans Linnarson (Chair), Anders Palsson, Eva Karlsson and Eva Thunholm as Directors	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. 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. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. 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. The board should submit directors for re-election individually, rather than as a single slate and ensure that there is sufficient level of independence on the board.			
14	Ratify KPMG as Auditors	Mgmt	For	For
15	Approve Remuneration Report	Mgmt	For	For
16	Approve Creation of Pool of Capital without Preemptive Rights	Mgmt	For	For
17	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
18	Close Meeting	Mgmt		

Nichiha Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 7943
Meeting Type: Annual
Primary ISIN: JP3662200009 | Primary SEDOL: 6638331

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 48.5	Mgmt	For	For
2.1	Elect Director Yoshioka, Narumitsu	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Tonoi, Kazushi	Mgmt	For	For
2.3	Elect Director Kojima, Kazuyuki	Mgmt	For	For
2.4	Elect Director Kawashima, Hisayuki	Mgmt	For	For
2.5	Elect Director Oka, Munetsugu	Mgmt	For	For
2.6	Elect Director Yagi, Kiyofumi	Mgmt	For	For
2.7	Elect Director Tajiri, Naoki	Mgmt	For	For
2.8	Elect Director Nishi, Hiroaki	Mgmt	For	For
2.9	Elect Director Otani, Kazuko	Mgmt	For	For
3.1	Appoint Statutory Auditor Shibata, Yoshihiro	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Sasaki, Kenji	Mgmt	For	For

NIDEC Corp.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 6594
Meeting Type: Annual
Primary ISIN: JP3734800000 | Primary SEDOL: 6640682

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nagamori, Shigenobu	Mgmt	For	For
1.2	Elect Director Kobe, Hiroshi	Mgmt	For	For
1.3	Elect Director Sato, Shinichi	Mgmt	For	For
1.4	Elect Director Komatsu, Yayoi	Mgmt	For	For
1.5	Elect Director Sakai, Takako	Mgmt	For	For
2	Elect Director and Audit Committee Member Toyoshima, Hiroe	Mgmt	For	For

NIDEC Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Alternate Director and Audit Committee Member Takiguchi, Hiroko	Mgmt	For	For

Nifco, Inc.

Meeting Date: 06/22/2023 Country: Japan Ticker: 7988
Meeting Type: Annual
Primary ISIN: JP3756200006 Primary SEDOL: 6639163

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 33	Mgmt	For	For
2.1	Elect Director Yamamoto, Toshiyuki	Mgmt	For	For
2.2	Elect Director Shibao, Masaharu	Mgmt	For	For
2.3	Elect Director Yauchi, Toshiki	Mgmt	For	For
2.4	Elect Director Nonogaki, Yoshiko	Mgmt	For	For
2.5	Elect Director Brian K. Heywood	Mgmt	For	For
2.6	Elect Director Abe, Masayuki	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Honda, Junji	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Matsumoto, Mitsuhiro	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Hayashi, Izumi	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Wakabayashi, Masakazu	Mgmt	For	For

Nihon M&A Center Holdings Inc.

Meeting Date: 06/23/2023 Country: Japan Ticker: 2127
Meeting Type: Annual
Primary ISIN: JP3689050007 Primary SEDOL: B1DN466

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 12	Mgmt	For	For
2.1	Elect Director Miyake, Suguru	Mgmt	For	For

Nihon M&A Center Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Naraki, Takamaro	Mgmt	For	For
2.3	Elect Director Otsuki, Masahiko	Mgmt	For	For
2.4	Elect Director Takeuchi, Naoki	Mgmt	For	For
2.5	Elect Director Kumagai, Hideyuki	Mgmt	For	For
2.6	Elect Director Mori, Tokihiko	Mgmt	For	For
2.7	Elect Director Takeuchi, Minako	Mgmt	For	For
2.8	Elect Director Kenneth George Smith	Mgmt	For	For
2.9	Elect Director Nishikido, Keiichi	Mgmt	For	For
2.10	Elect Director Osato, Mariko	Mgmt	For	For

Nihon Parkerizing Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 4095
Meeting Type: Annual
Primary ISIN: JP3744600002 Primary SEDOL: 6640529

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Satomi, Kazuichi	Mgmt	For	Against
	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.			
2.2	Elect Director Tamura, Hiroyasu	Mgmt	For	For
2.3	Elect Director Yoshida, Masayuki	Mgmt	For	For
2.4	Elect Director Fukuta, Yasumasa	Mgmt	For	For
2.5	Elect Director Emori, Shimako	Mgmt	For	For
2.6	Elect Director Mori, Tatsuya	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Kubota, Masaharu	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Chika, Koji	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

NIKKON Holdings Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 9072
Meeting Type: Annual
Primary ISIN: JP3709600005 Primary SEDOL: 6642202

NIKKON Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kuroiwa, Masakatsu	Mgmt	For	Against
	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.			
1.2	Elect Director Ooka, Seiji	Mgmt	For	For
1.3	Elect Director Matsuda, Yasunori	Mgmt	For	For
1.4	Elect Director Motohashi, Hidehiro	Mgmt	For	For
1.5	Elect Director Yamada, Kioi	Mgmt	For	For
1.6	Elect Director Koma, Aiko	Mgmt	For	For
1.7	Elect Director Ozeki, Ryutaro	Mgmt	For	For

Nikon Corp.

Meeting Date: 06/29/2023 Country: Japan Ticker: 7731

Meeting Type: Annual

Primary ISIN: JP3657400002 Primary SEDOL: 6642321

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Ushida, Kazuo	Mgmt	For	For
2.2	Elect Director Umatate, Toshikazu	Mgmt	For	For
2.3	Elect Director Odajima, Takumi	Mgmt	For	For
2.4	Elect Director Tokunari, Muneaki	Mgmt	For	For
2.5	Elect Director Murayama, Shigeru	Mgmt	For	For
2.6	Elect Director Sumita, Makoto	Mgmt	For	For
2.7	Elect Director Tatsuoka, Tsuneyoshi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Hagiwara, Satoshi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Chiba, Michiko	Mgmt	For	For

Nintendo Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 7974

Meeting Type: Annual

Primary ISIN: JP3756600007 Primary SEDOL: 6639550

Nintendo Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 123	Mgmt	For	For
2.1	Elect Director Furukawa, Shuntaro	Mgmt	For	Against
	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. Furthermore, we encourage the company to set decarbonisation targets on at least Scope 1&2 emissions as soon as possible, and disclose a clear plan for achieving them.			
2.2	Elect Director Miyamoto, Shigeru	Mgmt	For	For
	Voter Rationale: .			
2.3	Elect Director Takahashi, Shinya	Mgmt	For	For
	Voter Rationale: .			
2.4	Elect Director Shibata, Satoru	Mgmt	For	For
	Voter Rationale: .			
2.5	Elect Director Shiota, Ko	Mgmt	For	For
	Voter Rationale: .			
2.6	Elect Director Chris Meledandri	Mgmt	For	For
	Voter Rationale: .			

Nippon Accommodations Fund, Inc.

Meeting Date: 05/16/2023 | Country: Japan | Ticker: 3226

Meeting Type: Special

Primary ISIN: JP3046440008 | Primary SEDOL: B182BB2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet - Amend Provisions on Deemed Approval System	Mgmt	For	For
2	Elect Executive Director Ikeda, Takashi	Mgmt	For	For
3.1	Elect Alternate Executive Director Kojima, Hiroshi	Mgmt	For	For
3.2	Elect Alternate Executive Director Kawakami, Tetsuji	Mgmt	For	For
4.1	Elect Supervisory Director Eto, Mika	Mgmt	For	For
4.2	Elect Supervisory Director Enomoto, Eiki	Mgmt	For	For
4.3	Elect Supervisory Director Iwatani, Seiji	Mgmt	For	For

Nippon Sanso Holdings Corp.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 4091
Meeting Type: Annual
Primary ISIN: JP3711600001 | Primary SEDOL: 6640541

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Hamada, Toshihiko	Mgmt	For	For
2.2	Elect Director Nagata, Kenji	Mgmt	For	For
2.3	Elect Director Thomas Scott Kallman	Mgmt	For	For
2.4	Elect Director Eduardo Gil Elejoste	Mgmt	For	For
2.5	Elect Director Hara, Miri	Mgmt	For	For
2.6	Elect Director Nagasawa, Katsumi	Mgmt	For	For
2.7	Elect Director Miyatake, Masako	Mgmt	For	For
2.8	Elect Director Nakajima, Hideo	Mgmt	For	For
2.9	Elect Director Yamaji, Katsuhito	Mgmt	For	For
3	Appoint Statutory Auditor Wataru, Satoshi	Mgmt	For	Against

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.

Nippon Shinyaku Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4516
Meeting Type: Annual
Primary ISIN: JP3717600005 | Primary SEDOL: 6640563

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 57	Mgmt	For	For
2.1	Elect Director Maekawa, Shigenobu	Mgmt	For	For
2.2	Elect Director Nakai, Toru	Mgmt	For	For
2.3	Elect Director Sano, Shozo	Mgmt	For	For
2.4	Elect Director Takaya, Takashi	Mgmt	For	For
2.5	Elect Director Edamitsu, Takanori	Mgmt	For	For
2.6	Elect Director Takagaki, Kazuchika	Mgmt	For	For
2.7	Elect Director Ishizawa, Hitoshi	Mgmt	For	For
2.8	Elect Director Kimura, Hitomi	Mgmt	For	For

Nippon Shinyaku Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.9	Elect Director Sakurai, Miyuki	Mgmt	For	For
2.10	Elect Director Wada, Yoshinao	Mgmt	For	For
2.11	Elect Director Kobayashi, Yukari	Mgmt	For	For
2.12	Elect Director Nishi, Mayumi	Mgmt	For	For
3.1	Appoint Statutory Auditor Ito, Hirotsugu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Hara, Hiroharu	Mgmt	For	For

NIPPON STEEL CORP.

Meeting Date: 06/23/2023 Country: Japan Ticker: 5401

Meeting Type: Annual

Primary ISIN: JP3381000003 Primary SEDOL: 6642569

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 90	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Shindo, Kosei	Mgmt	For	Against
	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.			
3.2	Elect Director Hashimoto, Eiji	Mgmt	For	Against
	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.			
3.3	Elect Director Sato, Naoki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Mori, Takahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Hirose, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Fukuda, Kazuhisa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Imai, Tadashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

NIPPON STEEL CORP.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.8	Elect Director Funakoshi, Hirofumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.9	Elect Director Tomita, Tetsuro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.10	Elect Director Urano, Kuniko	Mgmt	For	For

Nippon Telegraph & Telephone Corp.

Meeting Date: 06/22/2023 Country: Japan Ticker: 9432
Meeting Type: Annual
Primary ISIN: JP3735400008 Primary SEDOL: 6641373

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	Appoint Statutory Auditor Yanagi, Keiichiro	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Takahashi, Kanae	Mgmt	For	Against
	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.			
2.3	Appoint Statutory Auditor Kanda, Hideki	Mgmt	For	For
2.4	Appoint Statutory Auditor Kashima, Kaoru	Mgmt	For	For

Nippon Television Holdings, Inc.

Meeting Date: 06/29/2023 Country: Japan Ticker: 9404
Meeting Type: Annual
Primary ISIN: JP3732200005 Primary SEDOL: 6644060

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 Yamaguchi, Toshikazu	Mgmt	For	For

Nippon Television Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Sugiyama, Yoshikuni	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Ishizawa, Akira	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.4	Elect Director Watanabe, Tsuneo	Mgmt	For	For
2.5	Elect Director Sato, Ken	Mgmt	For	For
2.6	Elect Director Kakizoe, Tadao	Mgmt	For	For
2.7	Elect Director Manago, Yasushi	Mgmt	For	For
2.8	Elect Director Katsu, Eijiro	Mgmt	For	For
2.9	Elect Director Komoda, Masanobu	Mgmt	For	For
3.1	Appoint Statutory Auditor Muraoka, Akitoshi	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Ohashi, Yoshimitsu	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Yoshida, Makoto	Mgmt	For	Against
	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.			

Nippon Yusen KK

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 9101

Meeting Type: Annual

Primary ISIN: JP3753000003 | Primary SEDOL: 6643960

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 170	Mgmt	For	For

Nippon Yusen KK

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors	Mgmt	For	For
3.1	Elect Director Nagasawa, Hitoshi	Mgmt	For	For
3.2	Elect Director Soga, Takaya	Mgmt	For	For
3.3	Elect Director Higurashi, Yutaka	Mgmt	For	For
3.4	Elect Director Kono, Akira	Mgmt	For	For
3.5	Elect Director Kuniya, Hiroko	Mgmt	For	For
3.6	Elect Director Tanabe, Eiichi	Mgmt	For	For
3.7	Elect Director Kanehara, Nobukatsu	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Takahashi, Eiichi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.2	Elect Director and Audit Committee Member Kosugi, Keiko	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.3	Elect Director and Audit Committee Member Nakaso, Hiroshi	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Kuwabara, Satoko	Mgmt	For	For
4.5	Elect Director and Audit Committee Member Yamada, Tatsumi	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Tanabe, Eiichi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
6	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
7	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
8	Approve Performance-Based Cash Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
9	Approve Trust-Type Equity Compensation 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.			

Nipro Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 8086
Meeting Type: Annual
Primary ISIN: JP3673600007 | Primary SEDOL: 6641599

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 8.5	Mgmt	For	For
2	Amend Articles to Amend Business Lines - Change Location of Head Office	Mgmt	For	For
3.1	Appoint Statutory Auditor Nomiya, Takayuki	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Yanagase, Shigeru	Mgmt	For	For
3.3	Appoint Statutory Auditor Akikuni, Yoshitaka	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Sano, Motoaki	Mgmt	For	For
5	Appoint Kainan Audit Co. as New External Audit Firm	Mgmt	For	For
6	Approve Director Retirement Bonus	Mgmt	For	For

Nishimatsu Construction Co., Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 1820
Meeting Type: Annual
Primary ISIN: JP3659200004 | Primary SEDOL: 6640983

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 81	Mgmt	For	For
2.1	Elect Director Takase, Nobutoshi	Mgmt	For	For
2.2	Elect Director Isshiki, Makoto	Mgmt	For	For
2.3	Elect Director Kono, Yuichi	Mgmt	For	For
2.4	Elect Director Sawai, Yoshiyuki	Mgmt	For	For
2.5	Elect Director Hamada, Kazutoyo	Mgmt	For	For
2.6	Elect Director Matsuzaka, Hidetaka	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Suzuki, Noriko	Mgmt	For	For

Nishimatsu Construction Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director and Audit Committee Member Ito, Yayoi	Mgmt	For	For

Nishi-Nippon Financial Holdings, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 7189
Meeting Type: Annual
Primary ISIN: JP3658850007 | Primary SEDOL: BD57ZM3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 27.5	Mgmt	For	For
2.1	Elect Director Kubota, Isao	Mgmt	For	Abstain
	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.			
2.2	Elect Director Tanigawa, Hiromichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Murakami, Hideyuki	Mgmt	For	Abstain
	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.			
2.4	Elect Director Irie, Hiroyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Honda, Takashige	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Elect Director and Audit Committee Member Sakemi, Toshio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Kubo, Chiharu	Mgmt	For	For

Nishi-Nippon Railroad Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9031
Meeting Type: Annual
Primary ISIN: JP3658800002 | Primary SEDOL: 6642967

Nishi-Nippon Railroad Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 20	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Kuratomi, Sumio	Mgmt	For	For
3.2	Elect Director Hayashida, Koichi	Mgmt	For	For
3.3	Elect Director Toda, Koichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Matsufuji, Satoru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Tsuno, Kikuyo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Nissan Chemical Corp.

Meeting Date: 06/28/2023 Country: Japan Ticker: 4021
Meeting Type: Annual
Primary ISIN: JP3670800006 Primary SEDOL: 6641588

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 94	Mgmt	For	For
2.1	Elect Director Kinoshita, Kojiro	Mgmt	For	For
2.2	Elect Director Yagi, Shinsuke	Mgmt	For	For
2.3	Elect Director Honda, Takashi	Mgmt	For	For
2.4	Elect Director Ishikawa, Motoaki	Mgmt	For	For
2.5	Elect Director Daimon, Hideki	Mgmt	For	For
2.6	Elect Director Matsuoka, Takeshi	Mgmt	For	For
2.7	Elect Director Obayashi, Hidehito	Mgmt	For	For
2.8	Elect Director Kataoka, Kazunori	Mgmt	For	For
2.9	Elect Director Nakagawa, Miyuki	Mgmt	For	For
2.10	Elect Director Takeoka, Yuko	Mgmt	For	For

Nissan Motor Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 7201
Meeting Type: Annual
Primary ISIN: JP3672400003 | Primary SEDOL: 6642860

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For
2.1	Elect Director Kimura, Yasushi	Mgmt	For	For
2.2	Elect Director Jean-Dominique Senard	Mgmt	For	For
2.3	Elect Director Ihara, Keiko	Mgmt	For	For
2.4	Elect Director Nagai, Moto	Mgmt	For	For
2.5	Elect Director Bernard Delmas	Mgmt	For	For
2.6	Elect Director Andrew House	Mgmt	For	For
2.7	Elect Director Pierre Fleuriot	Mgmt	For	For
2.8	Elect Director Brenda Harvey	Mgmt	For	For
2.9	Elect Director Uchida, Makoto	Mgmt	For	For
2.10	Elect Director Sakamoto, Hideyuki	Mgmt	For	For
3	Approve Alternative Allocation of Income, with a Final Dividend of JPY 15	SH	Against	Against

Nissin Foods Holdings Co., Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 2897
Meeting Type: Annual
Primary ISIN: JP3675600005 | Primary SEDOL: 6641760

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	Amend Articles to Reflect Changes in Law	Mgmt	For	For
3.1	Elect Director Ando, Koki	Mgmt	For	For
3.2	Elect Director Ando, Noritaka	Mgmt	For	For
3.3	Elect Director Yokoyama, Yukio	Mgmt	For	For
3.4	Elect Director Kobayashi, Ken	Mgmt	For	For
3.5	Elect Director Okafuji, Masahiro	Mgmt	For	For
3.6	Elect Director Mizuno, Masato	Mgmt	For	For
3.7	Elect Director Nakagawa, Yukiko	Mgmt	For	For

Nissin Foods Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.8	Elect Director Sakuraba, Eietsu	Mgmt	For	For
3.9	Elect Director Ogasawara, Yuka	Mgmt	For	For
4.1	Appoint Statutory Auditor Kamei, Naohiro	Mgmt	For	Against
	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.			
4.2	Appoint Statutory Auditor Michi, Ayumi	Mgmt	For	For
5	Appoint Alternate Statutory Auditor Sugiura, Tetsuro	Mgmt	For	Against
	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.			
6	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For

Niterra Co., Ltd.

Meeting Date: 06/27/2023 Country: Japan Ticker: 5334
Meeting Type: Annual
Primary ISIN: JP3738600000 Primary SEDOL: 6619604

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Odo, Shinichi	Mgmt	For	For
1.2	Elect Director Kawai, Takeshi	Mgmt	For	For
1.3	Elect Director Matsui, Toru	Mgmt	For	For
1.4	Elect Director Mackenzie Donald Clugston	Mgmt	For	For
1.5	Elect Director Doi, Miwako	Mgmt	For	For
1.6	Elect Director Takakura, Chiharu	Mgmt	For	For
1.7	Elect Director Mimura, Takayoshi	Mgmt	For	For

Nitori Holdings Co., Ltd.

Meeting Date: 06/22/2023 Country: Japan Ticker: 9843
Meeting Type: Annual
Primary ISIN: JP3756100008 Primary SEDOL: 6644800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nitori, Akio	Mgmt	For	For
1.2	Elect Director Shirai, Toshiyuki	Mgmt	For	For

Nitori Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Sudo, Fumihiro	Mgmt	For	For
1.4	Elect Director Matsumoto, Fumiaki	Mgmt	For	For
1.5	Elect Director Takeda, Masanori	Mgmt	For	For
1.6	Elect Director Abiko, Hiromi	Mgmt	For	For
1.7	Elect Director Okano, Takaaki	Mgmt	For	For
1.8	Elect Director Miyauchi, Yoshihiko	Mgmt	For	For
1.9	Elect Director Yoshizawa, Naoko	Mgmt	For	For
2	Elect Director and Audit Committee Member Kanetaka, Masahito	Mgmt	For	For

Nitto Boseki Co., Ltd.

Meeting Date: 06/28/2023 Country: Japan Ticker: 3110
Meeting Type: Annual
Primary ISIN: JP3684400009 Primary SEDOL: 6641083

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 32.5	Mgmt	For	For
2.1	Elect Director Tsuji, Yuichi	Mgmt	For	For
2.2	Elect Director Nishizaka, Toyoshi	Mgmt	For	For
2.3	Elect Director Igarashi, Kazuhiko	Mgmt	For	For
2.4	Elect Director Fujishige, Sadayoshi	Mgmt	For	For
2.5	Elect Director Kagechika, Hiroshi	Mgmt	For	For
2.6	Elect Director Naito, Agasa	Mgmt	For	For
2.7	Elect Director Nakajima, Yasuharu	Mgmt	For	For

Nitto Denko Corp.

Meeting Date: 06/23/2023 Country: Japan Ticker: 6988
Meeting Type: Annual
Primary ISIN: JP3684000007 Primary SEDOL: 6641801

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 120	Mgmt	For	For
2.1	Elect Director Takasaki, Hideo	Mgmt	For	For

Nitto Denko Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Miki, Yosuke	Mgmt	For	For
2.3	Elect Director Iseyama, Yasuhiro	Mgmt	For	For
2.4	Elect Director Owaki, Yasuhito	Mgmt	For	For
2.5	Elect Director Furuse, Yoichiro	Mgmt	For	For
2.6	Elect Director Fukuda, Tamio	Mgmt	For	For
2.7	Elect Director Wong Lai Yong	Mgmt	For	For
2.8	Elect Director Sawada, Michitaka	Mgmt	For	For
2.9	Elect Director Yamada, Yasuhiro	Mgmt	For	For
2.10	Elect Director Eto, Mariko	Mgmt	For	For
3.1	Appoint Statutory Auditor Tokuyasu, Shin	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Takayanagi, Toshihiko	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Kobashikawa, Yasuko	Mgmt	For	For

NMI Holdings, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: NMIH

Meeting Type: Annual

Primary ISIN: US6292093050 | Primary SEDOL: BGDW5G5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bradley M. Shuster	Mgmt	For	For
	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.			
1.2	Elect Director Adam S. Pollitzer	Mgmt	For	For
1.3	Elect Director Michael Embler	Mgmt	For	For
1.4	Elect Director Priya Huskins	Mgmt	For	For
1.5	Elect Director James G. Jones	Mgmt	For	For
1.6	Elect Director Lynn S. McCreary	Mgmt	For	For
1.7	Elect Director Michael Montgomery	Mgmt	For	For

NMI Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Regina Muehlhauser	Mgmt	For	For
1.9	Elect Director Steven L. Scheid	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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.			
3	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
	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.			

NN Group NV

Meeting Date: 06/02/2023 Country: Netherlands Ticker: NN

Meeting Type: Annual

Primary ISIN: NL0010773842 Primary SEDOL: BNG8PQ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Receive Annual Report	Mgmt		
3	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4.A	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Directors should be elected by shareholders on an annual basis in order to strengthen the accountability of the board to shareholders.			
4.B	Receive Explanation on Company's Dividend Policy	Mgmt		
4.C	Approve Dividends	Mgmt	For	For
5.A	Approve Discharge of Executive Board	Mgmt	For	For
5.B	Approve Discharge of Supervisory Board	Mgmt	For	For
6	Announce Intention to Reappoint David Knibbe to Executive Board	Mgmt		
7	Amend the Level of the Fixed Annual fee for Supervisory Board Members	Mgmt	For	For
8.A.1	Grant Board Authority to Issue Ordinary Shares Up To 10 Percent of Issued Capital	Mgmt	For	For

NN Group NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.A.2	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
8.B	Grant Board Authority to Issue Shares Up To 20 Percent of Issued Capital in Connection with a Rights Issue	Mgmt	For	For
9	Authorize Repurchase of Shares	Mgmt	For	For
10	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For
11	Close Meeting	Mgmt		

NOF Corp.

Meeting Date: 06/27/2023 Country: Japan Ticker: 4403

Meeting Type: Annual

Primary ISIN: JP3753400005 Primary SEDOL: 6640488

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 58	Mgmt	For	For
2.1	Elect Director Miyaji, Takeo	Mgmt	For	For
2.2	Elect Director Sawamura, Koji	Mgmt	For	For
2.3	Elect Director Saito, Manabu	Mgmt	For	For
2.4	Elect Director Yamauchi, Kazuyoshi	Mgmt	For	For
2.5	Elect Director Unami, Shingo	Mgmt	For	For
2.6	Elect Director Hayashi, Izumi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Miyo, Masanobu	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Ito, Kunimitsu	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Sagara, Yuriko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Miura, Keiichi	Mgmt	For	For

Nomura Holdings, Inc.

Meeting Date: 06/27/2023 Country: Japan Ticker: 8604

Meeting Type: Annual

Primary ISIN: JP3762600009 Primary SEDOL: 6643108

Nomura Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nagai, Koji	Mgmt	For	For
1.2	Elect Director Okuda, Kentaro	Mgmt	For	For
1.3	Elect Director Nakajima, Yutaka	Mgmt	For	For
1.4	Elect Director Ogawa, Shoji	Mgmt	For	For
1.5	Elect Director Shimazaki, Noriaki	Mgmt	For	For
1.6	Elect Director Ishimura, Kazuhiko	Mgmt	For	For
1.7	Elect Director Laura Simone Unger	Mgmt	For	For
1.8	Elect Director Victor Chu	Mgmt	For	For
1.9	Elect Director J.Christopher Giancarlo	Mgmt	For	For
1.10	Elect Director Patricia Mosser	Mgmt	For	For
1.11	Elect Director Takahara, Takahisa	Mgmt	For	For
1.12	Elect Director Ishiguro, Miyuki	Mgmt	For	For
1.13	Elect Director Ishizuka, Masahiro	Mgmt	For	For

Nomura Real Estate Holdings, Inc.

Meeting Date: 06/23/2023 Country: Japan Ticker: 3231
Meeting Type: Annual
Primary ISIN: JP3762900003 Primary SEDOL: B1CWJM5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kutsukake, Eiji	Mgmt	For	For
1.2	Elect Director Arai, Satoshi	Mgmt	For	For
1.3	Elect Director Matsuo, Daisaku	Mgmt	For	For
1.4	Elect Director Haga, Makoto	Mgmt	For	For
1.5	Elect Director Kurokawa, Hiroshi	Mgmt	For	For
1.6	Elect Director Takakura, Chiharu	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Kimura, Hiroyuki	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Takayama, Yasushi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Nomura Real Estate Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director and Audit Committee Member Mogi, Yoshio	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Miyakawa, Akiko	Mgmt	For	For

Nomura Real Estate Master Fund, Inc.

Meeting Date: 05/30/2023 | Country: Japan | Ticker: 3462
Meeting Type: Special
Primary ISIN: JP3048110005 | Primary SEDOL: BYSJJF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet - Amend Provisions on Record Date for Unitholder Meetings	Mgmt	For	For
2	Elect Executive Director Yoshida, Shuhei	Mgmt	For	For
3.1	Elect Supervisory Director Uchiyama, Mineo	Mgmt	For	For
3.2	Elect Supervisory Director Okada, Mika	Mgmt	For	For
3.3	Elect Supervisory Director Koyama, Toko	Mgmt	For	For

Nomura Research Institute Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 4307
Meeting Type: Annual
Primary ISIN: JP3762800005 | Primary SEDOL: 6390921

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Konomoto, Shingo	Mgmt	For	Against
	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.			
1.2	Elect Director Fukami, Yasuo	Mgmt	For	For
1.3	Elect Director Akatsuka, Yo	Mgmt	For	For
1.4	Elect Director Ebato, Ken	Mgmt	For	For
1.5	Elect Director Anzai, Hidenori	Mgmt	For	For
1.6	Elect Director Tateno, Shuji	Mgmt	For	For
1.7	Elect Director Sakata, Shinoi	Mgmt	For	For

Nomura Research Institute Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Ohashi, Tetsuji	Mgmt	For	For
1.9	Elect Director Kobori, Hideki	Mgmt	For	For
2	Appoint Statutory Auditor Inada, Yoichi	Mgmt	For	Against
	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.			

Norfolk Southern Corporation

Meeting Date: 05/11/2023 Country: USA Ticker: NSC

Meeting Type: Annual

Primary ISIN: US6558441084 Primary SEDOL: 2641894

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas D. Bell, Jr.	Mgmt	For	For
1b	Elect Director Mitchell E. Daniels, Jr.	Mgmt	For	Abstain
	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.			
1c	Elect Director Marcela E. Donadio	Mgmt	For	For
1d	Elect Director John C. Huffard, Jr.	Mgmt	For	For
1e	Elect Director Christopher T. Jones	Mgmt	For	For
1f	Elect Director Thomas C. Kelleher	Mgmt	For	For
1g	Elect Director Steven F. Leer	Mgmt	For	For
1h	Elect Director Michael D. Lockhart	Mgmt	For	For
1i	Elect Director Amy E. Miles	Mgmt	For	For
1j	Elect Director Claude Mongeau	Mgmt	For	For
1k	Elect Director Jennifer F. Scanlon	Mgmt	For	For
1l	Elect Director Alan H. Shaw	Mgmt	For	For
1m	Elect Director John R. Thompson	Mgmt	For	For
2	Ratify KPMG 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.			
3	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. Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. However, a this time, we are supportive of this plan.			

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			

North Pacific Bank, Ltd.

Meeting Date: 06/27/2023 Country: Japan Ticker: 8524
Meeting Type: Annual
Primary ISIN: JP3843400007 Primary SEDOL: B7VKZP7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 5	Mgmt	For	For
2.1	Elect Director Yasuda, Mitsuharu	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Nagano, Minoru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Masuda, Hitoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Yamada, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Tsuyama, Hironobu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Yoneta, Kazushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Nishita, Naoki	Mgmt	For	For
2.8	Elect Director Taniguchi, Masako	Mgmt	For	For

North Pacific Bank, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.9	Elect Director Kobe, Toshiaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Tahara, Sakuyo	Mgmt	For	For
3	Appoint Shareholder Director Nominee Maeda, Tomoki	SH	Against	Against
	Voter Rationale: The proponent has not raised any specific concerns for which Maeda's addition to the board is warranted and does not explain how his experience and knowledge would specifically add value to the board.			
4	Initiate Share Repurchase Program	SH	Against	For
	Voter Rationale: We have concerns regarding the company's capital allocation, and the bank's articles of incorporation allow the board to conduct share repurchases at its discretion.			

Northern Trust Corporation

Meeting Date: 04/25/2023 Country: USA Ticker: NTRS

Meeting Type: Annual

Primary ISIN: US6658591044 Primary SEDOL: 2648668

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda Walker Bynoe	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1b	Elect Director Susan Crown	Mgmt	For	For
1c	Elect Director Dean M. Harrison	Mgmt	For	For
1d	Elect Director Jay L. Henderson	Mgmt	For	For
1e	Elect Director Marcy S. Klevorn	Mgmt	For	For
1f	Elect Director Siddharth N. (Bobby) Mehta	Mgmt	For	For
1g	Elect Director Michael G. O'Grady	Mgmt	For	For
1h	Elect Director Jose Luis Prado	Mgmt	For	For
1i	Elect Director Martin P. Slark	Mgmt	For	For
1j	Elect Director David H. B. Smith, Jr.	Mgmt	For	For
1k	Elect Director Donald Thompson	Mgmt	For	For
1l	Elect Director Charles A. Tribbett, III	Mgmt	For	For

Northern Trust Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

Northland Power Inc.

Meeting Date: 05/18/2023 | Country: Canada | Ticker: NPI

Meeting Type: Annual

Primary ISIN: CA6665111002 | Primary SEDOL: B68XHC3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director John W. Brace	Mgmt	For	For
2	Elect Director Linda L. Bertoldi	Mgmt	For	For
3	Elect Director Lisa Colnett	Mgmt	For	For
4	Elect Director Kevin Glass	Mgmt	For	For
5	Elect Director Russell Goodman	Mgmt	For	For
6	Elect Director Keith Halbert	Mgmt	For	For
7	Elect Director Helen Mallovy Hicks	Mgmt	For	For
8	Elect Director Ian Pearce	Mgmt	For	Withhold
	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. 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.			
9	Elect Director Eckhardt Ruemmler	Mgmt	For	For
10	Approve Ernst & Young LLP Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			

Northland Power Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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 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.			

NorthWest Healthcare Properties Real Estate Investment Trust

Meeting Date: 05/16/2023 | Country: Canada | Ticker: NWH.UN

Meeting Type: Annual/Special

Primary ISIN: CA6674951059 | Primary SEDOL: B4Y8WM3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Robert Baron	Mgmt	For	For
	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.			
1.2	Elect Trustee Bernard Crotty	Mgmt	For	Withhold
	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. 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. 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 nominee is a former executive and considered to be non-independent.			
1.3	Elect Trustee Paul Dalla Lana	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1.4	Elect Trustee Dale Klein	Mgmt	For	For
1.5	Elect Trustee David Klein	Mgmt	For	For
	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.			
1.6	Elect Trustee Brian Petersen	Mgmt	For	For
1.7	Elect Trustee Maureen O'Connell	Mgmt	For	For
1.8	Elect Trustee Laura King	Mgmt	For	For

NorthWest Healthcare Properties Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve KPMG LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Approve Advance Notice Requirement	Mgmt	For	Against
	Voter Rationale: The policy as currently constructed could negatively impact shareholder interest and is unnecessarily restrictive.			

Norwegian Cruise Line Holdings Ltd.

Meeting Date: 06/15/2023 Country: Bermuda Ticker: NCLH

Meeting Type: Annual

Primary ISIN: BMG667211046 Primary SEDOL: B9CGTC3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David M. Abrams	Mgmt	For	For
1b	Elect Director Zillah Byng-Thorne	Mgmt	For	For
1c	Elect Director Russell W. Galbut	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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	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. 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.			
4	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	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.			

NOV Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: NOV

Meeting Type: Annual

Primary ISIN: US62955J1034 Primary SEDOL: BN2RYW9

NOV Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Clay C. Williams	Mgmt	For	For
1b	Elect Director Greg L. Armstrong	Mgmt	For	For
1c	Elect Director Marcela E. Donadio	Mgmt	For	For
1d	Elect Director Ben A. Guill	Mgmt	For	Against
	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.			
1e	Elect Director David D. Harrison	Mgmt	For	Against
	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.			
1f	Elect Director Eric L. Mattson	Mgmt	For	For
1g	Elect Director William R. Thomas	Mgmt	For	For
1h	Elect Director Robert S. Welborn	Mgmt	For	For
	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. However, as director is new to leadership role, we are supportive at this time.			
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Certificate of Incorporation to Provide for Exculpation of Liability of Certain Officers	Mgmt	For	For

Novanta Inc.

Meeting Date: 05/10/2023 Country: Canada Ticker: NOVT

Meeting Type: Annual

Primary ISIN: CA67000B1040 Primary SEDOL: BD8S5H8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Lonny J. Carpenter	Mgmt	For	For
1B	Elect Director Matthijs Glastra	Mgmt	For	For

Novanta Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1C	Elect Director Barbara B. Hulit	Mgmt	For	For
1D	Elect Director Maxine L. Mauricio	Mgmt	For	For
1E	Elect Director Katherine A. Owen	Mgmt	For	For
1F	Elect Director Thomas N. Secor	Mgmt	For	For
1G	Elect Director Darlene J.S. Solomon	Mgmt	For	Withhold
	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.			
1H	Elect Director Frank A. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

NovoCure Limited

Meeting Date: 06/07/2023 | Country: Jersey | Ticker: NVCR

Meeting Type: Annual

Primary ISIN: JE00BYSS4X48 | Primary SEDOL: BYSS4X4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Asaf Danziger	Mgmt	For	For
1b	Elect Director William Doyle	Mgmt	For	For
	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.			
1c	Elect Director Jeryl Hilleman	Mgmt	For	For
1d	Elect Director David Hung	Mgmt	For	For
1e	Elect Director Kinyip Gabriel Leung	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Martin Madden	Mgmt	For	For
1g	Elect Director Allyson Ocean	Mgmt	For	For
1h	Elect Director Timothy Scannell	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1i	Elect Director Kristin Stafford	Mgmt	For	For

NovoCure Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director William Vernon	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.			
2	Ratify Kost Forer Gabbay & Kasierer as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

NOVONIX Limited

Meeting Date: 04/05/2023 Country: Australia Ticker: NVX

Meeting Type: Annual

Primary ISIN: AU000000NVX4 Primary SEDOL: BYZ6CM6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	None	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
2	Elect Robert Natter as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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.			
3	Elect Daniel Akerson as Director	Mgmt	For	For
4	Elect Ron Edmonds as Director	Mgmt	For	For
5	Approve Issuance of Transitional FY23 Performance Rights to Nick Liveris	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
6	Approve Issuance of Transitional FY23 Share Rights to Andrew N. Liveris	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Issuance of Transitional FY23 Share Rights to Anthony Bellas	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
8	Approve Issuance of Transitional FY23 Share Rights to Robert Natter	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
9	Approve Issuance of Transitional FY23 Share Rights to Phillips 66 Company	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
10	Approve Issuance of Transitional FY23 Share Rights to Jean Oelwang	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
11	Approve Issuance of FY23 Share Rights to Daniel Akerson	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
12	Approve Issuance of Pro Rated Share Rights to Daniel Akerson	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
13	Approve Issuance of FY23 Share Rights to Ron Edmonds	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
14	Approve Issuance of Pro Rated Share Rights to Ron Edmonds	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			

NOVONIX Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Approve Increase in Director Fee Pool Limit	Mgmt	None	For

NTT DATA Corp.

Meeting Date: 06/20/2023 Country: Japan Ticker: 9613
Meeting Type: Annual
Primary ISIN: JP3165700000 Primary SEDOL: 6125639

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 11.5	Mgmt	For	For
2	Approve Adoption of Holding Company Structure and Transfer of Operations to Wholly Owned Subsidiary	Mgmt	For	For
3	Amend Articles to Change Company Name - Amend Business Lines	Mgmt	For	For
4.1	Elect Director Homma, Yo	Mgmt	For	For
4.2	Elect Director Sasaki, Yutaka	Mgmt	For	For
4.3	Elect Director Nishihata, Kazuhiro	Mgmt	For	For
4.4	Elect Director Nakayama, Kazuhiko	Mgmt	For	For
4.5	Elect Director Hirano, Eiji	Mgmt	For	For
4.6	Elect Director Fujii, Mariko	Mgmt	For	For
4.7	Elect Director Patrizio Mapelli	Mgmt	For	For
4.8	Elect Director Ike, Fumihiko	Mgmt	For	For
4.9	Elect Director Ishiguro, Shigenao	Mgmt	For	For
5	Elect Director and Audit Committee Member Tainaka, Nobuyuki	Mgmt	For	For

Nucor Corporation

Meeting Date: 05/11/2023 Country: USA Ticker: NUE
Meeting Type: Annual
Primary ISIN: US6703461052 Primary SEDOL: 2651086

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Norma B. Clayton	Mgmt	For	For
1.2	Elect Director Patrick J. Dempsey	Mgmt	For	For

Nucor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Christopher J. Kearney	Mgmt	For	Withhold
	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.			
1.4	Elect Director Laurette T. Koellner	Mgmt	For	For
1.5	Elect Director Michael W. Lamach	Mgmt	For	For
1.6	Elect Director Joseph D. Rupp	Mgmt	For	For
1.7	Elect Director Leon J. Topalian	Mgmt	For	For
1.8	Elect Director Nadja Y. West	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
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. 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Nutrien Ltd.

Meeting Date: 05/10/2023 | Country: Canada | Ticker: NTR

Meeting Type: Annual

Primary ISIN: CA67077M1086 | Primary SEDOL: BDRJLN0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christopher M. Burley	Mgmt	For	For
1.2	Elect Director Maura J. Clark	Mgmt	For	For
1.3	Elect Director Russell K. Girling	Mgmt	For	For
1.4	Elect Director Michael J. Hennigan	Mgmt	For	For
1.5	Elect Director Miranda C. Hubbs	Mgmt	For	For
1.6	Elect Director Raj S. Kushwaha	Mgmt	For	For

Nutrien Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Alice D. Laberge	Mgmt	For	For
1.8	Elect Director Consuelo E. Madere	Mgmt	For	For
1.9	Elect Director Keith G. Martell	Mgmt	For	For
1.10	Elect Director Aaron W. Regent	Mgmt	For	For
1.11	Elect Director Ken A. Seitz	Mgmt	For	For
1.12	Elect Director Nelson L. C. Silva	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

NuVasive, Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: NUVA
Meeting Type: Special
Primary ISIN: US6707041058 Primary SEDOL: B00GJC2

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
	Voter Rationale: A vote AGAINST this proposal is warranted, as the company recently adopted an excise tax gross-up plan to provide for problematic excise tax gross-up entitlements. The company estimates the CFO Matthew Harbaugh's excise tax gross-up payment to be $1.8 million.			
3	Adjourn Meeting	Mgmt	For	For

NuVasive, Inc.

Meeting Date: 06/09/2023 Country: USA Ticker: NUVA
Meeting Type: Annual
Primary ISIN: US6707041058 Primary SEDOL: B00GJC2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Christopher Barry	Mgmt	For	For
1.2	Elect Director Leslie V. Norwalk	Mgmt	For	For
1.3	Elect Director Amy Belt Raimundo	Mgmt	For	For

NuVasive, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Nuvation Bio Inc.

Meeting Date: 05/15/2023 | Country: USA | Ticker: NUVB

Meeting Type: Annual

Primary ISIN: US67080N1019 | Primary SEDOL: BLNB9R6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Robert B. Bazemore, Jr.	Mgmt	For	Withhold
	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, the classified board, each of which adversely impacts shareholder rights. 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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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.			

Nuvei Corporation

Meeting Date: 05/26/2023 | Country: Canada | Ticker: NVEI

Meeting Type: Annual

Primary ISIN: CA67079A1021 | Primary SEDOL: BMFNHJ5

Nuvei Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Subordinate Voting and Multiple Voting Shares	Mgmt		
1.1	Elect Director Philip Fayer	Mgmt	For	For
1.2	Elect Director Timothy A. Dent	Mgmt	For	For
1.3	Elect Director Maren Hwei Chyun Lau	Mgmt	For	For
1.4	Elect Director David Lewin	Mgmt	For	For
1.5	Elect Director Daniela Mielke	Mgmt	For	Against
	Voter Rationale: 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. 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. Given the recent updates to the board, we will keep this matter under review.			
1.6	Elect Director Pascal Tremblay	Mgmt	For	For
1.7	Elect Director Samir Zabaneh	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Amend Omnibus Incentive Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.			

NV5 Global, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: NVEE

Meeting Type: Annual

Primary ISIN: US62945V1098 | Primary SEDOL: BF5ZVB2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dickerson Wright	Mgmt	For	For
1.2	Elect Director Alexander A. Hockman	Mgmt	For	For
1.3	Elect Director MaryJo E. O'Brien	Mgmt	For	For
1.4	Elect Director William D. Pruitt	Mgmt	For	For

NV5 Global, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Francois Tardan	Mgmt	For	For
1.6	Elect Director Laurie Conner	Mgmt	For	For
1.7	Elect Director Denise Dickins	Mgmt	For	For
1.8	Elect Director Brian C. Freckmann	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

nVent Electric Plc

Meeting Date: 05/12/2023 | Country: Ireland | Ticker: NVT

Meeting Type: Annual

Primary ISIN: IE00BDVJJQ56 | Primary SEDOL: BDVJJQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sherry A. Aaholm	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1b	Elect Director Jerry W. Burris	Mgmt	For	For
1c	Elect Director Susan M. Cameron	Mgmt	For	For
1d	Elect Director Michael L. Ducker	Mgmt	For	For
1e	Elect Director Randall J. Hogan	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Danita K. Ostling	Mgmt	For	For
1g	Elect Director Nicola Palmer	Mgmt	For	For
1h	Elect Director Herbert K. Parker	Mgmt	For	For
1i	Elect Director Greg Scheu	Mgmt	For	For
1j	Elect Director Beth A. Wozniak	Mgmt	For	For

nVent Electric Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Board to Issue of Shares under Irish Law	Mgmt	For	For
5	Authorize the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights Under Irish Law	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Authorize Price Range for Reissuance of Treasury Shares	Mgmt	For	For

NVIDIA Corporation

Meeting Date: 06/22/2023 Country: USA Ticker: NVDA

Meeting Type: Annual

Primary ISIN: US67066G1040 Primary SEDOL: 2379504

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert K. Burgess	Mgmt	For	For
1b	Elect Director Tench Coxe	Mgmt	For	Against
	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.			
1c	Elect Director John O. Dabiri	Mgmt	For	For
1d	Elect Director Persis S. Drell	Mgmt	For	For
1e	Elect Director Jen-Hsun Huang	Mgmt	For	For
1f	Elect Director Dawn Hudson	Mgmt	For	For
1g	Elect Director Harvey C. Jones	Mgmt	For	Against
	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.			
1h	Elect Director Michael G. McCaffery	Mgmt	For	For

NVIDIA Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Stephen C. Neal	Mgmt	For	For
	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.			
1j	Elect Director Mark L. Perry	Mgmt	For	For
1k	Elect Director A. Brooke Seawell	Mgmt	For	For
	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.			
1l	Elect Director Aarti Shah	Mgmt	For	For
1m	Elect Director Mark A. Stevens	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

NVR, Inc.

Meeting Date: 05/02/2023 | Country: USA | Ticker: NVR

Meeting Type: Annual

Primary ISIN: US62944T1051 | Primary SEDOL: 2637785

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paul C. Saville	Mgmt	For	For
1.2	Elect Director C.E. Andrews	Mgmt	For	Against
	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.			
1.3	Elect Director Sallie B. Bailey	Mgmt	For	For
1.4	Elect Director Thomas D. Eckert	Mgmt	For	For

NVR, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Alfred E. Festa	Mgmt	For	Against
	Voter Rationale: Climate change presents 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.			
1.6	Elect Director Alexandra A. Jung	Mgmt	For	For
1.7	Elect Director Mel Martinez	Mgmt	For	For
1.8	Elect Director David A. Preiser	Mgmt	For	For
1.9	Elect Director W. Grady Rosier	Mgmt	For	For
1.10	Elect Director Susan Williamson Ross	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

NWS Holdings Limited

Meeting Date: 06/26/2023 | Country: Bermuda | Ticker: 659

Meeting Type: Special

Primary ISIN: BMG668971101 | Primary SEDOL: 6568353

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve New NWD Master Services Agreement, Proposed Annual Caps and Related Transactions	Mgmt	For	For
2	Approve New DOO Master Services Agreement, Proposed Annual Caps and Related Transactions	Mgmt	For	For

NXP Semiconductors N.V.

Meeting Date: 05/24/2023 | Country: Netherlands | Ticker: NXPI

Meeting Type: Annual

Primary ISIN: NL0009538784 | Primary SEDOL: B505PN7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: .			
2	Approve Discharge of Board Members	Mgmt	For	For
3a	Reelect Kurt Sievers as Executive Director	Mgmt	For	For
3b	Reelect Annette Clayton as Non-Executive Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3c	Reelect Anthony Foxx as Non-Executive Director	Mgmt	For	For
3d	Reelect Chunyuan Gu as Non-Executive Director	Mgmt	For	For
3e	Reelect Lena Olving as Non-Executive Director	Mgmt	For	For
3f	Reelect Julie Southern as Non-Executive Director	Mgmt	For	For
3g	Reelect Jasmin Staiblin as Non-Executive Director	Mgmt	For	For
3h	Reelect Gregory Summe as Non-Executive Director	Mgmt	For	For
3i	Reelect Karl-Henrik Sundstrom as Non-Executive Director	Mgmt	For	Against
	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.			
3j	Reelect Moshe Gavrielov as Non-Executive Director	Mgmt	For	For
4	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For
5	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
6	Authorize Share Repurchase Program	Mgmt	For	For
7	Approve Cancellation of Ordinary Shares	Mgmt	For	For
8	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For
9	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median 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.			

Oak Street Health, Inc.

Meeting Date: 04/28/2023 | Country: USA | Ticker: OSH
Meeting Type: Special
Primary ISIN: US67181A1079 | Primary SEDOL: BN2XDL9

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

Obayashi Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 1802
Meeting Type: Annual
Primary ISIN: JP3190000004 | Primary SEDOL: 6656407

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 21	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Obayashi, Takeo	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
3.2	Elect Director Hasuwa, Kenji	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
3.3	Elect Director Sasagawa, Atsushi	Mgmt	For	For
3.4	Elect Director Nohira, Akinobu	Mgmt	For	For
3.5	Elect Director Murata, Toshihiko	Mgmt	For	For
3.6	Elect Director Sato, Toshimi	Mgmt	For	For
3.7	Elect Director Izumiya, Naoki	Mgmt	For	For
3.8	Elect Director Kobayashi, Yoko	Mgmt	For	For
3.9	Elect Director Orii, Masako	Mgmt	For	For
3.10	Elect Director Kato, Hiroyuki	Mgmt	For	For
3.11	Elect Director Kuroda, Yukiko	Mgmt	For	For
4	Appoint Statutory Auditor Kuwayama, Shinya	Mgmt	For	For

Obayashi Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Additional Special Dividend of JPY 12	SH	Against	For
	Voter Rationale: The proposed additional dividend appears reasonable.			

OBIC Business Consultants Co., Ltd.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 4733

Meeting Type: Annual

Primary ISIN: JP3173500004 | Primary SEDOL: 6174620

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 Noda, Masahiro	Mgmt	For	Abstain
	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.			
2.2	Elect Director Wada, Shigefumi	Mgmt	For	Abstain
	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.			
2.3	Elect Director Wada, Hiroko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Karakama, Katsuhiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Ogino, Toshio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Tachibana, Shoichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Ito, Chiaki	Mgmt	For	For
2.8	Elect Director Okihara, Takamune	Mgmt	For	For
2.9	Elect Director Kawanishi, Atsushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Appoint Statutory Auditor Kurozu, Shigekazu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Takahashi, Toshiro	Mgmt	For	For

OBIC Business Consultants Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Appoint Statutory Auditor Anan, Tomonori	Mgmt	For	Against
	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.			

OBIC Co. Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4684

Meeting Type: Annual

Primary ISIN: JP3173400007 | Primary SEDOL: 6136749

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 140	Mgmt	For	For
2.1	Elect Director Noda, Masahiro	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Tachibana, Shoichi	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Kawanishi, Atsushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Fujimoto, Takao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Okada, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Gomi, Yasumasa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Ejiri, Takashi	Mgmt	For	For
2.8	Elect Director Egami, Mime	Mgmt	For	For
3	Approve Fixed Cash Compensation Ceiling and Performance-Based Cash Compensation Ceiling for Directors and 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.			

Occidental Petroleum Corporation

Meeting Date: 05/05/2023 | Country: USA | Ticker: OXY
Meeting Type: Annual
Primary ISIN: US6745991058 | Primary SEDOL: 2655408

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vicky A. Bailey	Mgmt	For	For
1b	Elect Director Andrew Gould	Mgmt	For	Against
	Voter Rationale: Current climate strategy has a significant over-reliance on unproven technology and fails to disclose how it will lead to a substantial reduction in scope 3 emissions in the medium term			
1c	Elect Director Carlos M. Gutierrez	Mgmt	For	For
1d	Elect Director Vicki Hollub	Mgmt	For	For
1e	Elect Director William R. Klesse	Mgmt	For	For
1f	Elect Director Jack B. Moore	Mgmt	For	For
1g	Elect Director Claire O'Neill	Mgmt	For	For
1h	Elect Director Avedick B. Poladian	Mgmt	For	Against
	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.			
1i	Elect Director Ken Robinson	Mgmt	For	For
1j	Elect Director Robert M. Shearer	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
	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. 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.			
4	Ratify KPMG 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.			
5	Require Independent Board Chair	SH	Against	For
	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.			

Oceaneering International, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: OII
Meeting Type: Annual
Primary ISIN: US6752321025 | Primary SEDOL: 2655583

Oceaneering International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William B. Berry	Mgmt	For	For
1b	Elect Director Jon Erik Reinhardsen	Mgmt	For	Withhold
	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.			
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

OceanFirst Financial Corp.

Meeting Date: 05/23/2023 Country: USA Ticker: OCFC

Meeting Type: Annual

Primary ISIN: US6752341080 Primary SEDOL: 2125901

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anthony R. Coscia	Mgmt	For	Withhold
	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.			
1.2	Elect Director Michael D. Devlin	Mgmt	For	For
1.3	Elect Director Jack M. Farris	Mgmt	For	For
	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.			
1.4	Elect Director Kimberly M. Guadagno	Mgmt	For	For
	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.			
1.5	Elect Director Nicos Katsoulis	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

OceanFirst Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Joseph J. Lebel, III	Mgmt	For	For
1.7	Elect Director Christopher D. Maher	Mgmt	For	For
1.8	Elect Director Joseph M. Murphy, Jr.	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.9	Elect Director Steven M. Scopellite	Mgmt	For	For
1.10	Elect Director Grace C. Torres	Mgmt	For	For
	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.			
1.11	Elect Director Patricia L. Turner	Mgmt	For	For
1.12	Elect Director John E. Walsh	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Odakyu Electric Railway Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 9007

Meeting Type: Annual

Primary ISIN: JP3196000008 Primary SEDOL: 6656106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 21	Mgmt	For	For
2.1	Elect Director Hoshino, Koji	Mgmt	For	Against
	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.			
2.2	Elect Director Arakawa, Isamu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Odakyu Electric Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Hayama, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Tateyama, Akinori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Kuroda, Satoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Suzuki, Shigeru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Nakayama, Hiroko	Mgmt	For	For
2.8	Elect Director Ohara, Toru	Mgmt	For	For
2.9	Elect Director Itonaga, Takehide	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Kondo, Shiro	Mgmt	For	For
3	Approve Trust-Type Equity Compensation 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.			

Office Properties Income Trust

Meeting Date: 06/13/2023 | Country: USA | Ticker: OPI

Meeting Type: Annual

Primary ISIN: US67623C1099 | Primary SEDOL: BYVLR75

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Donna D. Fraiche	Mgmt	For	For
1.2	Elect Director Barbara D. Gilmore	Mgmt	For	For
1.3	Elect Director John L. Harrington	Mgmt	For	For
1.4	Elect Director William A. Lamkin	Mgmt	For	For
1.5	Elect Director Elena B. Poptodorova	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, shareholders are prohibited from amending the bylaws and the bylaws include provisions that have hurdles beyond those set forth in SEC Rule 14a-8 that make it more difficult for a shareholder to include any precatory proposals on the company's proxy ballot.			

Office Properties Income Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Jeffrey P. Somers	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, shareholders are prohibited from amending the bylaws and the bylaws include provisions that have hurdles beyond those set forth in SEC Rule 14a-8 that make it more difficult for a shareholder to include any precatory proposals on the company's proxy ballot.			
1.7	Elect Director Mark A. Talley	Mgmt	For	For
1.8	Elect Director Jennifer B. Clark	Mgmt	For	For
1.9	Elect Director Adam D. Portnoy	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Oil Co. LUKOIL PJSC

Meeting Date: 05/25/2023 | Country: Russia | Ticker: LKOH

Meeting Type: Annual

Primary ISIN: RU0009024277 | Primary SEDOL: B59SNS8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report, Financial Statements, and Allocation of Income, Including Dividends of RUB 438 per Share	Mgmt	For	Do Not Vote
	Elect Nine Directors via Cumulative Voting	Mgmt		
2.1	Elect Viktor Blazheev as Director	Mgmt	None	Do Not Vote
2.2	Elect Nataliia Zvereva as Director	Mgmt	None	Do Not Vote
2.3	Elect Aleksandr Matytsyn as Director	Mgmt	None	Do Not Vote
2.4	Elect Sergei Mikhailov as Director	Mgmt	None	Do Not Vote
2.5	Elect Vladimir Nekrasov as Director	Mgmt	None	Do Not Vote
2.6	Elect Boris Porfirev as Director	Mgmt	None	Do Not Vote

Oil Co. LUKOIL PJSC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Anatolii Tashkinov as Director	Mgmt	None	Do Not Vote
2.8	Elect Liubov Khoba as Director	Mgmt	None	Do Not Vote
2.9	Elect Sergei Shatalov as Director	Mgmt	None	Do Not Vote
3.1	Approve Remuneration of Directors	Mgmt	For	Do Not Vote
3.2	Approve Terms of Remuneration of Newly Elected Directors	Mgmt	For	Do Not Vote
4	Ratify Auditor	Mgmt	For	Do Not Vote
5	Amend Charter	Mgmt	For	Do Not Vote
6	Amend Regulations on General Meetings	Mgmt	For	Do Not Vote

Oiles Corp.

Meeting Date: 06/29/2023 Country: Japan Ticker: 6282
Meeting Type: Annual
Primary ISIN: JP3174200000 Primary SEDOL: 6657530

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 28	Mgmt	For	For
2	Amend Articles to Change Location of Head Office	Mgmt	For	For
3.1	Elect Director Iida, Masami	Mgmt	For	For
3.2	Elect Director Tanabe, Kazuharu	Mgmt	For	For
3.3	Elect Director Miyazaki, Satoshi	Mgmt	For	For
3.4	Elect Director Sakairi, Yoshikazu	Mgmt	For	For
3.5	Elect Director Omura, Yasuji	Mgmt	For	For
3.6	Elect Director Miyagawa, Rika	Mgmt	For	For
4	Appoint Statutory Auditor Sakakibara, Takeo	Mgmt	For	For
5	Appoint Alternate Statutory Auditor Togawa, Minoru	Mgmt	For	For

Oisix ra daichi, Inc.

Meeting Date: 06/27/2023 Country: Japan Ticker: 3182
Meeting Type: Annual
Primary ISIN: JP3174190003 Primary SEDOL: B7KT0D8

Oisix ra daichi, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Takashima, Kohei	Mgmt	For	For
1.2	Elect Director Tsutsumi, Yusuke	Mgmt	For	For
1.3	Elect Director Ozaki, Hiroyuki	Mgmt	For	For
1.4	Elect Director Matsumoto, Kohei	Mgmt	For	For
1.5	Elect Director Hanada, Mitsuyo	Mgmt	For	For
1.6	Elect Director Tanaka, Hitoshi	Mgmt	For	For
1.7	Elect Director Watabe, Junko	Mgmt	For	For
1.8	Elect Director Sakurai, Wakako	Mgmt	For	For
1.9	Elect Director Kowaki, Misato	Mgmt	For	For

Okasan Securities Group, Inc.

Meeting Date: 06/29/2023 Country: Japan Ticker: 8609

Meeting Type: Annual

Primary ISIN: JP3190800007 Primary SEDOL: 6657949

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shinshiba, Hiroyuki	Mgmt	For	For
1.2	Elect Director Ikeda, Yoshihiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.1	Elect Director and Audit Committee Member Imamura, Kaoru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Higo, Seishi	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Nagai, Mikito	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.4	Elect Director and Audit Committee Member Ujihara, Kiyoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3	Elect Alternate Director and Audit Committee Member Kono, Hirokazu	Mgmt	For	For

Okinawa Financial Group, Inc.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 7350
Meeting Type: Annual
Primary ISIN: JP3194750000 | Primary SEDOL: BMT97H7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2	Amend Articles to Clarify Director Authority on Board Meetings	Mgmt	For	For
3.1	Elect Director Yamashiro, Masayasu	Mgmt	For	For
3.2	Elect Director Kinjo, Yoshiteru	Mgmt	For	For
3.3	Elect Director Iha, Kazuya	Mgmt	For	For
3.4	Elect Director Murakami, Naoko	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Ikei, Mamoru	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Toyama, Keiko	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Higa, Mitsuru	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Sugimoto, Kenji	Mgmt	For	For
5	Approve Annual Bonus	Mgmt	For	For

Okta, Inc.

Meeting Date: 06/22/2023 | Country: USA | Ticker: OKTA
Meeting Type: Annual
Primary ISIN: US6792951054 | Primary SEDOL: BDFZSP1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shellye Archambeau	Mgmt	For	For

Voter Rationale: 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 reasonable sunset requirement, the classified board, the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.

Okta, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Robert L. Dixon, Jr.	Mgmt	For	For
	Voter Rationale: 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 reasonable sunset requirement, the classified board, the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.3	Elect Director Benjamin Horowitz	Mgmt	For	Withhold
	Voter Rationale: 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 reasonable sunset requirement, the classified board, the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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 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.			

Okuma Corp.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 6103

Meeting Type: Annual

Primary ISIN: JP3172100004 | Primary SEDOL: 6657789

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 90	Mgmt	For	For
2.1	Elect Director Ieki, Atsushi	Mgmt	For	Abstain
	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.			
2.2	Elect Director Ryoki, Masato	Mgmt	For	For
2.3	Elect Director Horie, Chikashi	Mgmt	For	For
2.4	Elect Director Yamamoto, Takeshi	Mgmt	For	For

Okuma Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Senda, Harumitsu	Mgmt	For	For
2.6	Elect Director Komura, Kinya	Mgmt	For	For
2.7	Elect Director Asahi, Yasuhiro	Mgmt	For	For
2.8	Elect Director Moriwaki, Toshimichi	Mgmt	For	For
2.9	Elect Director Takenaka, Hiroki	Mgmt	For	For
2.10	Elect Director Inoue, Shoji	Mgmt	For	For
2.11	Elect Director Asai, Noriko	Mgmt	For	For

Old Dominion Freight Line, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: ODFL

Meeting Type: Annual

Primary ISIN: US6795801009 | Primary SEDOL: 2656423

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sherry A. Aaholm	Mgmt	For	Withhold
	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.			
1.2	Elect Director David S. Congdon	Mgmt	For	For
1.3	Elect Director John R. Congdon, Jr.	Mgmt	For	For
1.4	Elect Director Andrew S. Davis	Mgmt	For	For
1.5	Elect Director Bradley R. Gabosch	Mgmt	For	For
1.6	Elect Director Greg C. Gantt	Mgmt	For	For
1.7	Elect Director Patrick D. Hanley	Mgmt	For	For
1.8	Elect Director John D. Kasarda	Mgmt	For	Withhold
	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.			
1.9	Elect Director Wendy T. Stallings	Mgmt	For	For
1.10	Elect Director Thomas A. Stith, III	Mgmt	For	For
1.11	Elect Director Leo H. Suggs	Mgmt	For	For

Old Dominion Freight Line, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Old National Bancorp

Meeting Date: 05/10/2023 | Country: USA | Ticker: ONB

Meeting Type: Annual

Primary ISIN: US6800331075 | Primary SEDOL: 2658441

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Barbara A. Boigegrain	Mgmt	For	For
1.2	Elect Director Thomas L. Brown	Mgmt	For	For
1.3	Elect Director Kathryn J. Hayley	Mgmt	For	For
1.4	Elect Director Peter J. Henseler	Mgmt	For	For
1.5	Elect Director Daniel S. Hermann	Mgmt	For	For
1.6	Elect Director Ryan C. Kitchell	Mgmt	For	For
1.7	Elect Director Austin M. Ramirez	Mgmt	For	For
1.8	Elect Director Ellen A. Rudnick	Mgmt	For	For
1.9	Elect Director James C. Ryan, III	Mgmt	For	For
1.10	Elect Director Thomas E. Salmon	Mgmt	For	For
1.11	Elect Director Michael L. Scudder	Mgmt	For	For
1.12	Elect Director Rebecca S. Skillman	Mgmt	For	For
	Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
1.13	Elect Director Michael J. Small	Mgmt	For	For

Old National Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.14	Elect Director Derrick J. Stewart	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.15	Elect Director Stephen C. Van Arsdell	Mgmt	For	For
1.16	Elect Director Katherine E. White	Mgmt	For	For
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Old Republic International Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: ORI

Meeting Type: Annual

Primary ISIN: US6802231042 | Primary SEDOL: 2659109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Barbara A. Adachi	Mgmt	For	For
1.2	Elect Director Charles J. Kovaleski	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Craig R. Smiddy	Mgmt	For	For
1.4	Elect Director Fredricka Taubitz	Mgmt	For	Withhold
	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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Old Republic International Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Old Second Bancorp, Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: OSBC

Meeting Type: Annual

Primary ISIN: US6802771005 | Primary SEDOL: 2658429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William Kane	Mgmt	For	For
1b	Elect Director John Ladowicz	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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.			
1c	Elect Director Billy J. Lyons, Jr.	Mgmt	For	For
1d	Elect Director Patti Temple Rocks	Mgmt	For	For
1e	Elect Director John Williams, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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. 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.			
3	Ratify Plante & Moran, PLLC as Auditors	Mgmt	For	For
	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.			

Ollie's Bargain Outlet Holdings, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: OLLI
Meeting Type: Annual
Primary ISIN: US6811161099 | Primary SEDOL: BZ22B38

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alissa Ahlman	Mgmt	For	For
1b	Elect Director Robert Fisch	Mgmt	For	For
1c	Elect Director Stanley Fleishman	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1d	Elect Director Thomas Hendrickson	Mgmt	For	For
1e	Elect Director Abid Rizvi	Mgmt	For	For
1f	Elect Director John Swygert	Mgmt	For	For
1g	Elect Director Stephen White	Mgmt	For	For
1h	Elect Director Richard Zannino	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Olympus Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 7733
Meeting Type: Annual
Primary ISIN: JP3201200007 | Primary SEDOL: 6658801

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Allow Virtual Only Shareholder Meetings	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this proposal is warranted because: - The passage of this proposal will authorize the company to hold virtual only meetings permanently, without further need to consult shareholders, even after the current health crisis is resolved, and the proposed language fails to specify situations under which virtual meetings will be held.			
2.1	Elect Director Fujita, Sumitaka	Mgmt	For	For
2.2	Elect Director Masuda, Yasumasa	Mgmt	For	For
2.3	Elect Director David Robert Hale	Mgmt	For	For

Olympus Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Jimmy C. Beasley	Mgmt	For	For
2.5	Elect Director Ichikawa, Sachiko	Mgmt	For	For
2.6	Elect Director Shingai, Yasushi	Mgmt	For	For
2.7	Elect Director Kan, Kohei	Mgmt	For	For
2.8	Elect Director Gary John Pruden	Mgmt	For	For
2.9	Elect Director Kosaka, Tatsuro	Mgmt	For	For
2.10	Elect Director Luann Marie Pendy	Mgmt	For	For
2.11	Elect Director Takeuchi, Yasuo	Mgmt	For	For
2.12	Elect Director Stefan Kaufmann	Mgmt	For	For
2.13	Elect Director Okubo, Toshihiko	Mgmt	For	For

Omega Flex, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: OFLX

Meeting Type: Annual

Primary ISIN: US6820951043 | Primary SEDOL: B0FPH75

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin R. Hoben	Mgmt	For	For
1.2	Elect Director Mark F. Albino	Mgmt	For	Withhold
	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.			
1.3	Elect Director James M. Dubin	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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.			
3	Ratify RSM US LLP as Auditors	Mgmt	For	For
	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.			

Omega Healthcare Investors, Inc.

Meeting Date: 06/05/2023 | Country: USA | Ticker: OHI
Meeting Type: Annual
Primary ISIN: US6819361006 | Primary SEDOL: 2043274

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kapila K. Anand	Mgmt	For	For
1b	Elect Director Craig R. Callen	Mgmt	For	For
1c	Elect Director Lisa C. Egbuonu-Davis	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1d	Elect Director Barbara B. Hill	Mgmt	For	For
1e	Elect Director Kevin J. Jacobs	Mgmt	For	For
1f	Elect Director C. Taylor Pickett	Mgmt	For	For
1g	Elect Director Stephen D. Plavin	Mgmt	For	Against
	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.			
1h	Elect Director Burke W. Whitman	Mgmt	For	For
2	Ratify Ernst & Young 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.			
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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	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. 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.			

OmniAb, Inc.

Meeting Date: 06/23/2023 | Country: USA | Ticker: OABI
Meeting Type: Annual
Primary ISIN: US68218J1034 | Primary SEDOL: BN13S71

OmniAb, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Matthew W. Foehr	Mgmt	For	For
1.2	Elect Director Jennifer Cochran	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Omnicell, Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: OMCL

Meeting Type: Annual

Primary ISIN: US68213N1090 | Primary SEDOL: 2789523

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joanne B. Bauer	Mgmt	For	For
1.2	Elect Director Robin G. Seim	Mgmt	For	Withhold
	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.			
1.3	Elect Director Sara J. White	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. 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.			
6	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

OmnicomGroup Inc.

Meeting Date: 05/02/2023 | Country: USA | Ticker: OMC
Meeting Type: Annual
Primary ISIN: US6819191064 | Primary SEDOL: 2279303

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John D. Wren	Mgmt	For	For
1.2	Elect Director Mary C. Choksi	Mgmt	For	For
	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.			
1.3	Elect Director Leonard S. Coleman, Jr.	Mgmt	For	Against
	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. 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.			
1.4	Elect Director Mark D. Gerstein	Mgmt	For	For
1.5	Elect Director Ronnie S. Hawkins	Mgmt	For	For
1.6	Elect Director Deborah J. Kissire	Mgmt	For	For
1.7	Elect Director Gracia C. Martore	Mgmt	For	For
	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.			
1.8	Elect Director Patricia Salas Pineda	Mgmt	For	For
1.9	Elect Director Linda Johnson Rice	Mgmt	For	For
	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.			
1.10	Elect Director Valerie M. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			
5	Require Independent Board Chair	SH	Against	For
	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.			

OMRON Corp.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 6645
Meeting Type: Annual
Primary ISIN: JP3197800000 | Primary SEDOL: 6659428

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 49	Mgmt	For	For
2.1	Elect Director Yamada, Yoshihito	Mgmt	For	Against
	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.			
2.2	Elect Director Tsujinaga, Junta	Mgmt	For	Against
	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.			
2.3	Elect Director Miyata, Kiichiro	Mgmt	For	For
2.4	Elect Director Tomita, Masahiko	Mgmt	For	For
2.5	Elect Director Yukumoto, Shizuto	Mgmt	For	For
2.6	Elect Director Kamigama, Takehiro	Mgmt	For	For
2.7	Elect Director Kobayashi, Izumi	Mgmt	For	For
2.8	Elect Director Suzuki, Yoshihisa	Mgmt	For	For
3	Appoint Statutory Auditor Hosoi, Toshio	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Watanabe, Toru	Mgmt	For	For

ON Semiconductor Corporation

Meeting Date: 05/18/2023 | Country: USA | Ticker: ON
Meeting Type: Annual
Primary ISIN: US6821891057 | Primary SEDOL: 2583576

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Atsushi Abe	Mgmt	For	For
1b	Elect Director Alan Campbell	Mgmt	For	For
1c	Elect Director Susan K. Carter	Mgmt	For	For
1d	Elect Director Thomas L. Deitrich	Mgmt	For	For
1e	Elect Director Hassane El-Khoury	Mgmt	For	For
1f	Elect Director Bruce E. Kiddoo	Mgmt	For	For

ON Semiconductor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Paul A. Mascarenas	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1h	Elect Director Gregory Waters	Mgmt	For	For
1i	Elect Director Christine Y. Yan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

One Liberty Properties, Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: OLP

Meeting Type: Annual

Primary ISIN: US6824061039 Primary SEDOL: 2659615

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles L. Biederman	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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 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.			
1.2	Elect Director Patrick J. Callan, Jr.	Mgmt	For	For
1.3	Elect Director Jeffrey A. Gould	Mgmt	For	For
	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.			

One Liberty Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

One REIT, Inc.

Meeting Date: 05/26/2023 | Country: Japan | Ticker: 3290

Meeting Type: Special

Primary ISIN: JP3047640002 | Primary SEDOL: BDGTL31

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Change Location of Head Office - Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For
2	Elect Executive Director Nabeyama, Hirofumi	Mgmt	For	For
3	Elect Alternate Executive Director Kato, Hidetoshi	Mgmt	For	For
4.1	Elect Supervisory Director Omori, Yoshiki	Mgmt	For	For
4.2	Elect Supervisory Director Furukawa, Kazunori	Mgmt	For	For
5	Elect Alternate Supervisory Director Morita, Taketomo	Mgmt	For	For

OneMain Holdings, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: OMF

Meeting Type: Annual

Primary ISIN: US68268W1036 | Primary SEDOL: BYSZB89

OneMain Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Phyllis R. Caldwell	Mgmt	For	Withhold
	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.			
1.2	Elect Director Roy A. Guthrie	Mgmt	For	For
	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.			
2	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. 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. 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.			
3	Ratify PricewaterhouseCoopers 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.			
4	Declassify the Board of Directors	Mgmt	For	For
	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.			
5	Adopt Majority Voting for Uncontested Election of Directors	Mgmt	For	For

OneSpaWorld Holdings Limited

Meeting Date: 06/07/2023 | Country: Bahamas | Ticker: OSW

Meeting Type: Annual

Primary ISIN: BSP736841136 | Primary SEDOL: BJY21L2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew R. Heyer	Mgmt	For	Withhold
	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. The board failed to remove, or subject to a sunset requirement, the classified board structure which adversely impacts shareholder rights.			
1b	Elect Director Leonard Fluxman	Mgmt	For	Withhold
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Onex Corporation

Meeting Date: 05/11/2023 | Country: Canada | Ticker: ONEX
Meeting Type: Annual/Special
Primary ISIN: CA68272K1030 | Primary SEDOL: 2659518

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Withhold
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
2	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For
3A	Elect Director Robert M. Le Blanc	Mgmt	For	For
3B	Elect Director Lisa Carnoy	Mgmt	For	For
3C	Elect Director Sarabjit S. Marwah	Mgmt	For	For
3D	Elect Director Beth A. Wilkinson	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
5	Amend Articles Re: Event of Change	Mgmt	For	For
6	Approve First By-Law No. 1 Amendment	Mgmt	For	For
7	Approve Second By-Law No. 1 Amendment	Mgmt	For	For

Ono Pharmaceutical Co., Ltd.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 4528
Meeting Type: Annual
Primary ISIN: JP3197600004 | Primary SEDOL: 6660107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 37	Mgmt	For	For
2.1	Elect Director Sagara, Gyo	Mgmt	For	For
2.2	Elect Director Tsujinaka, Toshihiro	Mgmt	For	For
2.3	Elect Director Takino, Toichi	Mgmt	For	For
2.4	Elect Director Idemitsu, Kiyoaki	Mgmt	For	For
2.5	Elect Director Nomura, Masao	Mgmt	For	For
2.6	Elect Director Okuno, Akiko	Mgmt	For	For
2.7	Elect Director Nagae, Shusaku	Mgmt	For	For

Ono Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Appoint Statutory Auditor Tanisaka, Hironobu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Tanabe, Akiko	Mgmt	For	For
4	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Onto Innovation Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: ONTO

Meeting Type: Annual

Primary ISIN: US6833441057 | Primary SEDOL: BKZ7N95

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christopher A. Seams	Mgmt	For	For
1.2	Elect Director Leo Berlinghieri	Mgmt	For	For
1.3	Elect Director Stephen D. Kelley	Mgmt	For	For
1.4	Elect Director David B. Miller	Mgmt	For	For
1.5	Elect Director Michael P. Plisinski	Mgmt	For	For
1.6	Elect Director Karen M. Rogge	Mgmt	For	For
1.7	Elect Director May Su	Mgmt	For	For
1.8	Elect Director Christine A. Tsingos	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

oOh!media Limited

Meeting Date: 05/11/2023 | Country: Australia | Ticker: OML
Meeting Type: Annual
Primary ISIN: AU000000OML6 | Primary SEDOL: BSXN8D0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	None	For
2	Elect Philippa Kelly as Director	Mgmt	For	For
3	Elect Tim Miles as Director	Mgmt	For	For
4	Elect David Wiadrowski as Director	Mgmt	For	For
5	Approve Grant of Performance Rights to Catherine O'Connor	Mgmt	For	For
6	Approve Grant of Deferred Restricted Shares to Catherine O'Connor	Mgmt	For	For

Open Door, Inc.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 3926
Meeting Type: Annual
Primary ISIN: JP3173560008 | Primary SEDOL: BYM5YY2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sekine, Daisuke	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.2	Elect Director Suzuki, Hideaki	Mgmt	For	For
1.3	Elect Director Nakano, Masaharu	Mgmt	For	For
1.4	Elect Director Shimizu, Junko	Mgmt	For	For
1.5	Elect Director Iue, Toshiaki	Mgmt	For	For
1.6	Elect Director Takada, Tsuyoshi	Mgmt	For	For
2.1	Appoint Statutory Auditor Hayashi, Fusao	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Matsuda, Michiharu	Mgmt	For	Against
	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.			
2.3	Appoint Statutory Auditor Miyamoto, Kohei	Mgmt	For	Against
	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.			

Open Door, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Appoint Alternate Statutory Auditor Kobori, Satoshi	Mgmt	For	Against
	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.			
3.2	Appoint Alternate Statutory Auditor Motohashi, Yoshiro	Mgmt	For	Against
	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.			

Option Care Health, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: OPCH

Meeting Type: Annual

Primary ISIN: US68404L2016 Primary SEDOL: BKM5C62

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John J. Arlotta	Mgmt	For	For
1.2	Elect Director Elizabeth Q. Betten	Mgmt	For	For
1.3	Elect Director Elizabeth D. Bierbower	Mgmt	For	For
1.4	Elect Director Natasha Deckmann	Mgmt	For	For
1.5	Elect Director David W. Golding	Mgmt	For	For
1.6	Elect Director Harry M. Jansen Kraemer, Jr.	Mgmt	For	For
1.7	Elect Director R. Carter Pate	Mgmt	For	For
1.8	Elect Director John C. Rademacher	Mgmt	For	For
1.9	Elect Director Nitin Sahney	Mgmt	For	For
1.10	Elect Director Timothy P. Sullivan	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

O'Reilly Automotive, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: ORLY
Meeting Type: Annual
Primary ISIN: US67103H1077 | Primary SEDOL: B65LWX6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David O'Reilly	Mgmt	For	For
1b	Elect Director Larry O'Reilly	Mgmt	For	Against
	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.			
1c	Elect Director Greg Henslee	Mgmt	For	For
1d	Elect Director Jay D. Burchfield	Mgmt	For	Against
	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.Climate change presents 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.			
1e	Elect Director Thomas T. Hendrickson	Mgmt	For	For
1f	Elect Director John R. Murphy	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.			
1g	Elect Director Dana M. Perlman	Mgmt	For	Against
	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.			
1h	Elect Director Maria A. Sastre	Mgmt	For	For
1i	Elect Director Andrea M. Weiss	Mgmt	For	For
1j	Elect Director Fred Whitfield	Mgmt	For	Abstain
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

O'Reilly Automotive, Inc.

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

Organo Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6368

Meeting Type: Annual

Primary ISIN: JP3201600008 | Primary SEDOL: 6470522

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 33	Mgmt	For	For
2.1	Elect Director Yamada, Masayuki	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Nakayama, Yasutoshi	Mgmt	For	For
2.3	Elect Director Suda, Nobuyoshi	Mgmt	For	For
2.4	Elect Director Honda, Tetsushi	Mgmt	For	For
2.5	Elect Director Terui, Keiko	Mgmt	For	For
2.6	Elect Director Hirai, Kenji	Mgmt	For	For
2.7	Elect Director Wada, Morifumi	Mgmt	For	For
2.8	Elect Director Abe, Daisaku	Mgmt	For	For
2.9	Elect Director Hanano, Nobuko	Mgmt	For	For
3.1	Appoint Statutory Auditor Tajitsu, Yoshihiro	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Higuchi, Wataru	Mgmt	For	For
3.3	Appoint Statutory Auditor Kodama, Hirohito	Mgmt	For	For
4.1	Appoint Alternate Statutory Auditor Myoga, Haruki	Mgmt	For	Against
	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.			
4.2	Appoint Alternate Statutory Auditor Minaki, Mio	Mgmt	For	For
5	Approve Compensation Ceiling for Directors	Mgmt	For	For

Organon & Co.

Meeting Date: 06/06/2023 | Country: USA | Ticker: OGN
Meeting Type: Annual
Primary ISIN: US68622V1061 | Primary SEDOL: BLDC8J4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carrie S. Cox	Mgmt	For	Against
	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.			
1b	Elect Director Alan Ezekowitz	Mgmt	For	For
1c	Elect Director Helene Gayle	Mgmt	For	For
1d	Elect Director Deborah Leone	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Orient Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8585
Meeting Type: Annual
Primary ISIN: JP3199000005 | Primary SEDOL: 6661122

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Kono, Masaaki	Mgmt	For	Against
	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.			
2.2	Elect Director Iimori, Tetsuo	Mgmt	For	Against
	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.			
2.3	Elect Director Yokoyama, Yoshinori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Watanabe, Ichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Mizuno, Tetsuro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Orient Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Higuchi, Chiharu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Nishino, Kazumi	Mgmt	For	For
2.8	Elect Director Honjo, Shigeaki	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Honjo, Shigeaki	Mgmt	For	For

Oriental Land Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 4661

Meeting Type: Annual

Primary ISIN: JP3198900007 Primary SEDOL: 6648891

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For
2	Amend Articles to Clarify Director Authority on Board Meetings	Mgmt	For	For
3.1	Elect Director Kagami, Toshio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.2	Elect Director Yoshida, Kenji	Mgmt	For	For
3.3	Elect Director Takano, Yumiko	Mgmt	For	For
3.4	Elect Director Katayama, Yuichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Takahashi, Wataru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Kaneki, Yuichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Kambara, Rika	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.8	Elect Director Hanada, Tsutomu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.9	Elect Director Mogi, Yuzaburo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Oriental Land Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.10	Elect Director Tajiri, Kunio	Mgmt	For	For
3.11	Elect Director Kikuchi, Misao	Mgmt	For	For

Origin Bancorp, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: OBNK
Meeting Type: Annual
Primary ISIN: US68621T1025 | Primary SEDOL: BDFFBM9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel Chu	Mgmt	For	For
1.2	Elect Director James D'Agostino, Jr.	Mgmt	For	For
1.3	Elect Director James Davison, Jr.	Mgmt	For	For
1.4	Elect Director Jay Dyer	Mgmt	For	For
1.5	Elect Director A. La'Verne Edney	Mgmt	For	For
1.6	Elect Director Meryl Farr	Mgmt	For	For
1.7	Elect Director Richard Gallot, Jr.	Mgmt	For	For
1.8	Elect Director Stacey Goff	Mgmt	For	For
1.9	Elect Director Michael Jones	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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. The nominee is a former executive and considered to be non-independent.			
1.10	Elect Director Gary Luffey	Mgmt	For	For
1.11	Elect Director Farrell Malone	Mgmt	For	For
1.12	Elect Director Drake Mills	Mgmt	For	For
1.13	Elect Director Lori Sirman	Mgmt	For	For
1.14	Elect Director Elizabeth Solender	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.			
1.15	Elect Director Steven Taylor	Mgmt	For	For
2	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. 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. 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.			
3	Ratify FORVIS, LLP as Auditors	Mgmt	For	For

Orion Office REIT Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: ONL
Meeting Type: Annual
Primary ISIN: US68629Y1038 | Primary SEDOL: BLCY4W6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paul H. McDowell	Mgmt	For	For
1b	Elect Director Reginald H. Gilyard	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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.			
1c	Elect Director Kathleen R. Allen	Mgmt	For	For
	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.			
1d	Elect Director Richard J. Lieb	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1e	Elect Director Gregory J. Whyte	Mgmt	For	For
	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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

ORIX Corp.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 8591
Meeting Type: Annual
Primary ISIN: JP3200450009 | Primary SEDOL: 6661144

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Inoue, Makoto	Mgmt	For	For
1.2	Elect Director Irie, Shuji	Mgmt	For	For
1.3	Elect Director Matsuzaki, Satoru	Mgmt	For	For
1.4	Elect Director Stan Koyanagi	Mgmt	For	For
1.5	Elect Director Mikami, Yasuaki	Mgmt	For	For
1.6	Elect Director Michael Cusumano	Mgmt	For	For
1.7	Elect Director Akiyama, Sakie	Mgmt	For	For
1.8	Elect Director Watanabe, Hiroshi	Mgmt	For	For
1.9	Elect Director Sekine, Aiko	Mgmt	For	For
1.10	Elect Director Hodo, Chikatomo	Mgmt	For	For

ORIX Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.11	Elect Director Yanagawa, Noriyuki	Mgmt	For	For
2	Remove Incumbent Director Irie, Shuji	SH	Against	Against

Ormat Technologies, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: ORA
Meeting Type: Annual
Primary ISIN: US6866881021 | Primary SEDOL: B03L311

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Isaac Angel	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1B	Elect Director Karin Corfee	Mgmt	For	For
1C	Elect Director David Granot	Mgmt	For	For
1D	Elect Director Michal Marom	Mgmt	For	For
1E	Elect Director Mike Nikkel	Mgmt	For	For
1F	Elect Director Dafna Sharir	Mgmt	For	For
1G	Elect Director Stanley B. Stern	Mgmt	For	For
1H	Elect Director Hidetake Takahashi	Mgmt	For	For
1I	Elect Director Byron G. Wong	Mgmt	For	For
2	Ratify Kesselman & Kesselman as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

OrthoPediatrics Corp.

Meeting Date: 06/14/2023 | Country: USA | Ticker: KIDS
Meeting Type: Annual
Primary ISIN: US68752L1008 | Primary SEDOL: BYWL5L4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George S. M. Dyer	Mgmt	For	For

OrthoPediatrics Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director David R. Pelizzon	Mgmt	For	Withhold
	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. 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 charter and the classified board, each of which adversely impacts shareholder rights.			
1.3	Elect Director Harald Ruf	Mgmt	For	Withhold
	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. 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 charter and the classified board, each of which adversely impacts shareholder rights.			
1.4	Elect Director Terry D. Schlotterback	Mgmt	For	Withhold
	Voter Rationale: The nominee is a former executive and considered to be non-independent. This director is not sufficiently independent to serve as the independent lead director. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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 charter 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

OSB Group Plc

Meeting Date: 05/11/2023 | Country: United Kingdom | Ticker: OSB

Meeting Type: Annual

Primary ISIN: GB00BLDRH360 | Primary SEDOL: BLDRH36

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

OSB Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4a	Elect Kal Atwal as Director	Mgmt	For	For
4b	Re-elect Noel Harwerth as Director	Mgmt	For	For
4c	Re-elect Sarah Hedger as Director	Mgmt	For	For
4d	Re-elect Rajan Kapoor as Director	Mgmt	For	For
4e	Re-elect Simon Walker as Director	Mgmt	For	For
4f	Re-elect David Weymouth as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
4g	Re-elect Andrew Golding as Director	Mgmt	For	For
4h	Re-elect April Talintyre as Director	Mgmt	For	For
5	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
6	Authorise the Group Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
7	Authorise UK Political Donations and Expenditure	Mgmt	For	For
8	Authorise Issue of Equity	Mgmt	For	For
9	Authorise Issue of Equity in Relation to the Issue of Regulatory Capital Convertible Instruments	Mgmt	For	For
10	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
11	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
12	Authorise Issue of Equity without Pre-emptive Rights in Relation to the Issue of Regulatory Capital Convertible Instruments	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

Osisko Gold Royalties Ltd

Meeting Date: 06/07/2023 Country: Canada Ticker: OR

Meeting Type: Annual

Primary ISIN: CA68827L1013 Primary SEDOL: BN60CQ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John R. Baird	Mgmt	For	For
1.2	Elect Director Joanne Ferstman	Mgmt	For	For

Osisko Gold Royalties Ltd

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Edie Hofmeister	Mgmt	For	For
1.4	Elect Director William Murray John	Mgmt	For	Withhold
	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 strongly encourage the company to develop a clear strategy for mitigating biodiversity risks posed by their partners' operations, including by reporting to the CDP Forest and Water questionnaire.			
1.5	Elect Director Robert Krcmarov	Mgmt	For	For
	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.			
1.6	Elect Director Pierre Labbe	Mgmt	For	For
1.7	Elect Director Norman MacDonald	Mgmt	For	For
1.8	Elect Director Candace MacGibbon	Mgmt	For	For
1.9	Elect Director Sean Roosen	Mgmt	For	For
1.10	Elect Director Sandeep Singh	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Re-approve Stock Option 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. 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.			
4	Amend Shareholder Rights Plan	Mgmt	For	For
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
5	Advisory Vote on Executive Compensation Approach	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. 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.			

Otis Worldwide Corporation

Meeting Date: 05/18/2023 | Country: USA | Ticker: OTIS

Meeting Type: Annual

Primary ISIN: US68902V1070 | Primary SEDOL: BK531S8

Otis Worldwide Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey H. Black	Mgmt	For	For
1b	Elect Director Nelda J. Connors	Mgmt	For	For
1c	Elect Director Kathy Hopinkah Hannan	Mgmt	For	For
1d	Elect Director Shailesh G. Jejurikar	Mgmt	For	For
1e	Elect Director Christopher J. Kearney	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Judith F. Marks	Mgmt	For	For
1g	Elect Director Harold W. McGraw, III	Mgmt	For	For
1h	Elect Director Margaret M. V. Preston	Mgmt	For	For
1i	Elect Director Shelley Stewart, Jr.	Mgmt	For	For
1j	Elect Director John H. Walker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Require Independent Board Chair	SH	Against	For
	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 managements performance.			

OTP Bank Nyrt

Meeting Date: 04/28/2023 Country: Hungary Ticker: OTP

Meeting Type: Annual

Primary ISIN: HU0000061726 Primary SEDOL: 7320154

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Financial Statements, Statutory Reports, and Allocation of Income and Dividends of HUF 300 per Share	Mgmt	For	For
2	Approve Company's Corporate Governance Statement	Mgmt	For	For
3	Approve Discharge of Management Board	Mgmt	For	For

OTP Bank Nyrt

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Ernst & Young Ltd. as Auditor and Authorize Board to Fix Its Remuneration	Mgmt	For	For
5	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: The remuneration policy should provide details of the rules governing the award of the annual and long-term variable incentives, any exceptional components and termination arrangements. 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.			
6	Elect Antal Gyorgy Kovacs as Management Board Member	Mgmt	For	For
7.1	Elect Antal Tibor Tolnay as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The 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 nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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 company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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.			
7.2	Elect Jozsef Gabor Horvath as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.			
7.3	Elect Tamas Gudra as Supervisory Board Member	Mgmt	For	For
7.4	Elect Olivier Pequeux as Supervisory Board Member	Mgmt	For	Against
7.5	Elect Klara Bella as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
7.6	Elect Andras Michnai as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
8.1	Elect Antal Tibor Tolnay as Audit Committee Member	Mgmt	For	For
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
8.2	Elect Jozsef Gabor Horvath as Audit Committee Member	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
8.3	Elect Tamas Gudra as Audit Committee Member	Mgmt	For	For
8.4	Elect Olivier Pequeux as Audit Committee Member	Mgmt	For	For

OTP Bank Nyrt

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Terms of Remuneration of Supervisory Board and Audit Committee Members	Mgmt	For	For
10	Authorize Share Repurchase Program	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%. Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.			

OUE Commercial Real Estate Investment Trust

Meeting Date: 04/20/2023 Country: Singapore Ticker: TS0U
Meeting Type: Annual
Primary ISIN: SG2G60000004 Primary SEDOL: BJ62K79

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, the Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
2	Approve KPMG LLP as Independent Auditors and Authorize the Manager to Fix the Independent Auditors' Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4	Authorize Unit Repurchase Program	Mgmt	For	For

OUTFRONT Media Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: OUT
Meeting Type: Annual
Primary ISIN: US69007J1060 Primary SEDOL: BSP6611

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicolas Brien	Mgmt	For	For
1b	Elect Director Angela Courtin	Mgmt	For	For

OUTFRONT Media Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Manuel A. Diaz	Mgmt	For	Against
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. The company's governing documents do not permit shareholders to amend the bylaws.			
1d	Elect Director Michael J. Dominguez	Mgmt	For	For
1e	Elect Director Jeremy J. Male	Mgmt	For	For
1f	Elect Director Peter Mathes	Mgmt	For	For
1g	Elect Director Susan M. Tolson	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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 company's governing documents do not permit shareholders to amend the bylaws.			
1h	Elect Director Joseph H. Wender	Mgmt	For	Against
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. The company's governing documents do not permit shareholders to amend the bylaws.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
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. 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.			
4	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. 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.			

Outset Medical, Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: OM

Meeting Type: Annual

Primary ISIN: US6901451079 | Primary SEDOL: BMGWSL0

Outset Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jim Hinrichs	Mgmt	For	Withhold
	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.			
1b	Elect Director Andrea L. Saia	Mgmt	For	Withhold
	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.			
1c	Elect Director Catherine Szyman	Mgmt	For	Withhold
	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. 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Oversea-Chinese Banking Corporation Limited

Meeting Date: 04/25/2023 | Country: Singapore | Ticker: O39

Meeting Type: Annual

Primary ISIN: SG1S04926220 | Primary SEDOL: B0F9V20

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2a	Elect Chua Kim Chiu as Director	Mgmt	For	For
2b	Elect Lee Tih Shih as Director	Mgmt	For	For

Oversea-Chinese Banking Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2c	Elect Tan Yen Yen as Director	Mgmt	For	For
3	Elect Helen Wong Pik Kuen as Director	Mgmt	For	For
	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.			
4	Approve Final Dividend	Mgmt	For	For
5a	Approve Directors' Remuneration	Mgmt	For	For
5b	Approve Allotment and Issuance of Remuneration Shares to the Directors	Mgmt	For	For
6	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors 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 Grant of Options and/or Rights and Issuance of Shares Pursuant to the OCBC Share Option Scheme 2001, OCBC Employee Share Purchase Plan, and the OCBC Deferred Share Plan 2021	Mgmt	For	Against
	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.			
9	Approve Issuance of Shares Pursuant to the OCBC Scrip Dividend Scheme	Mgmt	For	For
10	Authorize Share Repurchase Program	Mgmt	For	For
11	Approve Extension and Alterations of OCBC Employee Share Purchase Plan	Mgmt	For	For

OX2 AB

Meeting Date: 05/16/2023 | Country: Sweden | Ticker: OX2

Meeting Type: Annual

Primary ISIN: SE0016075337 | Primary SEDOL: BMD2JW1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	Mgmt	For	For
2	Prepare and Approve List of Shareholders	Mgmt	For	For
3	Approve Agenda of Meeting	Mgmt	For	For
4	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For

OX2 AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Receive Financial Statements and Statutory Reports	Mgmt		
7.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
7.b	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For
7.c1	Approve Discharge of Johan Ihrfelt	Mgmt	For	For
7.c2	Approve Discharge of Thomas von Otter	Mgmt	For	For
7.c3	Approve Discharge of Anna-Karin Eliasson Celsing	Mgmt	For	For
7.c4	Approve Discharge of Niklas Midby	Mgmt	For	For
7.c5	Approve Discharge of Petter Samlin	Mgmt	For	For
7.c6	Approve Discharge of Jan Frykhammar	Mgmt	For	For
7.c7	Approve Discharge of Malin Persson	Mgmt	For	For
7.c8	Approve Discharge of Ann Grevelius	Mgmt	For	For
7.c9	Approve Discharge of Paul Stormoen	Mgmt	For	For
7.d	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
8	Determine Number of Members (8) and Deputy Members (0) of Board; Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
9	Approve Remuneration of Directors in the Amount of SEK 310,000 for Each Director; Approve Remuneration for Committee Work; Approve Remuneration of Auditors	Mgmt	For	For
10.a	Reelect Johan Ihrfelt as Director	Mgmt	For	Against
	Voter Rationale: The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees 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 40% of the board. 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.			
10.b	Reelect Thomas von Otter as Director	Mgmt	For	For
10.c	Reelect Anna-Karin Eliasson Celsing as Director	Mgmt	For	For
10.d	Reelect Niklas Midby as Director	Mgmt	For	For
10.e	Reelect Petter Samlin as Director	Mgmt	For	Against
	Voter Rationale: The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness.			

OX2 AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.f	Reelect Jan Frykhammar as Director	Mgmt	For	Against
	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.			
10.g	Reelect Malin Persson as Director	Mgmt	For	Against
	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.			
10.h	Reelect Ann Grevelius as Director	Mgmt	For	For
10.i	Reelect Johan Ihrfelt as Board Chair	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
10.j	Ratify Deloitte AB as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
11	Approve Issuance of Up to 10 Percent of Issued Shares without Preemptive Rights	Mgmt	For	For
12	Approve Performance Share Matching Plan for Key Employees	Mgmt	For	Abstain
	Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
13	Approve Nomination Committee Procedures	Mgmt	For	For
14	Close Meeting	Mgmt		

OZ Minerals Limited

Meeting Date: 04/13/2023 | Country: Australia | Ticker: OZL

Meeting Type: Court

Primary ISIN: AU000000OZL8 | Primary SEDOL: 6397825

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Court-Ordered Meeting	Mgmt		
1	Approve Scheme of Arrangement in Relation to the Proposed Acquisition of the Company by BHP Lonsdale Investments Pty Ltd, a Wholly Owned Subsidiary of BHP Group Limited	Mgmt	For	For

P.A.M. Transportation Services, Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: PTSI
Meeting Type: Annual
Primary ISIN: US6931491061 | Primary SEDOL: 2669090

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael D. Bishop	Mgmt	For	For
1.2	Elect Director Frederick P. Calderone	Mgmt	For	For
1.3	Elect Director W. Scott Davis	Mgmt	For	Withhold
	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.			
1.4	Elect Director Edwin J. Lukas	Mgmt	For	For
1.5	Elect Director Franklin H. McLarty	Mgmt	For	For
1.6	Elect Director H. Pete Montano	Mgmt	For	For
1.7	Elect Director Matthew J. Moroun	Mgmt	For	For
1.8	Elect Director Matthew T. Moroun	Mgmt	For	Withhold
	Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The remuneration committee should be independent and this directors membership could hamper the committees 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. 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 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. 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.			
1.9	Elect Director Joseph A. Vitiritto	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			

Pacific Basin Shipping Limited

Meeting Date: 04/18/2023 | Country: Bermuda | Ticker: 2343
Meeting Type: Annual
Primary ISIN: BMG684371393 | Primary SEDOL: B01RQM3

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 Irene Waage Basili as Director	Mgmt	For	For
3b	Elect John Mackay McCulloch Williamson as Director	Mgmt	For	For
3c	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Adopt New Share Award Scheme	Mgmt	For	Against
	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. Variable remuneration and equity incentives 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.			
8	Approve Grant of New Shares Mandate to the Directors to Issue Shares	Mgmt	For	Against
	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. Variable remuneration and equity incentives 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.			
9	Adopt Second Amended and Restated By-Laws	Mgmt	For	For

Pacific Biosciences of California, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: PACB
Meeting Type: Annual
Primary ISIN: US69404D1081 | Primary SEDOL: B4N8MH9

Pacific Biosciences of California, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christian O. Henry	Mgmt	For	For
	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.			
1b	Elect Director John F. Milligan	Mgmt	For	For
1c	Elect Director Lucy Shapiro	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Advisory Vote on Retention of Classified Board Structure	Mgmt	None	Against
	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.			

Pacira BioSciences, Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: PCRX
Meeting Type: Annual
Primary ISIN: US6951271005 Primary SEDOL: B3X26D8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christopher Christie	Mgmt	For	For
1.2	Elect Director Gary W. Pace	Mgmt	For	Withhold
	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.			
1.3	Elect Director David Stack	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Pacira BioSciences, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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 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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			

PacWest Bancorp

Meeting Date: 05/02/2023 | Country: USA | Ticker: PACW

Meeting Type: Annual

Primary ISIN: US6952631033 | Primary SEDOL: 2619772

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tanya M. Acker	Mgmt	For	For
1b	Elect Director Paul R. Burke	Mgmt	For	For
1c	Elect Director Craig A. Carlson	Mgmt	For	For
1d	Elect Director John M. Eggemeyer, III	Mgmt	For	For
1e	Elect Director C. William Hosler	Mgmt	For	For
1f	Elect Director Polly B. Jessen	Mgmt	For	For
1g	Elect Director Susan E. Lester	Mgmt	For	Against
	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.			
1h	Elect Director Roger H. Molvar	Mgmt	For	For
1i	Elect Director Stephanie B. Mudick	Mgmt	For	For
1j	Elect Director Paul W. Taylor	Mgmt	For	For
1k	Elect Director Matthew P. Wagner	Mgmt	For	For

PacWest Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

PAL GROUP Holdings Co., Ltd.

Meeting Date: 05/24/2023 Country: Japan Ticker: 2726

Meeting Type: Annual

Primary ISIN: JP3781650001 Primary SEDOL: 6421898

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 Inoue, Hidetaka	Mgmt	For	For
2.2	Elect Director Inoue, Ryuta	Mgmt	For	For
2.3	Elect Director Arimitsu, Yasuji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Watanabe, Takayo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Higuchi, Hisayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Teranishi, Kensaku	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Appoint Statutory Auditor Fujii, Toshio	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Ogawa, Norihisa	Mgmt	For	For

Palantir Technologies, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: PLTR
Meeting Type: Annual
Primary ISIN: US69608A1088 | Primary SEDOL: BN78DQ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alexander Karp	Mgmt	For	For
1.2	Elect Director Stephen Cohen	Mgmt	For	For
1.3	Elect Director Peter Thiel	Mgmt	For	Withhold
	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.			
1.4	Elect Director Alexander Moore	Mgmt	For	Withhold
	Voter Rationale: The nominee is a former executive and considered to be non-independent. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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, and the pop-up 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.			
1.5	Elect Director Alexandra Schiff	Mgmt	For	Withhold
	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 reasonable sunset requirement, and the pop-up 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.			
1.6	Elect Director Lauren Friedman Stat	Mgmt	For	For
1.7	Elect Director Eric Woersching	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			

Palomar Holdings, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: PLMR
Meeting Type: Annual
Primary ISIN: US69753M1053 | Primary SEDOL: BJYLZK6

Palomar Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daryl Bradley	Mgmt	For	For
1.2	Elect Director Robert E. Dowdell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Paltac Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8283

Meeting Type: Annual

Primary ISIN: JP3782200004 | Primary SEDOL: B61BG94

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kasutani, Seiichi	Mgmt	For	For
1.2	Elect Director Yoshida, Takuya	Mgmt	For	For
1.3	Elect Director Noma, Masahiro	Mgmt	For	For
1.4	Elect Director Shimada, Masaharu	Mgmt	For	For
1.5	Elect Director Yamada, Yoshitaka	Mgmt	For	For
1.6	Elect Director Sakon, Yuji	Mgmt	For	For
1.7	Elect Director Oishi, Kaori	Mgmt	For	For
1.8	Elect Director Orisaku, Mineko	Mgmt	For	For
1.9	Elect Director Inui, Shingo	Mgmt	For	For
1.10	Elect Director Yoshitake, Ichiro	Mgmt	For	For
1.11	Elect Director Takamori, Tatsuomi	Mgmt	For	For
1.12	Elect Director Hattori, Akito	Mgmt	For	For
2.1	Appoint Statutory Auditor Shintani, Takashi	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Hikita, Kyoko	Mgmt	For	For

Pan American Silver Corp.

Meeting Date: 05/10/2023 | Country: Canada | Ticker: PAAS
Meeting Type: Annual/Special
Primary ISIN: CA6979001089 | Primary SEDOL: 2669272

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eleven	Mgmt	For	For
2.1	Elect Director John Begeman	Mgmt	For	For
2.2	Elect Director Alexander Davidson	Mgmt	For	Withhold
	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.			
2.3	Elect Director Neil de Gelder	Mgmt	For	Withhold
	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.			
2.4	Elect Director Chantal Gosselin	Mgmt	For	For
2.5	Elect Director Charles Jeannes	Mgmt	For	For
2.6	Elect Director Kimberly Keating	Mgmt	For	For
2.7	Elect Director Jennifer Maki	Mgmt	For	For
2.8	Elect Director Walter Segsworth	Mgmt	For	For
2.9	Elect Director Kathleen Sendall	Mgmt	For	For
2.10	Elect Director Michael Steinmann	Mgmt	For	For
2.11	Elect Director Gillian Winckler	Mgmt	For	For
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			
5	Increase Authorized Common Shares to 800,000,000 Shares	Mgmt	For	For

Panasonic Holdings Corp.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 6752
Meeting Type: Annual
Primary ISIN: JP3866800000 | Primary SEDOL: 6572707

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tsuga, Kazuhiro	Mgmt	For	For
1.2	Elect Director Kusumi, Yuki	Mgmt	For	For
1.3	Elect Director Homma, Tetsuro	Mgmt	For	For
1.4	Elect Director Sato, Mototsugu	Mgmt	For	For
1.5	Elect Director Umeda, Hirokazu	Mgmt	For	For
1.6	Elect Director Matsui, Shinobu	Mgmt	For	For
1.7	Elect Director Noji, Kunio	Mgmt	For	For
1.8	Elect Director Sawada, Michitaka	Mgmt	For	For
1.9	Elect Director Toyama, Kazuhiko	Mgmt	For	For
1.10	Elect Director Tsutsui, Yoshinobu	Mgmt	For	For
1.11	Elect Director Miyabe, Yoshiyuki	Mgmt	For	For
1.12	Elect Director Shotoku, Ayako	Mgmt	For	For
1.13	Elect Director Nishiyama, Keita	Mgmt	For	For
2	Appoint Statutory Auditor Baba, Hidetoshi	Mgmt	For	Against
	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.			
3	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.			
4	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Pandox AB

Meeting Date: 04/12/2023 | Country: Sweden | Ticker: PNDX.B
Meeting Type: Annual
Primary ISIN: SE0007100359 | Primary SEDOL: BZ0CT92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For
3	Designate Inspector(s) of Minutes of Meeting	Mgmt		

Pandox AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Prepare and Approve List of Shareholders	Mgmt		
5	Approve Agenda of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive Financial Statements and Statutory Reports	Mgmt		
8.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8.b	Approve Allocation of Income and Dividends of SEK 2.5 per Share	Mgmt	For	For
8.c.1	Approve Discharge of Ann-Sofi Danielsson	Mgmt	For	For
8.c.2	Approve Discharge of Bengt Kjell	Mgmt	For	For
8.c.3	Approve Discharge of Christian Ringnes	Mgmt	For	For
8.c.4	Approve Discharge of Jakob Iqbal	Mgmt	For	For
8.c.5	Approve Discharge of Jeanette Dyhre Kvisvik	Mgmt	For	For
8.c.6	Approve Discharge of Jon Rasmus Aurdal	Mgmt	For	For
8.c.7	Approve Discharge of CEO Liia Nou	Mgmt	For	For
9	Determine Number of Members (7) and Deputy Members of Board (0); Determine Number of Auditors (1)	Mgmt	For	For
10	Approve Remuneration of Directors in the Amount of SEK 865,000 for Chairman, SEK 660,000 for Deputy Chairman, and SEK 455,000 for Other Directors; Approve Committee Fees; Approve Remuneration of Auditors	Mgmt	For	For
11.1	Reelect Ann-Sofi Danielsson as Director	Mgmt	For	For
11.2	Reelect Bengt Kjell as Director	Mgmt	For	Against
	Voter Rationale: For controlled companies, at least half of the board should be independent from the company and at least one third should be independent from major shareholders.			
11.3	Reelect Christian Ringnes as Director	Mgmt	For	Against
	Voter Rationale: For controlled companies, at least half of the board should be independent from the company and at least one third should be independent from major shareholders. The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. 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			
11.4	Reelect Jakob Iqbal as Director	Mgmt	For	Against
	Voter Rationale: For controlled companies, at least half of the board should be independent from the company and at least one third should be independent from major shareholders. The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. 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			
11.5	Reelect Jeanette Dyhre Kvisvik as Director	Mgmt	For	For

Pandox AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11.6	Reelect Jon Rasmus Aurdal as Director	Mgmt	For	Against
	Voter Rationale: For controlled companies, at least half of the board should be independent from the company and at least one third should be independent from major shareholders. 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			
11.7	Elect Ulrika Danielsson as New Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
11.8	Reelect Christian Ringnes as Board Chair	Mgmt	For	Against
	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 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.			
12	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
13	Authorize Chairman of Board and Representatives of Four of Company's Largest Shareholders to Serve on Nominating Committee	Mgmt	For	For
14	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
15	Approve Creation of Pool of Capital without Preemptive Rights	Mgmt	For	For
16	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For

PAR Technology Corporation

Meeting Date: 06/01/2023 Country: USA Ticker: PAR

Meeting Type: Annual

Primary ISIN: US6988841036 Primary SEDOL: 2670036

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Keith E. Pascal	Mgmt	For	For
1b	Elect Director Douglas G. Rauch	Mgmt	For	Withhold
	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.			
1c	Elect Director Cynthia A. Russo	Mgmt	For	For
1d	Elect Director Narinder Singh	Mgmt	For	For
1e	Elect Director Savneet Singh	Mgmt	For	For
1f	Elect Director James C. Stoffel	Mgmt	For	For

PAR Technology Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Paragon 28, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: FNA
Meeting Type: Annual
Primary ISIN: US69913P1057 Primary SEDOL: BPK4YF9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Quentin Blackford	Mgmt	For	Withhold
	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.			
1.2	Elect Director Alf Grunwald	Mgmt	For	For
1.3	Elect Director Stephen Oesterle	Mgmt	For	For
2	Declassify the Board of Directors	Mgmt	For	For
	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.			
3	Eliminate 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.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

PARAGON REIT

Meeting Date: 04/17/2023 Country: Singapore Ticker: SK6U
Meeting Type: Annual
Primary ISIN: SG2G02994595 Primary SEDOL: BCDYJ72

PARAGON REIT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Report of DBS Trustee Limited, Statement by PARAGON REIT Management Pte. Ltd., Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize the Manager to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Paramount Bed Holdings Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 7817

Meeting Type: Annual

Primary ISIN: JP3781620004 Primary SEDOL: B5W8JJ8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kimura, Kyosuke	Mgmt	For	Abstain
	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.			
1.2	Elect Director Kimura, Tomohiko	Mgmt	For	Abstain
	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.			
1.3	Elect Director Kimura, Yosuke	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Hatta, Toshiyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Kobayashi, Masaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2	Elect Director and Audit Committee Member Takahashi, Kazuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Paramount Group, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: PGRE
Meeting Type: Annual
Primary ISIN: US69924R1086 | Primary SEDOL: BSL7HC6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Albert Behler	Mgmt	For	For
1b	Elect Director Thomas Armbrust	Mgmt	For	For
1c	Elect Director Martin Bussmann	Mgmt	For	For
	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.			
1d	Elect Director Karin Klein	Mgmt	For	For
1e	Elect Director Peter Linneman	Mgmt	For	For
	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.			
1f	Elect Director Katharina Otto-Bernstein	Mgmt	For	For
1g	Elect Director Mark Patterson	Mgmt	For	For
1h	Elect Director Hitoshi Saito	Mgmt	For	For
1i	Elect Director Paula Sutter	Mgmt	For	For
1j	Elect Director Greg Wright	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against
	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.			

Park Hotels & Resorts Inc.

Meeting Date: 04/26/2023 | Country: USA | Ticker: PK
Meeting Type: Annual
Primary ISIN: US7005171050 | Primary SEDOL: BYVMVV0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	For
1B	Elect Director Patricia M. Bedient	Mgmt	For	For

Park Hotels & Resorts Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1C	Elect Director Thomas D. Eckert	Mgmt	For	For
1D	Elect Director Geoffrey M. Garrett	Mgmt	For	For
1E	Elect Director Christie B. Kelly	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1F	Elect Director Joseph I. Lieberman	Mgmt	For	For
1G	Elect Director Thomas A. Natelli	Mgmt	For	For
1H	Elect Director Timothy J. Naughton	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1I	Elect Director Stephen I. Sadove	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Park National Corporation

Meeting Date: 04/24/2023 | Country: USA | Ticker: PRK

Meeting Type: Annual

Primary ISIN: US7006581075 | Primary SEDOL: 2673251

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director C. Daniel DeLawder	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			
1b	Elect Director D. Byrd Miller, III	Mgmt	For	For
1c	Elect Director Matthew R. Miller	Mgmt	For	For

Park National Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Robert E. O'Neill	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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. 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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 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.			
3	Ratify Crowe LLP as Auditors	Mgmt	For	For
	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.			
4	Authorize Board To Make Limited Future Amendments to Park's Regulations to the Extent Permitted by the Ohio General Corporation Law	Mgmt	For	For

Parkway Life Real Estate Investment Trust

Meeting Date: 04/24/2023 | Country: Singapore | Ticker: C2PU

Meeting Type: Annual

Primary ISIN: SG1V52937132 | Primary SEDOL: B23WXW9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, the Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve KPMG LLP as the Independent Auditor and Authorize the Manager to Fix the Auditor's Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
3	Elect Jennifer Lee Gek Choo as Director	Mgmt	For	For
4	Elect Sim Heng Joo Joe as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
5	Elect Yong Yean Chau as Director	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Parsons Corporation

Meeting Date: 04/18/2023 | Country: USA | Ticker: PSN
Meeting Type: Annual
Primary ISIN: US70202L1026 | Primary SEDOL: BJN4N02

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Letitia A. Long	Mgmt	For	Withhold
	Voter Rationale: 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 classified board structure which adversely impacts shareholder rights.			
1.2	Elect Director Harry T. McMahon	Mgmt	For	For
1.3	Elect Director Carey A. Smith	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Pason Systems Inc.

Meeting Date: 05/04/2023 | Country: Canada | Ticker: PSI
Meeting Type: Annual/Special
Primary ISIN: CA7029251088 | Primary SEDOL: 2569565

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Six	Mgmt	For	For
2.1	Elect Director Marcel Kessler	Mgmt	For	Withhold
2.2	Elect Director Ken Mullen	Mgmt	For	For
2.3	Elect Director Jon Faber	Mgmt	For	For
2.4	Elect Director T. Jay Collins	Mgmt	For	For
2.5	Elect Director Judi M. Hess	Mgmt	For	For
2.6	Elect Director Laura L. Schwinn	Mgmt	For	For

Pason Systems Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
5	Adopt By-Law No. 1	Mgmt	For	Against
	Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.			

Patterson-UTI Energy, Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: PTEN

Meeting Type: Annual

Primary ISIN: US7034811015 Primary SEDOL: 2672537

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tiffany (TJ) Thom Cepak	Mgmt	For	For
1.2	Elect Director Michael W. Conlon	Mgmt	For	For
1.3	Elect Director William Andrew Hendricks, Jr.	Mgmt	For	For
1.4	Elect Director Curtis W. Huff	Mgmt	For	For
1.5	Elect Director Terry H. Hunt	Mgmt	For	Withhold
	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.			
1.6	Elect Director Cesar Jaime	Mgmt	For	For
1.7	Elect Director Janeen S. Judah	Mgmt	For	For
1.8	Elect Director Julie J. Robertson	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Patterson-UTI Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

PAX Global Technology Limited

Meeting Date: 05/19/2023 Country: Bermuda Ticker: 327

Meeting Type: Annual

Primary ISIN: BMG6955J1036 Primary SEDOL: B3LX5R0

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 Li Wenjin as Director	Mgmt	For	For
	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 majority 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.			
4	Elect Yip Wai Ming as Director	Mgmt	For	Against
	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 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. 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.			
5	Elect Fok Wai Shun, Wilson as Director	Mgmt	For	For
6	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
7	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For

PAX Global Technology Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
9	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
10	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
11	Adopt Restated Bye-Laws	Mgmt	For	For

Paycom Software, Inc.

Meeting Date: 05/01/2023 | Country: USA | Ticker: PAYC

Meeting Type: Annual

Primary ISIN: US70432V1026 | Primary SEDOL: BL95MY0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sharen J. Turney	Mgmt	For	Withhold
	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 impact shareholder rights. Also, the company unilaterally adopted a problematic advance notice bylaw provision and has not submitted it to a shareholder vote. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. The Company should put in place a 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 that the number of women directors has increased since the last AGM, 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.			
1.2	Elect Director J.C. Watts, Jr.	Mgmt	For	Withhold
	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. 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.			
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance; however we note that threshold, target, and maximum award levels are higher than what is often seen in this market. 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. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. The company has received three consecutive failed say-on-pay votes and has failed to address the main concern of shareholders - the CEO's 2020 mega grant.			

Paycom Software, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve 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; however we note that threshold, target, and maximum award levels are higher than what is often seen in this market. 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.			
5	Amend Certificate of Incorporation to Limit the Personal Liability of Certain Officers	Mgmt	For	Against
	Voter Rationale: There are currently various aspects of the company's governance which impair accountability to shareholders. Moreover, the board has failed to adequately respond to three consecutive failed say-on-pay votes and has unilaterally adopted restrictive advance notice provisions that will make it easier to reject shareholder nominations of directors. The difficulty shareholders would face in trying to replace directors at Paycom makes it more important that they be able to bring suit to challenge shareholder-unfriendly actions, and that such lawsuits be able to survive an initial motion to dismiss. As decisions regarding the company's response to shareholder litigation would be made by a board with a questionable track record on governance andresponsiveness to shareholders, we do not consider that the benefits of extending exculpation to officers outweigh the drawbacks in this case.			
6	Require a Majority Vote for the Election of Directors	SH	Against	For
	Voter Rationale: Directors should receive majority support from shareholders in order to be elected. Plurality voting allows directors with only minority support to be appointed to the board. The board should take decisive action and introduce a binding majority voting standard.			

Payoneer Global Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: PAYO

Meeting Type: Annual

Primary ISIN: US70451X1046 | Primary SEDOL: BLSPX60

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John Caplan	Mgmt	For	For
1.2	Elect Director Amir Goldman	Mgmt	For	Withhold
	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.			
1.3	Elect Director Susanna Morgan	Mgmt	For	For
1.4	Elect Director Rich Williams	Mgmt	For	For
2	Ratify Kesselman & Kesselman as Auditors	Mgmt	For	For
	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.			

Payoneer Global Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

PayPal Holdings, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: PYPL

Meeting Type: Annual

Primary ISIN: US70450Y1038 Primary SEDOL: BYW36M8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rodney C. Adkins	Mgmt	For	For
1b	Elect Director Jonathan Christodoro	Mgmt	For	For
1c	Elect Director John J. Donahoe	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1d	Elect Director David W. Dorman	Mgmt	For	For
	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.			
1e	Elect Director Belinda J. Johnson	Mgmt	For	For
1f	Elect Director Enrique Lores	Mgmt	For	For
1g	Elect Director Gail J. McGovern	Mgmt	For	For
1h	Elect Director Deborah M. Messemer	Mgmt	For	For
1i	Elect Director David M. Moffett	Mgmt	For	For
1j	Elect Director Ann M. Sarnoff	Mgmt	For	For
1k	Elect Director Daniel H. Schulman	Mgmt	For	For
1l	Elect Director Frank D. Yeary	Mgmt	For	For

PayPal Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: This plan could lead to excessive dilution.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.			
4	Ratify PricewaterhouseCoopers 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.			
5	Adopt a Policy on Services in Conflict Zones	SH	Against	Against
	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.			
6	Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalizing Abortion Access	SH	Against	Against
	Voter Rationale: This is an evolving issue under review by US regulators, and one which the company is monitoring closely. New FCC regulations may resolve concerns, but the company should ensure that its existing policies are strong, practices are clear, and disclosure is excellent in order to avoid further rulemaking.			
7	Report on PayPal's Nondiscriminatory Provision of Financial Services - Withdrawn	SH		
8	Report on Ensuring Respect for Civil Liberties	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
9	Adopt Majority Vote Standard for Director Elections	SH	Against	Against
	Voter Rationale: At this time, we believe proposal as written is too prescriptive.			

PCCW Limited

Meeting Date: 05/31/2023 | Country: Hong Kong | Ticker: 8

Meeting Type: Annual

Primary ISIN: HK0008011667 | Primary SEDOL: 6574071

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

PCCW Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Final Dividend	Mgmt	For	For
3a	Elect Hui Hon Hing, Susanna as Director	Mgmt	For	For
	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.			
3b	Elect Aman Mehta as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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.			
3c	Elect David Christopher Chance as Director	Mgmt	For	For
3d	Elect Sharhan Mohamed Muhseen Mohamed 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	Against
	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.			
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

PDF Solutions, Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: PDFS

Meeting Type: Annual

Primary ISIN: US6932821050 Primary SEDOL: 2782425

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joseph R. Bronson	Mgmt	For	For
1.2	Elect Director Ye Jane Li	Mgmt	For	For
2	Ratify BPM LLP as Auditors	Mgmt	For	For

PDF Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Pebblebrook Hotel Trust

Meeting Date: 05/23/2023 Country: USA Ticker: PEB

Meeting Type: Annual

Primary ISIN: US70509V1008 Primary SEDOL: B4XBDV9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jon E. Bortz	Mgmt	For	For
1b	Elect Director Cydney C. Donnell	Mgmt	For	For
1c	Elect Director Ron E. Jackson	Mgmt	For	For
1d	Elect Director Phillip M. Miller	Mgmt	For	For
1e	Elect Director Michael J. Schall	Mgmt	For	For
1f	Elect Director Bonny W. Simi	Mgmt	For	For
	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.			
1g	Elect Director Earl E. Webb	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Pebblebrook Hotel Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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. However, we believe the Compensation Committee has made positive YOY changes to address structural and disclosure concerns.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Pediatrix Medical Group, Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: MD

Meeting Type: Annual

Primary ISIN: US58502B1061 Primary SEDOL: 2677640

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laura A. Linynsky	Mgmt	For	For
1.2	Elect Director Thomas A. McEachin	Mgmt	For	For
1.3	Elect Director Mark S. Ordan	Mgmt	For	For
1.4	Elect Director Michael A. Rucker	Mgmt	For	For
1.5	Elect Director Guy P. Sansone	Mgmt	For	For
1.6	Elect Director John M. Starcher, Jr.	Mgmt	For	For
1.7	Elect Director James D. Swift	Mgmt	For	For
1.8	Elect Director Shirley A. Weis	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Pembina Pipeline Corporation

Meeting Date: 05/05/2023 | Country: Canada | Ticker: PPL
Meeting Type: Annual
Primary ISIN: CA7063271034 | Primary SEDOL: B4PT2P8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anne-Marie N. Ainsworth	Mgmt	For	For
1.2	Elect Director J. Scott Burrows	Mgmt	For	For
1.3	Elect Director Cynthia Carroll	Mgmt	For	For
1.4	Elect Director Ana Dutra	Mgmt	For	For
1.5	Elect Director Robert G. Gwin	Mgmt	For	For
1.6	Elect Director Maureen E. Howe	Mgmt	For	For
1.7	Elect Director Gordon J. Kerr	Mgmt	For	For
1.8	Elect Director David M.B. LeGresley	Mgmt	For	For
1.9	Elect Director Andy J. Mah	Mgmt	For	For
1.10	Elect Director Leslie A. O'Donoghue	Mgmt	For	For
1.11	Elect Director Bruce D. Rubin	Mgmt	For	For
1.12	Elect Director Henry W. Sykes	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The majority of long-term incentives should be quantitative. 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.			

PENN Entertainment, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: PENN
Meeting Type: Annual
Primary ISIN: US7075691094 | Primary SEDOL: 2682105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Vimla Black-Gupta	Mgmt	For	For
1.2	Elect Director Marla Kaplowitz	Mgmt	For	For
1.3	Elect Director Jane Scaccetti	Mgmt	For	For

PENN Entertainment, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Jay A. Snowden	Mgmt	For	For
2	Ratify Deloitte & Touche, 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. This plan could lead to excessive dilution. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

PennyMac Financial Services, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: PFSI

Meeting Type: Annual

Primary ISIN: US70932M1071 | Primary SEDOL: BGYTGH3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David A. Spector	Mgmt	For	For
	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.			
1b	Elect Director James K. Hunt	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1c	Elect Director Jonathon S. Jacobson	Mgmt	For	For
1d	Elect Director Doug Jones	Mgmt	For	For
	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.			
1e	Elect Director Patrick Kinsella	Mgmt	For	For

PennyMac Financial Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Anne D. McCallion	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1g	Elect Director Joseph Mazzella	Mgmt	For	For
1h	Elect Director Farhad Nanji	Mgmt	For	For
1i	Elect Director Jeffrey A. Perlowitz	Mgmt	For	For
1j	Elect Director Lisa M. Shalett	Mgmt	For	For
1k	Elect Director Theodore W. Tozer	Mgmt	For	For
1l	Elect Director Emily Youssouf	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

PennyMac Mortgage Investment Trust

Meeting Date: 06/08/2023 | Country: USA | Ticker: PMT

Meeting Type: Annual

Primary ISIN: US70931T1034 | Primary SEDOL: B3V8JL7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Preston DuFauchard	Mgmt	For	Against
	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 permit shareholders to amend bylaws but with material restrictions which exceed those set forth in existing SEC rules.			
1b	Elect Director Nancy McAllister	Mgmt	For	For
1c	Elect Director Stacey D. Stewart	Mgmt	For	Against
	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 permit shareholders to amend bylaws but with material restrictions which exceed those set forth in existing SEC rules.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

PennyMac Mortgage Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Pentair plc

Meeting Date: 05/09/2023 Country: Ireland Ticker: PNR

Meeting Type: Annual

Primary ISIN: IE00BLS09M33 Primary SEDOL: BLS09M3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mona Abutaleb Stephenson	Mgmt	For	For
1b	Elect Director Melissa Barra	Mgmt	For	For
1c	Elect Director T. Michael Glenn	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.			
1d	Elect Director Theodore L. Harris	Mgmt	For	For
1e	Elect Director David A. Jones	Mgmt	For	For
1f	Elect Director Gregory E. Knight	Mgmt	For	For
1g	Elect Director Michael T. Speetzen	Mgmt	For	For
1h	Elect Director John L. Stauch	Mgmt	For	For
1i	Elect Director Billie I. Williamson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors and Authorise Their Remuneration	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.			
5	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For

Pentair plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Renew the Board's Authority to Opt-Out of Statutory Preemption Rights Under Irish Law	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For

Penumbra, Inc.

Meeting Date: 05/31/2023 Country: USA Ticker: PEN
Meeting Type: Annual
Primary ISIN: US70975L1070 Primary SEDOL: BZ0V201

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Arani Bose	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Bridget O'Rourke	Mgmt	For	Withhold
	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 impact shareholder rights			
1.3	Elect Director Surbhi Sarna	Mgmt	For	Withhold
	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 impact shareholder rights			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Peoples Bancorp Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: PEBO
Meeting Type: Annual
Primary ISIN: US7097891011 Primary SEDOL: 2679419

Peoples Bancorp Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tara M. Abraham	Mgmt	For	For
1.2	Elect Director S. Craig Beam	Mgmt	For	For
1.3	Elect Director David F. Dierker	Mgmt	For	For
1.4	Elect Director James S. Huggins	Mgmt	For	For
1.5	Elect Director Brooke W. James	Mgmt	For	For
1.6	Elect Director Susan D. Rector	Mgmt	For	For
1.7	Elect Director Kevin R. Reeves	Mgmt	For	For
1.8	Elect Director Carol A. Schneeberger	Mgmt	For	For
1.9	Elect Director Frances A. Skinner	Mgmt	For	For
1.10	Elect Director Dwight E. Smith	Mgmt	For	For
1.11	Elect Director Charles W. Sulerzyski	Mgmt	For	For
1.12	Elect Director Michael N. Vittorio	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years 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.			
3	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. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Ratify Ernst & Young 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.			

Pepper Money Limited

Meeting Date: 04/27/2023 Country: Australia Ticker: PPM

Meeting Type: Annual

Primary ISIN: AU0000150898 Primary SEDOL: BMBPP68

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For
2	Elect Akiko Jackson as Director	Mgmt	For	For
3	Elect Robert Verlander as Director	Mgmt	For	For
4	Approve Issuance of Performance Rights to Mario Rehayem	Mgmt	For	For

Pepper Money Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Issuance of Restricted Rights to Mario Rehayem	Mgmt	For	For
6	Approve Issuance of Service Rights to Mario Rehayem	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

PepsiCo, Inc.

Meeting Date: 05/03/2023 Country: USA Ticker: PEP

Meeting Type: Annual

Primary ISIN: US7134481081 Primary SEDOL: 2681511

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Segun Agbaje	Mgmt	For	For
1b	Elect Director Jennifer Bailey	Mgmt	For	For
1c	Elect Director Cesar Conde	Mgmt	For	For
1d	Elect Director Ian Cook	Mgmt	For	For
1e	Elect Director Edith W. Cooper	Mgmt	For	For
1f	Elect Director Susan M. Diamond	Mgmt	For	For
1g	Elect Director Dina Dublon	Mgmt	For	For
1h	Elect Director Michelle Gass	Mgmt	For	For
1i	Elect Director Ramon L. Laguarta	Mgmt	For	For
1j	Elect Director Dave J. Lewis	Mgmt	For	For
1k	Elect Director David C. Page	Mgmt	For	For
1l	Elect Director Robert C. Pohlad	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1m	Elect Director Daniel Vasella	Mgmt	For	For
1n	Elect Director Darren Walker	Mgmt	For	For
1o	Elect Director Alberto Weisser	Mgmt	For	For
2	Ratify KPMG 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.			

PepsiCo, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			
6	Issue Transparency Report on Global Public Policy and Political Influence	SH	Against	For
	Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.			
7	Report on Impacts of Restrictive Reproductive Healthcare Legislation	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks.			
8	Publish Annual Congruency Report on Net-Zero Emissions Policy	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Perficient, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: PRFT

Meeting Type: Annual

Primary ISIN: US71375U1016 | Primary SEDOL: 2442547

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Romil Bahl	Mgmt	For	For
1b	Elect Director Jeffrey S. Davis	Mgmt	For	For
1c	Elect Director Ralph C. Derrickson	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.			

Perficient, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Jill A. Jones	Mgmt	For	For
1e	Elect Director David S. Lundeen	Mgmt	For	Against
	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.			
1f	Elect Director Brian L. Matthews	Mgmt	For	For
	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.			
1g	Elect Director Nancy C. Pechloff	Mgmt	For	For
1h	Elect Director Gary M. Wimberly	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
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For
6	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Perimeter Solutions SA

Meeting Date: 06/22/2023 | Country: Luxembourg | Ticker: PRM

Meeting Type: Annual

Primary ISIN: LU2391723694 | Primary SEDOL: BP8KZH8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director W. Nicholas Howley	Mgmt	For	For
1.2	Elect Director William N. Thorndike, Jr.	Mgmt	For	For
1.3	Elect Director Edward Goldberg	Mgmt	For	For
1.4	Elect Director Tracy Britt Cool	Mgmt	For	For
1.5	Elect Director Sean Hennessy	Mgmt	For	For

Perimeter Solutions SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Robert S. Henderson	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.7	Elect Director Bernt Iversen, II	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	None	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify BDO USA, LLP as Auditor	Mgmt	For	For
5	Approve Financial Statements	Mgmt	For	For
6	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
7	Approve Allocation of Income	Mgmt	For	For
8	Approve Discharge of Directors	Mgmt	For	For
9	Approve Remuneration of Directors	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.			

PerkinElmer, Inc.

Meeting Date: 04/25/2023 Country: USA Ticker: PKI

Meeting Type: Annual

Primary ISIN: US7140461093 Primary SEDOL: 2305844

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter Barrett	Mgmt	For	For
1b	Elect Director Samuel R. Chapin	Mgmt	For	For
1c	Elect Director Sylvie Gregoire	Mgmt	For	For
1d	Elect Director Michelle McMurry-Heath	Mgmt	For	For
1e	Elect Director Alexis P. Michas	Mgmt	For	For
1f	Elect Director Prahlad R. Singh	Mgmt	For	For
1g	Elect Director Michel Vounatsos	Mgmt	For	For
1h	Elect Director Frank Witney	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

PerkinElmer, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Pascale Witz	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Change Company Name to Revvity, Inc.	Mgmt	For	For

Perrigo Company plc

Meeting Date: 05/04/2023 Country: Ireland Ticker: PRGO

Meeting Type: Annual

Primary ISIN: IE00BGH1M568 Primary SEDOL: BGH1M56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bradley A. Alford	Mgmt	For	For
1.2	Elect Director Orlando D. Ashford	Mgmt	For	For
1.3	Elect Director Katherine C. Doyle	Mgmt	For	For
1.4	Elect Director Adriana Karaboutis	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.5	Elect Director Murray S. Kessler	Mgmt	For	For
1.6	Elect Director Jeffrey B. Kindler	Mgmt	For	For
1.7	Elect Director Erica L. Mann	Mgmt	For	For
1.8	Elect Director Albert A. Manzone	Mgmt	For	For
1.9	Elect Director Donal O'Connor	Mgmt	For	For
1.10	Elect Director Geoffrey M. Parker	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			

Perrigo Company plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Authorise Issue of Equity	Mgmt	For	For
6	Authorize Issuance of Equity without Preemptive Rights	Mgmt	For	For
7	Approve Creation of Distributable Reserves	Mgmt	For	For

PERSOL Holdings Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 2181

Meeting Type: Annual

Primary ISIN: JP3547670004 | Primary SEDOL: B3CY709

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Mizuta, Masamichi	Mgmt	For	For
2.2	Elect Director Wada, Takao	Mgmt	For	For
2.3	Elect Director Tamakoshi, Ryosuke	Mgmt	For	For
2.4	Elect Director Yamauchi, Masaki	Mgmt	For	For
2.5	Elect Director Yoshizawa, Kazuhiro	Mgmt	For	For
2.6	Elect Director Debra A. Hazelton	Mgmt	For	For
3	Elect Director and Audit Committee Member Hayashi, Daisuke	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4	Elect Alternate Director and Audit Committee Member Yamauchi, Masaki	Mgmt	For	For

PERSOL Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
6	Approve Trust-Type Equity Compensation 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.			
7	Approve Trust-Type Equity Compensation 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.			
8	Approve Trust-Type Equity Compensation 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.			

Pet Valu Holdings Ltd.

Meeting Date: 05/09/2023 | Country: Canada | Ticker: PET

Meeting Type: Annual

Primary ISIN: CA71584R1055 | Primary SEDOL: BKY8LF1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Nine	Mgmt	For	For
2.1	Elect Director Sarah Davis	Mgmt	For	Withhold
	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. 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.			
2.2	Elect Director Clayton Harmon	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
2.3	Elect Director Patrick Hillegass	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness			
2.4	Elect Director Kevin Hofmann	Mgmt	For	For
2.5	Elect Director Richard Maltsbarger	Mgmt	For	For
2.6	Elect Director Lawrence "Chip" Molloy	Mgmt	For	Withhold
	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.			
2.7	Elect Director Anthony Truesdale	Mgmt	For	For
2.8	Elect Director Erin Young	Mgmt	For	For

Pet Valu Holdings Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Petco Health and Wellness Company, Inc.

Meeting Date: 06/22/2023 | Country: USA | Ticker: WOOF

Meeting Type: Annual

Primary ISIN: US71601V1052 | Primary SEDOL: BNRQM83

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gary Briggs	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A non-independent director 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.			
1.2	Elect Director Nishad Chande	Mgmt	For	For
1.3	Elect Director Mary Sullivan	Mgmt	For	Withhold
	Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. 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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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.			
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against
	Voter Rationale: This is not in the best interest of shareholders.			
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Petro Rio SA

Meeting Date: 04/28/2023 | Country: Brazil | Ticker: PRIO3

Meeting Type: Annual

Primary ISIN: BRPRIOACNOR1 | Primary SEDOL: BYY0144

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Minutes of Meeting Summary	Mgmt	For	For
2	Approve Minutes of Meeting with Exclusion of Shareholder Names	Mgmt	For	For
3	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2022	Mgmt	For	For
	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.			
4	Approve Allocation of Income and Dividends	Mgmt	For	For
5	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	For	For
6	Elect Fiscal Council Members	Mgmt	For	For
7	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8	Approve Remuneration of Fiscal Council Members	Mgmt	For	For
9	Approve Remuneration of Company's Management	Mgmt	For	Against
	Voter Rationale: Significant increase in the global remuneration cap. proposed for 2023, this follows a significant increase in executive remuneration reported in 2022 compared with the previous year. Further rationale and disclosure in relation to the remuneration structure would be welcome, especially in light of significant remuneration increases in recent years.			

Petro Rio SA

Meeting Date: 04/28/2023 | Country: Brazil | Ticker: PRIO3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRPRIOACNOR1 | Primary SEDOL: BYY0144

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Minutes of Meeting Summary	Mgmt	For	For

Petro Rio SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Minutes of Meeting with Exclusion of Shareholder Names	Mgmt	For	For
3	Re-Ratify Remuneration of Company's Management for 2022	Mgmt	For	For
4	Amend Articles and Consolidate Bylaws	Mgmt	For	For
5	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	Mgmt	None	For

Petro Rio SA

Meeting Date: 05/12/2023 Country: Brazil Ticker: PRIO3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRPRIOACNOR1 Primary SEDOL: BYY0144

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles and Consolidate Bylaws	Mgmt	For	For

Pfizer Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: PFE

Meeting Type: Annual

Primary ISIN: US7170811035 Primary SEDOL: 2684703

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ronald E. Blaylock	Mgmt	For	For
1.2	Elect Director Albert Bourla	Mgmt	For	For
1.3	Elect Director Susan Desmond-Hellmann	Mgmt	For	For
1.4	Elect Director Joseph J. Echevarria	Mgmt	For	For
1.5	Elect Director Scott Gottlieb	Mgmt	For	For
1.6	Elect Director Helen H. Hobbs	Mgmt	For	For
1.7	Elect Director Susan Hockfield	Mgmt	For	For
1.8	Elect Director Dan R. Littman	Mgmt	For	For
1.9	Elect Director Shantanu Narayen	Mgmt	For	For

Pfizer Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Suzanne Nora Johnson	Mgmt	For	Against
	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.			
1.11	Elect Director James Quincey	Mgmt	For	For
1.12	Elect Director James C. Smith	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			
6	Require Independent Board Chair	SH	Against	For
	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.			
7	Report on Feasibility of Intellectual Property Transfer to Boost Covid-19 Vaccine Production	SH	Against	Against
8	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	Against
9	Report on Political Expenditures Congruence	SH	Against	Against

Phathom Pharmaceuticals, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: PHAT

Meeting Type: Annual

Primary ISIN: US71722W1071 Primary SEDOL: BJLKVS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Terrie Curran	Mgmt	For	For

Phathom Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Mark Stenhouse	Mgmt	For	Withhold
	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. 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. 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

PHC Holdings Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 6523

Meeting Type: Annual

Primary ISIN: JP3801300009 | Primary SEDOL: BMDHDB3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 36	Mgmt	For	For
2	Amend Articles to Change Location of Head Office	Mgmt	For	For
3.1	Elect Director Miyazaki, Shoji	Mgmt	For	Abstain
	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.			
3.2	Elect Director Sato, Koichiro	Mgmt	For	For
3.3	Elect Director Hirano, Hirofumi	Mgmt	For	For
3.4	Elect Director Yatagawa, Eiji	Mgmt	For	For
3.5	Elect Director Sakaguchi, Sen	Mgmt	For	For
3.6	Elect Director Deguchi, Kyoko	Mgmt	For	For
3.7	Elect Director Ivan Tornos	Mgmt	For	For
3.8	Elect Director David Sneider	Mgmt	For	For

Phillips Edison & Company, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: PECO

Meeting Type: Annual

Primary ISIN: US71844V2016 | Primary SEDOL: BN48ZR2

Phillips Edison & Company, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey S. Edison	Mgmt	For	For
1b	Elect Director Leslie T. Chao	Mgmt	For	For
1c	Elect Director Elizabeth O. Fischer	Mgmt	For	For
1d	Elect Director Stephen R. Quazzo	Mgmt	For	For
1e	Elect Director Jane E. Silfen	Mgmt	For	For
1f	Elect Director John A. Strong	Mgmt	For	For
1g	Elect Director Gregory S. Wood	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Physicians Realty Trust

Meeting Date: 05/03/2023 Country: USA Ticker: DOC

Meeting Type: Annual

Primary ISIN: US71943U1043 Primary SEDOL: BC9S149

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John T. Thomas	Mgmt	For	For
1.2	Elect Director Tommy G. Thompson	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. 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.			
1.3	Elect Director Stanton D. Anderson	Mgmt	For	For
	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.			
1.4	Elect Director Mark A. Baumgartner	Mgmt	For	For
1.5	Elect Director Albert C. Black, Jr.	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			

Physicians Realty Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director William A. Ebinger	Mgmt	For	For
	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.			
1.7	Elect Director Pamela J. Kessler	Mgmt	For	For
1.8	Elect Director Ava E. Lias-Booker	Mgmt	For	For
	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.			
1.9	Elect Director Richard A. Weiss	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
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
4	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.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

PICC Property and Casualty Company Limited

Meeting Date: 06/19/2023 Country: China Ticker: 2328

Meeting Type: Annual

Primary ISIN: CNE100000593 Primary SEDOL: 6706250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
2	Approve Report of the Supervisory Committee	Mgmt	For	For
3	Approve Audited Financial Statements and Auditor's Report	Mgmt	For	For
4	Approve Profit Distribution Plan	Mgmt	For	For
5	Approve PricewaterhouseCoopers as International Auditor and PricewaterhouseCoopers Zhong Tian LLP as Domestic Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Approve Issuance of 10-Year Capital Supplementary Bonds and Related Transactions	Mgmt	For	For

Pinnacle Financial Partners, Inc.

Meeting Date: 04/18/2023 | Country: USA | Ticker: PNFP
Meeting Type: Annual
Primary ISIN: US72346Q1040 | Primary SEDOL: 2675097

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Abney S. Boxley, III	Mgmt	For	For
1.2	Elect Director Charles E. Brock	Mgmt	For	For
1.3	Elect Director Renda J. Burkhart	Mgmt	For	For
1.4	Elect Director Gregory L. Burns	Mgmt	For	Against
	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.			
1.5	Elect Director Richard D. Callicutt, II	Mgmt	For	For
1.6	Elect Director Thomas C. Farnsworth, III	Mgmt	For	For
1.7	Elect Director Joseph C. Galante	Mgmt	For	For
1.8	Elect Director Glenda Baskin Glover	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.9	Elect Director David B. Ingram	Mgmt	For	For
1.10	Elect Director Decosta E. Jenkins	Mgmt	For	For
1.11	Elect Director Robert A. McCabe, Jr.	Mgmt	For	For
1.12	Elect Director G. Kennedy Thompson	Mgmt	For	For
1.13	Elect Director M. Terry Turner	Mgmt	For	For
2	Ratify Crowe 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 year's 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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Pinterest, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: PINS
Meeting Type: Annual
Primary ISIN: US72352L1061 | Primary SEDOL: BJ2Z0H2

Pinterest, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey Jordan	Mgmt	For	Against
	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 reasonable 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.			
1b	Elect Director Jeremy Levine	Mgmt	For	Against
	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 reasonable 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.			
1c	Elect Director Gokul Rajaram	Mgmt	For	For
	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.			
1d	Elect Director Marc Steinberg	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.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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Report on Prevention of Workplace Harassment and Discrimination	SH	Against	For
	Voter Rationale: Shareholders would benefit from additional information allowing them to better measure the progress of the company's on workplace harassment and discrimination.			
5	Report on Censorship	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Pioneer Natural Resources Company

Meeting Date: 05/25/2023 Country: USA Ticker: PXD

Meeting Type: Annual

Primary ISIN: US7237871071 Primary SEDOL: 2690830

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director A.R Alameddine	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Lori G. Billingsley	Mgmt	For	For
1c	Elect Director Edison C. Buchanan	Mgmt	For	For
1d	Elect Director Richard P. Dealy	Mgmt	For	For

Pioneer Natural Resources Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Maria S. Dreyfus	Mgmt	For	For
1f	Elect Director Matthew M. Gallagher	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1g	Elect Director Phillip A. Gobe	Mgmt	For	For
1h	Elect Director Stacy P. Methvin	Mgmt	For	For
1i	Elect Director Royce W. Mitchell	Mgmt	For	For
1j	Elect Director Scott D. Sheffield	Mgmt	For	For
1k	Elect Director J. Kenneth Thompson	Mgmt	For	For
1l	Elect Director Phoebe A. Wood	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Piper Sandler Companies

Meeting Date: 05/17/2023 Country: USA Ticker: PIPR

Meeting Type: Annual

Primary ISIN: US7240781002 Primary SEDOL: 2227089

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Chad R. Abraham	Mgmt	For	For
1b	Elect Director Jonathan J. Doyle	Mgmt	For	For
1c	Elect Director William R. Fitzgerald	Mgmt	For	For
1d	Elect Director Victoria M. Holt	Mgmt	For	For
1e	Elect Director Robbin Mitchell	Mgmt	For	For
1f	Elect Director Thomas S. Schreier	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1g	Elect Director Sherry M. Smith	Mgmt	For	For
1h	Elect Director Philip E. Soran	Mgmt	For	For

Piper Sandler Companies

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Brian R. Sterling	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1j	Elect Director Scott C. Taylor	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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.			
6	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Piraeus Financial Holdings SA

Meeting Date: 06/27/2023 | Country: Greece | Ticker: TPEIR

Meeting Type: Annual

Primary ISIN: GRS014003032 | Primary SEDOL: BNC0DB0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Accept Financial Statements and Statutory Reports	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	Receive Audit Committee's Activity Report	Mgmt		
5	Receive Report of Independent Non-Executive Directors	Mgmt		
6	Approve Director Remuneration	Mgmt	For	For
7	Advisory Vote on Remuneration Report	Mgmt	For	For

Piraeus Financial Holdings SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Elect Directors and Appoint Independent Directors (Bundled)	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully 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 30% 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. 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.			
9	Approve Type, Term and Composition of the Audit Committee	Mgmt	For	For
10	Amend Suitability Policy for Directors	Mgmt	For	For
11	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval.			
12	Approve Share Distribution Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 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.			
13	Authorize Share Repurchase Program	Mgmt	For	For
14	Approve Treatment of Net Loss	Mgmt	For	For
15	Authorize Board to Participate in Companies with Similar Business Interests	Mgmt	For	For
16	Various Announcements	Mgmt		

Plains GP Holdings, L.P.

Meeting Date: 05/24/2023	Country: USA Meeting Type: Annual	Ticker: PAGP	
		Primary ISIN: US72651A2078	Primary SEDOL: BDGHN95

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Willie Chiang	Mgmt	For	For
	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.			
1.2	Elect Director Ellen R. DeSanctis	Mgmt	For	For

Plains GP Holdings, L.P.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Alexandra D. Pruner	Mgmt	For	For
	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.			
1.4	Elect Director Lawrence M. Ziemba	Mgmt	For	Withhold
	Voter Rationale: We encourage the company to set scope 1 and 2 GHG emissions reduction targets.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Planet Fitness, Inc.

Meeting Date: 05/01/2023 | Country: USA | Ticker: PLNT

Meeting Type: Annual

Primary ISIN: US72703H1014 | Primary SEDOL: BYSFJV8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Enshalla Anderson	Mgmt	For	For
1.2	Elect Director Stephen Spinelli, Jr.	Mgmt	For	Withhold
	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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			

Playa Hotels & Resorts N.V.

Meeting Date: 05/11/2023 | Country: Netherlands | Ticker: PLYA
Meeting Type: Annual
Primary ISIN: NL0012170237 | Primary SEDOL: BD089F2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bruce D. Wardinski	Mgmt	For	For
1b	Elect Director Jeanmarie Cooney	Mgmt	For	For
1c	Elect Director Hal Stanley Jones	Mgmt	For	For
1d	Elect Director Mahmood Khimji	Mgmt	For	For
1e	Elect Director Elizabeth Lieberman	Mgmt	For	For
1f	Elect Director Maria Miller	Mgmt	For	For
1g	Elect Director Leticia Navarro	Mgmt	For	For
1h	Elect Director Karl Peterson	Mgmt	For	For
2	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
6	Approve Discharge of Directors	Mgmt	For	For
7	Authorization of the Board to Acquire Shares and Depositary Receipts for Shares in the Capital of the Company	Mgmt	For	Against
	Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.			
8	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For
9	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.			

Pliant Therapeutics, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: PLRX
Meeting Type: Annual
Primary ISIN: US7291391057 | Primary SEDOL: BMDWW66

Pliant Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bernard Coulie	Mgmt	For	For
	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.			
1b	Elect Director Gayle Crowell	Mgmt	For	Withhold
	Voter Rationale: 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.			
1c	Elect Director Suzanne Bruhn	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Plug Power Inc.

Meeting Date: 06/27/2023 | Country: USA | Ticker: PLUG

Meeting Type: Annual

Primary ISIN: US72919P2020 | Primary SEDOL: 2508386

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jonathan M. Silver	Mgmt	For	For
1b	Elect Director Kyungyeol Song	Mgmt	For	For
2	Amend Omnibus 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. 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.			
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Plug Power Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

POINT Biopharma Global, Inc.

Meeting Date: 06/01/2023 Country: USA Ticker: PNT

Meeting Type: Annual

Primary ISIN: US7305411099 Primary SEDOL: BNKJ1S2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Neil Fleshner	Mgmt	For	For
1.2	Elect Director David C. Lubner	Mgmt	For	Withhold
	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 classified board, which adversely impacts shareholder rights.			
1.3	Elect Director Yael Margolin	Mgmt	For	Withhold
	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 classified board, which adversely impacts shareholder rights.			
2	Ratify Armanino LLP as Auditors	Mgmt	For	For

Pool Corporation

Meeting Date: 05/03/2023 Country: USA Ticker: POOL

Meeting Type: Annual

Primary ISIN: US73278L1052 Primary SEDOL: 2781585

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter D. Arvan	Mgmt	For	For
1b	Elect Director Martha "Marty" S. Gervasi	Mgmt	For	For
1c	Elect Director James "Jim" D. Hope	Mgmt	For	For
1d	Elect Director Debra S. Oler	Mgmt	For	For

Pool Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Manuel J. Perez de la Mesa	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Carlos A. Sabater	Mgmt	For	For
1g	Elect Director Robert C. Sledd	Mgmt	For	For
1h	Elect Director John E. Stokely	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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. The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1i	Elect Director David G. Whalen	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Popular, Inc.

Meeting Date: 05/11/2023 | Country: Puerto Rico | Ticker: BPOP
Meeting Type: Annual
Primary ISIN: PR7331747001 | Primary SEDOL: B86QM90

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ignacio Alvarez	Mgmt	For	For
1b	Elect Director Joaquin E. Bacardi, III	Mgmt	For	For
1c	Elect Director Alejandro M. Ballester	Mgmt	For	For
1d	Elect Director Robert Carrady	Mgmt	For	For
1e	Elect Director Richard L. Carrion	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1f	Elect Director Betty DeVita	Mgmt	For	For
1g	Elect Director John W. Diercksen	Mgmt	For	For

Popular, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Maria Luisa Ferre Rangel	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.			
1i	Elect Director C. Kim Goodwin	Mgmt	For	For
1j	Elect Director Jose R. Rodriguez	Mgmt	For	For
1k	Elect Director Alejandro M. Sanchez	Mgmt	For	For
1l	Elect Director Myrna M. Soto	Mgmt	For	For
1m	Elect Director Carlos A. Unanue	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify PricewaterhouseCoopers 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.			

Portillo's, Inc.

Meeting Date: 06/27/2023 | Country: USA | Ticker: PTLO

Meeting Type: Annual

Primary ISIN: US73642K1060 | Primary SEDOL: BNV0RN1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Osanloo	Mgmt	For	For
1.2	Elect Director Ann Bordelon	Mgmt	For	For
1.3	Elect Director Paulette Dodson	Mgmt	For	For
1.4	Elect Director Noah Glass	Mgmt	For	For
1.5	Elect Director Gerard J. Hart	Mgmt	For	For
1.6	Elect Director Richard K. Lubin	Mgmt	For	For
1.7	Elect Director Joshua A. Lutzker	Mgmt	For	Withhold
	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.			
1.8	Elect Director Michael A. Miles Jr.	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Power Assets Holdings Limited

Meeting Date: 05/17/2023 | Country: Hong Kong | Ticker: 6
Meeting Type: Annual
Primary ISIN: HK0006000050 | Primary SEDOL: 6435327

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 Stephen Edward Bradley as Director	Mgmt	For	For
3b	Elect Andrew John Hunter as Director	Mgmt	For	For
	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.			
3c	Elect Ip Yuk-keung, Albert as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 13.5 pct of the board. It is positive to see the improvements that the company have made in relation to their disclosure and management of climate risks, in particular their pursuit of net zero 2050, their enhanced TCFD disclosures and the new group-wide 2035 scope 1 and 2 emissions reductions targets. While these are positive, the company should provide more disclosure of their decarbonisation strategy to meet these targets, including the actions that they intend to take and how these are linked to specfic emissions reductions at group-level.			
3d	Elect Kwan Chi Kin, Anthony as Director	Mgmt	For	For
3e	Elect Li Tzar Kuoi, Victor as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3f	Elect Tsai Chao Chung, Charles as Director	Mgmt	For	For
4	Approve KPMG as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Power Corporation of Canada

Meeting Date: 05/16/2023 | Country: Canada | Ticker: POW
Meeting Type: Annual
Primary ISIN: CA7392391016 | Primary SEDOL: 2697701

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Pierre Beaudoin	Mgmt	For	For
1.2	Elect Director Marcel R. Coutu	Mgmt	For	For
1.3	Elect Director Andre Desmarais	Mgmt	For	Against
	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. 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. The nominee is a former executive and considered to be non-independent.			
1.4	Elect Director Paul Desmarais, Jr.	Mgmt	For	Against
	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. 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. 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 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. 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. 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. 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 nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Gary A. Doer	Mgmt	For	For
1.6	Elect Director Anthony R. Graham	Mgmt	For	Against
	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. 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 Sharon MacLeod	Mgmt	For	For
1.8	Elect Director Paula B. Madoff	Mgmt	For	For
1.9	Elect Director Isabelle Marcoux	Mgmt	For	For
1.10	Elect Director Christian Noyer	Mgmt	For	For
1.11	Elect Director R. Jeffrey Orr	Mgmt	For	For
	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.			
1.12	Elect Director T. Timothy Ryan, Jr.	Mgmt	For	For
1.13	Elect Director Siim A. Vanaselja	Mgmt	For	For
1.14	Elect Director Elizabeth D. Wilson	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	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.			

Power Integrations, Inc.

Meeting Date: 05/19/2023 | Country: USA | Ticker: POWI
Meeting Type: Annual
Primary ISIN: US7392761034 | Primary SEDOL: 2133045

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Wendy Arienzo	Mgmt	For	For
1.2	Elect Director Balu Balakrishnan	Mgmt	For	For
1.3	Elect Director Nicholas E. Brathwaite	Mgmt	For	Withhold
	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.			
1.4	Elect Director Anita Ganti	Mgmt	For	For
1.5	Elect Director Nancy Gioia	Mgmt	For	For
1.6	Elect Director Balakrishnan S. Iyer	Mgmt	For	Withhold
	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.			
1.7	Elect Director Ravi Vig	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	None	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

PowerSchool Holdings, Inc.

Meeting Date: 05/02/2023 | Country: USA | Ticker: PWSC
Meeting Type: Annual
Primary ISIN: US73939C1062 | Primary SEDOL: BMGTPK9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Armstrong	Mgmt	For	Withhold

PowerSchool Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The 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. 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 and pop-up supermajority vote requirements, each of which adversely impact shareholder rights.			
1.2	Elect Director Hardeep Gulati	Mgmt	For	For
1.3	Elect Director Betty Hung	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The 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. 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 and pop-up supermajority vote requirements, each of which adversely impact shareholder rights.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Powszechna Kasa Oszczednosci Bank Polski SA

Meeting Date: 06/21/2023 | Country: Poland | Ticker: PKO

Meeting Type: Annual

Primary ISIN: PLPKO0000016 | Primary SEDOL: B03NGS5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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
5	Receive Financial Statements and Management Board Proposal on Allocation of Income	Mgmt		
6	Receive Management Board Report on Group's Operations and Consolidated Financial Statements, and Statutory Reports	Mgmt		
7	Receive Supervisory Board Report	Mgmt		
8	Receive Supervisory Board Report on Remuneration Policy and Compliance with Corporate Governance Principles	Mgmt		
9.a	Approve Financial Statements	Mgmt	For	For

Powszechna Kasa Oszczednosci Bank Polski SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9.b	Approve Management Board Report on Company's and Group's Operations; and Report on Expenses Related to Representation, Legal Services, Marketing Services, Public Relations Services, Social Communication Services, and Management Advisory Services	Mgmt	For	For
9.c	Approve Consolidated Financial Statements	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
9.d	Approve Supervisory Board Report	Mgmt	For	For
9.e	Resolve Not to Allocate Income from Previous Years	Mgmt	For	For
9.f	Approve Allocation of Income and Dividends	Mgmt	For	For
10	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Some contractual terms of the company's executives and terms of exit payments of former executives were not fully disclosed. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
11.1	Approve Discharge of Pawel Gruza (Deputy CEO)	Mgmt	For	For
11.2	Approve Discharge of Maciej Brzozowski (Deputy CEO)	Mgmt	For	For
11.3	Approve Discharge of Marcin Eckert (Deputy CEO)	Mgmt	For	For
11.4	Approve Discharge of Wojciech Iwanicki (Deputy CEO)	Mgmt	For	For
11.5	Approve Discharge of Maks Kraczkowski (Deputy CEO)	Mgmt	For	For
11.6	Approve Discharge of Mieczyslaw Krol (Deputy CEO)	Mgmt	For	For
11.7	Approve Discharge of Artur Kurcweil (Deputy CEO)	Mgmt	For	For
11.8	Approve Discharge of Piotr Mazur (Deputy CEO)	Mgmt	For	For
11.9	Approve Discharge of Iwona Duda (CEO and Deputy CEO)	Mgmt	For	For
11.10	Approve Discharge of Bartosz Drabikowski (Deputy CEO)	Mgmt	For	For
12.1	Approve Discharge of Maciej Lopinski (Supervisory Board Chairman)	Mgmt	For	For
12.2	Approve Discharge of Wojciech Jasinski (Supervisory Board Deputy Chairman)	Mgmt	For	For
12.3	Approve Discharge of Dominik Kaczmarski (Supervisory Board Secretary)	Mgmt	For	For
12.4	Approve Discharge of Mariusz Andrzejewski (Supervisory Board Member)	Mgmt	For	For

Powszechna Kasa Oszczednosci Bank Polski SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12.5	Approve Discharge of Andrzej Kisielewicz (Supervisory Board Member)	Mgmt	For	For
12.6	Approve Discharge of Rafal Kos (Supervisory Board Member)	Mgmt	For	For
12.7	Approve Discharge of Tomasz Kuczur (Supervisory Board Member)	Mgmt	For	For
12.8	Approve Discharge of Krzysztof Michalski (Supervisory Board Member)	Mgmt	For	For
12.9	Approve Discharge of Robert Pietryszyn (Supervisory Board Member)	Mgmt	For	For
12.10	Approve Discharge of Bogdan Szafranski (Supervisory Board Member)	Mgmt	For	For
12.11	Approve Discharge of Agnieszka Winnik-Kalemba (Supervisory Board Member)	Mgmt	For	For
12.12	Approve Discharge of Grzegorz Chlopek (Supervisory Board Member)	Mgmt	For	For
13	Approve Assessment of Suitability of Regulations on Supervisory Board	Mgmt	For	For
14	Amend Statute	Mgmt	For	For
15	Approve Regulations on Supervisory Board	Mgmt	For	For
16	Approve Regulations on General Meetings	Mgmt	For	For
17	Approve Individual Suitability of Supervisory Board Members	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
18	Approve Collective Suitability of Supervisory Board Members	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
19	Close Meeting	Mgmt		

Powszechny Zaklad Ubezpieczen SA

Meeting Date: 06/07/2023 | Country: Poland | Ticker: PZU

Meeting Type: Annual

Primary ISIN: PLPZU0000011 | Primary SEDOL: B63DG21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Meeting Chairman	Mgmt	For	For

Powszechny Zaklad Ubezpieczen SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Acknowledge Proper Convening of Meeting	Mgmt		
4	Approve Agenda of Meeting	Mgmt	For	For
5	Receive Financial Statements	Mgmt		
6	Receive Consolidated Financial Statements	Mgmt		
7	Receive Management Board Report on Company's, Group's Operations, and Non-Financial Information	Mgmt		
8	Receive Supervisory Board Report on Its Review of Financial Statements, Management Board Report, and Management Board Proposal on Allocation of Income	Mgmt		
9	Approve Management Board Report on Expenses Related to Representation, Legal Services, Marketing Services, Public Relations Services, Social Communication Services, and Management Advisory Services	Mgmt	For	For
10	Approve Financial Statements	Mgmt	For	For
11	Approve Consolidated Financial Statements	Mgmt	For	For
12	Approve Management Board Report on Company's, Group's Operations, and Non-Financial Information	Mgmt	For	For
13	Approve Supervisory Board Report	Mgmt	For	For
14	Approve Allocation of Income and Dividends of PLN 2.40 per Share	Mgmt	For	For
15.1	Approve Discharge of Ernest Bejda (Management Board Member)	Mgmt	For	For
15.2	Approve Discharge of Malgorzata Kot (Management Board Member)	Mgmt	For	For
15.3	Approve Discharge of Beata Kozlowska-Chyla (CEO)	Mgmt	For	For
15.4	Approve Discharge of Krzysztof Kozlowski (Management Board Member)	Mgmt	For	For
15.5	Approve Discharge of Tomasz Kulik (Management Board Member)	Mgmt	For	For
15.6	Approve Discharge of Piotr Nowak (Management Board Member)	Mgmt	For	For
15.7	Approve Discharge of Maciej Rapkiewicz (Management Board Member)	Mgmt	For	For
15.8	Approve Discharge of Malgorzata Sadurska (Management Board Member)	Mgmt	For	For
15.9	Approve Discharge of Krzysztof Szypula (Management Board Member)	Mgmt	For	For

Powszechny Zaklad Ubezpieczen SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16.1	Approve Discharge of Marcin Chludzinski (Supervisory Board Member)	Mgmt	For	For
16.2	Approve Discharge of Pawel Gorecki (Supervisory Board Deputy Chairman)	Mgmt	For	For
16.3	Approve Discharge of Agata Gornicka (Supervisory Board Member)	Mgmt	For	For
16.4	Approve Discharge of Robert Jastrzebski (Supervisory Board Chairman)	Mgmt	For	For
16.5	Approve Discharge of Elzbieta Maczynska-Ziemacka (Supervisory Board Member)	Mgmt	For	For
16.6	Approve Discharge of Pawel Mucha (Supervisory Board Member and Chairman)	Mgmt	For	For
16.7	Approve Discharge of Krzysztof Opolski (Supervisory Board Member)	Mgmt	For	For
16.8	Approve Discharge of Radoslaw Sierpinski (Supervisory Board Member)	Mgmt	For	For
16.9	Approve Discharge of Robert Snitko (Supervisory Board Member and Secretary)	Mgmt	For	For
16.10	Approve Discharge of Piotr Wachowiak (Supervisory Board Member)	Mgmt	For	For
16.11	Approve Discharge of Jozef Wierzbicki (Supervisory Board Member)	Mgmt	For	For
16.12	Approve Discharge of Maciej Zaborowski (Supervisory Board Member)	Mgmt	For	For
17.1	Approve Individual Suitability of Marcin Chludzinski (Supervisory Board Member)	Mgmt	For	For
17.2	Approve Individual Suitability of Pawel Gorecki (Supervisory Board Deputy Chairman)	Mgmt	For	For
17.3	Approve Individual Suitability of Agata Gornicka (Supervisory Board Member)	Mgmt	For	For
17.4	Approve Individual Suitability of Robert Jastrzebski (Supervisory Board Chairman)	Mgmt	For	For
17.5	Approve Individual Suitability of Elzbieta Maczynska-Ziemacka (Supervisory Board Member)	Mgmt	For	For
17.6	Approve Individual Suitability of Pawel Mucha (Supervisory Board Chairman)	Mgmt	For	For
17.7	Approve Individual Suitability of Krzysztof Opolski (Supervisory Board Member)	Mgmt	For	For
17.8	Approve Individual Suitability of Radoslaw Sierpinski (Supervisory Board Member)	Mgmt	For	For

Powszechny Zaklad Ubezpieczen SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17.9	Approve Individual Suitability of Robert Snitko (Supervisory Board Secretary)	Mgmt	For	For
17.10	Approve Individual Suitability of Piotr Wachowiak (Supervisory Board Member)	Mgmt	For	For
17.11	Approve Individual Suitability of Jozef Wierzbowski (Supervisory Board Member)	Mgmt	For	For
17.12	Approve Individual Suitability of Maciej Zaborowski (Supervisory Board Member)	Mgmt	For	For
18	Amend Policy of Suitability of Supervisory Board and Audit Committee Members	Mgmt	For	For
19	Approve Individual Suitability of Supervisory Board Candidate	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
20	Approve Collective Suitability of Supervisory Board	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
21	Elect Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
22.1	Amend Statute	Mgmt	For	For
22.2	Amend Statute	Mgmt	For	For
23	Amend Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante 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.			
24	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
25	Close Meeting	Mgmt		

PPG Industries, Inc.

Meeting Date: 04/20/2023	Country: USA	Ticker: PPG	
	Meeting Type: Annual		
		Primary ISIN: US6935061076	Primary SEDOL: 2698470

PPG Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stephen F. Angel	Mgmt	For	For
1.2	Elect Director Hugh Grant	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1.3	Elect Director Melanie L. Healey	Mgmt	For	For
1.4	Elect Director Timothy M. Knavish	Mgmt	For	For
1.5	Elect Director Guillermo Novo	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
5	Require Independent Board Chair	SH	Against	For
	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.			

PRA Group, Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: PRAA

Meeting Type: Annual

Primary ISIN: US69354N1063 Primary SEDOL: BSHZ3P9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Vikram A. Atal	Mgmt	For	For
1.2	Elect Director Danielle M. Brown	Mgmt	For	For
1.3	Elect Director Marjorie M. Connelly	Mgmt	For	For
1.4	Elect Director John H. Fain	Mgmt	For	For
1.5	Elect Director Steven D. Fredrickson	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.6	Elect Director James A. Nussle	Mgmt	For	For

PRA Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Brett L. Paschke	Mgmt	For	For
1.8	Elect Director Scott M. Tabakin	Mgmt	For	For
1.9	Elect Director Peggy P. Turner	Mgmt	For	For
1.10	Elect Director Lance L. Weaver	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
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Precinct Properties New Zealand Limited

Meeting Date: 05/11/2023 Country: New Zealand Ticker: PCT
Meeting Type: Special
Primary ISIN: NZAPTE0001S3 Primary SEDOL: 6093275

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Replacement of Constitution	Mgmt	For	For

Precision Drilling Corporation

Meeting Date: 05/11/2023 Country: Canada Ticker: PD
Meeting Type: Annual
Primary ISIN: CA74022D4075 Primary SEDOL: BLH2T08

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael R. Culbert	Mgmt	For	For
1.2	Elect Director William T. Donovan	Mgmt	For	For
1.3	Elect Director Steven W. Krablin	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			

Precision Drilling Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Lori A. Lancaster	Mgmt	For	For
1.5	Elect Director Susan M. MacKenzie	Mgmt	For	For
	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. Given that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1.6	Elect Director Kevin O. Meyers	Mgmt	For	For
1.7	Elect Director Kevin A. Neveu	Mgmt	For	For
1.8	Elect Director David W. Williams	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote on Executive Compensation Approach	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.			

Premier Financial Corp.

Meeting Date: 04/25/2023 Country: USA Ticker: PFC

Meeting Type: Annual

Primary ISIN: US74052F1084 Primary SEDOL: BLFBX72

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lee Burdman	Mgmt	For	For
1.2	Elect Director Jean A. Hubbard	Mgmt	For	For
1.3	Elect Director Charles D. Niehaus	Mgmt	For	For
1.4	Elect Director Mark A. Robison	Mgmt	For	For
1.5	Elect Director Richard J. Schiraldi	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			
3	Ratify Crowe LLP as Auditors	Mgmt	For	For
	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.			

Prestige International Inc.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 4290
Meeting Type: Annual
Primary ISIN: JP3833620002 | Primary SEDOL: 6373632

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Allow Virtual Only Shareholder Meetings	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this proposal is warranted because: - The passage of this proposal will authorize the company to hold virtual only meetings permanently, without further need to consult shareholders, even after the current health crisis is resolved, and the proposed language fails to specify situations under which virtual meetings will be held.			
2.1	Elect Director Tamagami, Shinichi	Mgmt	For	For
2.2	Elect Director Sekine, Hiroshi	Mgmt	For	For
2.3	Elect Director Yoshida, Nao	Mgmt	For	For
2.4	Elect Director Seki, Toshiaki	Mgmt	For	For
2.5	Elect Director Takagi, Izumi	Mgmt	For	For
2.6	Elect Director Koeda, Masayo	Mgmt	For	For
3.1	Appoint Statutory Auditor Sugiyama, Masaru	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Hara, Katsuhiko	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Ono, Masaru	Mgmt	For	For

Primaris Real Estate Investment Trust

Meeting Date: 05/04/2023 | Country: Canada | Ticker: PMZ.UN
Meeting Type: Annual
Primary ISIN: CA74167K1093 | Primary SEDOL: BPCK370

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Trustee Avtar Bains	Mgmt	For	For
1B	Elect Trustee Anne Fitzgerald	Mgmt	For	For
	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.			
1C	Elect Trustee Louis Forbes	Mgmt	For	For
1D	Elect Trustee Timothy Pire	Mgmt	For	For
1E	Elect Trustee Patrick Sullivan	Mgmt	For	For
1F	Elect Trustee Deborah Weinswig	Mgmt	For	For

Primaris Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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.			

PRIME US REIT

Meeting Date: 04/26/2023 | Country: Singapore | Ticker: OXMU

Meeting Type: Annual

Primary ISIN: SGXC75818630 | Primary SEDOL: BJK0400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
	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.			
2	Approve Ernst & Young LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4	Authorize Unit Repurchase Program	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			

Primerica, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: PRI

Meeting Type: Annual

Primary ISIN: US74164M1080 | Primary SEDOL: B50K3X8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John A. Addison, Jr.	Mgmt	For	For

Primerica, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Joel M. Babbit	Mgmt	For	For
1c	Elect Director Amber L. Cottle	Mgmt	For	For
1d	Elect Director Gary L. Crittenden	Mgmt	For	For
1e	Elect Director Cynthia N. Day	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1f	Elect Director Sanjeev Dheer	Mgmt	For	For
1g	Elect Director Beatriz R. Perez	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1h	Elect Director D. Richard Williams	Mgmt	For	For
1i	Elect Director Glenn J. Williams	Mgmt	For	For
1j	Elect Director Barbara A. Yastine	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

Primo Water Corporation

Meeting Date: 05/31/2023 Country: Canada Ticker: PRMW

Meeting Type: Annual/Special

Primary ISIN: CA74167P1080 Primary SEDOL: BLKNZP5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Britta Bomhard	Mgmt	For	For
1b	Elect Director Susan E. Cates	Mgmt	For	For
1c	Elect Director Eric J. Foss	Mgmt	For	Withhold
	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.			

Primo Water Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Jerry Fowden	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1e	Elect Director Thomas J. Harrington	Mgmt	For	For
1f	Elect Director Derek R. Lewis	Mgmt	For	For
1g	Elect Director Lori T. Marcus	Mgmt	For	For
1h	Elect Director Billy D. Prim	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1i	Elect Director Archana Singh	Mgmt	For	For
1j	Elect Director Steven P. Stanbrook	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Bylaws	Mgmt	For	For

Principal Financial Group, Inc.

Meeting Date: 05/16/2023 Country: USA Ticker: PFG

Meeting Type: Annual

Primary ISIN: US74251V1026 Primary SEDOL: 2803014

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jonathan S. Auerbach	Mgmt	For	For
1.2	Elect Director Mary E. "Maliz" Beams	Mgmt	For	For
1.3	Elect Director Jocelyn Carter-Miller	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.			
1.4	Elect Director Scott M. Mills	Mgmt	For	For
1.5	Elect Director Claudio N. Muruzabal	Mgmt	For	For

Principal Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director H. Elizabeth Mitchell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Privia Health Group, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: PRVA

Meeting Type: Annual

Primary ISIN: US74276R1023 Primary SEDOL: BMDP209

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shawn Morris *Withdrawn Resolution*	Mgmt		
1.2	Elect Director Jeff Bernstein	Mgmt	For	Withhold
	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. Specifically, the board failed to remove, or subject to a sunset requirement, a pop-up classified board and a supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.3	Elect Director Nancy Cocozza	Mgmt	For	For
1.4	Elect Director David King	Mgmt	For	Withhold
	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, a pop-up classified board and a supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.5	Elect Director Thomas McCarthy *Withdrawn Resolution*	Mgmt		
1.6	Elect Director Will Sherrill *Withdrawn Resolution*	Mgmt		
1.7	Elect Director Bill Sullivan *Withdrawn Resolution*	Mgmt		
1.8	Elect Director Patricia Maryland *Withdrawn Resolution*	Mgmt		
1.9	Elect Director Jaewon Ryu *Withdrawn Resolution*	Mgmt		
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Privia Health Group, Inc.

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

PROCEPT BioRobotics Corporation

Meeting Date: 06/15/2023 | Country: USA | Meeting Type: Annual | Ticker: PRCT | Primary ISIN: US74276L1052 | Primary SEDOL: BMYRFV6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frederic Moll	Mgmt	For	For
1.2	Elect Director Antal Desai	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.3	Elect Director Mary Garrett	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

PROG Holdings, Inc.

Meeting Date: 05/10/2023 | Country: USA | Meeting Type: Annual | Ticker: PRG | Primary ISIN: US74319R1014 | Primary SEDOL: BLFGN66

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kathy T. Betty	Mgmt	For	For
1b	Elect Director Douglas C. Curling	Mgmt	For	For
1c	Elect Director Cynthia N. Day	Mgmt	For	For
	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.			
1d	Elect Director Curtis L. Doman	Mgmt	For	For

PROG Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Ray M. Martinez	Mgmt	For	For
1f	Elect Director Steven A. Michaels	Mgmt	For	For
1g	Elect Director Ray M. Robinson	Mgmt	For	For
1h	Elect Director Caroline S. Sheu	Mgmt	For	For
1i	Elect Director James P. Smith	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Progyny, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: PGNY

Meeting Type: Annual

Primary ISIN: US74340E1038 Primary SEDOL: BKWD3M9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lloyd Dean	Mgmt	For	For
1.2	Elect Director Kevin Gordon	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Cheryl Scott	Mgmt	For	Withhold
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Progyny, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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.			

Prologis, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: PLD

Meeting Type: Annual

Primary ISIN: US74340W1036 | Primary SEDOL: B44WZD7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Hamid R. Moghadam	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
1b	Elect Director Cristina G. Bita	Mgmt	For	For
1c	Elect Director James B. Connor	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1d	Elect Director George L. Fotiades	Mgmt	For	Abstain
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1e	Elect Director Lydia H. Kennard	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1f	Elect Director Irving F. Lyons, III	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent. This director is not sufficiently independent to serve as the independent lead director. However, at this time, we believe there is adequate time between director's service at the former acquired company.			
1g	Elect Director Avid Modjtabai	Mgmt	For	For
1h	Elect Director David P. O'Connor	Mgmt	For	For
1i	Elect Director Olivier Piani	Mgmt	For	For
1j	Elect Director Jeffrey L. Skelton	Mgmt	For	Abstain
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			

Prologis, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1k	Elect Director Carl B. Webb	Mgmt	For	Abstain
	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.			
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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

Prometheus Biosciences, Inc.

Meeting Date: 06/15/2023 Country: USA Ticker: RXDX
Meeting Type: Special
Primary ISIN: US74349U1088 Primary SEDOL: BMZ9Z11

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
	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 the CEO is entitled to significant tax gross-up payments, which are considered a problematic pay practice.			
3	Adjourn Meeting	Mgmt	For	For

ProPetro Holding Corp.

Meeting Date: 05/11/2023 Country: USA Ticker: PUMP
Meeting Type: Annual
Primary ISIN: US74347M1080 Primary SEDOL: BYXR9C0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Samuel D. Sledge	Mgmt	For	For
1.2	Elect Director Phillip A. Gobe	Mgmt	For	For
1.3	Elect Director Spencer D. Armour, III	Mgmt	For	For
1.4	Elect Director Mark S. Berg	Mgmt	For	For
1.5	Elect Director Anthony J. Best	Mgmt	For	For
1.6	Elect Director Michele Vion	Mgmt	For	For

ProPetro Holding Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Mary P. Ricciardello	Mgmt	For	For
1.8	Elect Director G. Larry Lawrence	Mgmt	For	For
1.9	Elect Director Jack B. Moore	Mgmt	For	For
	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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			
3	Amend Omnibus Stock Plan	Mgmt	For	For
	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.			
4	Ratify RSM US LLP as Auditors	Mgmt	For	For

PROS Holdings, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: PRO

Meeting Type: Annual

Primary ISIN: US74346Y1038 | Primary SEDOL: B1YWQK0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Greg B. Petersen	Mgmt	For	Withhold
	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.			
1.2	Elect Director Timothy V. Williams	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Amend Omnibus Stock Plan	Mgmt	For	For
	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.			

PROS Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify PricewaterhouseCoopers 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Prosperity Bancshares, Inc.

Meeting Date: 04/18/2023 | Country: USA | Ticker: PB

Meeting Type: Annual

Primary ISIN: US7436061052 | Primary SEDOL: 2310257

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin J. Hanigan	Mgmt	For	For
1.2	Elect Director William T. Luedke, IV	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1.3	Elect Director Perry Mueller, Jr.	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.4	Elect Director Harrison Stafford, II	Mgmt	For	Withhold
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.5	Elect Director Laura Murillo	Mgmt	For	For
1.6	Elect Director Ileana Blanco	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.			
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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Prosperity Real Estate Investment Trust

Meeting Date: 05/25/2023 | Country: Hong Kong | Ticker: 808
Meeting Type: Annual
Primary ISIN: HK0808032913 | Primary SEDOL: B0PVBN7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Proterra, Inc.

Meeting Date: 06/23/2023 | Country: USA | Ticker: PTRA
Meeting Type: Annual
Primary ISIN: US74374T1097 | Primary SEDOL: BN6V2N4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jan R. Hauser	Mgmt	For	Withhold
	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 classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
1.2	Elect Director Gareth T. Joyce	Mgmt	For	For
1.3	Elect Director Michael D. Smith	Mgmt	For	For
	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.			
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. 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. 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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
4	Approve Issuance of Shares of Common Stock Upon Potential Future Conversion of Convertible Notes	Mgmt	For	For
5	Increase Authorized Common Stock	Mgmt	For	For

Prothena Corporation plc

Meeting Date: 05/16/2023 | Country: Ireland | Ticker: PRTA
Meeting Type: Annual
Primary ISIN: IE00B91XRN20 | Primary SEDOL: B91XRN2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Helen S. Kim	Mgmt	For	For
1b	Elect Director Gene G. Kinney	Mgmt	For	For
1c	Elect Director Oleg Nodelman	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1d	Elect Director Dennis J. Selkoe	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Proximus SA

Meeting Date: 04/19/2023 | Country: Belgium | Ticker: PROX
Meeting Type: Annual
Primary ISIN: BE0003810273 | Primary SEDOL: B00D9P6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive Directors' Reports (Non-Voting)	Mgmt		

Proximus SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Receive Auditors' Reports (Non-Voting)	Mgmt		
3	Receive Information Provided by the Joint Committee	Mgmt		
4	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt		
5	Approve Financial Statements, Allocation of Income, and Dividends of EUR 1.20 per Share	Mgmt	For	For
6	Approve Remuneration Policy	Mgmt	For	Against
	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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
8	Approve Discharge of Directors	Mgmt	For	For
9	Approve Discharge of Directors Whose Mandate Ended on 20 April 2022	Mgmt	For	For
10	Approve Discharge of Auditors	Mgmt	For	For
11	Approve Special Discharge to Auditors of the Consolidated Accounts of the Proximus Group	Mgmt	For	For
12	Approve Special Discharge to Members of the Board of Auditors Whose Mandate Ended on 20 April 2022	Mgmt	For	For
13	Approve Special Discharge to Auditors of the Consolidated Accounts of the Proximus Group Whose Mandate Ended on 20 April 2022	Mgmt	For	For
14	Reelect Martin De Prycker as Independent Director	Mgmt	For	Against
	Voter Rationale: A non-independent director sits on the Audit Committee, which we expect to be fully independent, as non-independent directors could hamper the committees impartiality and effectiveness. We are holding this director accountable.			
15	Reelect Catherine Rutten as Independent Director	Mgmt	For	For
16	Elect Cecile Coune as Independent Director	Mgmt	For	For
17	Receive Directors' and Auditors' Reports of Scarlet Belgium SA (Non-Voting)	Mgmt		
18	Adopt Financial Statements of Scarlet Belgium SA	Mgmt	For	For

Proximus SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Approve Discharge of Directors of Scarlet Belgium SA	Mgmt	For	For
20	Approve Discharge of Auditors of Scarlet Belgium SA	Mgmt	For	For
21	Transact Other Business	Mgmt		

Prudential Financial, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: PRU

Meeting Type: Annual

Primary ISIN: US7443201022 | Primary SEDOL: 2819118

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gilbert F. Casellas	Mgmt	For	Against
	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.			
1.2	Elect Director Robert M. Falzon	Mgmt	For	For
1.3	Elect Director Martina Hund-Mejean	Mgmt	For	For
1.4	Elect Director Wendy E. Jones	Mgmt	For	For
1.5	Elect Director Charles F. Lowrey	Mgmt	For	For
1.6	Elect Director Sandra Pianalto	Mgmt	For	For
1.7	Elect Director Christine A. Poon	Mgmt	For	For
1.8	Elect Director Douglas A. Scovanner	Mgmt	For	For
1.9	Elect Director Michael A. Todman	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			

Prudential Plc

Meeting Date: 05/25/2023 | Country: United Kingdom | Ticker: PRU
Meeting Type: Annual
Primary ISIN: GB0007099541 | Primary SEDOL: 0709954

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.			
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Elect Arijit Basu as Director	Mgmt	For	For
5	Elect Claudia Dyckerhoff as Director	Mgmt	For	For
6	Elect Anil Wadhwani as Director	Mgmt	For	For
7	Re-elect Shriti Vadera as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
8	Re-elect Jeremy Anderson as Director	Mgmt	For	For
9	Re-elect Chua Sock Koong as Director	Mgmt	For	For
10	Re-elect David Law as Director	Mgmt	For	For
11	Re-elect Ming Lu as Director	Mgmt	For	For
12	Re-elect George Sartorel as Director	Mgmt	For	For
13	Re-elect Jeanette Wong as Director	Mgmt	For	For
14	Re-elect Amy Yip as Director	Mgmt	For	For
15	Appoint 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	Approve Sharesave Plan	Mgmt	For	For
19	Approve Long Term Incentive Plan	Mgmt	For	For
20	Approve International Savings-Related Share Option Scheme for Non-Employees	Mgmt	For	For
21	Approve the ISSOSNE Service Provider Sublimit	Mgmt	For	For
22	Approve Agency Long Term Incentive Plan	Mgmt	For	For
23	Approve the Agency LTIP Service Provider Sublimit	Mgmt	For	For
24	Authorise Issue of Equity	Mgmt	For	For
25	Authorise Issue of Equity to Include Repurchased Shares	Mgmt	For	For

Prudential Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
26	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
27	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
28	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
29	Adopt New Articles of Association	Mgmt	For	For
30	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

PSP Swiss Property AG

Meeting Date: 04/05/2023 Country: Switzerland Ticker: PSPN

Meeting Type: Annual

Primary ISIN: CH0018294154 Primary SEDOL: B012877

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Approve Allocation of Income and Dividends of CHF 3.80 per Share	Mgmt	For	For
4	Approve Discharge of Board and Senior Management	Mgmt	For	For
5.1	Reelect Luciano Gabriel as Director	Mgmt	For	For
5.2	Reelect Henrik Saxborn as Director	Mgmt	For	Abstain
	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.			
5.3	Reelect Mark Abramson as Director	Mgmt	For	For
5.4	Reelect Corinne Denzler as Director	Mgmt	For	For
5.5	Reelect Adrian Dudle as Director	Mgmt	For	For
6	Reelect Luciano Gabriel as Board Chair	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			

PSP Swiss Property AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.1	Reappoint Henrik Saxborn as Member of the Compensation Committee	Mgmt	For	Against
	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. 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.			
7.2	Reappoint Corinne Denzler as Member of the Compensation Committee	Mgmt	For	For
7.3	Reappoint Adrian Dudle as Member of the Compensation Committee	Mgmt	For	For
8	Approve Remuneration of Directors in the Amount of CHF 800,000	Mgmt	For	For
9	Approve Remuneration of Executive Committee in the Amount of CHF 4.2 Million	Mgmt	For	For
10	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
11	Designate Proxy Voting Services GmbH as Independent Proxy	Mgmt	For	For
12.1	Approve Cancellation of Capital Authorization; Editorial Amendments	Mgmt	For	For
12.2	Amend Articles of Association (Incl. Approval of Virtual-Only Shareholder Meetings)	Mgmt	For	For
12.3	Amend Articles Re: Board of Directors; Compensation; External Mandates for Members of the Board of Directors and Executive Committee	Mgmt	For	For
13.1	Additional Voting Instructions - Board of Directors Proposals (Voting)	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			
13.2	Additional Voting Instructions - Shareholder Proposals (Voting)	Mgmt	None	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

PT Telkom Indonesia (Persero) Tbk

Meeting Date: 05/30/2023 Country: Indonesia Ticker: TLKM

Meeting Type: Annual

Primary ISIN: ID1000129000 Primary SEDOL: BD4T6W7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report, Financial Statements, Statutory Reports and Discharge of Directors and Commissioners	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For

PT Telkom Indonesia (Persero) Tbk

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Remuneration of Directors and Commissioners for the Financial Year 2023 and Bonus for the Financial Year 2022	Mgmt	For	For
4	Appoint Auditors of the Company and the Micro and Small Business Funding Program	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
5	Approve Company's Proposed Business Spin-Off in Relation to Affiliated Transaction and Material Transaction	Mgmt	For	For
6	Approve Company's Proposed Business Spin-Off for the Fulfillment of Law No. 40 of 2007 on Limited Liability Companies	Mgmt	For	For
7	Approval of Special Assignment to the Company by the President of the Republic of Indonesia	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8	Approve Ratification of State-Owned Enterprises Regulations	Mgmt	For	For
9	Approve Changes in the Boards of the Company	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

PTC Therapeutics, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: PTCT

Meeting Type: Annual

Primary ISIN: US69366J2006 | Primary SEDOL: B17VCN9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William F. Bell, Jr.	Mgmt	For	For
1.2	Elect Director Matthew B. Klein	Mgmt	For	For
1.3	Elect Director Stephanie S. Okey	Mgmt	For	For
1.4	Elect Director Jerome B. Zeldis	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

PTC Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. 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. 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.			

Public Storage

Meeting Date: 05/02/2023 Country: USA Ticker: PSA

Meeting Type: Annual

Primary ISIN: US74460D1090 Primary SEDOL: 2852533

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ronald L. Havner, Jr.	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Tamara Hughes Gustavson	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1c	Elect Director Leslie S. Heisz	Mgmt	For	For
1d	Elect Director Shankh S. Mitra	Mgmt	For	For
1e	Elect Director David J. Neithercut	Mgmt	For	For
1f	Elect Director Rebecca Owen	Mgmt	For	For
1g	Elect Director Kristy M. Pipes	Mgmt	For	For
1h	Elect Director Avedick B. Poladian	Mgmt	For	For
1i	Elect Director John Reyes	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1j	Elect Director Joseph D. Russell, Jr.	Mgmt	For	For
1k	Elect Director Tariq M. Shaukat	Mgmt	For	For
1l	Elect Director Ronald P. Spogli	Mgmt	For	For
1m	Elect Director Paul S. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Public Storage

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Report on GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For
	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.			

Publicis Groupe SA

Meeting Date: 05/31/2023 | Country: France | Ticker: PUB

Meeting Type: Annual/Special

Primary ISIN: FR0000130577 | Primary SEDOL: 4380429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 2.90 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Reelect Suzan LeVine as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.			
6	Reelect Antonella Mei-Pochtler as Supervisory Board Member	Mgmt	For	For
7	Appoint KPMG S.A. as Auditor	Mgmt	For	For
8	Approve Remuneration Policy of Chairman of Supervisory Board	Mgmt	For	For
9	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Remuneration Policy of Chairman of Management Board	Mgmt	For	Abstain
	Voter Rationale: An ABSTENTION of voting for the remuneration policy is warranted for the following reasons: • The max STIP and LTIP have increase adding an additional 24% of opportunity to the remuneration package for the second time in a row•The company have added a retention plan at 200% of base pay.			
11	Approve Remuneration Policy of Management Board Members	Mgmt	For	Abstain
	Voter Rationale: An ABSTENTION of voting is warranted as the CFO received a substantial increase in base pay with a limited rational to support this.			
12	Approve Compensation Report of Corporate Officers	Mgmt	For	For
	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.			
13	Approve Compensation of Maurice Levy, Chairman of Supervisory Board	Mgmt	For	For
14	Approve Compensation of Arthur Sadoun, Chairman of the Management Board	Mgmt	For	Abstain
	Voter Rationale: ABSTENTION of voting is warranted as the CEO/Chair has received a 17% pay rise without a rational. This is paired with the increase in opportunity in the policy shows a notable increase in pay. Although the increase in pay is significant, pay for performance does remain in line.			
15	Approve Compensation of Anne-Gabrielle Heilbronner, Management Board Member	Mgmt	For	Abstain
	Voter Rationale: The policy raises concerns as the vesting period of the director is not considered sufficient. The compensation practice is 36 months vesting with the lack of a disclosure on post vesting holding period. The policy supports a 5 year vesting and holding period to better align management with shareholders. ABSTENTION of voting is warranted.			
16	Approve Compensation of Steve King, Management Board Member until September 14, 2022	Mgmt	For	Abstain
	Voter Rationale: The policy raises concerns as the vesting period of the director is not considered sufficient. The compensation practice is 36 months vesting with the lack of a disclosure on post vesting holding period. The policy supports a 5 year vesting and holding period to better align management with shareholders. ABSTENTION of voting is warranted.			
17	Approve Compensation of Michel-Alain Proch, Management Board Member	Mgmt	For	Abstain
	Voter Rationale: The policy raises concerns as the vesting period of the director is not considered sufficient. The compensation practice is 36 months vesting with the lack of a disclosure on post vesting holding period. The policy supports a 5 year vesting and holding period to better align management with shareholders. ABSTENTION of voting is warranted.			
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
	Voter Rationale: The company is seeking shareholder approval for an authorization to issue shares reserved for the company's savings-related share plans, to the benefit of its employees. The policy raises concern with the discount that is given to the employees but the 30% discount offered to employees participating in the company's savings plan is inline with the local market.			

Publicis Groupe SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
	Voter Rationale: The company is seeking shareholder approval for an authorization to issue shares reserved for the company's savings-related share plans, to the benefit of its employees. The policy raises concern with the discount that is given to the employees but the 30% discount offered to employees participating in the company's savings plan is inline with the local market.			
	Ordinary Business	Mgmt		
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

PubMatic, Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: PUBM

Meeting Type: Annual

Primary ISIN: US74467Q1031 | Primary SEDOL: BNHP503

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cathleen Black	Mgmt	For	For
	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.			
1.2	Elect Director Susan Daimler	Mgmt	For	Withhold
	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 pop-up classified board, the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. 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. 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.			
1.3	Elect Director Shelagh Glaser	Mgmt	For	For
1.4	Elect Director Amar K. Goel	Mgmt	For	Withhold
	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.			
1.5	Elect Director Rajeev K. Goel	Mgmt	For	Withhold
	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.			
1.6	Elect Director Jacob Shulman	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

PubMatic, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			

Pulmonx Corporation

Meeting Date: 05/17/2023 Country: USA Ticker: LUNG

Meeting Type: Annual

Primary ISIN: US7458481014 Primary SEDOL: BL72R71

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas W. Burns	Mgmt	For	For
1.2	Elect Director Georgia Garinois-Melenikiotou	Mgmt	For	Withhold
	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.			
1.3	Elect Director Dana G. Mead, Jr.	Mgmt	For	For
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

PulteGroup, Inc.

Meeting Date: 05/03/2023 Country: USA Ticker: PHM

Meeting Type: Annual

Primary ISIN: US7458671010 Primary SEDOL: 2708841

PulteGroup, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brian P. Anderson	Mgmt	For	For
1b	Elect Director Bryce Blair	Mgmt	For	Against
	Voter Rationale: -The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.-Climate change presents 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.			
1c	Elect Director Thomas J. Folliard	Mgmt	For	For
1d	Elect Director Cheryl W. Grise	Mgmt	For	For
1e	Elect Director Andre J. Hawaux	Mgmt	For	For
1f	Elect Director J. Phillip Holloman	Mgmt	For	For
1g	Elect Director Ryan R. Marshall	Mgmt	For	For
1h	Elect Director John R. Peshkin	Mgmt	For	For
1i	Elect Director Scott F. Powers	Mgmt	For	For
1j	Elect Director Lila Snyder	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Pure Storage, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: PSTG

Meeting Type: Annual

Primary ISIN: US74624M1027 | Primary SEDOL: BYZ62T3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew Brown	Mgmt	For	For
1.2	Elect Director John "Coz" Colgrove	Mgmt	For	For

Pure Storage, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Roxanne Taylor	Mgmt	For	Withhold
	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 classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Pushpay Holdings Limited

Meeting Date: 04/27/2023 | Country: New Zealand | Ticker: PPH

Meeting Type: Court

Primary ISIN: NZPPHE0001S6 | Primary SEDOL: BMWC687

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Court-Ordered Meeting	Mgmt		
1	Approve Scheme of Arrangement in Relation to the Proposed Acquisition of the Company by Pegasus Bidco Limited	Mgmt	For	For

QBE Insurance Group Limited

Meeting Date: 05/12/2023 | Country: Australia | Ticker: QBE

Meeting Type: Annual

Primary ISIN: AU000000QBE9 | Primary SEDOL: 6715740

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: 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.			

QBE Insurance Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Grant of Conditional Rights to Andrew Horton	Mgmt	For	For
4a	Elect Michael (Mike) Wilkins as Director	Mgmt	For	For
4b	Elect Kathryn (Kathy) Lisson as Director	Mgmt	For	For

QIAGEN NV

Meeting Date: 06/22/2023 Country: Netherlands Ticker: QGEN
Meeting Type: Annual
Primary ISIN: NL0012169213 Primary SEDOL: BYXS688

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	Abstain
	Voter Rationale: Concern is raises around the levels of disclosure in the LTIP and STIP. The STIP shows selective disclosure across the threshold and maximum metrics with no disclosure around the personal goals with a weighting of 25% and a pay out of 100%. In addition there is no disclosure around the post vesting holding period of the LTIP which helps retain alignment with longer term shareholders. ABSTENTION of voting is warranted.			
3	Approve Discharge of Management Board	Mgmt	For	For
4	Approve Discharge of Supervisory Board	Mgmt	For	For
5.a	Reelect Metin Colpan to Supervisory Board	Mgmt	For	For
	Voter Rationale: The policy raises concern around the director's position on the nomination committee combined while not being considered independence as they are the founder and former CEO of the company. A vote FOR is warranted as the nomination committee still has 67% independence.			
5.b	Reelect Toralf Haag to Supervisory Board	Mgmt	For	For
5.c	Reelect Ross L. Levine to Supervisory Board	Mgmt	For	For
5.d	Reelect Elaine Mardis to Supervisory Board	Mgmt	For	For
5.e	Reelect Eva Pisa to Supervisory Board	Mgmt	For	For
5.f	Reelect Lawrence A. Rosen to Supervisory Board	Mgmt	For	For
	Voter Rationale: The policy raises concerns around the gender diversity levels. The post AGM gender diversity is set to be 38% and a vote FOR the director is warranted.			
5.g	Reelect Stephen H. Rusckowski to Supervisory Board	Mgmt	For	For

QIAGEN NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.h	Reelect Elizabeth E. Tallett to Supervisory Board	Mgmt	For	For
	Voter Rationale: The policy raises concerns over the independence levels on the nomination committee. There is currently 67% independence on the committee. It is noted that the directs tenure is soon to be at a length where they will no longer be considered independent which will impact independence levels on the key committee. Currently a vote FOR is warranted.			
6.a	Reelect Thierry Bernard to Management Board	Mgmt	For	For
6.b	Reelect Roland Sackers to Management Board	Mgmt	For	For
7	Reappoint KPMG Accountants N.V. as Auditors	Mgmt	For	For
8.a	Grant Supervisory Board Authority to Issue Shares	Mgmt	For	For
8.b	Authorize Supervisory Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
9	Authorize Repurchase of Shares	Mgmt	For	For
10	Approve Discretionary Rights for the Managing Board to Implement Capital Repayment by Means of Synthetic Share Repurchase	Mgmt	For	For
11	Approve Cancellation of Shares	Mgmt	For	For
12	Approve QIAGEN N.V. 2023 Stock Plan	Mgmt	For	For
	Voter Rationale: Vote FOR is warranted as the proposed terms and conditions of the stock plan are in line with market practice.			

Qualys, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: QLYS

Meeting Type: Annual

Primary ISIN: US74758T3032 | Primary SEDOL: B7XJTN8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Wendy M. Pfeiffer	Mgmt	For	For
1.2	Elect Director John Zangardi	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Quanta Services, Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: PWR
Meeting Type: Annual
Primary ISIN: US74762E1029 | Primary SEDOL: 2150204

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Earl C. (Duke) Austin, Jr.	Mgmt	For	For
1.2	Elect Director Doyle N. Beneby	Mgmt	For	For
1.3	Elect Director Vincent D. Poster	Mgmt	For	For
1.4	Elect Director Bernard Fried	Mgmt	For	For
1.5	Elect Director Worthing F. Jackman	Mgmt	For	Against
	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.			
1.6	Elect Director Holli C. Ladhani	Mgmt	For	For
1.7	Elect Director David M. McClanahan	Mgmt	For	For
1.8	Elect Director R. Scott Rowe	Mgmt	For	For
1.9	Elect Director Margaret B. Shannon	Mgmt	For	For
1.10	Elect Director Martha B. Wyrsch	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Quebecor Inc.

Meeting Date: 05/11/2023 | Country: Canada | Ticker: QBR.B
Meeting Type: Annual
Primary ISIN: CA7481932084 | Primary SEDOL: 2715777

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Class B Subordinate Voting Shareholders	Mgmt		
1.1	Elect Director Chantal Belanger	Mgmt	For	For

Quebecor Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Lise Croteau	Mgmt	For	Withhold
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	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.			

Quest Diagnostics Incorporated

Meeting Date: 05/17/2023 Country: USA Ticker: DGX

Meeting Type: Annual

Primary ISIN: US74834L1008 Primary SEDOL: 2702791

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James E. Davis	Mgmt	For	For
1.2	Elect Director Luis A. Diaz, Jr.	Mgmt	For	For
1.3	Elect Director Tracey C. Doi	Mgmt	For	For
1.4	Elect Director Vicky B. Gregg	Mgmt	For	For
1.5	Elect Director Wright L. Lassiter, III	Mgmt	For	For
1.6	Elect Director Timothy L. Main	Mgmt	For	For
	Voter Rationale: 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.			
1.7	Elect Director Denise M. Morrison	Mgmt	For	For
1.8	Elect Director Gary M. Pfeiffer	Mgmt	For	Against
	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.			
1.9	Elect Director Timothy M. Ring	Mgmt	For	For
1.10	Elect Director Gail R. Wilensky	Mgmt	For	For
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Quest Diagnostics Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify PricewaterhouseCoopers 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.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
6	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For
	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.			

QuidelOrtho Corp.

Meeting Date: 05/16/2023 | Country: USA | Ticker: QDEL

Meeting Type: Annual

Primary ISIN: US2197981051 | Primary SEDOL: BM9VY27

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas C. Bryant	Mgmt	For	For
1.2	Elect Director Kenneth F. Buechler	Mgmt	For	For
1.3	Elect Director Evelyn S. Dilsaver	Mgmt	For	For
1.4	Elect Director Edward L. Michael	Mgmt	For	For
1.5	Elect Director Mary Lake Polan	Mgmt	For	For
1.6	Elect Director Ann D. Rhoads	Mgmt	For	For
1.7	Elect Director Robert R. Schmidt	Mgmt	For	For
1.8	Elect Director Christoper M. Smith	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.9	Elect Director Matthew W. Strobeck	Mgmt	For	For
1.10	Elect Director Kenneth J. Widder	Mgmt	For	For
	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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1.11	Elect Director Joseph D. Wilkins, Jr.	Mgmt	For	For
1.12	Elect Director Stephen H. Wise	Mgmt	For	For

QuidelOrtho Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

R1 RCM Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: RCM

Meeting Type: Annual

Primary ISIN: US77634L1052 Primary SEDOL: BP2S437

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bradford Kyle Armbrester	Mgmt	For	For
1.2	Elect Director Agnes Bundy Scanlan	Mgmt	For	For
1.3	Elect Director Brian K. Dean	Mgmt	For	For
1.4	Elect Director Jeremy Delinsky	Mgmt	For	For
1.5	Elect Director David M. Dill	Mgmt	For	For
1.6	Elect Director Michael C. Feiner	Mgmt	For	For
1.7	Elect Director Joseph Flanagan	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.8	Elect Director John B. Henneman, III	Mgmt	For	For
1.9	Elect Director Matthew Holt	Mgmt	For	For
1.10	Elect Director Neal Moszkowski	Mgmt	For	For
	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. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
1.11	Elect Director Lee Rivas	Mgmt	For	For
1.12	Elect Director Ian Sacks	Mgmt	For	For

R1 RCM Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.13	Elect Director Jill Smith	Mgmt	For	For
1.14	Elect Director Anthony J. Speranzo	Mgmt	For	For
1.15	Elect Director Anthony R. Tersigni	Mgmt	For	For
1.16	Elect Director Janie Wade	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Radian Group Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: RDN

Meeting Type: Annual

Primary ISIN: US7502361014 | Primary SEDOL: 2173911

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Howard B. Culang	Mgmt	For	For
1b	Elect Director Fawad Ahmad	Mgmt	For	For
1c	Elect Director Brad L. Conner	Mgmt	For	For
1d	Elect Director Debra Hess	Mgmt	For	For
1e	Elect Director Lisa W. Hess	Mgmt	For	For
1f	Elect Director Brian D. Montgomery	Mgmt	For	For
1g	Elect Director Lisa Mumford	Mgmt	For	For
1h	Elect Director Gaetano J. Muzio	Mgmt	For	For
1i	Elect Director Gregory V. Serio	Mgmt	For	For
1j	Elect Director Noel J. Spiegel	Mgmt	For	For

Radian Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1k	Elect Director Richard G. Thornberry	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Raffles Medical Group Ltd.

Meeting Date: 04/28/2023 | Country: Singapore | Ticker: BSL

Meeting Type: Annual

Primary ISIN: SG1CH4000003 | Primary SEDOL: BD3CFT7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Elect Loo Choon Yong as Director	Mgmt	For	For
5	Elect Tan Soo Nan as Director	Mgmt	For	For
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
6	Elect Olivier Lim Tse Ghow as Director	Mgmt	For	For
7	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Raffles Medical Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Allotment and Issuance of Shares Under the Raffles Medical Group Share-Based Incentive Schemes	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. 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.			
10	Authorize Share Repurchase Program	Mgmt	For	For
11	Approve Issuance of Shares Pursuant to the Raffles Medical Group Ltd Scrip Dividend Scheme	Mgmt	For	For
12	Approve Proposed Grant of Option to Sarah Lu Qinghui, an Associate of Loo Choon Yong, a Controlling Shareholder, under the Raffles Medical Group (2020) Share Option Scheme	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. 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.			

Raia Drogasil SA

Meeting Date: 04/19/2023 | Country: Brazil | Ticker: RADL3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRRADLACNOR0 | Primary SEDOL: B7FQV64

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Authorize Capitalization of Reserves for Bonus Issue	Mgmt	For	For
2	Amend Article 4 to Reflect Changes in Capital	Mgmt	For	For

Raia Drogasil SA

Meeting Date: 04/19/2023 | Country: Brazil | Ticker: RADL3

Meeting Type: Annual

Primary ISIN: BRRADLACNOR0 | Primary SEDOL: B7FQV64

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2022	Mgmt	For	For
2	Approve Allocation of Income and Dividends	Mgmt	For	For

Raia Drogasil SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Fix Number of Directors at 11 or 12 (If a Separate Minority Election of a Member of the Board of Directors Is Requested)	Mgmt	For	For
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
5	Elect Directors	Mgmt	For	Against
	Voter Rationale: 'The board should submit directors for re-election individually, rather than as a single slate and ensure that there is sufficient level of independence on the board. The remuneration committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.			
6	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
	If Voting FOR on Item 7, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt		
7	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.1	Percentage of Votes to Be Assigned - Elect Antonio Carlos Pipponzi as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.2	Percentage of Votes to Be Assigned - Elect Carlos Pires Oliveira Dias as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.3	Percentage of Votes to Be Assigned - Elect Cristiana Almeida Pipponzi as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.4	Percentage of Votes to Be Assigned - Elect Plinio Villares Musetti as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Raia Drogasil SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.5	Percentage of Votes to Be Assigned - Elect Paulo Sergio Coutinho Galvao Filho as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.6	Percentage of Votes to Be Assigned - Elect Renato Pires Oliveira Dias as Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.7	Percentage of Votes to Be Assigned - Elect Marco Ambrogio Crespi Bonomi as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.8	Percentage of Votes to Be Assigned - Elect Sylvia de Souza Leao Wanderley as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.9	Percentage of Votes to Be Assigned - Elect Denise Soares dos Santos as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.10	Percentage of Votes to Be Assigned - Elect Philipp Paul Marie Povel as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8.11	Percentage of Votes to Be Assigned - Elect Eduardo Azevedo Marques de Alvarenga as Independent Director	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
9	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
10	Approve Remuneration of Company's Management	Mgmt	For	For
11	Elect Fiscal Council Members	Mgmt	For	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Raia Drogasil SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
13	Elect Antonio Edson Maciel dos Santos as Fiscal Council Member and Alessandra Eloy Gadelha as Alternate Appointed by Minority Shareholder	SH	None	For
14	Approve Remuneration of Fiscal Council Members	Mgmt	For	For
15	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	Mgmt	None	For

RAKUS Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 3923

Meeting Type: Annual

Primary ISIN: JP3967170006 Primary SEDOL: BD87BM2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 1.95	Mgmt	For	For
2.1	Elect Director Nakamura, Takanori	Mgmt	For	For
2.2	Elect Director Motomatsu, Shinichiro	Mgmt	For	For
2.3	Elect Director Miyauchi, Takahiro	Mgmt	For	For
2.4	Elect Director Ogita, Kenji	Mgmt	For	For
2.5	Elect Director Kunimoto, Yukihiko	Mgmt	For	For
2.6	Elect Director Saito, Reika	Mgmt	For	For
3.1	Appoint Statutory Auditor Nojima, Toshihiro	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Matsuoka, Koji	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Abe, Natsuro	Mgmt	For	Against
	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.			

Rambus Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: RMBS
Meeting Type: Annual
Primary ISIN: US7509171069 | Primary SEDOL: 2721967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Emiko Higashi	Mgmt	For	For
1b	Elect Director Steven Laub	Mgmt	For	For
1c	Elect Director Eric Stang	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: This plan could lead to excessive dilution.			
6	Amend Certificate of Incorporation to Allow Exculpation of Officers	Mgmt	For	For

Ranger Oil Corporation

Meeting Date: 06/16/2023 | Country: USA | Ticker: ROCC
Meeting Type: Special
Primary ISIN: US70788V1026 | Primary SEDOL: BZCD9S2

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

Ranpak Holdings Corp.

Meeting Date: 05/25/2023 | Country: USA | Ticker: PACK
Meeting Type: Annual
Primary ISIN: US75321W1036 | Primary SEDOL: BKBQD30

Ranpak Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Gliedman	Mgmt	For	For
1.2	Elect Director Alicia Tranen	Mgmt	For	Withhold
	Voter Rationale: 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. 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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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 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.			

Rayonier Inc.

Meeting Date: 05/18/2023	Country: USA	Ticker: RYN	
	Meeting Type: Annual		
		Primary ISIN: US7549071030	Primary SEDOL: 2473138

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dod A. Fraser	Mgmt	For	For
1b	Elect Director Keith E. Bass	Mgmt	For	For
1c	Elect Director Gregg A. Gonsalves	Mgmt	For	For
1d	Elect Director Scott R. Jones	Mgmt	For	For
1e	Elect Director V. Larkin Martin	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1f	Elect Director Meridee A. Moore	Mgmt	For	For
1g	Elect Director Ann C. Nelson	Mgmt	For	For
1h	Elect Director David L. Nunes	Mgmt	For	For
1i	Elect Director Matthew J. Rivers	Mgmt	For	For
1j	Elect Director Andrew G. Wiltshire	Mgmt	For	For

Rayonier Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve 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.			
5	Ratify Ernst & Young, LLP as Auditors	Mgmt	For	For
	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.			

Raytheon Technologies Corporation

Meeting Date: 05/02/2023 Country: USA Ticker: RTX

Meeting Type: Annual

Primary ISIN: US75513E1010 Primary SEDOL: BM5M5Y3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tracy A. Atkinson	Mgmt	For	For
1b	Elect Director Leanne G. Caret	Mgmt	For	For
1c	Elect Director Bernard A. Harris, Jr.	Mgmt	For	For
1d	Elect Director Gregory J. Hayes	Mgmt	For	For
1e	Elect Director George R. Oliver	Mgmt	For	For
1f	Elect Director Robert K. (Kelly) Ortberg	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1g	Elect Director Dinesh C. Paliwal	Mgmt	For	For
1h	Elect Director Ellen M. Pawlikowski	Mgmt	For	For
1i	Elect Director Denise L. Ramos	Mgmt	For	For
1j	Elect Director Fredric G. Reynolds	Mgmt	For	For
1k	Elect Director Brian C. Rogers	Mgmt	For	For
1l	Elect Director James A. Winnefeld, Jr.	Mgmt	For	For
1m	Elect Director Robert O. Work	Mgmt	For	For
	Voter Rationale: We expect CA100+ companies to disclose its material scope 3 emissions as well as have targets in place for scope 3 emissions reductions. Moreover, we expect such companies to set a net-zero target that includes such scope 3 emissions.			

Raytheon Technologies Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Eliminate 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.			
6	Amend Certificate of Incorporation to Eliminate Personal Liability of Officers for Monetary Damages For Breach of Fiduciary Duty as an Officer	Mgmt	For	For
7	Require Independent Board Chair	SH	Against	For
	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.			
8	Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goal	SH	Against	For
	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.			

Ready Capital Corporation

Meeting Date: 05/30/2023 | Country: USA | Ticker: RC

Meeting Type: Special

Primary ISIN: US75574U1016 | Primary SEDOL: BDFS3G6

Ready Capital Corporation

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

Realord Group Holdings Limited

Meeting Date: 06/09/2023 | Country: Bermuda | Ticker: 1196
Meeting Type: Annual
Primary ISIN: BMG7403L1046 | Primary SEDOL: BQV68C6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Lin Xiaohui as Director and Authorize Board to Fix His Remuneration	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. 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.			
2b	Elect Fang Jixin as Director and Authorize Board to Fix His Remuneration	Mgmt	For	For
3	Approve Grant Thornton Hong Kong Limited as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Realty Income Corporation

Meeting Date: 05/23/2023 | Country: USA | Ticker: O
Meeting Type: Annual
Primary ISIN: US7561091049 | Primary SEDOL: 2724193

Realty Income Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Priscilla Almodovar	Mgmt	For	For
1b	Elect Director Jacqueline Brady	Mgmt	For	For
1c	Elect Director A. Larry Chapman	Mgmt	For	For
1d	Elect Director Reginald H. Gilyard	Mgmt	For	For
1e	Elect Director Mary Hogan Preusse	Mgmt	For	For
1f	Elect Director Priya Cherian Huskins	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.			
1g	Elect Director Gerardo I. Lopez	Mgmt	For	For
1h	Elect Director Michael D. McKee	Mgmt	For	For
1i	Elect Director Gregory T. McLaughlin	Mgmt	For	For
1j	Elect Director Ronald L. Merriman	Mgmt	For	Against
	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.			
1k	Elect Director Sumit Roy	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Reata Pharmaceuticals, Inc.

Meeting Date: 06/07/2023 Country: USA Ticker: RETA

Meeting Type: Annual

Primary ISIN: US75615P1030 Primary SEDOL: BYY9FX8

Reata Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Martin W. Edwards	Mgmt	For	Withhold
	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. 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. 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.			
1.2	Elect Director R. Kent McGaughy, Jr.	Mgmt	For	Withhold
	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.			
1.3	Elect Director Christy J. Oliger	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 majority of annual bonus incentives should be quantitative. 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.			
3	Ratify Ernst & Young 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.			

Reckitt Benckiser Group Plc

Meeting Date: 05/03/2023 | Country: United Kingdom | Ticker: RKT

Meeting Type: Annual

Primary ISIN: GB00B24CGK77 | Primary SEDOL: B24CGK7

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 Andrew Bonfield as Director	Mgmt	For	For
5	Re-elect Olivier Bohuon as Director	Mgmt	For	For

Reckitt Benckiser Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Re-elect Jeff Carr as Director	Mgmt	For	For
7	Re-elect Margherita Della Valle as Director	Mgmt	For	For
8	Re-elect Nicandro Durante as Director	Mgmt	For	For
9	Re-elect Mary Harris as Director	Mgmt	For	For
10	Re-elect Mehmood Khan as Director	Mgmt	For	For
11	Re-elect Pam Kirby as Director	Mgmt	For	For
12	Re-elect Chris Sinclair as Director	Mgmt	For	For
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given that the number of of female directors has increased since the last AGM, we will keep this matter under review. The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
13	Re-elect Elane Stock as Director	Mgmt	For	For
14	Re-elect Alan Stewart as Director	Mgmt	For	For
15	Elect Jeremy Darroch as Director	Mgmt	For	For
16	Elect Tamara Ingram as Director	Mgmt	For	For
17	Reappoint KPMG LLP as Auditors	Mgmt	For	For
18	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For
20	Authorise Issue of Equity	Mgmt	For	For
21	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
23	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
24	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Recordati SpA

Meeting Date: 04/21/2023 | Country: Italy | Ticker: REC

Meeting Type: Annual

Primary ISIN: IT0003828271 | Primary SEDOL: B07DRZ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
	Management Proposals	Mgmt		

Recordati SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1b	Approve Allocation of Income	Mgmt	For	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt		
2a.1	Slate 1 Submitted by Rossini Sarl	SH	None	Against
	Voter Rationale: This item warrants a vote AGAINST because: - Shareholders can support only one slate. - Slate 2 is likely to better represent the interests of global institutional investors and minority shareholders.			
2a.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For
2b	Appoint Chairman of Internal Statutory Auditors	SH	None	For
	Shareholder Proposals Submitted by Rossini Sarl	Mgmt		
2c	Approve Remuneration of Directors	SH	None	For
	Management Proposals	Mgmt		
3a	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
3b	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
4	Approve Performance Shares Plan 2023-2025	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. 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.			
5	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Recruit Holdings Co., Ltd.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 6098
Meeting Type: Annual
Primary ISIN: JP3970300004 | Primary SEDOL: BQRRZ00

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Minegishi, Masumi	Mgmt	For	For
1.2	Elect Director Idekoba, Hisayuki	Mgmt	For	For
1.3	Elect Director Senaha, Ayano	Mgmt	For	For
1.4	Elect Director Rony Kahan	Mgmt	For	For
1.5	Elect Director Izumiya, Naoki	Mgmt	For	For
1.6	Elect Director Totoki, Hiroki	Mgmt	For	For
1.7	Elect Director Honda, Keiko	Mgmt	For	For
1.8	Elect Director Katrina Lake	Mgmt	For	For
2	Appoint Alternate Statutory Auditor Tanaka, Miho	Mgmt	For	For
3	Approve Compensation Ceiling for Directors	Mgmt	For	For

Recursion Pharmaceuticals, Inc.

Meeting Date: 06/16/2023 | Country: USA | Ticker: RXRX
Meeting Type: Annual
Primary ISIN: US75629V1044 | Primary SEDOL: BM9FJ13

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Terry-Ann Burrell	Mgmt	For	Withhold
	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.			
1.2	Elect Director Christopher Gibson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Recursion Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Red Rock Resorts, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: RRR

Meeting Type: Annual

Primary ISIN: US75700L1089 | Primary SEDOL: BYY9947

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frank J. Fertitta, III	Mgmt	For	Withhold
	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.			
1.2	Elect Director Lorenzo J. Fertitta	Mgmt	For	Withhold
	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.			
1.3	Elect Director Robert A. Cashell, Jr.	Mgmt	For	Withhold
	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. Specifically, the board failed to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, 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.			
1.4	Elect Director Robert E. Lewis	Mgmt	For	For
	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.			
1.5	Elect Director James E. Nave	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			

Red Rock Resorts, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	Against
	Voter Rationale: This amendment is not in the best interest of shareholders.			
6	Report on Board Diversity	SH	Against	For
	Voter Rationale: We are encouraged by current disclosures on diversity management. The board should draw on the richest possible combination of talents and perspectives. In addition, board charters should affirm the value of individual diversity of all kinds including gender, ethnic origin, nationality, professional background, and many other factors that may enhance the boards performance.			

Rede D'Or Sao Luiz SA

Meeting Date: 04/28/2023 | Country: Brazil | Ticker: RDOR3

Meeting Type: Annual

Primary ISIN: BRRDORACNOR8 | Primary SEDOL: BNDQ8P6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2022	Mgmt	For	For
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	None	For
4	Elect Fiscal Council Members	Mgmt	For	Abstain
	Voter Rationale: An ABSTAIN vote recommendation is warranted for management's fiscal council nominees to allow minority shareholders to concentrate their votes on the election of a minority fiscal council candidate, as further discussed under Item 6 of this meeting agenda.			
5	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Rede D'Or Sao Luiz SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Elect Rogerio da Silva Ribeiro as Fiscal Council Member and Piero Carbone as Alternate Appointed by Minority Shareholder	SH	None	For
7	Approve Remuneration of Company's Management	Mgmt	For	For
8	Approve Remuneration of Fiscal Council Members	Mgmt	For	For

Rede D'Or Sao Luiz SA

Meeting Date: 04/28/2023 | Country: Brazil | Ticker: RDOR3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRRDORACNOR8 | Primary SEDOL: BNDQ8P6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles 5 and 30 and Consolidate Bylaws	Mgmt	For	For

Redwood Trust, Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: RWT

Meeting Type: Annual

Primary ISIN: US7580754023 | Primary SEDOL: 2730877

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Greg H. Kubicek	Mgmt	For	For
1.2	Elect Director Christopher J. Abate	Mgmt	For	For
1.3	Elect Director Armando Falcon	Mgmt	For	For
1.4	Elect Director Douglas B. Hansen	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Debora D. Horvath	Mgmt	For	For
1.6	Elect Director George W. Madison	Mgmt	For	For
1.7	Elect Director Georganne C. Proctor	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.			
1.8	Elect Director Dashiell I. Robinson	Mgmt	For	For
1.9	Elect Director Faith A. Schwartz	Mgmt	For	For

Redwood Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Grant Thornton LLLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	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.			

Regal Rexnord Corporation

Meeting Date: 04/25/2023 | Country: USA | Ticker: RRX

Meeting Type: Annual

Primary ISIN: US7587501039 | Primary SEDOL: 2730082

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jan A. Bertsch	Mgmt	For	For
1b	Elect Director Stephen M. Burt	Mgmt	For	For
1c	Elect Director Anesa T. Chaibi	Mgmt	For	For
1d	Elect Director Theodore D. Crandall	Mgmt	For	For
1e	Elect Director Michael P. Doss	Mgmt	For	For
1f	Elect Director Michael F. Hilton	Mgmt	For	For
1g	Elect Director Louis V. Pinkham	Mgmt	For	For
1h	Elect Director Rakesh Sachdev	Mgmt	For	Against
	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.			
1i	Elect Director Curtis W. Stoelting	Mgmt	For	Against
	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.			
1j	Elect Director Robin A. Walker-Lee	Mgmt	For	For

Regal Rexnord Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Regency Centers Corporation

Meeting Date: 05/03/2023 | Country: USA | Ticker: REG

Meeting Type: Annual

Primary ISIN: US7588491032 | Primary SEDOL: 2726177

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Martin E. Stein, Jr.	Mgmt	For	For
1b	Elect Director Bryce Blair	Mgmt	For	For
1c	Elect Director C. Ronald Blankenship	Mgmt	For	For
1d	Elect Director Kristin A. Campbell	Mgmt	For	For
1e	Elect Director Deirdre J. Evens	Mgmt	For	For
1f	Elect Director Thomas W. Furphy	Mgmt	For	For
1g	Elect Director Karin M. Klein	Mgmt	For	For
1h	Elect Director Peter D. Linneman	Mgmt	For	For
1i	Elect Director David P. O'Connor	Mgmt	For	For
1j	Elect Director Lisa Palmer	Mgmt	For	For
1k	Elect Director James H. Simmons, III	Mgmt	For	For

Regency Centers Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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
	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 committee should not allow vesting of incentive awards for substantially below median performance.			
4	Ratify KPMG 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.			

Regeneron Pharmaceuticals, Inc.

Meeting Date: 06/09/2023 Country: USA Ticker: REGN

Meeting Type: Annual

Primary ISIN: US75886F1075 Primary SEDOL: 2730190

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joseph L. Goldstein	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1b	Elect Director Christine A. Poon	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1c	Elect Director Craig B. Thompson	Mgmt	For	For
1d	Elect Director Huda Y. Zoghbi	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Regeneron Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Regions Financial Corporation

Meeting Date: 04/19/2023 Country: USA Ticker: RF

Meeting Type: Annual

Primary ISIN: US7591EP1005 Primary SEDOL: B01R311

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark A. Crosswhite	Mgmt	For	For
1b	Elect Director Noopur Davis	Mgmt	For	For
1c	Elect Director Zhanna Golodryga	Mgmt	For	For
	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. However, at this time, we believe this director brings substantial value to this board.			
1d	Elect Director J. Thomas Hill	Mgmt	For	For
1e	Elect Director John D. Johns	Mgmt	For	For
1f	Elect Director Joia M. Johnson	Mgmt	For	For
1g	Elect Director Ruth Ann Marshall	Mgmt	For	For
1h	Elect Director Charles D. McCrary	Mgmt	For	For
1i	Elect Director James T. Prokopanko	Mgmt	For	For
1j	Elect Director Lee J. Styslinger, III	Mgmt	For	For
1k	Elect Director Jose S. Suquet	Mgmt	For	For
1l	Elect Director John M. Turner, Jr.	Mgmt	For	For
1m	Elect Director Timothy Vines	Mgmt	For	For
2	Ratify Ernst & Young 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.			
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. 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.			

Reinsurance Group of America, Incorporated

Meeting Date: 05/24/2023 | Country: USA | Ticker: RGA
Meeting Type: Annual
Primary ISIN: US7593516047 | Primary SEDOL: 2731193

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pina Albo	Mgmt	For	For
	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.			
1b	Elect Director Tony Cheng	Mgmt	For	For
1c	Elect Director John J. Gauthier	Mgmt	For	For
1d	Elect Director Patricia L. Guinn	Mgmt	For	For
1e	Elect Director Anna Manning	Mgmt	For	For
1f	Elect Director Hazel M. McNeilage	Mgmt	For	For
	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.			
1g	Elect Director George Nichols, III	Mgmt	For	For
	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.			
1h	Elect Director Stephen O'Hearn	Mgmt	For	For
1i	Elect Director Shundrawn Thomas	Mgmt	For	For
	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.			
1j	Elect Director Khanh T. Tran	Mgmt	For	For
1k	Elect Director Steven C. Van Wyk	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
	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.			
4	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.			

Relay Therapeutics, Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: RLAY
Meeting Type: Annual
Primary ISIN: US75943R1023 | Primary SEDOL: BN2R582

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas S. Ingram	Mgmt	For	For
1.2	Elect Director Sekar Kathiresan	Mgmt	For	For
1.3	Elect Director Jami Rubin	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Reliance Industries Ltd.

Meeting Date: 05/02/2023 | Country: India | Ticker: 500325
Meeting Type: Court
Primary ISIN: INE002A01018 | Primary SEDOL: 6099626

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Court-Ordered Meeting for Equity Shareholders	Mgmt		
1	Approve Scheme of Arrangement	Mgmt	For	For

Reliance Steel & Aluminum Co.

Meeting Date: 05/17/2023 | Country: USA | Ticker: RS
Meeting Type: Annual
Primary ISIN: US7595091023 | Primary SEDOL: 2729068

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lisa L. Baldwin	Mgmt	For	For

Reliance Steel & Aluminum Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Karen W. Colonias	Mgmt	For	For
1c	Elect Director Frank J. Dellaquila	Mgmt	For	For
1d	Elect Director James D. Hoffman	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1e	Elect Director Mark V. Kaminski	Mgmt	For	For
1f	Elect Director Karla R. Lewis	Mgmt	For	For
1g	Elect Director Robert A. McEvoy	Mgmt	For	For
1h	Elect Director David W. Seeger	Mgmt	For	For
1i	Elect Director Douglas W. Stotlar	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chairman	SH	Against	For
	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.			

Relo Group, Inc.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8876

Meeting Type: Annual

Primary ISIN: JP3755200007 | Primary SEDOL: 6173906

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Remove Provisions Requiring Supermajority Vote to Remove Director	Mgmt	For	For
2.1	Elect Director Sasada, Masanori	Mgmt	For	For
	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. Given that the number of female directors has increased since the last AGM, we will keep this matter under review.			
2.2	Elect Director Nakamura, Kenichi	Mgmt	For	For
	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. Given that the number of female directors has increased since the last AGM, we will keep this matter under review.			
2.3	Elect Director Kadota, Yasushi	Mgmt	For	For
2.4	Elect Director Koshinaga, Kenji	Mgmt	For	For

Relo Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Kawano, Takeshi	Mgmt	For	For
2.6	Elect Director Koyama, Katsuhiko	Mgmt	For	For
2.7	Elect Director Udagawa, Kazuya	Mgmt	For	For
2.8	Elect Director Sakurai, Masao	Mgmt	For	For
2.9	Elect Director Yamamoto, Setsuko	Mgmt	For	For
3.1	Appoint Statutory Auditor Oki, Nobuyoshi	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Sato, Kaori	Mgmt	For	For
3.3	Appoint Statutory Auditor Homma, Yoichi	Mgmt	For	For

RenaissanceRe Holdings Ltd.

Meeting Date: 05/09/2023 Country: Bermuda Ticker: RNR
Meeting Type: Annual
Primary ISIN: BMG7496G1033 Primary SEDOL: 2728429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David C. Bushnell	Mgmt	For	For
1b	Elect Director James L. Gibbons	Mgmt	For	For
1c	Elect Director Shyam Gidumal	Mgmt	For	For
1d	Elect Director Torsten Jeworrek	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
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve PricewaterhouseCoopers Ltd. as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Renova, Inc. (Japan)

Meeting Date: 06/20/2023 Country: Japan Ticker: 9519
Meeting Type: Annual
Primary ISIN: JP3981200003 Primary SEDOL: BD71KT5

Renova, Inc. (Japan)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Kawana, Koichi	Mgmt	For	Against
	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.			
2.2	Elect Director Kiminami, Yosuke	Mgmt	For	Against
	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.			
2.3	Elect Director Ogawa, Tomokazu	Mgmt	For	For
2.4	Elect Director Yamaguchi, Kazushi	Mgmt	For	For
2.5	Elect Director Shimada, Naoki	Mgmt	For	For
2.6	Elect Director Yamazaki, Mayuka	Mgmt	For	For
2.7	Elect Director Takayama, Ken	Mgmt	For	For
2.8	Elect Director Rajit Nanda	Mgmt	For	For

Repay Holdings Corporation

Meeting Date: 06/14/2023 | Country: USA | Ticker: RPAY

Meeting Type: Annual

Primary ISIN: US76029L1008 | Primary SEDOL: BK5TLP3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shaler Alias	Mgmt	For	For
1.2	Elect Director Richard E. Thornburgh	Mgmt	For	For
	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.			
1.3	Elect Director Paul R. Garcia	Mgmt	For	For
	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.			
1.4	Elect Director William Jacobs	Mgmt	For	For
	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.			
1.5	Elect Director Peter "Pete" J. Kight	Mgmt	For	Withhold
	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.			
1.6	Elect Director John Morris	Mgmt	For	For

Repay Holdings Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Repligen Corporation

Meeting Date: 05/18/2023 Country: USA Ticker: RGEN

Meeting Type: Annual

Primary ISIN: US7599161095 Primary SEDOL: 2731654

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tony J. Hunt	Mgmt	For	For
1b	Elect Director Karen A. Dawes	Mgmt	For	Against
	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. 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.			
1c	Elect Director Nicolas M. Barthelemy	Mgmt	For	For
	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.			
1d	Elect Director Carrie Eglinton Manner	Mgmt	For	For
1e	Elect Director Konstantin Konstantinov	Mgmt	For	For
1f	Elect Director Martin D. Madaus	Mgmt	For	For
1g	Elect Director Rohin Mhatre	Mgmt	For	For
	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.			
1h	Elect Director Glenn P. Muir	Mgmt	For	For
	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.			
2	Ratify Ernst & Young 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.			

Repligen Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Permit Board to Amend Bylaws Without Shareholder Consent	Mgmt	For	For
6	Provide Proxy Access Right	Mgmt	For	For

Repsol SA

Meeting Date: 05/24/2023 | Country: Spain | Ticker: REP

Meeting Type: Annual

Primary ISIN: ES0173516115 | Primary SEDOL: 5669354

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Approve Non-Financial Information Statement	Mgmt	For	For
4	Approve Discharge of Board	Mgmt	For	For
5	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For
6	Approve Dividends Charged Against Reserves	Mgmt	For	For
7	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For
8	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For
9	Authorize Issuance of Non-Convertible Bonds/Debentures and/or Other Debt Securities Exchangeable for Issued Shares for up to EUR 15 Billion	Mgmt	For	For
10	Reelect Antonio Brufau Niubo as Director	Mgmt	For	For
11	Reelect Josu Jon Imaz San Miguel as Director	Mgmt	For	For
12	Reelect Aranzazu Estefania Larranaga as Director	Mgmt	For	For

Repsol SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Reelect Maria Teresa Garcia-Mila Lloveras as Director	Mgmt	For	For
14	Reelect Henri Philippe Reichstul as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
15	Reelect John Robinson West as Director	Mgmt	For	For
16	Ratify Appointment of and Elect Manuel Manrique Cecilia as Director	Mgmt	For	For
17	Elect Maria del Pino Velazquez Medina as Director	Mgmt	For	For
18	Advisory Vote on Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
19	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
20	Approve Share Matching Plan	Mgmt	For	For
21	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Republic Services, Inc.

Meeting Date: 05/12/2023 Country: USA Ticker: RSG

Meeting Type: Annual

Primary ISIN: US7607591002 Primary SEDOL: 2262530

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Manuel Kadre	Mgmt	For	For
1b	Elect Director Tomago Collins	Mgmt	For	For
1c	Elect Director Michael A. Duffy	Mgmt	For	For
1d	Elect Director Thomas W. Handley	Mgmt	For	For
1e	Elect Director Jennifer M. Kirk	Mgmt	For	For
1f	Elect Director Michael Larson	Mgmt	For	For
1g	Elect Director James P. Snee	Mgmt	For	For
1h	Elect Director Brian S. Tyler	Mgmt	For	For
1i	Elect Director Jon Vander Ark	Mgmt	For	For
1j	Elect Director Sandra M. Volpe	Mgmt	For	For
1k	Elect Director Katharine B. Weymouth	Mgmt	For	For

Republic Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Resona Holdings, Inc.

Meeting Date: 06/23/2023 Country: Japan Ticker: 8308
Meeting Type: Annual
Primary ISIN: JP3500610005 Primary SEDOL: 6421553

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Minami, Masahiro	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
1.2	Elect Director Ishida, Shigeki	Mgmt	For	For
1.3	Elect Director Noguchi, Mikio	Mgmt	For	For
1.4	Elect Director Oikawa, Hisahiko	Mgmt	For	For
1.5	Elect Director Baba, Chiharu	Mgmt	For	For
1.6	Elect Director Iwata, Kimie	Mgmt	For	For
1.7	Elect Director Egami, Setsuko	Mgmt	For	For
1.8	Elect Director Ike, Fumihiko	Mgmt	For	For
1.9	Elect Director Nohara, Sawako	Mgmt	For	For
1.10	Elect Director Yamauchi, Masaki	Mgmt	For	For
1.11	Elect Director Tanaka, Katsuyuki	Mgmt	For	For
1.12	Elect Director Yasuda, Ryuji	Mgmt	For	For

Resorttrust, Inc.

Meeting Date: 06/29/2023 Country: Japan Ticker: 4681
Meeting Type: Annual
Primary ISIN: JP3974450003 Primary SEDOL: 6044132

Resorttrust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Ito, Yoshiro	Mgmt	For	For
2.2	Elect Director Ito, Katsuyasu	Mgmt	For	Against
	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.			
2.3	Elect Director Fushimi, Ariyoshi	Mgmt	For	Against
	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.			
2.4	Elect Director Iuchi, Katsuyuki	Mgmt	For	For
2.5	Elect Director Shintani, Atsuyuki	Mgmt	For	For
2.6	Elect Director Uchiyama, Toshihiko	Mgmt	For	For
2.7	Elect Director Takagi, Naoshi	Mgmt	For	For
2.8	Elect Director Hanada, Shinichiro	Mgmt	For	For
2.9	Elect Director Furukawa, Tetsuya	Mgmt	For	For
2.10	Elect Director Ogino, Shigetoshi	Mgmt	For	For
2.11	Elect Director Ito, Go	Mgmt	For	For
2.12	Elect Director Nonaka, Tomoyo	Mgmt	For	For
2.13	Elect Director Terazawa, Asako	Mgmt	For	For
2.14	Elect Director Kosugi, Yoshinobu	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Miyake, Masaru	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Toda, Yasushi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Aramoto, Kazuhiko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Nishihara, Hirofumi	Mgmt	For	For

Restaurant Brands International Inc.

Meeting Date: 05/23/2023 | Country: Canada | Ticker: QSR

Meeting Type: Annual/Special

Primary ISIN: CA76131D1033 | Primary SEDOL: BTF8CF0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alexandre Behring	Mgmt	For	For

Restaurant Brands International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1.2	Elect Director Maximilien de Limburg Stirum	Mgmt	For	For
1.3	Elect Director J. Patrick Doyle	Mgmt	For	For
	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.			
1.4	Elect Director Cristina Farjallat	Mgmt	For	For
	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.			
1.5	Elect Director Jordana Fribourg	Mgmt	For	For
1.6	Elect Director Ali Hedayat	Mgmt	For	For
1.7	Elect Director Marc Lemann	Mgmt	For	For
1.8	Elect Director Jason Melbourne	Mgmt	For	For
	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.			
1.9	Elect Director Daniel S. Schwartz	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.10	Elect Director Thecla Sweeney	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration should not contain a significant overlap of metrics. 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.			
3	Ratify KPMG 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.			
4	Approve Omnibus 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.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.Variable remuneration should not contain a significant overlap of 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.			
5	Disclose Any Annual Benchmarks for Animal Welfare Goals	SH	Against	Against
	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.			
6	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporations behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.			

Restaurant Brands International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Report on Risks to Business Due to Increased Labor Market Pressure	SH	Against	Against
	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.			
8	Report on Efforts to Reduce Plastic Use	SH	Against	For
	Voter Rationale: We are supportive of this request to enhance disclosure and transparency waste management as it 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.			

Retail Opportunity Investments Corp.

Meeting Date: 04/25/2023 Country: USA Ticker: ROIC

Meeting Type: Annual

Primary ISIN: US76131N1019 Primary SEDOL: B28YD08

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard A. Baker	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent. 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.			
1.2	Elect Director Angela K. Ho	Mgmt	For	For
1.3	Elect Director Michael J. Indiveri	Mgmt	For	Withhold
	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.			
1.4	Elect Director Zabrina M. Jenkins	Mgmt	For	For
1.5	Elect Director Lee S. Neibart	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.6	Elect Director Adrienne B. Pitts	Mgmt	For	For
1.7	Elect Director Laura H. Pomerantz	Mgmt	For	Withhold
	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. 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.			
1.8	Elect Director Stuart A. Tanz	Mgmt	For	For
1.9	Elect Director Eric S. Zorn	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Retail Opportunity Investments Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Revance Therapeutics, Inc.

Meeting Date: 05/03/2023 Country: USA Ticker: RVNC

Meeting Type: Annual

Primary ISIN: US7613301099 Primary SEDOL: BJFSR99

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jill Beraud	Mgmt	For	Withhold
	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.			
1.2	Elect Director Carey O'Connor Kolaja	Mgmt	For	Withhold
	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.			
1.3	Elect Director Vlad Coric	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			

Revolve Group, Inc.

Meeting Date: 06/09/2023 Country: USA Ticker: RVLV

Meeting Type: Annual

Primary ISIN: US76156B1070 Primary SEDOL: BJ1FD74

Revolve Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael ("Mike") Karanikolas	Mgmt	For	Withhold
	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 The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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 supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights.			
1.2	Elect Director Michael Mente	Mgmt	For	Withhold
	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 The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.			
1.3	Elect Director Melanie Cox	Mgmt	For	For
1.4	Elect Director Oana Ruxandra	Mgmt	For	For
1.5	Elect Director Marc Stolzman	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Variable remuneration should not contain a significant overlap of 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.			

REX American Resources Corporation

Meeting Date: 06/15/2023 | Country: USA | Ticker: REX

Meeting Type: Annual

Primary ISIN: US7616241052 | Primary SEDOL: 2063670

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stuart A. Rose	Mgmt	For	For
1.2	Elect Director Zafar A. Rizvi	Mgmt	For	For
1.3	Elect Director Edward M. Kress	Mgmt	For	For

REX American Resources Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director David S. Harris	Mgmt	For	Against
	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. 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 director is a member of the audit committee and shareholders should be given the opportunity to approve the auditors annually. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
1.5	Elect Director Charles A. Elcan	Mgmt	For	For
	Voter Rationale: We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.6	Elect Director Mervyn L. Alphonso	Mgmt	For	Against
	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. Shareholders should be given the opportunity to approve the auditors annually. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
1.7	Elect Director Lee I. Fisher	Mgmt	For	For
	Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually.			
1.8	Elect Director Anne C. MacMillan	Mgmt	For	For
	Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually.			
1.9	Elect Director Cheryl L. Bustos	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The annual bonus should be assessed using no less than two metrics.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Rexel SA

Meeting Date: 04/20/2023 | Country: France | Ticker: RXL

Meeting Type: Annual/Special

Primary ISIN: FR0010451203 | Primary SEDOL: B1VP0K0

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

Rexel SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Treatment of Losses and Dividends of EUR 1.2 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
6	Approve Remuneration Policy of Directors	Mgmt	For	For
7	Approve Remuneration Policy of CEO	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Compensation of Ian Meakins, Chairman of the Board	Mgmt	For	For
10	Approve Compensation of Guillaume Texier, CEO	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
11	Elect Marie-Christine Lombard as Director	Mgmt	For	For
12	Elect Steven Borges as Director	Mgmt	For	For
13	Reelect Ian Meakins as Director	Mgmt	For	For
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 720 Million	Mgmt	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 140 Million	Mgmt	For	For

Rexel SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 140 Million	Mgmt	For	For
19	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 16-18	Mgmt	For	For
20	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans for International Employees	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
23	Authorize Capitalization of Reserves of Up to EUR 200 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
24	Amend Article 16 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For
25	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Rexford Industrial Realty, Inc.

Meeting Date: 06/05/2023 Country: USA Ticker: REXR

Meeting Type: Annual

Primary ISIN: US76169C1009 Primary SEDOL: BC9ZHL9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert L. Antin	Mgmt	For	For
1.2	Elect Director Michael S. Frankel	Mgmt	For	For
1.3	Elect Director Diana J. Ingram	Mgmt	For	For
1.4	Elect Director Angela L. Kleiman	Mgmt	For	For
1.5	Elect Director Debra L. Morris	Mgmt	For	For
1.6	Elect Director Tyler H. Rose	Mgmt	For	For
1.7	Elect Director Howard Schwimmer	Mgmt	For	For
1.8	Elect Director Richard Ziman	Mgmt	For	For

Rexford Industrial Realty, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			

RH

Meeting Date: 04/04/2023 | Country: USA | Ticker: RH

Meeting Type: Special

Primary ISIN: US74967X1037 | Primary SEDOL: BYXR425

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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 clawback provisions in place to enable it to re-coup funds should it identify any facts of manipulation of reported indicators or other bad faith actions which were detrimental to the long-term interests of its shareholders			

RH

Meeting Date: 06/29/2023 | Country: USA | Ticker: RH

Meeting Type: Annual

Primary ISIN: US74967X1037 | Primary SEDOL: BYXR425

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hilary Krane	Mgmt	For	For
1.2	Elect Director Katie Mitic	Mgmt	For	For
1.3	Elect Director Ali Rowghani	Mgmt	For	For

RH

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
4	Report on Procurement of Down Feathers from the Company's Suppliers	SH	Against	Against
	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.			

Rhythm Pharmaceuticals, Inc.

Meeting Date: 06/21/2023 | Country: USA | Ticker: RYTM

Meeting Type: Annual

Primary ISIN: US76243J1051 | Primary SEDOL: BF2YWG4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Camille L. Bedrosian	Mgmt	For	Withhold
	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. 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.			
1.2	Elect Director David W.J. McGirr	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.3	Elect Director David P. Meeker	Mgmt	For	For
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Rhythm Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			

Richelieu Hardware Ltd.

Meeting Date: 04/06/2023 Country: Canada Ticker: RCH

Meeting Type: Annual

Primary ISIN: CA76329W1032 Primary SEDOL: 2736273

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sylvie Vachon	Mgmt	For	Withhold
	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. The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1.2	Elect Director Lucie Chabot	Mgmt	For	For
1.3	Elect Director Marie Lemay	Mgmt	For	For
1.4	Elect Director Pierre Pomerleau	Mgmt	For	For
1.5	Elect Director Luc Martin	Mgmt	For	For
1.6	Elect Director Richard Lord	Mgmt	For	For
1.7	Elect Director Marc Poulin	Mgmt	For	Withhold
	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.			
1.8	Elect Director Robert Courteau	Mgmt	For	Withhold
	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. 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. 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. 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.			
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Ricoh Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 7752
Meeting Type: Annual
Primary ISIN: JP3973400009 | Primary SEDOL: 6738220

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 17	Mgmt	For	For
2.1	Elect Director Yamashita, Yoshinori	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Oyama, Akira	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Kawaguchi, Takashi	Mgmt	For	For
2.4	Elect Director Yoko, Keisuke	Mgmt	For	For
2.5	Elect Director Tani, Sadafumi	Mgmt	For	For
2.6	Elect Director Ishimura, Kazuhiko	Mgmt	For	For
2.7	Elect Director Ishiguro, Shigenao	Mgmt	For	For
2.8	Elect Director Takeda, Yoko	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Ricoh Leasing Co., Ltd.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 8566
Meeting Type: Annual
Primary ISIN: JP3974100004 | Primary SEDOL: 6729116

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Nakamura, Tokuharu	Mgmt	For	For
3.2	Elect Director Sano, Hirozumi	Mgmt	For	For
3.3	Elect Director Kuroki, Shinichi	Mgmt	For	For
3.4	Elect Director Futamiya, Masaya	Mgmt	For	For

Ricoh Leasing Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.5	Elect Director Arakawa, Masako	Mgmt	For	For
3.6	Elect Director Ebisui, Mari	Mgmt	For	For
3.7	Elect Director Harasawa, Atsumi	Mgmt	For	For
3.8	Elect Director Ichinose, Takashi	Mgmt	For	For
3.9	Elect Director Zama, Nobuhisa	Mgmt	For	For
3.10	Elect Director Irisa, Takahiro	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Ikeda, Koichiro	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Riken Keiki Co., Ltd.

Meeting Date: 06/28/2023 Country: Japan Ticker: 7734

Meeting Type: Annual

Primary ISIN: JP3971000009 Primary SEDOL: 6739847

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Kobayashi, Hisayoshi	Mgmt	For	Abstain
	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.			
2.2	Elect Director Matsumoto, Tetsuya	Mgmt	For	Abstain
	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.			
2.3	Elect Director Kobu, Shinya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kizaki, Shoji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Elect Director and Audit Committee Member Nakano, Nobuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Taga, Michimasa	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Miyaguchi, Takehito	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Riken Keiki Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Elect Director and Audit Committee Member Uematsu, Yasuko	Mgmt	For	For

Rinnai Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 5947

Meeting Type: Annual

Primary ISIN: JP3977400005 | Primary SEDOL: 6740582

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 85	Mgmt	For	For
2.1	Elect Director Hayashi, Kenji	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Naito, Hiroyasu	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Narita, Tsunenori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Shiraki, Hideyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Inoue, Kazuto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Matsui, Nobuyuki	Mgmt	For	For
2.7	Elect Director Kamio, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Ogura, Tadashi	Mgmt	For	For
2.9	Elect Director Dochi, Yoko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Appoint Statutory Auditor Simizu, Masanori	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Ishikawa, Yoshiro	Mgmt	For	For
5	Initiate Share Repurchase Program	SH	Against	Against

Rinnai Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Amend Articles to Add Provision concerning Directors' Share Ownership	SH	Against	Against
7	Amend Articles to Require Majority Outsider Board	SH	Against	For
	Voter Rationale: The company should improve board balance and composition. Boards should consist of a majority of independent non-executive directors unless there is a compelling reason for an alternative structure.			

Rio Tinto Limited

Meeting Date: 05/04/2023 Country: Australia Ticker: RIO

Meeting Type: Annual

Primary ISIN: AU000000RIO1 Primary SEDOL: 6220103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.			
2	Approve Remuneration Report for UK Law Purposes	Mgmt	For	For
3	Approve Remuneration Report for Australian Law Purposes	Mgmt	For	For
4	Approve Potential Termination Benefits	Mgmt	For	For
5	Elect Kaisa Hietala as Director	Mgmt	For	For
6	Elect Dominic Barton as Director	Mgmt	For	For
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given that the number of of female directors has increased since the last AGM, we will keep this matter under review. The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
7	Elect Megan Clark as Director	Mgmt	For	Abstain
	Voter Rationale: AGAINST on the re-election of the director as she is Head of the Sustainability Committee and we have concerns with the lack of progress of the company setting scope 3 emission targets and there isn't a climate vote at the AGM.			
8	Elect Peter Cunningham as Director	Mgmt	For	For
9	Elect Simon Henry as Director	Mgmt	For	For
10	Elect Sam Laidlaw as Director	Mgmt	For	For
11	Elect Simon McKeon as Director	Mgmt	For	For
12	Elect Jennifer Nason as Director	Mgmt	For	For
13	Elect Jakob Stausholm as Director	Mgmt	For	For
14	Elect Ngaire Woods as Director	Mgmt	For	For
15	Elect Ben Wyatt as Director	Mgmt	For	For
16	Appoint KPMG LLP as Auditors	Mgmt	For	For
17	Authorize the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For

Rio Tinto Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Approve Authority to Make Political Donations	Mgmt	For	For
19	Approve the Renewal of Off-Market and On-Market Share Buy-back Authorities	Mgmt	For	For

Rio Tinto Plc

Meeting Date: 04/06/2023 | Country: United Kingdom | Ticker: RIO

Meeting Type: Annual

Primary ISIN: GB0007188757 | Primary SEDOL: 0718875

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report for UK Law Purposes	Mgmt	For	For
3	Approve Remuneration Report for Australian Law Purposes	Mgmt	For	For
4	Approve the Potential Termination of Benefits for Australian Law Purposes	Mgmt	For	For
5	Elect Kaisa Hietala as Director	Mgmt	For	For
6	Re-elect Dominic Barton as Director	Mgmt	For	For
7	Re-elect Megan Clark as Director	Mgmt	For	Abstain
	Voter Rationale: ABSTAIN on the re-election of the director as she is Head of the Sustainability Committee and we have concerns with the lack of progress of the company setting scope 3 emission targets and there isn't a climate vote at the AGM. Further engagement with the company will be undertaken on these issues in the year ahead.			
8	Re-elect Peter Cunningham as Director	Mgmt	For	For
9	Re-elect Simon Henry as Director	Mgmt	For	For
10	Re-elect Sam Laidlaw as Director	Mgmt	For	For
11	Re-elect Simon McKeon as Director	Mgmt	For	For
12	Re-elect Jennifer Nason as Director	Mgmt	For	For
13	Re-elect Jakob Stausholm as Director	Mgmt	For	For
14	Re-elect Ngaire Woods as Director	Mgmt	For	For
15	Re-elect Ben Wyatt as Director	Mgmt	For	For
16	Reappoint KPMG LLP as Auditors	Mgmt	For	For
17	Authorise the Audit and Risk 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

Rio Tinto Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Authorise Issue of Equity without Pre-emptive Rights	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

RioCan Real Estate Investment Trust

Meeting Date: 06/13/2023 | Country: Canada | Ticker: REI.UN

Meeting Type: Annual/Special

Primary ISIN: CA7669101031 | Primary SEDOL: 2229610

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Bonnie Brooks	Mgmt	For	For
1.2	Elect Trustee Richard Dansereau	Mgmt	For	For
1.3	Elect Trustee Janice Fukakusa	Mgmt	For	For
1.4	Elect Trustee Jonathan Gitlin	Mgmt	For	For
1.5	Elect Trustee Marie-Josee Lamothe	Mgmt	For	For
1.6	Elect Trustee Dale H. Lastman	Mgmt	For	For
1.7	Elect Trustee Jane Marshall	Mgmt	For	For
1.8	Elect Trustee Edward Sonshine	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.9	Elect Trustee Siim A. Vanaselja	Mgmt	For	For
	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.			
1.10	Elect Trustee Charles M. Winograd	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Amend Deferred Unit Plan	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	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.			

Riot Platforms, Inc.

Meeting Date: 06/27/2023 | Country: USA | Ticker: RIOT
Meeting Type: Annual
Primary ISIN: US7672921050 | Primary SEDOL: BD9F675

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Hannah Cho	Mgmt	For	Withhold
	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. 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 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.			
1b	Elect Director Lance D'Ambrosio	Mgmt	For	Withhold
	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 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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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.			
4	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Riso Kagaku Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 6413
Meeting Type: Annual
Primary ISIN: JP3974400008 | Primary SEDOL: 6740849

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 120	Mgmt	For	For
2.1	Elect Director Hayama, Akira	Mgmt	For	For
2.2	Elect Director Ikejima, Shoichi	Mgmt	For	For
2.3	Elect Director Kawatsu, Toshihiko	Mgmt	For	For

Riso Kagaku Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Yatabe, Toshiaki	Mgmt	For	For
2.5	Elect Director Gondo, Kaeko	Mgmt	For	For
2.6	Elect Director Watabe, Hidetoshi	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

Ritchie Bros. Auctioneers Incorporated

Meeting Date: 05/08/2023 | Country: Canada | Ticker: RBA

Meeting Type: Annual/Special

Primary ISIN: CA7677441056 | Primary SEDOL: 2345390

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Erik Olsson	Mgmt	For	For
1b	Elect Director Ann Fandozzi	Mgmt	For	For
1c	Elect Director Brian Bales	Mgmt	For	For
1d	Elect Director William (Bill) Breslin	Mgmt	For	For
1e	Elect Director Adam DeWitt	Mgmt	For	For
1f	Elect Director Robert George Elton	Mgmt	For	For
1g	Elect Director Lisa Hook	Mgmt	For	For
1h	Elect Director Timothy O'Day	Mgmt	For	For
1i	Elect Director Sarah Raiss	Mgmt	For	For
	Voter Rationale: e 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. Given the company's commitment, we will support this proposal and keep this matter under review.			
1j	Elect Director Michael Sieger	Mgmt	For	For
1k	Elect Director Jeffrey C. Smith	Mgmt	For	For
1l	Elect Director Carol M. Stephenson	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Ritchie Bros. Auctioneers Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Employee Stock Purchase Plan	Mgmt	For	For
6	Change Company Name to RB Global, Inc.	Mgmt	For	For

Rithm Capital Corp.

Meeting Date: 05/25/2023 | Country: USA | Ticker: RITM
Meeting Type: Annual
Primary ISIN: US64828T2015 | Primary SEDOL: BRJ9GW0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Saltzman	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve 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. 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.			

Riverstone Holdings Limited

Meeting Date: 04/24/2023 | Country: Singapore | Ticker: AP4
Meeting Type: Annual
Primary ISIN: SG1U22933048 | Primary SEDOL: B1G16Z0

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

Riverstone Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Elect Lim Jun Xiong Steven as Director	Mgmt	For	Against
	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.			
3	Elect Yoong Kah Yin as Director	Mgmt	For	Abstain
	Voter Rationale: The Company should put in place a policy that aims to increase gender diversity on the board.			
4	Approve Final Dividend	Mgmt	For	For
5	Approve Directors' Fees	Mgmt	For	For
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	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Rivian Automotive, Inc.

Meeting Date: 06/21/2023 Country: USA Ticker: RIVN

Meeting Type: Annual

Primary ISIN: US76954A1034 Primary SEDOL: BL98841

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Karen Boone	Mgmt	For	Withhold
	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. 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.			
1b	Elect Director Rose Marcario	Mgmt	For	Withhold
	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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Rivian Automotive, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
4	Adopt a Comprehensive Human Rights Policy	SH	Against	For
	Voter Rationale: The company faces risks related to human rights. Good practice includes developing a clear human rights policy or code of practice that provides narrative on how impacts are monitored and effectively mitigated.			

RLI Corp.

Meeting Date: 05/04/2023 Country: USA Ticker: RLI

Meeting Type: Annual

Primary ISIN: US7496071074 Primary SEDOL: 2719070

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kaj Ahlmann	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1b	Elect Director Michael E. Angelina	Mgmt	For	For
1c	Elect Director David B. Duclos	Mgmt	For	For
1d	Elect Director Susan S. Fleming	Mgmt	For	For
1e	Elect Director Jordan W. Graham	Mgmt	For	For
1f	Elect Director Craig W. Kliethermes	Mgmt	For	For
1g	Elect Director Paul B. Medini	Mgmt	For	For
1h	Elect Director Jonathan E. Michael	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1i	Elect Director Robert P. Restrepo, Jr.	Mgmt	For	For
1j	Elect Director Debbie S. Roberts	Mgmt	For	For
1k	Elect Director Michael J. Stone	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

RLI Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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. 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.			
3	Amend Certificate of Incorporation to Include Exculpation of Officers	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

RLJ Lodging Trust

Meeting Date: 04/28/2023 | Country: USA | Ticker: RLJ

Meeting Type: Annual

Primary ISIN: US74965L1017 | Primary SEDOL: B3PY1N7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert L. Johnson	Mgmt	For	For
1.2	Elect Director Leslie D. Hale	Mgmt	For	For
	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.			
1.3	Elect Director Evan Bayh	Mgmt	For	For
1.4	Elect Director Arthur R. Collins	Mgmt	For	For
1.5	Elect Director Nathaniel A. Davis	Mgmt	For	For
1.6	Elect Director Patricia L. Gibson	Mgmt	For	For
1.7	Elect Director Robert M. La Forgia	Mgmt	For	For
1.8	Elect Director Robert J. McCarthy	Mgmt	For	For
1.9	Elect Director Robin Zeigler	Mgmt	For	For

RLJ Lodging Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			

Robert Half International Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: RHI

Meeting Type: Annual

Primary ISIN: US7703231032 Primary SEDOL: 2110703

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Julia L. Coronado	Mgmt	For	For
1b	Elect Director Dirk A. Kempthorne	Mgmt	For	For
1c	Elect Director Harold M. Messmer, Jr.	Mgmt	For	For
1d	Elect Director Marc H. Morial	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1e	Elect Director Robert J. Pace	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1f	Elect Director Frederick A. Richman	Mgmt	For	Against
	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. 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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
1g	Elect Director M. Keith Waddell	Mgmt	For	For
1h	Elect Director Marnie H. Wilking	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			

Robert Half International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Roblox Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: RBLX

Meeting Type: Annual

Primary ISIN: US7710491033 | Primary SEDOL: BMWBC20

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Baszucki	Mgmt	For	Withhold
	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			
1.2	Elect Director Gregory Baszucki	Mgmt	For	Withhold
	Voter Rationale: 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, the classified board, each of which adversely impacts shareholder rights.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Rocket Companies, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: RKT

Meeting Type: Annual

Primary ISIN: US77311W1018 | Primary SEDOL: BMD6Y84

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Matthew Rizik	Mgmt	For	Withhold

Rocket Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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 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. 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 classified board, and the pop-up supermajority vote requirements to enact certain changes to the governing documents, 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.			
1.2	Elect Director Suzanne Shank	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For

Rogers Corporation

Meeting Date: 05/04/2023 | Country: USA | Ticker: ROG

Meeting Type: Annual

Primary ISIN: US7751331015 | Primary SEDOL: 2746700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Keith L. Barnes	Mgmt	For	For
1.2	Elect Director Larry L. Berger	Mgmt	For	For
1.3	Elect Director Megan Faust	Mgmt	For	For
1.4	Elect Director R. Colin Gouveia	Mgmt	For	For
1.5	Elect Director Armand F. Lauzon, Jr.	Mgmt	For	For
1.6	Elect Director Ganesh Moorthy	Mgmt	For	Withhold
	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.			
1.7	Elect Director Jeffrey J. Owens	Mgmt	For	For
1.8	Elect Director Anne K. Roby	Mgmt	For	For
1.9	Elect Director Peter C. Wallace	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

ROHM Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 6963
Meeting Type: Annual
Primary ISIN: JP3982800009 | Primary SEDOL: 6747204

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 100	Mgmt	For	For
2.1	Elect Director Matsumoto, Isao	Mgmt	For	For
2.2	Elect Director Azuma, Katsumi	Mgmt	For	For
2.3	Elect Director Ino, Kazuhide	Mgmt	For	For
2.4	Elect Director Tateishi, Tetsuo	Mgmt	For	For
2.5	Elect Director Yamamoto, Koji	Mgmt	For	For
2.6	Elect Director Nagumo, Tadanobu	Mgmt	For	For
2.7	Elect Director Peter Kenevan	Mgmt	For	For
2.8	Elect Director Muramatsu, Kuniko	Mgmt	For	For
2.9	Elect Director Inoue, Fukuko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Yamazaki, Masahiko	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Chimori, Hidero	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Nakagawa, Keita	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Ono, Tomoyuki	Mgmt	For	For
4	Approve Restricted Stock Plan	SH	Against	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.

Rohto Pharmaceutical Co., Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 4527
Meeting Type: Annual
Primary ISIN: JP3982400008 | Primary SEDOL: 6747367

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yamada, Kunio	Mgmt	For	For
1.2	Elect Director Sugimoto, Masashi	Mgmt	For	For
1.3	Elect Director Saito, Masaya	Mgmt	For	For
1.4	Elect Director Kunisaki, Shinichi	Mgmt	For	For

Rohto Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Segi, Hidetoshi	Mgmt	For	For
1.6	Elect Director Kawasaki, Yasunori	Mgmt	For	For
1.7	Elect Director Okochi, Yoshie	Mgmt	For	For
1.8	Elect Director Iriyama, Akie	Mgmt	For	For
1.9	Elect Director Mera, Haruka	Mgmt	For	For
1.10	Elect Director Uemura, Tatsuo	Mgmt	For	For
1.11	Elect Director Hayashi, Eriko	Mgmt	For	For

Roku, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: ROKU

Meeting Type: Annual

Primary ISIN: US77543R1023 | Primary SEDOL: BZ1LFG7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey Blackburn	Mgmt	For	For
2a	Elect Director Jeffrey Hastings	Mgmt	For	Withhold
	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 right.			
2b	Elect Director Neil Hunt	Mgmt	For	Withhold
	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 right.			
2c	Elect Director Anthony Wood	Mgmt	For	Withhold
	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			

Roku, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Rollins, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: ROL

Meeting Type: Annual

Primary ISIN: US7757111049 | Primary SEDOL: 2747305

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jerry E. Gahlhoff, Jr.	Mgmt	For	For
1.2	Elect Director Patrick J. Gunning	Mgmt	For	For
1.3	Elect Director Gregory B. Morrison	Mgmt	For	For
	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.			
1.4	Elect Director Jerry W. Nix	Mgmt	For	Withhold
	Voter Rationale: Company fails to meet our Climate VAM Net Zero Model expectations. In particular, we note Rollins has failed to disclose scope 1, 2, and 3 emissions and has no 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.			
1.5	Elect Director P. Russell Hardin	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: -A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.-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.-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.-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.			

Rollins, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Rolls-Royce Holdings Plc

Meeting Date: 05/11/2023 Country: United Kingdom Ticker: RR

Meeting Type: Annual

Primary ISIN: GB00B63H8491 Primary SEDOL: B63H849

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	Re-elect Dame Anita Frew as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
4	Elect Tufan Erginbilgic as Director	Mgmt	For	For
5	Re-elect Panos Kakoullis as Director	Mgmt	For	For
6	Re-elect Paul Adams as Director	Mgmt	For	For
7	Re-elect George Culmer as Director	Mgmt	For	For
8	Re-elect Lord Jitesh Gadhia as Director	Mgmt	For	For
9	Re-elect Beverly Goulet as Director	Mgmt	For	For
10	Re-elect Nick Luff as Director	Mgmt	For	For
11	Re-elect Wendy Mars as Director	Mgmt	For	For
12	Re-elect Sir Kevin Smith as Director	Mgmt	For	For
13	Re-elect Dame Angela Strank 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	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Roper Technologies, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: ROP
Meeting Type: Annual
Primary ISIN: US7766961061 | Primary SEDOL: 2749602

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shellye L. Archambeau	Mgmt	For	For
1.2	Elect Director Amy Woods Brinkley	Mgmt	For	For
1.3	Elect Director Irene M. Esteves	Mgmt	For	For
1.4	Elect Director L. Neil Hunn	Mgmt	For	For
1.5	Elect Director Robert D. Johnson	Mgmt	For	For
1.6	Elect Director Thomas P. Joyce, Jr.	Mgmt	For	For
1.7	Elect Director Laura G. Thatcher	Mgmt	For	For
1.8	Elect Director Richard F. Wallman	Mgmt	For	Against
	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.			
1.9	Elect Director Christopher Wright	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: We prefer if the annual bonus is assessed using no less than two metrics.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For

Rorze Corp.

Meeting Date: 05/30/2023 | Country: Japan | Ticker: 6323
Meeting Type: Annual
Primary ISIN: JP3982200002 | Primary SEDOL: 6096650

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 135	Mgmt	For	For

Rorze Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Fujishiro, Yoshiyuki	Mgmt	For	Against
	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.			
2.2	Elect Director Nakamura, Hideharu	Mgmt	For	For
2.3	Elect Director Hayasaki, Katsushi	Mgmt	For	For
2.4	Elect Director Sakiya, Fumio	Mgmt	For	For
2.5	Elect Director Hamori, Hiroshi	Mgmt	For	For
2.6	Elect Director Morishita, Hidenori	Mgmt	For	For
3	Approve Bonus Related to Retirement Bonus System Abolition	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this proposal is warranted because: - The bonus amounts are not disclosed.			

Ross Stores, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: ROST

Meeting Type: Annual

Primary ISIN: US7782961038 Primary SEDOL: 2746711

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director K. Gunnar Bjorklund	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.			
1b	Elect Director Michael J. Bush	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			
1c	Elect Director Edward G. Cannizzaro	Mgmt	For	For
1d	Elect Director Sharon D. Garrett	Mgmt	For	For
1e	Elect Director Michael J. Hartshorn	Mgmt	For	For
1f	Elect Director Stephen D. Milligan	Mgmt	For	For
1g	Elect Director Patricia H. Mueller	Mgmt	For	For
1h	Elect Director George P. Orban	Mgmt	For	For
1i	Elect Director Larree M. Renda	Mgmt	For	For
1j	Elect Director Barbara Rentler	Mgmt	For	For
1k	Elect Director Doniel N. Sutton	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			

Ross Stores, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. Variable remuneration should not contain a significant overlap of metrics. The annual bonus should be assessed using no less than two metrics. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

Rotork Plc

Meeting Date: 04/28/2023 | Country: United Kingdom | Ticker: ROR

Meeting Type: Annual

Primary ISIN: GB00BVFNZH21 | Primary SEDOL: BVFNZH2

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 Policy	Mgmt	For	For
4	Approve Remuneration Report	Mgmt	For	For
5	Re-elect Ann Andersen as Director	Mgmt	For	For
6	Re-elect Tim Cobbold as Director	Mgmt	For	For
7	Re-elect Jonathan Davis as Director	Mgmt	For	For
8	Re-elect Peter Dilnot as Director	Mgmt	For	For
9	Re-elect Kiet Huynh as Director	Mgmt	For	For
10	Re-elect Karin Meurk-Harvey as Director	Mgmt	For	For
11	Re-elect Janice Stipp as Director	Mgmt	For	For
12	Elect Dorothy Thompson as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
13	Reappoint Deloitte 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

Rotork Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Authorise Issue of Equity	Mgmt	For	For
17	Approve Sharesave Scheme	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 Market Purchase of Preference Shares	Mgmt	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

ROUND ONE Corp.

Meeting Date: 06/24/2023 Country: Japan Ticker: 4680

Meeting Type: Annual

Primary ISIN: JP3966800009 Primary SEDOL: 6248365

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 4	Mgmt	For	For
2	Amend Articles to Amend Business Lines - Authorize Board to Determine Income Allocation - Establish Record Dates for Quarterly Dividends	Mgmt	For	Against
	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.			
3.1	Elect Director Sugino, Masahiko	Mgmt	For	For
3.2	Elect Director Sasae, Shinji	Mgmt	For	For
3.3	Elect Director Nishimura, Naoto	Mgmt	For	For
3.4	Elect Director Teramoto, Toshitaka	Mgmt	For	For
3.5	Elect Director Tsuzuruki, Tomoko	Mgmt	For	For
3.6	Elect Director Takaguchi, Ayako	Mgmt	For	For
4.1	Appoint Statutory Auditor Goto, Tomoyuki	Mgmt	For	For
4.2	Appoint Statutory Auditor Iwakawa, Hiroshi	Mgmt	For	For
4.3	Appoint Statutory Auditor Okuda, Junji	Mgmt	For	For
5.1	Appoint Alternate Statutory Auditor Shimizu, Hideki	Mgmt	For	For

ROUND ONE Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.2	Appoint Alternate Statutory Auditor Kawabata, Satomi	Mgmt	For	For
6	Approve Adoption of Holding Company Structure and Transfer of Operations to Wholly Owned Subsidiary	Mgmt	For	For
	Voter Rationale: Refer in case right of withdrawal available to shareholders.			

Rover Group, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: ROVR
Meeting Type: Annual
Primary ISIN: US77936F1030 | Primary SEDOL: BMZ3728

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jamie Cohen	Mgmt	For	For
1.2	Elect Director Greg Gottesman	Mgmt	For	Withhold
	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.			
1.3	Elect Director Scott Jacobson	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Royal Bank of Canada

Meeting Date: 04/05/2023 | Country: Canada | Ticker: RY
Meeting Type: Annual/Special
Primary ISIN: CA7800871021 | Primary SEDOL: 2754383

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mirko Bibic	Mgmt	For	For
1.2	Elect Director Andrew A. Chisholm	Mgmt	For	For
1.3	Elect Director Jacynthe Cote	Mgmt	For	For
1.4	Elect Director Toos N. Daruvala	Mgmt	For	For
1.5	Elect Director Cynthia Devine	Mgmt	For	For
1.6	Elect Director Roberta L. Jamieson	Mgmt	For	For
1.7	Elect Director David McKay	Mgmt	For	For

Royal Bank of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Maryann Turcke	Mgmt	For	For
1.9	Elect Director Thierry Vandal	Mgmt	For	For
1.10	Elect Director Bridget A. van Kralingen	Mgmt	For	For
1.11	Elect Director Frank Vettese	Mgmt	For	For
1.12	Elect Director Jeffery Yabuki	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
4	Amend Stock Option Plan	Mgmt	For	For
5	Increase Maximum Aggregate Consideration Limit of First Preferred Shares	Mgmt	For	For
	Shareholder Proposals	Mgmt		
A	SP 1: Amend the Bank's Policy Guidelines for Sensitive Sectors and Activities	SH	Against	Against
	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.			
B	SP 2: Revise the Bank's Human Rights Position Statement	SH	Against	Against
	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.			
C	SP 3: Publish a Third-Party Racial Equity Audit	SH	Against	For
	Voter Rationale: On balance, an independent audit would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address related material risks and opportunities.			
D	SP 4: Report on 2030 Absolute Greenhouse Gas Reduction Goals	SH	Against	Abstain
	Voter Rationale: Although we consider this topic to be important to the company, at this time, we believe the company's current disclosure provides sufficient information to determine whether management and the board are taking into consideration attendant material risks.			
E	SP 5: Adopt a Policy for a Time-Bound Phaseout of the Bank's Lending and Underwriting for Projects and Companies Engaging in Fossil Fuel Exploration	SH	Against	For
	Voter Rationale: On balance, management and the board may benefit from consideration of attendant policies to ensure the company effectively executes their stated net zero aspirations.			
F	SP 6: Disclose the CEO Compensation to Median Worker Pay Ratio on an Annual Basis	SH	Against	For
	Voter Rationale: On balance, the proposal would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address related material risks and opportunities.			
G	SP 7: Advisory Vote on Environmental Policies	SH	Against	Against
	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.			

Royal Bank of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
H	SP 8: Report on Loans Made by the Bank in Support of the Circular Economy	SH	Against	Against
	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.			

Royal Caribbean Cruises Ltd.

Meeting Date: 06/01/2023 | Country: Liberia | Ticker: RCL
Meeting Type: Annual
Primary ISIN: LR0008862868 | Primary SEDOL: 2754907

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John F. Brock	Mgmt	For	For
1b	Elect Director Richard D. Fain	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1c	Elect Director Stephen R. Howe, Jr.	Mgmt	For	For
1d	Elect Director William L. Kimsey	Mgmt	For	Against
	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.			
1e	Elect Director Michael O. Leavitt	Mgmt	For	For
1f	Elect Director Jason T. Liberty	Mgmt	For	For
1g	Elect Director Amy McPherson	Mgmt	For	For
1h	Elect Director Maritza G. Montiel	Mgmt	For	For
1i	Elect Director Ann S. Moore	Mgmt	For	For
1j	Elect Director Eyal M. Ofer	Mgmt	For	For
1k	Elect Director Vagn O. Sorensen	Mgmt	For	Against
	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.			
1l	Elect Director Donald Thompson	Mgmt	For	For
1m	Elect Director Arne Alexander Wilhelmsen	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1n	Elect Director Rebecca Yeung	Mgmt	For	For
	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.			

Royal Caribbean Cruises Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Royal Gold, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: RGLD

Meeting Type: Annual

Primary ISIN: US7802871084 | Primary SEDOL: 2755706

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Fabiana Chubbs	Mgmt	For	For
1b	Elect Director Kevin McArthur	Mgmt	For	For
1c	Elect Director Sybil Veenman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

Royal KPN NV

Meeting Date: 04/12/2023 | Country: Netherlands | Ticker: KPN

Meeting Type: Annual

Primary ISIN: NL0000009082 | Primary SEDOL: 5956078

Royal KPN NV

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

Royal KPN NV

Meeting Date: 05/31/2023 Country: Netherlands Ticker: KPN

Meeting Type: Extraordinary Shareholders

Primary ISIN: NL0000009082 Primary SEDOL: 5956078

Royal KPN NV

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

Royal Vopak NV

Meeting Date: 04/26/2023 | Country: Netherlands | Ticker: VPK

Meeting Type: Annual

Primary ISIN: NL0009432491 | Primary SEDOL: 5809428

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Receive Report of Management Board (Non-Voting)	Mgmt		
3	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
4	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
5a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
5b	Approve Dividends	Mgmt	For	For
6	Approve Discharge of Executive Board	Mgmt	For	For
7	Approve Discharge of Supervisory Board	Mgmt	For	For
8	Reelect N. Giadrossi to Supervisory Board	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			

Royal Vopak NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Amend Remuneration Policy for Supervisory Board	Mgmt	For	For
10	Amend Remuneration Policy for Executive Board	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
11	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
12	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For
13	Other Business (Non-Voting)	Mgmt		
14	Close Meeting	Mgmt		

Royalty Pharma Plc

Meeting Date: 06/22/2023 | Country: United Kingdom | Ticker: RPRX

Meeting Type: Annual

Primary ISIN: GB00BMVP7Y09 | Primary SEDOL: BMVP7Y0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pablo Legorreta	Mgmt	For	For
1b	Elect Director Henry Fernandez	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1c	Elect Director Bonnie Bassler	Mgmt	For	For
1d	Elect Director Errol De Souza	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1e	Elect Director Catherine Engelbert	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1f	Elect Director M. Germano Giuliani	Mgmt	For	For
1g	Elect Director David Hodgson	Mgmt	For	For
1h	Elect Director Ted Love	Mgmt	For	For
1i	Elect Director Gregory Norden	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1j	Elect Director Rory Riggs	Mgmt	For	For

Royalty Pharma Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
5	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
6	Ratify Ernst & Young as U.K. Statutory Auditors	Mgmt	For	For
7	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For

RPC, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: RES

Meeting Type: Annual

Primary ISIN: US7496601060 | Primary SEDOL: 2719456

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jerry W. Nix	Mgmt	For	For
1.2	Elect Director Patrick J. Gunning	Mgmt	For	For
1.3	Elect Director Ben M. Palmer	Mgmt	For	For
	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.			
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

RPT Realty

Meeting Date: 04/27/2023 | Country: USA | Ticker: RPT
Meeting Type: Annual
Primary ISIN: US74971D1019 | Primary SEDOL: BG0YLC2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard L. Federico	Mgmt	For	For
1.2	Elect Director Arthur H. Goldberg	Mgmt	For	Withhold
	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.			
1.3	Elect Director Brian L. Harper	Mgmt	For	For
1.4	Elect Director Joanna T. Lau	Mgmt	For	For
1.5	Elect Director David J. Nettina	Mgmt	For	For
1.6	Elect Director Laurie M. Shahon	Mgmt	For	For
1.7	Elect Director Andrea M. Weiss	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Rubis SCA

Meeting Date: 06/08/2023 | Country: France | Ticker: RUI
Meeting Type: Annual/Special
Primary ISIN: FR0013269123 | Primary SEDOL: BDT88L2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 1.92 per Share	Mgmt	For	For

Rubis SCA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Reelect Olivier Heckenroth as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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	Approve Compensation Report of Corporate Officers	Mgmt	For	For
6	Approve Compensation of Gilles Gobin, General Manager	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7	Approve Compensation of Sorgema SARL, General Manager	Mgmt	For	For
8	Approve Compensation of Agena SAS, General Manager	Mgmt	For	For
9	Approve Compensation of Olivier Heckenroth, Chairman of the Supervisory Board	Mgmt	For	For
10	Approve Remuneration Policy of General Management	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
11	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For
12	Approve Remuneration of Supervisory Board Members in the Aggregate Amount of EUR 300,000	Mgmt	For	For
13	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
16	Authorize Capitalization of Reserves of Up to EUR 10 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 38 Million	Mgmt	For	For

Rubis SCA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Item 17	Mgmt	For	For
19	Authorize Capital Increase of up to EUR 10 Million for Contributions in Kind	Mgmt	For	For
20	Authorize Capital Increase of Up to EUR 10 Million for Future Exchange Offers	Mgmt	For	For
21	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 16 to 20 at 40 Percent of Issued Share Capital	Mgmt	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
23	Amend Article 20 of Bylaws Re: Age Limit of Genral Manager	Mgmt	For	For
24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Russel Metals Inc.

Meeting Date: 05/09/2023 | Country: Canada | Ticker: RUS

Meeting Type: Annual

Primary ISIN: CA7819036046 | Primary SEDOL: 2248808

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Linh J. Austin	Mgmt	For	For
1.2	Elect Director John M. Clark	Mgmt	For	For
	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.			
1.3	Elect Director James F. Dinning	Mgmt	For	For
1.4	Elect Director Brian R. Hedges	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Cynthia Johnston	Mgmt	For	For
1.6	Elect Director Alice D. Laberge	Mgmt	For	Against
	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.			
1.7	Elect Director William M. O'Reilly	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.8	Elect Director Roger D. Paiva	Mgmt	For	For

Russel Metals Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director John G. Reid	Mgmt	For	For
1.10	Elect Director Annie Thabet	Mgmt	For	For
2	Approve Deloitte LLP Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	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.			

Ryan Specialty Holdings, Inc.

Meeting Date: 05/01/2023 Country: USA Ticker: RYAN

Meeting Type: Annual

Primary ISIN: US78351F1075 Primary SEDOL: BNXKSK3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David P. Bolger	Mgmt	For	For
1.2	Elect Director Nicholas D. Cortezi	Mgmt	For	For
1.3	Elect Director Robert (Bobby) Le Blanc	Mgmt	For	Withhold
	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 dual-class capital structure, classified board structure, and pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Ryder System, Inc.

Meeting Date: 05/05/2023 | Country: USA | Ticker: R
Meeting Type: Annual
Primary ISIN: US7835491082 | Primary SEDOL: 2760669

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert J. Eck	Mgmt	For	For
1b	Elect Director Robert A. Hagemann	Mgmt	For	For
1c	Elect Director Michael F. Hilton	Mgmt	For	For
1d	Elect Director Tamara L. Lundgren	Mgmt	For	For
1e	Elect Director Luis P. Nieto, Jr.	Mgmt	For	For
1f	Elect Director David G. Nord	Mgmt	For	For
1g	Elect Director Robert E. Sanchez	Mgmt	For	For
1h	Elect Director Abbie J. Smith	Mgmt	For	For
1i	Elect Director E. Follin Smith	Mgmt	For	For
1j	Elect Director Dmitri L. Stockton	Mgmt	For	For
1k	Elect Director Charles M. Swoboda	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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.			
6	Require Independent Board Chair	SH	Against	For
	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.			

Ryerson Holding Corporation

Meeting Date: 04/26/2023 | Country: USA | Ticker: RYI
Meeting Type: Annual
Primary ISIN: US7837541041 | Primary SEDOL: B3TPPZ6

Ryerson Holding Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kirk K. Calhoun	Mgmt	For	Withhold
	Voter Rationale: 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 classified board structure which adversely impacts shareholder rights.			
1.2	Elect Director Jacob Kotzubei	Mgmt	For	Withhold
	Voter Rationale: 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 classified board structure which adversely impacts shareholder rights. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
1.3	Elect Director Edward J. Lehner	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	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. 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.			

Ryman Hospitality Properties, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: RHP

Meeting Type: Annual

Primary ISIN: US78377T1079 | Primary SEDOL: B8QV5C9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rachna Bhasin	Mgmt	For	For
1b	Elect Director Alvin Bowles, Jr.	Mgmt	For	For
1c	Elect Director Mark Fioravanti	Mgmt	For	For
1d	Elect Director William E. (Bill) Haslam	Mgmt	For	For
1e	Elect Director Fazal Merchant	Mgmt	For	For
1f	Elect Director Patrick Moore	Mgmt	For	For
1g	Elect Director Christine Pantoya	Mgmt	For	For
1h	Elect Director Robert Prather, Jr.	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			

Ryman Hospitality Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Colin Reed	Mgmt	For	For
1j	Elect Director Michael I. Roth	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

S&P Global Inc.

Meeting Date: 05/03/2023 Country: USA Ticker: SPGI

Meeting Type: Annual

Primary ISIN: US78409V1044 Primary SEDOL: BYV2325

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marco Alvera	Mgmt	For	For
1.2	Elect Director Jacques Esculier	Mgmt	For	For
1.3	Elect Director Gay Huey Evans	Mgmt	For	For
1.4	Elect Director William D. Green	Mgmt	For	For
1.5	Elect Director Stephanie C. Hill	Mgmt	For	For
1.6	Elect Director Rebecca Jacoby	Mgmt	For	For
1.7	Elect Director Robert P. Kelly	Mgmt	For	For
1.8	Elect Director Ian Paul Livingston	Mgmt	For	For
1.9	Elect Director Deborah D. McWhinney	Mgmt	For	For
1.10	Elect Director Maria R. Morris	Mgmt	For	For
1.11	Elect Director Douglas L. Peterson	Mgmt	For	For
1.12	Elect Director Richard E. Thornburgh	Mgmt	For	For
1.13	Elect Director Gregory Washington	Mgmt	For	For

S&P Global Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

S.F. Holding Co., Ltd.

Meeting Date: 04/27/2023 Country: China Ticker: 002352

Meeting Type: Annual

Primary ISIN: CNE100000L63 Primary SEDOL: B3P1NF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For
	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.			
2	Approve Report of the Board of Directors	Mgmt	For	For
3	Approve Report of the Board of Supervisors	Mgmt	For	For
4	Approve Financial Statements	Mgmt	For	For
5	Approve Profit Distribution	Mgmt	For	For
6	Approve to Appoint Auditor	Mgmt	For	For
7	Approve Estimated Amount of External Guarantees	Mgmt	For	Against
	Voter Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to some of its subsidiaries is disproportionate to the level of ownership in the said subsidiaries. The company has failed to provide any justifications in the meeting circular.			
8	Approve Change in Partial Raised Funds Investment Projects	Mgmt	For	For
9	Approve Purchase of Liability Insurance for Directors, Supervisors and Senior Management Members	Mgmt	For	For

Saab AB

Meeting Date: 04/05/2023 | Country: Sweden | Ticker: SAAB.B
Meeting Type: Annual
Primary ISIN: SE0000112385 | Primary SEDOL: 5469554

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	Mgmt	For	For
2	Prepare and Approve List of Shareholders	Mgmt	For	For
3	Approve Agenda of Meeting	Mgmt	For	For
4	Designate Inspector(s) of Minutes of Meeting	Mgmt		
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Receive Financial Statements and Statutory Reports	Mgmt		
7	Receive President's Report	Mgmt		
8.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8.b	Approve Allocation of Income and Dividends of SEK 5.30 Per Share	Mgmt	For	For
8.c1	Approve Discharge of Lena Erixon	Mgmt	For	For
8.c2	Approve Discharge of Henrik Henriksson	Mgmt	For	For
8.c3	Approve Discharge of Micael Johansson	Mgmt	For	For
8.c4	Approve Discharge of Danica Kragic Jensfelt	Mgmt	For	For
8.c5	Approve Discharge of Sara Mazur	Mgmt	For	For
8.c6	Approve Discharge of Johan Menckel	Mgmt	For	For
8.c7	Approve Discharge of Daniel Nodhall	Mgmt	For	For
8.c8	Approve Discharge of Bert Nordberg	Mgmt	For	For
8.c9	Approve Discharge of Cecilia Stego Chilo	Mgmt	For	For
8.c10	Approve Discharge of Erika Soderberg Johnson	Mgmt	For	For
8.c11	Approve Discharge of Marcus Wallenberg	Mgmt	For	For
8.c12	Approve Discharge of Joakim Westh	Mgmt	For	For
8.c13	Approve Discharge of Goran Andersson	Mgmt	For	For
8.c14	Approve Discharge of Stefan Andersson	Mgmt	For	For
8.c15	Approve Discharge of Magnus Gustafsson	Mgmt	For	For
8.c16	Approve Discharge of Conny Holm	Mgmt	For	For

Saab AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.c17	Approve Discharge of Tina Mikkelsen	Mgmt	For	For
8.c18	Approve Discharge of Lars Svensson	Mgmt	For	For
8.c19	Approve Discharge of CEO Micael Johansson	Mgmt	For	For
9.1	Determine Number of Members (11) and Deputy Members (0) of Board	Mgmt	For	For
9.2	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
10.1	Approve Remuneration of Directors in the Amount of SEK 2.140 Million to Chairman, SEK 780,000 for Vice Chairman, and SEK 700,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
10.2	Approve Remuneration of Auditors	Mgmt	For	For
11.a	Elect Sebastian Tham as New Director	Mgmt	For	For
11.b	Reelect Lena Erixon as Director	Mgmt	For	For
11.c	Reelect Henrik Henriksson as Director	Mgmt	For	For
11.d	Reelect Micael Johansson as Director	Mgmt	For	For
11.e	Reelect Danica Kragic Jensfelt as Director	Mgmt	For	For
11.f	Reelect Sara Mazur as Director	Mgmt	For	For
11.g	Reelect Johan Menckel as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
11.h	Reelect Bert Nordberg as Director	Mgmt	For	For
11.i	Reelect Erika Soderberg Johnson as Director	Mgmt	For	For
11.j	Reelect Marcus Wallenberg as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. 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.			
11.k	Reelect Joakim Westh as Director	Mgmt	For	Against
	Voter Rationale: A non-independent director sits on the Audit Committee, which we expect to be fully independent, as non-independent directors could hamper the committees impartiality and effectiveness. We are holding this director accountable.			
11.l	Reelect Marcus Wallenberg as Board Chair	Mgmt	For	Against
	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 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.			

Saab AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
13	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
14.a	Approve 2024 Share Matching Plan for All Employees; Approve 2024 Performance Share Program for Key Employees; Approve Special Projects 2024 Incentive Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
14.b	Approve Equity Plan Financing	Mgmt	For	Against
	Voter Rationale: Capital issuance authority should be for share plans that incentivise long-term value creation.			
14.c	Approve Third Party Swap Agreement as Alternative Equity Plan Financing	Mgmt	For	Against
	Voter Rationale: Capital issuance authority should be for share plans that incentivise long-term value creation.			
15.a	Authorize Share Repurchase Program	Mgmt	For	For
15.b	Authorize Reissuance of Repurchased Shares	Mgmt	For	For
15.c	Approve Transfer of Shares for Previous Year's Incentive Programs	Mgmt	For	Against
	Voter Rationale: Capital issuance authority should be for share plans that incentivise long-term value creation.			
16	Approve Transaction with Vectura	Mgmt	For	For
17	Close Meeting	Mgmt		

Sabra Health Care REIT, Inc.

Meeting Date: 06/14/2023 Country: USA Ticker: SBRA

Meeting Type: Annual

Primary ISIN: US78573L1061 Primary SEDOL: B5NLBP6

Sabra Health Care REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Craig A. Barbarosh	Mgmt	For	For
1b	Elect Director Katie Cusack	Mgmt	For	For
1c	Elect Director Michael J. Foster	Mgmt	For	For
1d	Elect Director Lynne S. Katzmann	Mgmt	For	For
1e	Elect Director Ann Kono	Mgmt	For	For
1f	Elect Director Jeffrey A. Malehorn	Mgmt	For	For
1g	Elect Director Richard K. Matros	Mgmt	For	For
1h	Elect Director Clifton J. Porter, II	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Sabre Corporation

Meeting Date: 04/26/2023 Country: USA Ticker: SABR

Meeting Type: Annual

Primary ISIN: US78573M1045 Primary SEDOL: BLLHH27

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George Bravante, Jr.	Mgmt	For	For
1.2	Elect Director Herve Couturier	Mgmt	For	For
1.3	Elect Director Kurt Ekert	Mgmt	For	For
1.4	Elect Director Rachel Gonzalez	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Gail Mandel	Mgmt	For	For
1.6	Elect Director Sean Menke	Mgmt	For	For

Sabre Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Phyllis Newhouse	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.8	Elect Director Karl Peterson	Mgmt	For	Against
	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.			
1.9	Elect Director Zane Rowe	Mgmt	For	For
1.10	Elect Director Gregg Saretsky	Mgmt	For	For
1.11	Elect Director John Scott	Mgmt	For	For
1.12	Elect Director Wendi Sturgis	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Approve 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. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			

Sacyr SA

Meeting Date: 06/14/2023 | Country: Spain | Ticker: SCYR

Meeting Type: Annual

Primary ISIN: ES0182870214 | Primary SEDOL: 5504789

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
2	Approve Non-Financial Information Statement	Mgmt	For	For
3	Approve Treatment of Net Loss	Mgmt	For	For
4	Approve Discharge of Board	Mgmt	For	For
5.1	Fix Number of Directors at 14	Mgmt	For	For
5.2	Reelect Manuel Manrique Cecilia as Director	Mgmt	For	For

Sacyr SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.3	Elect Jose Manuel Loureda Mantinan as Director	Mgmt	For	For
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. Our minimum expectation is that women should comprise at least 30% of the board. Given the recent updates to the board, we will keep this matter under review.			
5.4	Reelect Elena Jimenez de Andrade Astorqui as Director	Mgmt	For	For
5.5	Elect Elena Monreal Alfageme as Director	Mgmt	For	For
5.6	Elect Adriana Hoyos Vega as Director	Mgmt	For	For
6	Amend Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
7	Advisory Vote on Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
8.1	Amend Article 41 Re: Quantitative Composition of the Board of Directors	Mgmt	For	For
8.2	Amend Article 42 Re: Qualitative Composition of the Board of Directors	Mgmt	For	For
8.3	Amend Article 51 Re: Chairman's Casting Vote	Mgmt	For	For
8.4	Amend Article 54 Re: Dismissal of Directors	Mgmt	For	For
9.1	Approve Scrip Dividends	Mgmt	For	For
9.2	Approve Scrip Dividends	Mgmt	For	For
10	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 10 Percent	Mgmt	For	For
11	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Safehold, Inc.

Meeting Date: 06/20/2023 Country: USA Ticker: SAFE

Meeting Type: Annual

Primary ISIN: US78646V1070 Primary SEDOL: BMDBB99

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jay Sugarman	Mgmt	For	For
1.2	Elect Director Marcos Alvarado	Mgmt	For	For

Safehold, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Jesse Hom	Mgmt	For	Withhold
	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.			
1.4	Elect Director Robin Josephs	Mgmt	For	For
1.5	Elect Director Jay Nydick	Mgmt	For	For
1.6	Elect Director Barry Ridings	Mgmt	For	For
1.7	Elect Director Stefan Selig	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against
	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.			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Safran SA

Meeting Date: 05/25/2023 | Country: France | Ticker: SAF

Meeting Type: Annual/Special

Primary ISIN: FR0000073272 | Primary SEDOL: B058TZ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 1.35 per Share	Mgmt	For	For
4	Approve Transaction with Airbus SE, Tikehau ACE Capital, AD Holding and the State	Mgmt	For	For
5	Ratify Appointment of Alexandre Lahousse as Director	Mgmt	For	For

Safran SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Ratify Appointment of Robert Peugeot as Director	Mgmt	For	For
7	Reelect Ross McInnes as Director	Mgmt	For	For
	Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
8	Reelect Olivier Andries as Director	Mgmt	For	For
9	Elect Fabrice Bregier as Director	Mgmt	For	For
10	Reelect Laurent Guillot as Director	Mgmt	For	For
11	Reelect Alexandre Lahousse as Director	Mgmt	For	For
12	Approve Compensation of Ross McInnes, Chairman of the Board	Mgmt	For	For
13	Approve Compensation of Olivier Andries, CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
14	Approve Compensation Report of Corporate Officers	Mgmt	For	For
15	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
16	Approve Remuneration Policy of CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
17	Approve Remuneration Policy of Directors	Mgmt	For	For
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		

Safran SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 20 Million	Mgmt	For	For
20	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 8 Million	Mgmt	For	For
21	Authorize Capital Increase of Up to EUR 8 Million for Future Exchange Offers	Mgmt	For	For
22	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 8 Million	Mgmt	For	For
23	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 19-22	Mgmt	For	For
24	Authorize Capitalization of Reserves of Up to EUR 12.5 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
25	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
26	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
27	Authorize up to 0.4 Percent of Issued Capital for Use in Restricted Stock Plans With Performance Conditions Attached	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			

Safran SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
28	Authorize up to 0.3 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
29	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Saia, Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: SAIA

Meeting Type: Annual

Primary ISIN: US78709Y1055 | Primary SEDOL: 2982399

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Donna E. Epps	Mgmt	For	For
1.2	Elect Director John P. Gainor, Jr.	Mgmt	For	For
1.3	Elect Director Kevin A. Henry	Mgmt	For	For
1.4	Elect Director Frederick J. Holzgrefe, III	Mgmt	For	For
1.5	Elect Director Donald R. James	Mgmt	For	For
1.6	Elect Director Randolph W. Melville	Mgmt	For	For
1.7	Elect Director Richard D. O'Dell	Mgmt	For	Abstain
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable. The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Saia, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

Sakai Moving Service Co., Ltd.

Meeting Date: 06/17/2023 | Country: Japan | Ticker: 9039

Meeting Type: Annual

Primary ISIN: JP3314200001 | Primary SEDOL: 6768432

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For
2.1	Elect Director Tajima, Tetsuyasu	Mgmt	For	Abstain
	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.			
2.2	Elect Director Igura, Yoshifumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Tajima, Michitoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Yamano, Mikio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Iizuka, Kenichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Izaki, Yasutaka	Mgmt	For	For
2.7	Elect Director Tanaka, Kazuhisa	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Ota, Fumiko	Mgmt	For	For

Salesforce, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: CRM

Meeting Type: Annual

Primary ISIN: US79466L3024 | Primary SEDOL: 2310525

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marc Benioff	Mgmt	For	For
1b	Elect Director Laura Alber	Mgmt	For	For
1c	Elect Director Craig Conway	Mgmt	For	For
1d	Elect Director Arnold Donald	Mgmt	For	For
1e	Elect Director Parker Harris	Mgmt	For	For
1f	Elect Director Neelie Kroes	Mgmt	For	For
1g	Elect Director Sachin Mehra	Mgmt	For	For
1h	Elect Director G. Mason Morfit	Mgmt	For	For
1i	Elect Director Oscar Munoz	Mgmt	For	For
1j	Elect Director John V. Roos	Mgmt	For	For
1k	Elect Director Robin Washington	Mgmt	For	For
1l	Elect Director Maynard Webb	Mgmt	For	For
1m	Elect Director Susan Wojcicki	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			
3	Ratify Ernst & Young 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.			
4	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Require Independent Board Chair	SH	Against	For
	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.			

Salesforce, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Adopt Policy Prohibiting Directors from Simultaneously Sitting on the Board of Directors of Any Other Company	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Sampo Oyj

Meeting Date: 05/17/2023 | Country: Finland | Ticker: SAMPO

Meeting Type: Annual

Primary ISIN: FI0009003305 | Primary SEDOL: 5226038

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Call the Meeting to Order	Mgmt		
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt		
4	Acknowledge Proper Convening of Meeting	Mgmt		
5	Prepare and Approve List of Shareholders	Mgmt		
6	Receive Financial Statements and Statutory Reports; Receive Board's Report; Receive Auditor's Report	Mgmt		
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8	Approve Allocation of Income and Dividends of EUR 2.60 Per Share	Mgmt	For	For
9	Approve Discharge of Board and President	Mgmt	For	For
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
11	Approve Remuneration of Directors in the Amount of EUR 228,000 for Chair and EUR 101,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
12	Fix Number of Directors at Ten	Mgmt	For	For

Sampo Oyj

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Reelect Clausen, Fiona Clutterbuck, Georg Ehrnrooth, Jannica Fagerholm, Johanna Lamminen, Steve Langan, Risto Murto and Markus Rauramo as Directors; Elect Antti Makinen and Annica Witschard as New Director	Mgmt	For	Abstain
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The board should submit directors for re-election individually, rather than as a single slate and ensure that there is sufficient level of independence on the board.			
14	Approve Remuneration of Auditor	Mgmt	For	For
15	Ratify Deloitte as Auditor	Mgmt	For	For
16	Approve Demerger Plan	Mgmt	For	For
17	Amend Articles Re: Business Area of the Company; Classes of Shares; Annual General Meeting	Mgmt	For	For
18	Allow Shareholder Meetings to be Held by Electronic Means Only	Mgmt	For	Against
	Voter Rationale: A vote AGAINST the proposed article amendments is warranted because the new articles provide the possibility for virtual-only shareholder meetings. While there are benefits from allowing participation at shareholder meetings via electronic means, virtual-only meetings may hinder meaningful exchanges between management and shareholders and enable management to avoid uncomfortable questions.			
19	Authorize Share Repurchase Program	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			
20	Authorize Board of Directors to resolve upon a Share Issue without Payment	Mgmt	For	For
21	Close Meeting	Mgmt		

SAN-A CO., LTD.

Meeting Date: 05/25/2023 Country: Japan Ticker: 2659
Meeting Type: Annual
Primary ISIN: JP3324500002 Primary SEDOL: 6280680

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 74	Mgmt	For	For
2.1	Elect Director Arashiro, Kentaro	Mgmt	For	For
2.2	Elect Director Tasaki, Masahito	Mgmt	For	For
2.3	Elect Director Toyoda, Taku	Mgmt	For	For
2.4	Elect Director Goya, Tamotsu	Mgmt	For	For
2.5	Elect Director Takeda, Hisashi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Uema, Kumiko	Mgmt	For	For

SAN-A CO., LTD.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director and Audit Committee Member Nozaki, Seiko	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Onaga, Tomotsune	Mgmt	For	For

SanBio Co., Ltd.

Meeting Date: 04/26/2023 | Country: Japan | Ticker: 4592
Meeting Type: Annual
Primary ISIN: JP3336750009 | Primary SEDOL: BWDNFN7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kawanishi, Toru	Mgmt	For	Against
	Voter Rationale: The board should recruit two outside directors as a key step to broaden and diversify board discussion. The Japanese Corporate Governance Code recommends listed companies have at least two independent directors on the board. The boards should strive to establish one-third independence to ensure appropriate balance of independence and objectivity. If the company does not comply, the board should explain to shareholders why it has not recruited an outside director. '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.			
1.2	Elect Director Mori, Keita	Mgmt	For	Against
	Voter Rationale: The board should recruit two outside directors as a key step to broaden and diversify board discussion. The Japanese Corporate Governance Code recommends listed companies have at least two independent directors on the board. The boards should strive to establish one-third independence to ensure appropriate balance of independence and objectivity. If the company does not comply, the board should explain to shareholders why it has not recruited an outside director. '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.			
1.3	Elect Director Kotani, Noboru	Mgmt	For	For
2.1	Appoint Statutory Auditor Ueda, Toshimichi	Mgmt	For	For
2.2	Appoint Statutory Auditor Tanahashi, Masaaki	Mgmt	For	For
2.3	Appoint Statutory Auditor Sato, Yoichi	Mgmt	For	For
3	Approve Capital Reduction and Accounting Transfers	Mgmt	For	For

Sands China Ltd.

Meeting Date: 05/19/2023 | Country: Cayman Islands | Ticker: 1928
Meeting Type: Annual
Primary ISIN: KYG7800X1079 | Primary SEDOL: B5B23W2

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

Sands China Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Robert Glen Goldstein as Director	Mgmt	For	Against
	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. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. 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.			
2b	Elect Charles Daniel Forman as Director	Mgmt	For	For
2c	Elect Kenneth Patrick Chung as Director	Mgmt	For	For
2d	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve Deloitte Touche Tohmatsu as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Approve Amendments to the Memorandum and Articles of Association	Mgmt	For	For

Sandstorm Gold Ltd.

Meeting Date: 06/09/2023 | Country: Canada | Ticker: SSL

Meeting Type: Annual

Primary ISIN: CA80013R2063 | Primary SEDOL: B7YC668

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Nolan Watson	Mgmt	For	For
2.2	Elect Director David Awram	Mgmt	For	For
2.3	Elect Director David E. De Witt	Mgmt	For	Withhold
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			

Sandstorm Gold Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Andrew T. Swarthout	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
2.5	Elect Director John P.A. Budreski	Mgmt	For	Withhold
	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.			
2.6	Elect Director Mary L. Little	Mgmt	For	Withhold
	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. 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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
2.7	Elect Director Vera Kobalia	Mgmt	For	For
2.8	Elect Director Elif Levesque	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Sandvik Aktiebolag

Meeting Date: 04/27/2023 | Country: Sweden | Ticker: SAND

Meeting Type: Annual

Primary ISIN: SE0000667891 | Primary SEDOL: B1VQ252

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Patrik Marcelius as Chairman of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For
4	Designate Inspector(s) of Minutes of Meeting	Mgmt		
5	Approve Agenda of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive Financial Statements and Statutory Reports	Mgmt		
8	Receive President's Report	Mgmt		
9	Accept Financial Statements and Statutory Reports	Mgmt	For	For
10.1	Approve Discharge of Johan Molin	Mgmt	For	For
10.2	Approve Discharge of Jennifer Allerton	Mgmt	For	For

Sandvik Aktiebolag

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.3	Approve Discharge of Claes Boustedt	Mgmt	For	For
10.4	Approve Discharge of Marika Fredriksson	Mgmt	For	For
10.5	Approve Discharge of Andreas Nordbrandt	Mgmt	For	For
10.6	Approve Discharge of Helena Stjernholm	Mgmt	For	For
10.7	Approve Discharge of Stefan Widing	Mgmt	For	For
10.8	Approve Discharge of Kai Warn	Mgmt	For	For
10.9	Approve Discharge of Thomas Andersson	Mgmt	For	For
10.10	Approve Discharge of Thomas Lilja	Mgmt	For	For
10.11	Approve Discharge of Fredrik Haf	Mgmt	For	For
10.12	Approve Discharge of Erik Knebel	Mgmt	For	For
10.13	Approve Discharge of Tomas Karnstrom	Mgmt	For	For
11	Approve Allocation of Income and Dividends of SEK 5.00 Per Share	Mgmt	For	For
12	Determine Number of Directors (8) and Deputy Directors (0) of Board; Determine Number of Auditors (1) and Deputy Auditors	Mgmt	For	For
13	Approve Remuneration of Directors in the Amount of SEK 2.88 Million for Chairman and SEK 770,000 for Other Directors; Approve Remuneration for Committee Work; Approve Remuneration for Auditor	Mgmt	For	For
14.1	Reelect Jennifer Allerton as Director	Mgmt	For	For
14.2	Reelect Claes Boustedt as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
14.3	Reelect Marika Fredriksson as Director	Mgmt	For	For
14.4	Reelect Johan Molin as Director	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.			
14.5	Reelect Andreas Nordbrandt as Director	Mgmt	For	For
14.6	Reelect Helena Stjernholm as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
14.7	Reelect Stefan Widing as Director	Mgmt	For	For
14.8	Reelect Kai Warn as Director	Mgmt	For	For

Sandvik Aktiebolag

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Reelect Johan Molin as Chair of the Board	Mgmt	For	For
16	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
17	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
18	Approve Performance Share Matching Plan LTIP 2023 for Key Employees	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
19	Authorize Share Repurchase Program	Mgmt	For	For
20	Close Meeting	Mgmt		

Sandy Spring Bancorp, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: SASR

Meeting Type: Annual

Primary ISIN: US8003631038 | Primary SEDOL: 2148254

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark E. Friis	Mgmt	For	For
1.2	Elect Director Brian J. Lemek	Mgmt	For	For
1.3	Elect Director Pamela A. Little	Mgmt	For	Against
	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.			
1.4	Elect Director Craig A. Ruppert	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1.5	Elect Director Kenneth C. Cook	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

Sandy Spring Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Declassify the Board of Directors	Mgmt	For	For
	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.			
3	Eliminate 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

San-in Godo Bank Ltd.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 8381

Meeting Type: Annual

Primary ISIN: JP3324000003 | Primary SEDOL: 6772853

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 17	Mgmt	For	For
2.1	Elect Director Yamasaki, Toru	Mgmt	For	For
2.2	Elect Director Ida, Shuichi	Mgmt	For	For
2.3	Elect Director Akishita, Soichi	Mgmt	For	For
2.4	Elect Director Yoshikawa, Hiroshi	Mgmt	For	For
2.5	Elect Director Kuratsu, Yasuyuki	Mgmt	For	For
2.6	Elect Director Goto, Yasuhiro	Mgmt	For	For
2.7	Elect Director Motoi, Chie	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Ito, Shinji	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

San-in Godo Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director and Audit Committee Member Nakamura, Mamiko	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.3	Elect Director and Audit Committee Member Imaoka, Shoichi	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Adachi, Tamaki	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Seko, Tomoaki	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Maruyama, Hajime	Mgmt	For	For

Sanken Electric Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 6707

Meeting Type: Annual

Primary ISIN: JP3329600005 Primary SEDOL: 6774785

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For
2	Amend Articles to Abolish Board Structure with Statutory Auditors - 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
3.1	Elect Director Takahashi, Hiroshi	Mgmt	For	For
3.2	Elect Director Yoshida, Satoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.3	Elect Director Myungjun Lee	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Kawashima, Katsumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Utsuno, Mizuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Fujita, Noriharu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Sanken Electric Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.7	Elect Director Yamada, Takaki	Mgmt	For	For
3.8	Elect Director Sanuki, Yoko	Mgmt	For	For
3.9	Elect Director Hirano, Hideki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.10	Elect Director Ogose, Yumi	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Kato, Yasuhisa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.2	Elect Director and Audit Committee Member Minami, Atsushi	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Moritani, Yumiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
5	Elect Alternate Director and Audit Committee Member Inoue, Ren	Mgmt	For	For
6	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
7	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
8	Approve Trust-Type Equity Compensation 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.			

Sankyo Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 6417

Meeting Type: Annual

Primary ISIN: JP3326410002 Primary SEDOL: 6775432

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 90	Mgmt	For	For
2.1	Elect Director Busujima, Hideyuki	Mgmt	For	Against
	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. Furthermore, we expect companies to explicitly prohibit child and forced labor in their Supplier Code of Conduct.			

Sankyo Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Ishihara, Akihiko	Mgmt	For	Against
	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.			
2.3	Elect Director Tomiyama, Ichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kitani, Taro	Mgmt	For	For
2.5	Elect Director Yamasaki, Hiroyuki	Mgmt	For	For
3.1	Appoint Statutory Auditor Igarashi, Yoko	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Ishiyama, Toshiaki	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Sanada, Yoshiro	Mgmt	For	For
3.4	Appoint Statutory Auditor Noda, Fumiyoshi	Mgmt	For	For
4	Approve Trust-Type Equity Compensation 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.			

Sankyu, Inc.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 9065

Meeting Type: Annual

Primary ISIN: JP3326000001 | Primary SEDOL: 6775380

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For
2.1	Elect Director Nakamura, Kimikazu	Mgmt	For	Against
	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.			
2.2	Elect Director Nakamura, Kimihiro	Mgmt	For	Against
	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.			

Sankyu, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Ago, Yasuto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Morofuji, Katsuaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Takada, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Appoint Statutory Auditor Shimada, Kunio	Mgmt	For	For

Sanofi

Meeting Date: 05/25/2023 Country: France Ticker: SAN

Meeting Type: Annual/Special

Primary ISIN: FR0000120578 Primary SEDOL: 5671735

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.56 per Share	Mgmt	For	For
4	Elect Frederic Oudea as Director	Mgmt	For	For
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For
6	Approve Compensation of Serge Weinberg, Chairman of the Board	Mgmt	For	For
7	Approve Compensation of Paul Hudson, CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
8	Approve Remuneration of Directors in the Aggregate Amount of EUR 2.5 Million	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Remuneration Policy of Directors	Mgmt	For	For
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
11	Approve Remuneration Policy of CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
12	Renew Appointment of PricewaterhouseCoopers Audit as Auditor	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
13	Ratify Change Location of Registered Office to 46, Avenue de la Grande Armee, 75017 Paris and Amend Article 4 of Bylaws Accordingly	Mgmt	For	For
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 997 Million	Mgmt	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 240 Million	Mgmt	For	For
18	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 240 Million	Mgmt	For	For
19	Approve Issuance of Debt Securities Giving Access to New Shares of Subsidiaries and/or Debt Securities, up to Aggregate Amount of EUR 7 Billion	Mgmt	For	For
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 16-18	Mgmt	For	For

Sanofi

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
22	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
	Ordinary Business	Mgmt		
24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Sanrio Co., Ltd.

Meeting Date: 06/22/2023 Country: Japan Ticker: 8136

Meeting Type: Annual

Primary ISIN: JP3343200006 Primary SEDOL: 6776349

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines - Indemnify Statutory Auditors	Mgmt	For	For
2.1	Elect Director Tsuji, Tomokuni	Mgmt	For	Abstain
	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.			
2.2	Elect Director Nomura, Kosho	Mgmt	For	For
2.3	Elect Director Kishimura, Jiro	Mgmt	For	For
2.4	Elect Director Otsuka, Yasuyuki	Mgmt	For	For
2.5	Elect Director Nakatsuka, Wataru	Mgmt	For	For
2.6	Elect Director Saito, Kiyoshi	Mgmt	For	For
2.7	Elect Director Sasamoto, Yu	Mgmt	For	For
2.8	Elect Director Yamanaka, Masae	Mgmt	For	For
2.9	Elect Director David Bennett	Mgmt	For	For
3.1	Appoint Statutory Auditor Okumura, Shinichi	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Hiramatsu, Takemi	Mgmt	For	For

Sanrio Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Appoint Statutory Auditor Ohashi, Kazuo	Mgmt	For	Against
	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.			
3.4	Appoint Alternate Statutory Auditor Inoyama, Takehisa	Mgmt	For	For

Santen Pharmaceutical Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 4536
Meeting Type: Annual
Primary ISIN: JP3336000009 | Primary SEDOL: 6776606

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 Kurokawa, Akira	Mgmt	For	For
2.2	Elect Director Ito, Takeshi	Mgmt	For	For
2.3	Elect Director Oishi, Kanoko	Mgmt	For	For
2.4	Elect Director Shintaku, Yutaro	Mgmt	For	For
2.5	Elect Director Minakawa, Kunihito	Mgmt	For	For
2.6	Elect Director Kotani, Noboru	Mgmt	For	For
2.7	Elect Director Minami, Tamie	Mgmt	For	For
3.1	Appoint Statutory Auditor Asatani, Junichi	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Hodaka, Yaeko	Mgmt	For	For

Santos Limited

Meeting Date: 04/06/2023 | Country: Australia | Ticker: STO
Meeting Type: Annual
Primary ISIN: AU000000STO6 | Primary SEDOL: 6776703

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Yasmin Allen as Director	Mgmt	For	For
2b	Elect Guy Cowan as Director	Mgmt	For	For

Santos Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2c	Elect Janine McArdle as Director	Mgmt	For	Against
	Voter Rationale: We expect companies in this sector to manage climate risks by setting scope 3 targets. We are also underwhelmed by the company's response to the 37% vote against the Climate Transition Action Plan in 2022 , with minimal changes in approach or disclosure and continued high risk, high carbon investments planned. Accordingly, we are holding this director accountable.			
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Grant of Share Acquisition Rights to Kevin Gallagher	Mgmt	For	For
5	Approve the Conditional Spill Resolution	Mgmt	Against	Against
6a	Approve the Amendments to the Company's Constitution	SH	Against	For
	Voter Rationale: We support efforts to increase disclosure on the impact of the energy transition on companies' assets, particularly in sectors with high potential exposure to stranded asset risks. This request would strengthen Santos' current disclosure and provide investors with better information for assessing company performance.			
6b	Approve Capital Protection	SH	Against	For
	Voter Rationale: We support efforts to increase disclosure on the impact of the energy transition on companies' assets, particularly in sectors with high potential exposure to stranded asset risks. This request would strengthen Santos' current disclosure and provide investors with better information for assessing company performance.			

Sany Heavy Industry Co., Ltd.

Meeting Date: 06/30/2023 | Country: China | Ticker: 600031

Meeting Type: Special

Primary ISIN: CNE000001F70 | Primary SEDOL: 6648824

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Draft and Summary of Employee Share Purchase Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
2	Approve Management Method of Employee Share Purchase Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Approve Authorization of the Board to Handle All Matters Related to Employee Share Purchase Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Sanyo Denki Co., Ltd.

Meeting Date: 06/15/2023 | Country: Japan | Ticker: 6516
Meeting Type: Annual
Primary ISIN: JP3340800006 | Primary SEDOL: 6776974

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For
2.1	Elect Director Yamamoto, Shigeo	Mgmt	For	Abstain
	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.			
2.2	Elect Director Kodama, Nobumasa	Mgmt	For	Abstain
	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.			
2.3	Elect Director Nakayama, Chihiro	Mgmt	For	For
2.4	Elect Director Matsumoto, Yoshimasa	Mgmt	For	For
2.5	Elect Director Suzuki, Toru	Mgmt	For	For
2.6	Elect Director Kurihara, Shin	Mgmt	For	For
2.7	Elect Director Miyake, Yudai	Mgmt	For	For
3	Appoint Statutory Auditor Kobayashi, Masafumi	Mgmt	For	For

SAP SE

Meeting Date: 05/11/2023 | Country: Germany | Ticker: SAP
Meeting Type: Annual
Primary ISIN: DE0007164600 | Primary SEDOL: 4846288

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 2.05 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. 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.			

SAP SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			
7	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	Against
	Voter Rationale: Any request to use financial derivatives when repurchasing shares should be fully explained and justified by the company.			
8.1	Elect Jennifer Xin-Zhe Li to the Supervisory Board	Mgmt	For	For
8.2	Elect Qi Lu to the Supervisory Board	Mgmt	For	For
8.3	Elect Punit Renjen to the Supervisory Board	Mgmt	For	For
9	Approve Remuneration Policy for the Management Board	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
11.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For
11.2	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For

Sarepta Therapeutics, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: SRPT

Meeting Type: Annual

Primary ISIN: US8036071004 | Primary SEDOL: B8DPDT7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard J. Barry	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.2	Elect Director M. Kathleen Behrens	Mgmt	For	For
1.3	Elect Director Stephen L. Mayo	Mgmt	For	For
1.4	Elect Director Claude Nicaise	Mgmt	For	For

Sarepta Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. 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.			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Ratify KPMG 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.			

Sasseur Real Estate Investment Trust

Meeting Date: 04/20/2023 | Country: Singapore | Ticker: CRPU

Meeting Type: Annual

Primary ISIN: SG1ED2000000 | Primary SEDOL: BD6RNW8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
2	Approve Ernst & Young LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Satellite Chemical Co., Ltd.

Meeting Date: 05/19/2023 | Country: China | Ticker: 002648

Meeting Type: Annual

Primary ISIN: CNE100001B07 | Primary SEDOL: B6585B6

Satellite Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Financial Statements	Mgmt	For	For
4	Approve Annual Report and Summary	Mgmt	For	For
5	Approve Foreign Exchange Hedging Business	Mgmt	For	For
6	Approve External Guarantee	Mgmt	For	For
7	Approve to Appoint Auditor	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

Saudi Arabian Oil Co.

Meeting Date: 05/08/2023 Country: Saudi Arabia Ticker: 2222

Meeting Type: Annual

Primary ISIN: SA14TG012N13 Primary SEDOL: BJTM270

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Board Report on Company Operations for FY 2022	Mgmt	For	For
2	Accept Financial Statements and Statutory Reports for FY 2022	Mgmt	For	For
3	Approve Auditors' Report on Company Financial Statements for FY 2022	Mgmt	For	For
4	Authorize Increase of Capital by Capitalizing from the Retained Earning for Bonus Issue and Amend Article 6 of Bylaws	Mgmt	For	For

Saudi National Bank

Meeting Date: 05/07/2023 Country: Saudi Arabia Ticker: 1180

Meeting Type: Annual

Primary ISIN: SA13L050IE10 Primary SEDOL: BSHYYN1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Business	Mgmt		
1	Authorize Increase of Share Capital of the Bank through Capitalization from Retained Earning for Bonus Shares and Amend Article 8 of Bylaws	Mgmt	For	For
2	Approve Board Report on Company Operations for FY 2022	Mgmt	For	For
3	Accept Financial Statements and Statutory Reports for FY 2022	Mgmt	For	For
4	Approve Auditors' Report on Company Financial Statements for FY 2022	Mgmt	For	For
5	Approve Dividends of SAR 0.60 per Share for Second Half of FY 2022	Mgmt	For	For
6	Elect Huda Bint Mohammed bin Ghusun as Independent Director	Mgmt	For	For
7	Approve Interim Dividends Semi Annually or Quarterly for FY 2023	Mgmt	For	For
8	Ratify Auditors and Fix Their Remuneration for Q1, Q2, Q3 and Annual Statement of FY 2023	Mgmt	For	Against
	Voter Rationale: Fees paid to the auditor should be disclosed and specify any non-audit work undertaken by the auditor.			
9	Authorize Share Repurchase Program up to 10,000,000 Shares to be Allocated for Long Term Incentive Program for Employees	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
10	Approve Remuneration of Directors of SAR 10,434,811 for FY 2022	Mgmt	For	For
11	Approve Remuneration of Audit Committee Members of SAR 1,295,000 for FY 2022	Mgmt	For	For
12	Approve Discharge of Directors for FY 2022	Mgmt	For	For
13	Approve Authorization of the Board Regarding Future Related Party Transactions According to Paragraph 1 of Article 27 of Companies Law	Mgmt	For	For
14	Approve Related Party Transactions with Bupa Arabia for Cooperative Insurance Co Re: e renewal of the annual medical insurance contract for the SNB Group for the year 2023	Mgmt	For	For
15	Approve Related Party Transactions with the Company for Cooperative Insurance TAWUNIYA Re: provide insurance services to Individual auto financing for the year 2022	Mgmt	For	For

Saudi National Bank

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Approve Related Party Transactions with the Saudi Telecom Company STC Re: renewal of Bulk SMS Contract for the year 2022	Mgmt	For	For
17	Approve Related Party Transactions with the Saudi Telecom Company STC Re: renew Point of Sale POS services for the year 2022	Mgmt	For	For
18	Approve Related Party Transactions with the Saudi Telecom Company STC Re: the bank's credit card loyalty points redemption partnership for the year 2022 with the Qitaf program	Mgmt	For	For
19	Approve Related Party Transactions with the Saudi Telecom Company STC Re: installation and service fees for landlines and voice channels	Mgmt	For	For
20	Approve Related Party Transactions with the Saudi Telecom Company STC Re: internet connection upgrade	Mgmt	For	For
21	Approve Related Party Transactions with Arabian Internet and Communications Services Company Re: Incident Response and Remediation Advisory Services	Mgmt	For	For
22	Approve Related Party Transactions with Arabian Internet and Communications Services Company Re: Purchase of bulk SMS Service to cover the service until the end of December 2022	Mgmt	For	For
23	Approve Related Party Transactions with Saudi Accenture Re: additional business contract for the IT Integration Support Services 5th Phase	Mgmt	For	For
24	Approve Related Party Transactions with Saudi Accenture Re: additional business contract for the IT Integration Support Services 6th Phase	Mgmt	For	For
25	Approve Related Party Transactions with Saudi Accenture Re: additional business contract for the Merger integration and archiving work for 3 months	Mgmt	For	For
26	Approve Related Party Transactions with Saudi Accenture Re: SNB Digital PMO Assignment for one year	Mgmt	For	For
27	Approve Related Party Transactions with Saudi Accenture Re: technical specialist to support the development of the Charles River system for 4 years	Mgmt	For	For
28	Approve Related Party Transactions with Saudi Accenture Re: Technical Engineering Program for the Development of Digital Projects	Mgmt	For	For

Saudi National Bank

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
29	Approve Related Party Transactions with Saudi Accenture Re: SNB-DV Digital Enablers Project for 1 year	Mgmt	For	For
30	Approve Related Party Transactions with Etihad Etisalat Company Mobily Re: Purchasing bulk SMS Service to cover the service until the end of December 2022	Mgmt	For	For
31	Approve Related Party Transactions with Etihad Etisalat Company Mobily Re: contract of Partnership for redeeming points for the bank's credit card loyalty program LAK for the year 2022 with the Neqaty program	Mgmt	For	For
32	Approve Related Party Transactions with Etihad Etisalat Company Mobily Re: purchase Bulk SMS Contract for the year 2023	Mgmt	For	For
33	Approve Related Party Transactions with ELM information security company Re: Contractfor Yakeen service to verify the information of retail customer information	Mgmt	For	For
34	Approve Related Party Transactions with ELM information security company Re: renew the fingerprint verification service for the year 2022	Mgmt	For	For
35	Approve Related Party Transactions with ELM information security company Re: Subscribing to the Najiz service to transfer legal cases electronically	Mgmt	For	For
36	Approve Related Party Transactions with ELM information security company Re: Renewalof Natheer service usage fees for the year 2022	Mgmt	For	For
37	Approve Related Party Transactions with ELM information security company Re: Renewal of customer mobile phone number verification service via Verification for the year 2022	Mgmt	For	For
38	Approve Related Party Transactions with ELM information security company Re: Renewalof the Yakeen service for the year 2022	Mgmt	For	For
39	Approve Related Party Transactions with ELM information security company Re: Renewalof Tamm service contract for the year 2022	Mgmt	For	For
40	Approve Related Party Transactions with ELM information security company Re: Subscribing to the Najiz service for judicial services through the Ministry of Justice	Mgmt	For	For

Saudi National Bank

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
41	Approve Related Party Transactions with ELM information security company Re: a contract for foreign resident's data verification service for the purpose of supporting collection services	Mgmt	For	For
42	Approve Related Party Transactions with Sela company Re: a contract for The Bank's sponsorship of the Riyadh season for the year 2022	Mgmt	For	For
43	Approve Related Party Transactions with Saudi Tadawul Company Re: Trading and Listing fees for the first half of 2022	Mgmt	For	For
44	Approve Related Party Transactions with Saudi Tadawul Company Re: Trading and Listing fees for the Second half of 2022	Mgmt	For	For
45	Approve Related Party Transactions with The Securities Depository Center Company Edaa Re: Edaa fees for registration services listed companies for the year 2022	Mgmt	For	For
46	Approve Related Party Transactions with The Securities Depository Center Company Edaa Re: Edaa Annual membership fees Settlement for the year 2022	Mgmt	For	For

Saudi Telecom Co.

Meeting Date: 05/11/2023 | Country: Saudi Arabia | Ticker: 7010

Meeting Type: Annual

Primary ISIN: SA0007879543 | Primary SEDOL: B12M7Q5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Board Report on Company Operations for FY 2022	Mgmt	For	For
2	Accept Financial Statements and Statutory Reports for FY 2022	Mgmt	For	For
3	Approve Auditors' Report on Company Financial Statements for FY 2022	Mgmt	For	For
4	Ratify Auditors and Fix Their Remuneration for Q2, Q3 and Annual Statement of FY 2023 and Q1, Q2, Q3 and Annual Statement of FY 2024	Mgmt	For	Against

Voter Rationale: Fees paid to the auditor should be disclosed and specify any non-audit work undertaken by the auditor.

Saudi Telecom Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Authorization of the Board Regarding Future Related Party Transactions According to Paragraph 1 of Article 27 of Companies Law	Mgmt	For	For
6	Approve Remuneration of Directors of SAR 6,345,000 for FY 2022	Mgmt	For	For

Saudi Telecom Co.

Meeting Date: 06/21/2023 | Country: Saudi Arabia | Ticker: 7010

Meeting Type: Extraordinary Shareholders

Primary ISIN: SA0007879543 | Primary SEDOL: B12M7Q5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Business	Mgmt		
1	Amend Articles of Bylaws According to the New Companies' Law	Mgmt	For	Against
	Voter Rationale: Changes in company's by-laws should not result in the erosion of shareholder rights.			
2	Amend Audit Committee Charter	Mgmt	For	Against
	Voter Rationale: Changes in company's by-laws should not result in the erosion of shareholder rights.			
3	Amend Nomination and Remuneration Committee Charter	Mgmt	For	For
4	Amend Nomination and Remuneration of Board Members, Committees and Remuneration of the Executive Management Policy	Mgmt	For	Against
	Voter Rationale: Changes in company's by-laws should not result in the erosion of shareholder rights.			
5	Approve the Transfer of SAR 11,217,053,716 form Statutory Reserve to Retained Earnings	Mgmt	For	For

Saul Centers, Inc.

Meeting Date: 05/12/2023 | Country: USA | Ticker: BFS

Meeting Type: Annual

Primary ISIN: US8043951016 | Primary SEDOL: 2777777

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director B. Francis Saul, II	Mgmt	For	For

Saul Centers, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director John E. Chapoton	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.3	Elect Director D. Todd Pearson	Mgmt	For	For
1.4	Elect Director H. Gregory Platts	Mgmt	For	For
	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 that the number of female directors has increased since the last AGM, we will keep this matter under review. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	None	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Savaria Corporation

Meeting Date: 05/11/2023 | Country: Canada | Ticker: SIS

Meeting Type: Annual

Primary ISIN: CA8051121090 | Primary SEDOL: 2750206

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Caroline Berube	Mgmt	For	For
1.2	Elect Director Jean-Marie Bourassa	Mgmt	For	For
	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.			
1.3	Elect Director Marcel Bourassa	Mgmt	For	For
1.4	Elect Director Sebastien Bourassa	Mgmt	For	For
1.5	Elect Director Jean-Louis Chapdelaine	Mgmt	For	For
1.6	Elect Director Peter Drutz	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.7	Elect Director Sylvain Dumoulin	Mgmt	For	For
1.8	Elect Director Anne Le Breton	Mgmt	For	For

Savaria Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Alain Tremblay	Mgmt	For	For
	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. Given that the number of female directors has increased since the last AGM, we will keep this matter under review. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

SAWAI GROUP HOLDINGS Co., Ltd.

Meeting Date: 06/27/2023 Country: Japan Ticker: 4887
Meeting Type: Annual
Primary ISIN: JP3323040000 Primary SEDOL: BMC9NN2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Sawai, Mitsuo	Mgmt	For	For
3.2	Elect Director Terashima, Toru	Mgmt	For	For
3.3	Elect Director Yokota, Shoji	Mgmt	For	For
3.4	Elect Director Ohara, Masatoshi	Mgmt	For	For
3.5	Elect Director Todo, Naomi	Mgmt	For	For
3.6	Elect Director Mitsuka, Masayuki	Mgmt	For	For

SBA Communications Corporation

Meeting Date: 05/25/2023 Country: USA Ticker: SBAC
Meeting Type: Annual
Primary ISIN: US78410G1040 Primary SEDOL: BZ6TS23

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven E. Bernstein	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

SBA Communications Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Laurie Bowen	Mgmt	For	For
1.3	Elect Director Amy E. Wilson	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

SBI Holdings, Inc.

Meeting Date: 06/29/2023 Country: Japan Ticker: 8473

Meeting Type: Annual

Primary ISIN: JP3436120004 Primary SEDOL: 6309466

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Increase Authorized Capital	Mgmt	For	For
2.1	Elect Director Kitao, Yoshitaka	Mgmt	For	Against
	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.			
2.2	Elect Director Takamura, Masato	Mgmt	For	For
2.3	Elect Director Asakura, Tomoya	Mgmt	For	For
2.4	Elect Director Morita, Shumpei	Mgmt	For	For
2.5	Elect Director Kusakabe, Satoe	Mgmt	For	For
2.6	Elect Director Yamada, Masayuki	Mgmt	For	For
2.7	Elect Director Sato, Teruhide	Mgmt	For	For
2.8	Elect Director Takenaka, Heizo	Mgmt	For	For
2.9	Elect Director Suzuki, Yasuhiro	Mgmt	For	For
2.10	Elect Director Ito, Hiroshi	Mgmt	For	For
2.11	Elect Director Takeuchi, Kanae	Mgmt	For	For
2.12	Elect Director Fukuda, Junichi	Mgmt	For	For

SBI Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.13	Elect Director Suematsu, Hiroyuki	Mgmt	For	For
2.14	Elect Director Matsui, Shinji	Mgmt	For	For
2.15	Elect Director Shiino, Motoaki	Mgmt	For	For
3	Appoint Statutory Auditor Yoshida, Takahiro	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Wakatsuki, Tetsutaro	Mgmt	For	For
5	Approve Director Retirement Bonus	Mgmt	For	For

SBI Shinsei Bank Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8303
Meeting Type: Annual
Primary ISIN: JP3729000004 | Primary SEDOL: 6730936

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gomi, Hirofumi	Mgmt	For	For
1.2	Elect Director Kawashima, Katsuya	Mgmt	For	For
1.3	Elect Director Hatao, Katsumi	Mgmt	For	For
1.4	Elect Director Terasawa, Eisuke	Mgmt	For	For
1.5	Elect Director Hayasaki, Yasuhiro	Mgmt	For	For
1.6	Elect Director Michi, Ayumi	Mgmt	For	For
1.7	Elect Director Terada, Masahiro	Mgmt	For	For
1.8	Elect Director Takiguchi, Yurina	Mgmt	For	For
1.9	Elect Director Tanizaki, Katsunori	Mgmt	For	For
2	Appoint Statutory Auditor Akamatsu, Ikuko	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Morinaga, Hiroyuki	Mgmt	For	Against
	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.			

SBM Offshore NV

Meeting Date: 04/13/2023 | Country: Netherlands | Ticker: SBMO
Meeting Type: Annual
Primary ISIN: NL0000360618 | Primary SEDOL: B156T57

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Receive Report of Management Board (Non-Voting)	Mgmt		
3	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
4	Discussion on Company's Corporate Governance Structure	Mgmt		
5.1	Approve Remuneration Report for Management Board Members	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5.2	Approve Remuneration Report for Supervisory Board Members	Mgmt	For	For
6	Receive Report of Auditors (Non-Voting)	Mgmt		
7	Adopt Financial Statements	Mgmt	For	For
8	Receive Explanation on Company's Dividend Policy	Mgmt		
9	Approve Dividends of USD 1.10 Per Share	Mgmt	For	For
10	Approve Discharge of Management Board	Mgmt	For	For
11	Approve Discharge of Supervisory Board	Mgmt	For	For
12.1	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For
12.2	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
13.1	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
13.2	Approve Cancellation of Repurchased Shares	Mgmt	For	For
14.1	Acknowledge Resignation of C.D. Richard as Supervisory Board Member	Mgmt		
14.2	Acknowledge Resignation of S. Hepkema as Supervisory Board Member	Mgmt		
14.3	Elect A.S. Castelein to Supervisory Board	Mgmt	For	For
15	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For
16	Allow Questions	Mgmt		
17	Close Meeting	Mgmt		

Scentre Group

Meeting Date: 04/05/2023 | Country: Australia | Ticker: SCG
Meeting Type: Annual
Primary ISIN: AU000000SCG8 | Primary SEDOL: BLZH0Z7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For
3	Elect Michael Wilkins as Director	Mgmt	For	For
4	Elect Stephen McCann as Director	Mgmt	For	For
5	Approve Grant of Performance Rights to Elliott Rusanow	Mgmt	For	For

Schlumberger N.V.

Meeting Date: 04/05/2023 | Country: Curacao | Ticker: SLB
Meeting Type: Annual
Primary ISIN: AN8068571086 | Primary SEDOL: 2779201

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter Coleman	Mgmt	For	For
1.2	Elect Director Patrick de La Chevardiere	Mgmt	For	For
1.3	Elect Director Miguel Galuccio	Mgmt	For	For
1.4	Elect Director Olivier Le Peuch	Mgmt	For	For
1.5	Elect Director Samuel Leupold	Mgmt	For	For
1.6	Elect Director Tatiana Mitrova	Mgmt	For	For
1.7	Elect Director Maria Moraeus Hanssen	Mgmt	For	For
1.8	Elect Director Vanitha Narayanan	Mgmt	For	For
1.9	Elect Director Mark Papa	Mgmt	For	For
1.10	Elect Director Jeff Sheets	Mgmt	For	For
1.11	Elect Director Ulrich Spiesshofer	Mgmt	For	For
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 committee should not allow vesting of incentive awards for substantially below median performance.			
4	Adopt and Approve Financials and Dividends	Mgmt	For	For

Schlumberger N.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Ratify PricewaterhouseCoopers 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.			

Schneider Electric SE

Meeting Date: 05/04/2023 Country: France Ticker: SU

Meeting Type: Annual/Special

Primary ISIN: FR0000121972 Primary SEDOL: 4834108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Treatment of Losses and Dividends of EUR 3.15 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For
6	Approve Compensation of Jean-Pascal Tricoire, Chairman and CEO	Mgmt	For	For
7	Approve Remuneration Policy of Jean-Pascal Tricoire, Chairman and CEO fom January 1, 2023 until May 3, 2023	Mgmt	For	For
8	Approve Remuneration Policy of Peter Herweck, CEO since May 4, 2023	Mgmt	For	For
9	Approve Remuneration Policy of Jean-Pascal Tricoire, Chairman of the Board since May 4, 2023	Mgmt	For	For
10	Approve Remuneration of Directors in the Aggregate Amount of EUR 2.8 Million	Mgmt	For	For
11	Approve Remuneration Policy of Directors	Mgmt	For	For
12	Reelect Leo Apotheker as Director	Mgmt	For	For
13	Reelect Gregory Spierkel as Director	Mgmt	For	For
14	Reelect Lip-Bu Tan as Director	Mgmt	For	For
15	Elect Abhay Parasnis as Director	Mgmt	For	For
16	Elect Giulia Chierchia as Director	Mgmt	For	For

Schneider Electric SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Approve Company's Climate Transition Plan	Mgmt	For	For
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
19	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 800 Million	Mgmt	For	For
20	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 224 Million	Mgmt	For	For
21	Approve Issuance of Equity or Equity-Linked Securities for Private Placements up to Aggregate Nominal Amount of EUR 120 Million	Mgmt	For	For
22	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 19-21	Mgmt	For	For
23	Authorize Capital Increase of up to 9.81 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
24	Authorize Capitalization of Reserves of Up to EUR 800 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
25	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
26	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
27	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
	Ordinary Business	Mgmt		
28	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Science Applications International Corporation

Meeting Date: 06/07/2023 Country: USA Ticker: SAIC

Meeting Type: Annual

Primary ISIN: US8086251076 Primary SEDOL: BDTZZG7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Garth N. Graham	Mgmt	For	Against

Science Applications International Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1b	Elect Director Carolyn B. Handlon	Mgmt	For	For
1c	Elect Director Yvette M. Kanouff	Mgmt	For	For
1d	Elect Director Nazzic S. Keene	Mgmt	For	For
1e	Elect Director Timothy J. Mayopoulos	Mgmt	For	For
1f	Elect Director Katharina G. McFarland	Mgmt	For	For
1g	Elect Director Milford W. McGuirt	Mgmt	For	For
1h	Elect Director Donna S. Morea	Mgmt	For	For
1i	Elect Director James C. Reagan	Mgmt	For	For
1j	Elect Director Steven R. Shane	Mgmt	For	For
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Scout24 SE

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

Meeting Type: Annual

Primary ISIN: DE000A12DM80 | Primary SEDOL: BYT9340

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

Scout24 SE

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

SCREEN Holdings Co. Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 7735

Meeting Type: Annual

Primary ISIN: JP3494600004 | Primary SEDOL: 6251028

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 365	Mgmt	For	For
2	Amend Articles to Authorize Board to Pay Interim Dividends	Mgmt	For	For
3.1	Elect Director Kakiuchi, Eiji	Mgmt	For	Against
	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.			

SCREEN Holdings Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director Hiroe, Toshio	Mgmt	For	Against
	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.			
3.3	Elect Director Kondo, Yoichi	Mgmt	For	For
3.4	Elect Director Ishikawa, Yoshihisa	Mgmt	For	For
3.5	Elect Director Yoda, Makoto	Mgmt	For	For
3.6	Elect Director Takasu, Hidemi	Mgmt	For	For
3.7	Elect Director Okudaira, Hiroko	Mgmt	For	For
3.8	Elect Director Narahara, Seiji	Mgmt	For	For
4	Appoint Statutory Auditor Umeda, Akio	Mgmt	For	Against
	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.			
5	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For

SCSK Corp.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 9719

Meeting Type: Annual

Primary ISIN: JP3400400002 | Primary SEDOL: 6858474

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Yamano, Hideki	Mgmt	For	For
2.2	Elect Director Toma, Takaaki	Mgmt	For	For
2.3	Elect Director Fukunaga, Tetsuya	Mgmt	For	For
2.4	Elect Director Ozaki, Tsutomu	Mgmt	For	For
2.5	Elect Director Nakajima, Masaki	Mgmt	For	For
2.6	Elect Director Kubo, Tetsuya	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Jitsuno, Hiromichi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Matsuishi, Hidetaka	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Waseda, Yumiko	Mgmt	For	For

Seagen Inc.

Meeting Date: 05/30/2023 | Country: USA | Ticker: SGEN
Meeting Type: Special
Primary ISIN: US81181C1045 | Primary SEDOL: BLPK4D2

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
	Voter Rationale: A vote AGAINST this proposal is warranted. Although cash severance is double trigger and reasonably based, certain outstanding equity awards will accelerate vesting upon the merger and recent agreements provide for the payment of excise tax gross-ups to certain NEOs. In addition, even though the former CEO's employment with the company ended in May 2022, he is eligible for certain change-in-control severance benefits.			

Seagen Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: SGEN
Meeting Type: Annual
Primary ISIN: US81181C1045 | Primary SEDOL: BLPK4D2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David W. Gryska	Mgmt	For	Against
	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.			
1b	Elect Director John A. Orwin	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1c	Elect Director Alpna H. Seth	Mgmt	For	For

Seagen Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. 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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus 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. 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. 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.			
5	Ratify PricewaterhouseCoopers 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.			

Sealed Air Corporation

Meeting Date: 05/18/2023 | Country: USA | Ticker: SEE

Meeting Type: Annual

Primary ISIN: US81211K1007 | Primary SEDOL: 2232793

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Elizabeth M. Adefioye	Mgmt	For	For
1b	Elect Director Zubaid Ahmad	Mgmt	For	For
1c	Elect Director Kevin C. Berryman	Mgmt	For	For
1d	Elect Director Francoise Colpron	Mgmt	For	For

Sealed Air Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Edward L. Doheny, II	Mgmt	For	For
1f	Elect Director Clay M. Johnson	Mgmt	For	For
1g	Elect Director Henry R. Keizer	Mgmt	For	For
1h	Elect Director Harry A. Lawton, III	Mgmt	For	For
1i	Elect Director Suzanne B. Rowland	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

SeaWorld Entertainment, Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: SEAS
Meeting Type: Annual
Primary ISIN: US81282V1008 Primary SEDOL: B84KWJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ronald Bension	Mgmt	For	Abstain
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
1b	Elect Director James Chambers	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1c	Elect Director William Gray	Mgmt	For	For
1d	Elect Director Timothy Hartnett	Mgmt	For	For
1e	Elect Director Yoshikazu Maruyama	Mgmt	For	For
1f	Elect Director Thomas E. Moloney	Mgmt	For	For
1g	Elect Director Neha Jogani Narang	Mgmt	For	Abstain
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			
1h	Elect Director Scott Ross	Mgmt	For	For
1i	Elect Director Kimberly Schaefer	Mgmt	For	Abstain
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.			

SeaWorld Entertainment, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditor *Withdrawn Resolution*	Mgmt		
3	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. 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.			

SECOM Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 9735

Meeting Type: Annual

Primary ISIN: JP3421800008 | Primary SEDOL: 6791591

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 95	Mgmt	For	For
2.1	Elect Director Nakayama, Yasuo	Mgmt	For	Against
	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.			
2.2	Elect Director Ozeki, Ichiro	Mgmt	For	Against
	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.			
2.3	Elect Director Yoshida, Yasuyuki	Mgmt	For	For
2.4	Elect Director Fuse, Tatsuro	Mgmt	For	For
2.5	Elect Director Kurihara, Tatsushi	Mgmt	For	For
2.6	Elect Director Hirose, Takaharu	Mgmt	For	For
2.7	Elect Director Watanabe, Hajime	Mgmt	For	For
2.8	Elect Director Hara, Miri	Mgmt	For	For
3.1	Appoint Statutory Auditor Ito, Takayuki	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Tsuji, Yasuhiro	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Kato, Hideki	Mgmt	For	For
3.4	Appoint Statutory Auditor Yasuda, Makoto	Mgmt	For	For

SECOM Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.5	Appoint Statutory Auditor Tanaka, Setsuo	Mgmt	For	For
4	Initiate Share Repurchase Program	SH	Against	Against
5	Amend Articles to Add Provision concerning Directors' Share Ownership	SH	Against	Against
6	Amend Articles to Require Majority Outsider Board	SH	Against	For
	Voter Rationale: The company should improve board balance and composition. Boards should consist of a majority of independent non-executive directors unless there is a compelling reason for an alternative structure.			

Secure Energy Services Inc.

Meeting Date: 04/28/2023 Country: Canada Ticker: SES

Meeting Type: Annual

Primary ISIN: CA81373C1023 Primary SEDOL: B55SGV6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rene Amirault	Mgmt	For	For
1b	Elect Director Mark Bly	Mgmt	For	For
1c	Elect Director Michael (Mick) Dilger	Mgmt	For	For
1d	Elect Director Wendy Hanrahan	Mgmt	For	For
1e	Elect Director Joseph Lenz	Mgmt	For	For
1f	Elect Director Brad Munro	Mgmt	For	For
1g	Elect Director Susan Riddell Rose	Mgmt	For	Withhold
	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.			
1h	Elect Director Deanna Zumwalt	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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 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.			

Seer, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: SEER
Meeting Type: Annual
Primary ISIN: US81578P1066 | Primary SEDOL: BMCWDS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. 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.			
4.1	Elect Director Omid Farokhzad	Mgmt	For	For
4.2	Elect Director Meeta Gulyani	Mgmt	For	For
4.3	Elect Director David Hallal	Mgmt	For	Withhold
	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. 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. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. The board approved a repricing transaction without prior shareholder approval in June 2022, which constitutes a problematic pay practice.			
4.4	Elect Director Terrance McGuire	Mgmt	For	Withhold
	Voter Rationale: Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. The board approved a repricing transaction without prior shareholder approval in June 2022, which constitutes a problematic pay practice.			

Sega Sammy Holdings, Inc.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 6460
Meeting Type: Annual
Primary ISIN: JP3419050004 | Primary SEDOL: B02RK08

Sega Sammy Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Allow Virtual Only Shareholder Meetings	Mgmt	For	For
2.1	Elect Director Satomi, Hajime	Mgmt	For	For
2.2	Elect Director Satomi, Haruki	Mgmt	For	For
2.3	Elect Director Fukazawa, Koichi	Mgmt	For	For
2.4	Elect Director Sugino, Yukio	Mgmt	For	For
2.5	Elect Director Yoshizawa, Hideo	Mgmt	For	For
2.6	Elect Director Katsukawa, Kohei	Mgmt	For	For
2.7	Elect Director Melanie Brock	Mgmt	For	For
2.8	Elect Director Ishiguro, Fujiyo	Mgmt	For	For

SEGRO PLC

Meeting Date: 04/20/2023 | Country: United Kingdom | Ticker: SGRO

Meeting Type: Annual

Primary ISIN: GB00B5ZN1N88 | Primary SEDOL: B5ZN1N8

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	Re-elect Andy Harrison as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
5	Re-elect Mary Barnard as Director	Mgmt	For	For
6	Re-elect Sue Clayton as Director	Mgmt	For	For
7	Re-elect Soumen Das as Director	Mgmt	For	For
8	Re-elect Carol Fairweather as Director	Mgmt	For	For
9	Re-elect Simon Fraser as Director	Mgmt	For	For
10	Re-elect Andy Gulliford as Director	Mgmt	For	For
11	Re-elect Martin Moore as Director	Mgmt	For	For
12	Re-elect David Sleath as Director	Mgmt	For	For
13	Re-elect Linda Yueh as Director	Mgmt	For	For
14	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

SEGRO 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 UK Political Donations and Expenditure	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 the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

SEI Investments Company

Meeting Date: 05/31/2023 | Country: USA | Ticker: SEIC

Meeting Type: Annual

Primary ISIN: US7841171033 | Primary SEDOL: 2793610

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ryan P. Hicke	Mgmt	For	For
1b	Elect Director Kathryn M. McCarthy	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Seibu Holdings, Inc.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 9024

Meeting Type: Annual

Primary ISIN: JP3417200007 | Primary SEDOL: BKY6H35

Seibu Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2	Amend Articles to Reduce Directors' Term	Mgmt	For	For
3.1	Elect Director Goto, Takashi	Mgmt	For	For
3.2	Elect Director Nishiyama, Ryuichiro	Mgmt	For	For
3.3	Elect Director Furuta, Yoshinari	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Yamazaki, Kimiyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Ogawa, Shuichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Kaneda, Yoshiki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Saito, Tomohide	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.8	Elect Director Oya, Eiko	Mgmt	For	For
3.9	Elect Director Goto, Keiji	Mgmt	For	For
3.10	Elect Director Tsujihiro, Masafumi	Mgmt	For	For
3.11	Elect Director Arima, Atsumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Seiko Epson Corp.

Meeting Date: 06/27/2023 Country: Japan Ticker: 6724

Meeting Type: Annual

Primary ISIN: JP3414750004 Primary SEDOL: 6616508

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 41	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Usui, Minoru	Mgmt	For	For

Seiko Epson Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director Ogawa, Yasunori	Mgmt	For	For
3.3	Elect Director Seki, Tatsuaki	Mgmt	For	For
3.4	Elect Director Matsunaga, Mari	Mgmt	For	For
3.5	Elect Director Shimamoto, Tadashi	Mgmt	For	For
3.6	Elect Director Yamauchi, Masaki	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For

Seiko Group Corp.

Meeting Date: 06/29/2023 Country: Japan Ticker: 8050

Meeting Type: Annual

Primary ISIN: JP3414700009 Primary SEDOL: 6414809

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 37.5	Mgmt	For	For
2.1	Elect Director Hattori, Shinji	Mgmt	For	Abstain
	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.			
2.2	Elect Director Takahashi, Shuji	Mgmt	For	Abstain
	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.			
2.3	Elect Director Naito, Akio	Mgmt	For	For
2.4	Elect Director Naito, Takahiro	Mgmt	For	For
2.5	Elect Director Sekine, Jun	Mgmt	For	For
2.6	Elect Director Yoneyama, Taku	Mgmt	For	For
2.7	Elect Director Teraura, Yasuko	Mgmt	For	For
2.8	Elect Director Saito, Noboru	Mgmt	For	For
2.9	Elect Director Kobori, Hideki	Mgmt	For	For
3.1	Appoint Statutory Auditor Amano, Hideki	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Yano, Masatoshi	Mgmt	For	Against
	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.			
4	Approve Trust-Type Equity Compensation 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.			

Seiren Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 3569
Meeting Type: Annual
Primary ISIN: JP3413800008 | Primary SEDOL: 6793520

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 23	Mgmt	For	For
2.1	Elect Director Kawada, Tatsuo	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director U, Ki	Mgmt	For	For
2.3	Elect Director Yamada, Hideyuki	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.4	Elect Director Kawada, Koji	Mgmt	For	For
2.5	Elect Director Katsuki, Tomofumi	Mgmt	For	For
2.6	Elect Director Takezawa, Yasunori	Mgmt	For	For
2.7	Elect Director Teramae, Masaki	Mgmt	For	For
2.8	Elect Director Kitabata, Takao	Mgmt	For	For
2.9	Elect Director Sasae, Kenichiro	Mgmt	For	For
2.10	Elect Director Kobayashi, Mitsuyoshi	Mgmt	For	For
2.11	Elect Director Hashino, Tomoko	Mgmt	For	For
3	Appoint Kyoritsu Shimmei Audit Corp. as New External Audit Firm	Mgmt	For	For

Sekisui Chemical Co., Ltd.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 4204
Meeting Type: Annual
Primary ISIN: JP3419400001 | Primary SEDOL: 6793821

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2.1	Elect Director Koge, Teiji	Mgmt	For	For

Sekisui Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Kato, Keita	Mgmt	For	For
2.3	Elect Director Kamiwaki, Futoshi	Mgmt	For	For
2.4	Elect Director Hirai, Yoshiyuki	Mgmt	For	For
2.5	Elect Director Kamiyoshi, Toshiyuki	Mgmt	For	For
2.6	Elect Director Shimizu, Ikusuke	Mgmt	For	For
2.7	Elect Director Murakami, Kazuya	Mgmt	For	For
2.8	Elect Director Oeda, Hiroshi	Mgmt	For	For
2.9	Elect Director Nozaki, Haruko	Mgmt	For	For
2.10	Elect Director Koezuka, Miharu	Mgmt	For	For
2.11	Elect Director Miyai, Machiko	Mgmt	For	For
2.12	Elect Director Hatanaka, Yoshihiko	Mgmt	For	For
3.1	Appoint Statutory Auditor Izugami, Tomoyasu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Shimmen, Wakyu	Mgmt	For	For
3.3	Appoint Statutory Auditor Tanaka, Kenji	Mgmt	For	For

Sekisui House, Ltd.

Meeting Date: 04/25/2023 | Country: Japan | Ticker: 1928
Meeting Type: Annual
Primary ISIN: JP3420600003 | Primary SEDOL: 6793906

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 58	Mgmt	For	For
2.1	Elect Director Nakai, Yoshihiro	Mgmt	For	For
2.2	Elect Director Horiuchi, Yosuke	Mgmt	For	For
2.3	Elect Director Tanaka, Satoshi	Mgmt	For	For
2.4	Elect Director Ishii, Toru	Mgmt	For	For
2.5	Elect Director Shinozaki, Hiroshi	Mgmt	For	For
2.6	Elect Director Yoshimaru, Yukiko	Mgmt	For	For
2.7	Elect Director Kitazawa, Toshifumi	Mgmt	For	For
2.8	Elect Director Nakajima, Yoshimi	Mgmt	For	For
2.9	Elect Director Takegawa, Keiko	Mgmt	For	For

Sekisui House, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.10	Elect Director Abe, Shinichi	Mgmt	For	For

Select Energy Services, Inc.

Meeting Date: 05/04/2023 Country: USA Ticker: WTTR
Meeting Type: Annual
Primary ISIN: US81617J3014 Primary SEDOL: BDHSLL5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gayle L. Burleson	Mgmt	For	For
1b	Elect Director Richard A. Burnett	Mgmt	For	For
1c	Elect Director Luis Fernandez-Moreno	Mgmt	For	For
1d	Elect Director Robin H. Fielder	Mgmt	For	For
1e	Elect Director John D. Schmitz	Mgmt	For	For
1f	Elect Director Troy W. Thacker	Mgmt	For	For
1g	Elect Director Douglas J. Wall	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Allow Exculpation of Officers	Mgmt	For	For
4	Change Company Name to Select Water Solutions, Inc.	Mgmt	For	For

Selective Insurance Group, Inc.

Meeting Date: 05/03/2023 Country: USA Ticker: SIGI
Meeting Type: Annual
Primary ISIN: US8163001071 Primary SEDOL: 2766173

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ainar D. Aijala, Jr.	Mgmt	For	For
1b	Elect Director Lisa Rojas Bacus	Mgmt	For	For
1c	Elect Director Terrence W. Cavanaugh	Mgmt	For	For
1d	Elect Director Wole C. Coaxum	Mgmt	For	For
1e	Elect Director Robert Kelly Doherty	Mgmt	For	For
1f	Elect Director John J. Marchioni	Mgmt	For	For
1g	Elect Director Thomas A. McCarthy	Mgmt	For	For

Selective Insurance Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Stephen C. Mills	Mgmt	For	For
1i	Elect Director H. Elizabeth Mitchell	Mgmt	For	For
1j	Elect Director Cynthia S. Nicholson	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1k	Elect Director John S. Scheid	Mgmt	For	For
1l	Elect Director J. Brian Thebault	Mgmt	For	For
1m	Elect Director Philip H. Urban	Mgmt	For	For
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

Sembcorp Marine Ltd.

Meeting Date: 04/26/2023 | Country: Singapore | Ticker: S51

Meeting Type: Annual

Primary ISIN: SG1H97877952 | Primary SEDOL: 6205133

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	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.			
2	Elect Yap Chee Keong as Director	Mgmt	For	For
3	Elect Mark Gainsborough as Director	Mgmt	For	Abstain
	Voter Rationale: The Company should put in place a policy that aims to increase gender diversity on the board.			
4	Elect Chris Ong Leng Yeow as Director	Mgmt	For	For
5	Elect Nagi Hamiyeh as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
6	Elect Jan Holm as Director	Mgmt	For	For
7	Elect Lai Chung Han as Director	Mgmt	For	For

Sembcorp Marine Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Directors' Fees for the Year Ending December 31, 2023	Mgmt	For	For
9	Approve Special Directors' Fees	Mgmt	For	For
10	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
11	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
12	Approve Share Plan Grant	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
13	Approve Renewal of Mandate for Interested Person Transactions	Mgmt	For	For
14	Authorize Share Repurchase Program	Mgmt	For	For
15	Approve Change of Company Name	Mgmt	For	For

Sempra Energy

Meeting Date: 05/12/2023 | Country: USA | Ticker: SRE

Meeting Type: Annual

Primary ISIN: US8168511090 | Primary SEDOL: 2138158

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andres Conesa	Mgmt	For	For
1b	Elect Director Pablo A. Ferrero	Mgmt	For	For
1c	Elect Director Jeffrey W. Martin	Mgmt	For	For
1d	Elect Director Bethany J. Mayer	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1e	Elect Director Michael N. Mears	Mgmt	For	For
1f	Elect Director Jack T. Taylor	Mgmt	For	For
1g	Elect Director Cynthia L. Walker	Mgmt	For	For
1h	Elect Director Cynthia J. Warner	Mgmt	For	For
1i	Elect Director James C. Yardley	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.			

Sempra Energy

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Increase Authorized Common Stock	Mgmt	For	For
6	Change Company Name to Sempra	Mgmt	For	For
7	Amend Articles of Incorporation	Mgmt	For	For
8	Require Independent Board Chair	SH	Against	For
	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.			

Semtech Corporation

Meeting Date: 06/08/2023 Country: USA Ticker: SMTC

Meeting Type: Annual

Primary ISIN: US8168501018 Primary SEDOL: 2795542

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Martin S.J. Burvill	Mgmt	For	For
1.2	Elect Director Rodolpho C. Cardenuto	Mgmt	For	For
1.3	Elect Director Gregory M. Fischer	Mgmt	For	For
1.4	Elect Director Saar Gillai	Mgmt	For	For
1.5	Elect Director Rockell N. Hankin	Mgmt	For	For
	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.			
1.6	Elect Director Ye Jane Li	Mgmt	For	For
1.7	Elect Director Paula LuPriore	Mgmt	For	For
1.8	Elect Director Mohan R. Maheswaran	Mgmt	For	For
1.9	Elect Director Sylvia Summers	Mgmt	For	For
1.10	Elect Director Paul V. Walsh, Jr.	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Semtech Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Sensata Technologies Holding Plc

Meeting Date: 05/25/2023 Country: United Kingdom Ticker: ST
Meeting Type: Annual
Primary ISIN: GB00BFMBMT84 Primary SEDOL: BFMBMT8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew C. Teich	Mgmt	For	For
1b	Elect Director Jeffrey J. Cote	Mgmt	For	For
1c	Elect Director John P. Absmeier	Mgmt	For	For
1d	Elect Director Daniel L. Black	Mgmt	For	For
1e	Elect Director Lorraine A. Bolsinger	Mgmt	For	For
1f	Elect Director Constance E. Skidmore	Mgmt	For	For
1g	Elect Director Steven A. Sonnenberg	Mgmt	For	For
1h	Elect Director Martha N. Sullivan	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1i	Elect Director Stephen M. Zide	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
4	Approve Director Compensation Report	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
5	Ratify Deloitte & Touche LLP as U.K. Statutory Auditor	Mgmt	For	For
	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.			

Sensata Technologies Holding Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8	Authorize Directed Share Repurchase Program	Mgmt	For	Against
	Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.			
9	Authorize Issue of Equity	Mgmt	For	For
10	Authorize Issue of Equity without Pre-emptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
11	Authorize the Board of Directors to Allot Shares Under the Equity Incentive Plans	Mgmt	For	For
12	Authorize the Board of Directors to Allot Shares Under the Equity Incentive Plans without Pre-emptive Rights	Mgmt	For	For

Senseonics Holdings, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: SENS

Meeting Type: Annual

Primary ISIN: US81727U1051 Primary SEDOL: BYQNYR5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Timothy T. Goodnow	Mgmt	For	For
1.2	Elect Director Francine R. Kaufman	Mgmt	For	For
1.3	Elect Director Sharon Larkin	Mgmt	For	Withhold
	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.			
1.4	Elect Director Koichiro Sato	Mgmt	For	For
1.5	Elect Director Robert Schumm	Mgmt	For	Withhold
	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.			

Senseonics Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Sensient Technologies Corporation

Meeting Date: 04/27/2023 | Country: USA | Ticker: SXT

Meeting Type: Annual

Primary ISIN: US81725T1007 | Primary SEDOL: 2923741

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joseph Carleone	Mgmt	For	For
1.2	Elect Director Kathleen Da Cunha	Mgmt	For	For
1.3	Elect Director Mario Ferruzzi	Mgmt	For	For
1.4	Elect Director Carol R. Jackson	Mgmt	For	For
1.5	Elect Director Sharad P. Jain	Mgmt	For	For
1.6	Elect Director Donald W. Landry	Mgmt	For	For
1.7	Elect Director Paul Manning	Mgmt	For	For
1.8	Elect Director Deborah McKeithan-Gebhardt	Mgmt	For	For
1.9	Elect Director Scott C. Morrison	Mgmt	For	For
1.10	Elect Director Essie Whitelaw	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Sensient Technologies Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

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.

Seria Co. Ltd.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 2782

Meeting Type: Annual

Primary ISIN: JP3423520000 | Primary SEDOL: 6680718

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 Kawai, Eiji	Mgmt	For	For
2.2	Elect Director Iwama, Yasushi	Mgmt	For	For
2.3	Elect Director Miyake, Natsuko	Mgmt	For	For

Seritage Growth Properties

Meeting Date: 06/06/2023 | Country: USA | Ticker: SRG

Meeting Type: Annual

Primary ISIN: US81752R1005 | Primary SEDOL: BZ0HC54

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John T. McClain	Mgmt	For	For
1.2	Elect Director Adam Metz	Mgmt	For	For
1.3	Elect Director Talya Nevo-Hacohen	Mgmt	For	For
1.4	Elect Director Andrea L. Olshan	Mgmt	For	For
1.5	Elect Director Mitchell Sabshon	Mgmt	For	Against

Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the company governing documents do not permit shareholders to amend the bylaws. Also, 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.

Seritage Growth Properties

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Allison L. Thrush	Mgmt	For	Against
	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 governing documents do not permit shareholders to amend the bylaws.			
1.7	Elect Director Mark Wilsmann	Mgmt	For	Against
	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 governing documents do not permit shareholders to amend the bylaws.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Service Corporation International

Meeting Date: 05/02/2023 | Country: USA | Ticker: SCI

Meeting Type: Annual

Primary ISIN: US8175651046 | Primary SEDOL: 2797560

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alan R. Buckwalter	Mgmt	For	For
1b	Elect Director Anthony L. Coelho	Mgmt	For	Against
	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.			
1c	Elect Director Jakki L. Haussler	Mgmt	For	For
1d	Elect Director Victor L. Lund	Mgmt	For	For
1e	Elect Director Ellen Ochoa	Mgmt	For	For
1f	Elect Director Thomas L. Ryan	Mgmt	For	For
1g	Elect Director C. Park Shaper	Mgmt	For	For

Service Corporation International

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Sara Martinez Tucker	Mgmt	For	For
1i	Elect Director W. Blair Waltrip	Mgmt	For	Against
	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.			
1j	Elect Director Marcus A. Watts	Mgmt	For	Against
	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.			
2	Ratify PricewaterhouseCoopers 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.			
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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Service Properties Trust

Meeting Date: 06/12/2023 Country: USA Ticker: SVC

Meeting Type: Annual

Primary ISIN: US81761L1026 Primary SEDOL: BKRT1C8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laurie B. Burns	Mgmt	For	For
1.2	Elect Director Robert E. Cramer	Mgmt	For	Against
	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 or restrict shareholders ability to amend the company bylaws.			
1.3	Elect Director Donna D. Fraiche	Mgmt	For	Against
	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 or restrict shareholders ability to amend the company bylaws.			
1.4	Elect Director John L. Harrington	Mgmt	For	For
1.5	Elect Director William A. Lamkin	Mgmt	For	Against
	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.			
1.6	Elect Director John G. Murray	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

Service Properties Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Adam D. Portnoy	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

ServiceNow, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: NOW

Meeting Type: Annual

Primary ISIN: US81762P1021 | Primary SEDOL: B80NXX8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Susan L. Bostrom	Mgmt	For	For
1b	Elect Director Teresa Briggs	Mgmt	For	For
1c	Elect Director Jonathan C. Chadwick	Mgmt	For	For
1d	Elect Director Paul E. Chamberlain	Mgmt	For	For
1e	Elect Director Lawrence J. Jackson, Jr.	Mgmt	For	For
1f	Elect Director Frederic B. Luddy	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1g	Elect Director William R. McDermott	Mgmt	For	For
	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.			
1h	Elect Director Jeffrey A. Miller	Mgmt	For	Against
	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.			

ServiceNow, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Joseph 'Larry' Quinlan	Mgmt	For	For
1j	Elect Director Anita M. Sands	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: This company received a high level of dissent at the 2022 AGM, with the say on pay receiving approximately 35.3% support. While the company has disclosed its engagement efforts and shareholder feedback following the vote, we continue to have concerns regarding the structure of the executive compensation. This includes the significant overlap of metrics between the short and long term incentive plans, potentially rewarding executives twice for the same performance, the one-year performance period under the LTIP that may not sufficiently align executives with long-term shareholders, the in-flight changes made to the NNACV performance target that undermines the link between shareholder experience and executive compensation, and the size of the LTIP grants to the CEO on the back of a mega grant that was awarded in the year prior.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
4	Amend Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: While we have several concerns regarding the omnibus stock plan, including the feature that allows for loans to exercise options, we note that this plan is broad based and is a key component for the company's recruitment and retention efforts.			
5	Elect Director Deborah Black	Mgmt	For	For

ServisFirst Bancshares, Inc.

Meeting Date: 04/17/2023 | Country: USA | Ticker: SFBS

Meeting Type: Annual

Primary ISIN: US81768T1088 | Primary SEDOL: BMH0MP5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas A. Broughton, III	Mgmt	For	For
1.2	Elect Director J. Richard Cashio	Mgmt	For	Withhold
	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.			
1.3	Elect Director James J. Filler	Mgmt	For	For
1.4	Elect Director Christopher J. Mettler	Mgmt	For	For
1.5	Elect Director Hatton C. V. Smith	Mgmt	For	Withhold
	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.			
1.6	Elect Director Irma L. Tuder	Mgmt	For	For

ServisFirst Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Forvis, LLP as Auditors	Mgmt	For	For
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

Seven & i Holdings Co., Ltd.

Meeting Date: 05/25/2023 Country: Japan Ticker: 3382

Meeting Type: Annual

Primary ISIN: JP3422950000 Primary SEDOL: B0FS5D6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 63.5	Mgmt	For	For
2.1	Elect Director Isaka, Ryuichi	Mgmt	For	Against
	Voter Rationale: While we acknowledge the company has undergone significant board refreshment in an effort to improve governance, we have continued concerns regarding the execution of strategy. Given the long-term track record of the incumbent executives, we are not convinced the changes made are sufficient to provide effective oversight. The dissident is seeking a minority position on the board, and we feel that a 20% representation by the dissident nominees should be sufficient to provide more robust oversight on strategy and execution. Therefore, we will support dissident nominees Nator, Rogers, and Gill, and management nominee Hachiuma.			
2.2	Elect Director Goto, Katsuhiro	Mgmt	For	Against
	Voter Rationale: Please see item 2.1.			
2.3	Elect Director Yonemura, Toshiro	Mgmt	For	Against
	Voter Rationale: Please see item 2.1.			
2.4	Elect Director Wada, Shinji	Mgmt	For	Against
	Voter Rationale: Please see item 2.1.			
2.5	Elect Director Hachiuma, Fuminao	Mgmt	For	For
	Voter Rationale: Please see item 2.1.			
3	Appoint Statutory Auditor Matsuhashi, Kaori	Mgmt	For	For
4.1	Elect Director Ito, Junro	Mgmt	For	For
4.2	Elect Director Nagamatsu, Fumihiko	Mgmt	For	For
4.3	Elect Director Joseph M. DePinto	Mgmt	For	For
4.4	Elect Director Maruyama, Yoshimichi	Mgmt	For	For

Seven & i Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.5	Elect Director Izawa, Yoshiyuki	Mgmt	For	For
4.6	Elect Director Yamada, Meyumi	Mgmt	For	For
4.7	Elect Director Jenifer Simms Rogers	Mgmt	For	For
4.8	Elect Director Paul Yonamine	Mgmt	For	For
4.9	Elect Director Stephen Hayes Dacus	Mgmt	For	For
4.10	Elect Director Elizabeth Miin Meyerdirk	Mgmt	For	For
5.1	Elect Shareholder Director Nominee Natori, Katsuya	SH	Against	For
	Voter Rationale: Please see item 2.1.			
5.2	Elect Shareholder Director Nominee Dene Rogers	SH	Against	For
	Voter Rationale: Please see item 2.1.			
5.3	Elect Shareholder Director Nominee Ronald Gill	SH	Against	For
	Voter Rationale: Please see item 2.1.			
5.4	Elect Shareholder Director Nominee Brittni Levinson	SH	Against	Against
	Voter Rationale: Please see item 2.1.			

Seven Bank Ltd.

Meeting Date: 06/19/2023 | Country: Japan | Ticker: 8410

Meeting Type: Annual

Primary ISIN: JP3105220002 | Primary SEDOL: B2NT8S1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Funatake, Yasuaki	Mgmt	For	For
1.2	Elect Director Matsuhashi, Masaaki	Mgmt	For	For
1.3	Elect Director Kobayashi, Tsuyoshi	Mgmt	For	For
1.4	Elect Director Kigawa, Makoto	Mgmt	For	For
1.5	Elect Director Kuroda, Yukiko	Mgmt	For	For
1.6	Elect Director Takato, Etsuhiro	Mgmt	For	For
1.7	Elect Director Hirako, Yuji	Mgmt	For	For
1.8	Elect Director Kihara, Tami	Mgmt	For	For
2.1	Appoint Statutory Auditor Terashima, Hideaki	Mgmt	For	For
2.2	Appoint Statutory Auditor Ogawa, Chieko	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Ashihara, Ichiro	Mgmt	For	For

Seven Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Compensation Ceiling for Directors	Mgmt	For	For

SG Holdings Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 9143
Meeting Type: Annual
Primary ISIN: JP3162770006 | Primary SEDOL: BFFY885

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kuriwada, Eiichi	Mgmt	For	Against
	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.			
1.2	Elect Director Matsumoto, Hidekazu	Mgmt	For	For
1.3	Elect Director Motomura, Masahide	Mgmt	For	For
1.4	Elect Director Kawanago, Katsuhiro	Mgmt	For	For
1.5	Elect Director Sasamori, Kimiaki	Mgmt	For	For
1.6	Elect Director Takaoka, Mika	Mgmt	For	For
1.7	Elect Director Sagisaka, Osami	Mgmt	For	For
1.8	Elect Director Akiyama, Masato	Mgmt	For	For
2	Appoint Statutory Auditor Niimoto, Tomonari	Mgmt	For	For

Shake Shack Inc.

Meeting Date: 06/29/2023 | Country: USA | Ticker: SHAK
Meeting Type: Annual
Primary ISIN: US8190471016 | Primary SEDOL: BV0LCR0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Randy Garutti	Mgmt	For	For
1.2	Elect Director Joshua Silverman	Mgmt	For	Withhold
	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.			
1.3	Elect Director Jonathan D. Sokoloff	Mgmt	For	For

Shake Shack Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Tristan Walker	Mgmt	For	Withhold
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice			

Shell Plc

Meeting Date: 05/23/2023 | Country: United Kingdom | Ticker: SHEL

Meeting Type: Annual

Primary ISIN: GB00BP6MXD84 | Primary SEDOL: BP6MXD8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.			
2	Approve Remuneration Policy	Mgmt	For	For
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
3	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
4	Elect Wael Sawan as Director	Mgmt	For	For
5	Elect Cyrus Taraporevala as Director	Mgmt	For	For
6	Elect Sir Charles Roxburgh as Director	Mgmt	For	For
7	Elect Leena Srivastava as Director	Mgmt	For	For
8	Re-elect Sinead Gorman as Director	Mgmt	For	For
9	Re-elect Dick Boer as Director	Mgmt	For	For
10	Re-elect Neil Carson as Director	Mgmt	For	For
11	Re-elect Ann Godbehere as Director	Mgmt	For	For
12	Re-elect Jane Lute as Director	Mgmt	For	For
13	Re-elect Catherine Hughes as Director	Mgmt	For	For

Shell Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Re-elect Sir Andrew Mackenzie as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Nomination Committee.			
15	Re-elect Abraham Schot as Director	Mgmt	For	For
16	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	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 Market Purchase of Ordinary Shares	Mgmt	For	For
21	Authorise Off-Market Purchase of Ordinary Shares	Mgmt	For	For
22	Authorise UK Political Donations and Expenditure	Mgmt	For	For
23	Adopt New Articles of Association	Mgmt	For	For
24	Approve Share Plan	Mgmt	For	For
25	Approve the Shell Energy Transition Progress	Mgmt	For	Abstain
	Voter Rationale: Whilst we appreciate the progress made by the company and engagement to date, we feel ABSTAINING is the best option to recognise this progress whilst retaining our position that we would prefer to see greater movement towards full Paris alignment in the coming years.			
	Shareholder Proposal	Mgmt		
26	Request Shell to Align its Existing 2030 Reduction Target Covering the Greenhouse Gas (GHG) Emissions of the Use of its Energy Products (Scope 3) with the Goal of the Paris Climate Agreement	SH	Against	For
	Voter Rationale: Vote FOR as the company should be moving towards setting absolute emission reduction targets			

Shenandoah Telecommunications Company

Meeting Date: 04/25/2023 | Country: USA | Ticker: SHEN

Meeting Type: Annual

Primary ISIN: US82312B1061 | Primary SEDOL: 2676692

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tracy Fitzsimmons	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			

Shenandoah Telecommunications Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director John W. Flora	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.			
1c	Elect Director Kenneth L. Quaglio	Mgmt	For	For
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Sheng Siong Group Ltd.

Meeting Date: 04/28/2023 | Country: Singapore | Ticker: OV8

Meeting Type: Annual

Primary ISIN: SG2D54973185 | Primary SEDOL: B657MH8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Audited Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Elect Lim Hock Chee as Director	Mgmt	For	For
4	Elect Tan Poh Hong as Director	Mgmt	For	Against
	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.			
5	Approve Directors' Fees	Mgmt	For	For
6	Approve KPMG LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
7	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Shenzhen Inovance Technology Co., Ltd.

Meeting Date: 05/29/2023 | Country: China | Ticker: 300124
Meeting Type: Annual
Primary ISIN: CNE100000V46 | Primary SEDOL: B3QDJB7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For
2	Approve Financial Statements	Mgmt	For	For
3	Approve Report of the Board of Directors	Mgmt	For	For
4	Approve Report of the Board of Supervisors	Mgmt	For	For
5	Approve Profit Distribution	Mgmt	For	For
6	Approve Financial Budget Report	Mgmt	For	For
7	Approve to Appoint Auditor	Mgmt	For	For
8	Approve Completion of Raised Funds Investment Projects and Use of Remaining Funds to Replenish Working Capital	Mgmt	For	For
9	Approve Amendments to Articles of Association	Mgmt	For	For

Shenzhou International Group Holdings Limited

Meeting Date: 05/30/2023 | Country: Cayman Islands | Ticker: 2313
Meeting Type: Annual
Primary ISIN: KYG8087W1015 | Primary SEDOL: B0MP1B0

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 Huang Guanlin as Director	Mgmt	For	For
4	Elect Wang Cunbo as Director	Mgmt	For	For
5	Elect Zhang Bingsheng as Director	Mgmt	For	For
6	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
7	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

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

Shenzhou International Group Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
9	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
10	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
11	Approve Amendments to the Existing Memorandum and Amended and Restated Articles of Association and Adopt New Amended and Restated Memorandum and Amended and Restated Articles of Association	Mgmt	For	For

Shibaura Machine Co., Ltd.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 6104

Meeting Type: Annual

Primary ISIN: JP3592600005 | Primary SEDOL: 6897262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Iimura, Yukio	Mgmt	For	Abstain
	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.			
1.2	Elect Director Sakamoto, Shigetomo	Mgmt	For	Abstain
	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.			
1.3	Elect Director Kobayashi, Akiyoshi	Mgmt	For	For
1.4	Elect Director Ota, Hiroaki	Mgmt	For	For
1.5	Elect Director Sato, Kiyoshi	Mgmt	For	For
1.6	Elect Director Iwasaki, Seigo	Mgmt	For	For
1.7	Elect Director Inoue, Hiroshi	Mgmt	For	For
1.8	Elect Director Terawaki, Kazumine	Mgmt	For	For
1.9	Elect Director Hayakawa, Chisa	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Takahashi, Hiroshi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Imamura, Akifumi	Mgmt	For	For

Shibaura Machine Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director and Audit Committee Member Ogi, Shigeo	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Takeuchi, Nobuhiro	Mgmt	For	For

Shift4 Payments, Inc.

Meeting Date: 06/09/2023 Country: USA Ticker: FOUR

Meeting Type: Annual

Primary ISIN: US82452J1097 Primary SEDOL: BLF0L75

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sam Bakhshandehpour	Mgmt	For	For
1.2	Elect Director Jonathan Halkyard	Mgmt	For	Withhold

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 lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. 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 structure, each of which adversely impacts shareholder rights. A non-independent director 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. 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.

1.3	Elect Director Donald Isaacman	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.

Shima Seiki Mfg. Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 6222
Meeting Type: Annual
Primary ISIN: JP3356500003 | Primary SEDOL: 6806008

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 5	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Shima, Mitsuhiro	Mgmt	For	For
3.2	Elect Director Nanki, Takashi	Mgmt	For	For
3.3	Elect Director Otani, Akihiro	Mgmt	For	For
3.4	Elect Director Kitagawa, Shosaku	Mgmt	For	For
3.5	Elect Director Ichiryu, Yoshio	Mgmt	For	For
3.6	Elect Director Zamma, Rieko	Mgmt	For	For

Shimadzu Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 7701
Meeting Type: Annual
Primary ISIN: JP3357200009 | Primary SEDOL: 6804369

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 32	Mgmt	For	For
2.1	Elect Director Ueda, Teruhisa	Mgmt	For	For
2.2	Elect Director Yamamoto, Yasunori	Mgmt	For	For
2.3	Elect Director Watanabe, Akira	Mgmt	For	For
2.4	Elect Director Maruyama, Shuzo	Mgmt	For	For
2.5	Elect Director Wada, Hiroko	Mgmt	For	For
2.6	Elect Director Hanai, Nobuo	Mgmt	For	For
2.7	Elect Director Nakanishi, Yoshiyuki	Mgmt	For	For
2.8	Elect Director Hamada, Nami	Mgmt	For	For
3.1	Appoint Statutory Auditor Koyazaki, Makoto	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Hayashi, Yuka	Mgmt	For	For

SHIMAMURA Co., Ltd.

Meeting Date: 05/12/2023 | Country: Japan | Ticker: 8227
Meeting Type: Annual
Primary ISIN: JP3358200008 | Primary SEDOL: 6804035

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 140	Mgmt	For	For
2.1	Elect Director Suzuki, Makoto	Mgmt	For	Against
	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.			
2.2	Elect Director Takahashi, Iichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Nakahira, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Tsujiguchi, Yoshiteru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Ueda, Hajime	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Fujiwara, Hidejiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Matsui, Tamae	Mgmt	For	For
2.8	Elect Director Suzuki, Yutaka	Mgmt	For	For
2.9	Elect Director Murokubo, Teiichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Shimizu Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 1803
Meeting Type: Annual
Primary ISIN: JP3358800005 | Primary SEDOL: 6804400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10.5	Mgmt	For	For
2.1	Elect Director Miyamoto, Yoichi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			

Shimizu Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Inoue, Kazuyuki	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Fujimura, Hiroshi	Mgmt	For	For
2.4	Elect Director Ikeda, Kentaro	Mgmt	For	For
2.5	Elect Director Sekiguchi, Takeshi	Mgmt	For	For
2.6	Elect Director Higashi, Yoshiki	Mgmt	For	For
2.7	Elect Director Shimizu, Noriaki	Mgmt	For	For
2.8	Elect Director Iwamoto, Tamotsu	Mgmt	For	For
2.9	Elect Director Kawada, Junichi	Mgmt	For	For
2.10	Elect Director Tamura, Mayumi	Mgmt	For	For
2.11	Elect Director Jozuka, Yumiko	Mgmt	For	For

Shin-Etsu Chemical Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 4063

Meeting Type: Annual

Primary ISIN: JP3371200001 Primary SEDOL: 6804585

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 275	Mgmt	For	For
2.1	Elect Director Akiya, Fumio	Mgmt	For	For
2.2	Elect Director Saito, Yasuhiko	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Ueno, Susumu	Mgmt	For	For
2.4	Elect Director Todoroki, Masahiko	Mgmt	For	For
2.5	Elect Director Fukui, Toshihiko	Mgmt	For	For
2.6	Elect Director Komiyama, Hiroshi	Mgmt	For	For
2.7	Elect Director Nakamura, Kuniharu	Mgmt	For	For
2.8	Elect Director Michael H. McGarry	Mgmt	For	For
2.9	Elect Director Hasegawa, Mariko	Mgmt	For	For
3.1	Appoint Statutory Auditor Onezawa, Hidenori	Mgmt	For	Against
	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.			

Shin-Etsu Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Appoint Statutory Auditor Kaneko, Hiroko	Mgmt	For	Against
	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.			
4	Approve Stock Option 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. 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.			

Shinko Electric Industries Co., Ltd.

Meeting Date: 06/27/2023 Country: Japan Ticker: 6967
Meeting Type: Annual
Primary ISIN: JP3375800004 Primary SEDOL: 6804927

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Fujita, Masami	Mgmt	For	Against
	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.			
2.2	Elect Director Kurashima, Susumu	Mgmt	For	Against
	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.			
2.3	Elect Director Ito, Akihiko	Mgmt	For	For
2.4	Elect Director Ozawa, Takashi	Mgmt	For	For
2.5	Elect Director Niimi, Jun	Mgmt	For	For
3	Elect Director and Audit Committee Member Makino, Yasuhisa	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Shionogi & Co., Ltd.

Meeting Date: 06/21/2023 Country: Japan Ticker: 4507
Meeting Type: Annual
Primary ISIN: JP3347200002 Primary SEDOL: 6804682

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 75	Mgmt	For	For

Shionogi & Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Teshirogi, Isao	Mgmt	For	For
2.2	Elect Director Sawada, Takuko	Mgmt	For	For
2.3	Elect Director Ando, Keiichi	Mgmt	For	For
2.4	Elect Director Ozaki, Hiroshi	Mgmt	For	For
2.5	Elect Director Takatsuki, Fumi	Mgmt	For	For
2.6	Elect Director Fujiwara, Takaoki	Mgmt	For	For
3.1	Appoint Statutory Auditor Okamoto, Akira	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Fujinuma, Tsuguoki	Mgmt	For	For
3.3	Appoint Statutory Auditor Goto, Yoriko	Mgmt	For	For

SHIP HEALTHCARE HOLDINGS, INC.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 3360

Meeting Type: Annual

Primary ISIN: JP3274150006 | Primary SEDOL: B05MTR0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 42	Mgmt	For	For
2.1	Elect Director Furukawa, Kunihisa	Mgmt	For	Against
	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.			
2.2	Elect Director Konishi, Kenzo	Mgmt	For	For
2.3	Elect Director Ogawa, Hirotaka	Mgmt	For	For
2.4	Elect Director Ohashi, Futoshi	Mgmt	For	Against
	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.			
2.5	Elect Director Yokoyama, Hiroshi	Mgmt	For	For
2.6	Elect Director Umino, Atsushi	Mgmt	For	For
2.7	Elect Director Shimada, Shoji	Mgmt	For	For
2.8	Elect Director Yasuda, Yoshio	Mgmt	For	For
2.9	Elect Director Sano, Seiichiro	Mgmt	For	For
2.10	Elect Director Imabeppu, Toshio	Mgmt	For	For
2.11	Elect Director Ito, Fumiyo	Mgmt	For	For
2.12	Elect Director Nishio, Shinya	Mgmt	For	For

SHIP HEALTHCARE HOLDINGS, INC.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Appoint Statutory Auditor Minami, Koichi	Mgmt	For	For

Shizuoka Financial Group, Inc.

Meeting Date: 06/16/2023 | Country: Japan | Ticker: 5831
Meeting Type: Annual
Primary ISIN: JP3351500008 | Primary SEDOL: BP38QJ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For
2.1	Elect Director Nakanishi, Katsunori	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Shibata, Hisashi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Yagi, Minoru	Mgmt	For	For
2.4	Elect Director Fukushima, Yutaka	Mgmt	For	For
2.5	Elect Director Fujisawa, Kumi	Mgmt	For	For
2.6	Elect Director Inano, Kazutoshi	Mgmt	For	For
3	Approve Fixed Cash Compensation Ceiling and Performance-Based Cash Compensation Ceiling and Phantom Stock Plan for Directors Who Are Not Audit Committee Members	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.			
4	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.			
5	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For

Shoals Technologies Group, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: SHLS
Meeting Type: Annual
Primary ISIN: US82489W1071 | Primary SEDOL: BMDJ085

Shoals Technologies Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeannette Mills	Mgmt	For	For
1.2	Elect Director Lori Sundberg	Mgmt	For	Withhold
	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. 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.			
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
	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.			
4	Ratify BDO USA, LLP as Auditors	Mgmt	For	For

Shochiku Co., Ltd.

Meeting Date: 05/23/2023 | Country: Japan | Ticker: 9601

Meeting Type: Annual

Primary ISIN: JP3362800009 | Primary SEDOL: 6805362

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2.1	Elect Director Otani, Nobuyoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.2	Elect Director Sakomoto, Junichi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.			
2.3	Elect Director Takenaka, Masato	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Yamane, Shigeyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Takahashi, Toshihiro	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.			

Shochiku Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Okazaki, Tetsuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Akimoto, Kazutaka	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Inoue, Takahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Takahashi, Kazuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Tanaka, Sanae	Mgmt	For	For
2.11	Elect Director Komaki, Aya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.12	Elect Director Uemura, Tatsuo	Mgmt	For	For
2.13	Elect Director Maruyama, Satoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Appoint Statutory Auditor Tajima, Kenichi	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Naito, Hiroyuki	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Inoue, Masao	Mgmt	For	For

Shockwave Medical, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: SWAV

Meeting Type: Annual

Primary ISIN: US82489T1043 | Primary SEDOL: BHLNZ89

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director C. Raymond Larkin, Jr.	Mgmt	For	Withhold
	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.			
1.2	Elect Director Laura Francis	Mgmt	For	For

Shockwave Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Maria Sainz	Mgmt	For	Withhold
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: 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. 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.			

Shopify Inc.

Meeting Date: 06/27/2023 | Country: Canada | Ticker: SHOP

Meeting Type: Annual

Primary ISIN: CA82509L1076 | Primary SEDOL: BXDZ9Z0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Class A Subordinate Voting and Class B Multiple Voting Shareholders	Mgmt		
1A	Elect Director Tobias Lutke	Mgmt	For	Against
	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			
1B	Elect Director Robert Ashe	Mgmt	For	Against
	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. Furthermore, we encourage the company to set decarbonisation targets on at least scope 1&2 emissions as soon as possible and disclose a clear plan for achieving them.			
1C	Elect Director Gail Goodman	Mgmt	For	For
1D	Elect Director Colleen Johnston	Mgmt	For	For
1E	Elect Director Jeremy Levine	Mgmt	For	For
1F	Elect Director Toby Shannan	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1G	Elect Director Fidji Simo	Mgmt	For	For
1H	Elect Director Bret Taylor	Mgmt	For	For

Shopify Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	Voter Rationale: There is insufficient disclosure around severance payments to the former CFO. 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. 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.			

Shun Tak Holdings Limited

Meeting Date: 06/14/2023 | Country: Hong Kong | Ticker: 242

Meeting Type: Annual

Primary ISIN: HK0242001243 | Primary SEDOL: 6806633

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Elect Ho Chiu King, Pansy Catilina as Director	Mgmt	For	For
	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 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. 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.			
2.2	Elect Ho Hau Chong, Norman as Director	Mgmt	For	Against
	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 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. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3	Approve Directors' Fees	Mgmt	For	For

Shun Tak Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Shutterstock, Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: SSTK
Meeting Type: Annual
Primary ISIN: US8256901005 Primary SEDOL: B7ZR219

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Deirdre Bigley	Mgmt	For	For
1.2	Elect Director Alfonse Upshaw	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of 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. 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 problematic pay practice has been identified relating to NEO severance arrangements. An NEO received severance payments upon his resignation from the company, and although his cash severance was modest, accelerated vesting of his equity awards is a problematic enhancement given that the disclosure does not clearly indicate that the separation was involuntary. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

SI-BONE, Inc.

Meeting Date: 06/09/2023 Country: USA Ticker: SIBN
Meeting Type: Annual
Primary ISIN: US8257041090 Primary SEDOL: BZ0WN34

SI-BONE, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey W. Dunn	Mgmt	For	For
1b	Elect Director John G. Freund	Mgmt	For	Withhold
	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.			
1c	Elect Director Gregory K. Hinckley	Mgmt	For	Withhold
	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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Siegfried Holding AG

Meeting Date: 04/20/2023 | Country: Switzerland | Ticker: SFZN

Meeting Type: Annual

Primary ISIN: CH0014284498 | Primary SEDOL: 7391763

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Approve Allocation of Income	Mgmt	For	For
2.2	Approve CHF 15.2 Million Reduction in Share Capital via Reduction of Nominal Value and Repayment of CHF 3.40 per Share	Mgmt	For	For
3	Approve Creation of Capital Band within the Upper Limit of CHF 71.8 Million and the Lower Limit of CHF 65.2 Million with or without Exclusion of Preemptive Rights	Mgmt	For	For
4	Approve Discharge of Board of Directors	Mgmt	For	For

Siegfried Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
5.2	Approve Remuneration of Directors in the Amount of CHF 1.9 Million	Mgmt	For	For
5.3.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 4.6 Million for Fiscal Year 2024	Mgmt	For	For
5.3.2	Approve Short-Term Performance-Based Remuneration of Executive Committee in the Amount of CHF 2.4 Million for Fiscal Year 2022	Mgmt	For	For
5.3.3	Approve Long-Term Performance-Based Remuneration of Executive Committee in the Amount of CHF 3.1 Million for Fiscal Year 2023	Mgmt	For	For
6.1.1	Reelect Alexandra Brand as Director	Mgmt	For	For
6.1.2	Reelect Isabelle Welton as Director	Mgmt	For	Against
	Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.			
6.1.3	Reelect Wolfram Carius as Director	Mgmt	For	For
6.1.4	Reelect Andreas Casutt as Director	Mgmt	For	For
6.1.5	Reelect Martin Schmid as Director	Mgmt	For	For
6.1.6	Reelect Beat Walti as Director	Mgmt	For	For
6.2	Elect Elodie Cingari as Director	Mgmt	For	For
6.3	Reelect Andreas Casutt as Board Chair	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
6.4.1	Reappoint Isabelle Welton as Member of the Compensation Committee	Mgmt	For	For
6.4.2	Reappoint Martin Schmid as Member of the Compensation Committee	Mgmt	For	For
6.4.3	Reappoint Beat Walti as Member of the Compensation Committee	Mgmt	For	For
7.1	Amend Articles Re: Share Register	Mgmt	For	For
7.2	Amend Articles of Association (Incl. Approval of Hybrid Shareholder Meetings)	Mgmt	For	For
7.3	Amend Articles Re: Compensation of Board and Senior Management	Mgmt	For	For
7.4	Amend Articles Re: Editorial Changes	Mgmt	For	For

Siegfried Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Designate Rolf Freiermuth as Independent Proxy	Mgmt	For	For
9	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
10	Transact Other Business (Voting)	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Sieyuan Electric Co., Ltd.

Meeting Date: 06/09/2023 Country: China Ticker: 002028

Meeting Type: Annual

Primary ISIN: CNE000001KM8 Primary SEDOL: B02F444

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Financial Statements	Mgmt	For	For
4	Approve Profit Distribution	Mgmt	For	For
5	Approve Annual Report and Summary	Mgmt	For	For
6	Approve Appointment of Auditor	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
7.1	Elect Dong Zengping as Director	Mgmt	For	Abstain
	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 13.5 pct of the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. 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.			
7.2	Elect Chen Bangdong as Director	Mgmt	For	For
7.3	Elect Qin Zhengyu as Director	Mgmt	For	For
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
7.4	Elect Yang Zhihua as Director	Mgmt	For	For
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		

Sieyuan Electric Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.1	Elect Qiu Yufeng as Director	SH	For	For
8.2	Elect Zhao Shijun as Director	SH	For	For
8.3	Elect Ye Feng as Director	SH	For	For
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt		
9.1	Elect Zheng Dianfu as Supervisor	SH	For	For
9.2	Elect Chen Haiyan as Supervisor	SH	For	For
10	Approve Allowance of Directors and Supervisors	Mgmt	For	For
11	Amend Articles of Association	Mgmt	For	For
12	Approve Stock Option Incentive Plan and Its Summary	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. 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.			
13	Approve Methods to Assess the Performance of Plan Participants	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. 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			
14	Approve Authorization of the Board to Handle All Related Matters	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. 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			
15	Approve Provision of Guarantee	Mgmt	For	Against
	Voter Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to its subsidiary is disproportionate to the level of ownership in the said subsidiary. The company has failed to provide any justifications in the meeting circular.			

SIGA Technologies, Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: SIGA

Meeting Type: Annual

Primary ISIN: US8269171067 Primary SEDOL: 2107437

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jaymie A. Durnan	Mgmt	For	For
1.2	Elect Director Harold Ford, Jr.	Mgmt	For	For
1.3	Elect Director Evan A. Knisely	Mgmt	For	For

SIGA Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Joseph W. "Chip" Marshall, III	Mgmt	For	Withhold
	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.			
1.5	Elect Director Gary J. Nabel	Mgmt	For	Withhold
	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.			
1.6	Elect Director Julian Nemirovsky	Mgmt	For	For
	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.			
1.7	Elect Director Holly Phillips	Mgmt	For	For
1.8	Elect Director Jay K. Varma	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Sigma Healthcare Limited

Meeting Date: 05/17/2023 | Country: Australia | Ticker: SIG

Meeting Type: Annual

Primary ISIN: AU000000SIG5 | Primary SEDOL: BF13K02

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Any increase in the size of awards under the short-term/long-term incentive scheme(s) should be accompanied by a corresponding increase in performance expectations. 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 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.			
2	Elect Christine Bartlett as Director	Mgmt	For	For

Sigma Healthcare Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Kathryn (Kate) Spargo as Director	Mgmt	For	For
4	Elect Neville Mitchell as Director	Mgmt	For	For
5	Elect Annette Carey as Director	Mgmt	For	For
6	Approve Grant of EEG Rights to Vikesh Ramsunder under New 2023 Executive Equity Grant Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
7	Approve Grant of STI Rights to Vikesh Ramsunder under the Short Term Incentive Deferral Rights Plan	Mgmt	For	For
8	Approve Potential Retirement Benefits to Vikesh Ramsunder	Mgmt	For	For
9	Approve the Amendments to the Company's Constitution	Mgmt	For	For

Signet Jewelers Limited

Meeting Date: 06/16/2023 | Country: Bermuda | Ticker: SIG

Meeting Type: Annual

Primary ISIN: BMG812761002 | Primary SEDOL: B3CTNK6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director H. Todd Stitzer	Mgmt	For	For
1b	Elect Director Virginia "Gina" C. Drosos	Mgmt	For	For
1c	Elect Director Andre V. Branch	Mgmt	For	For
1d	Elect Director R. Mark Graf	Mgmt	For	For
1e	Elect Director Zackery A. Hicks	Mgmt	For	For
1f	Elect Director Sharon L. McCollam	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1g	Elect Director Helen McCluskey	Mgmt	For	For
1h	Elect Director Nancy A. Reardon	Mgmt	For	For
1i	Elect Director Jonathan Seiffer	Mgmt	For	For
1j	Elect Director Brian Tilzer	Mgmt	For	For
1k	Elect Director Eugenia Ulasewicz	Mgmt	For	For
1l	Elect Director Donta L. Wilson	Mgmt	For	For

Signet Jewelers Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Signify NV

Meeting Date: 05/16/2023 | Country: Netherlands | Ticker: LIGHT

Meeting Type: Annual

Primary ISIN: NL0011821392 | Primary SEDOL: BYY7VY5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Presentation by CEO	Mgmt		
2	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
3	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
4	Adopt Financial Statements	Mgmt	For	For
5	Approve Dividends	Mgmt	For	For
6.a	Approve Discharge of Management Board	Mgmt	For	For
6.b	Approve Discharge of Supervisory Board	Mgmt	For	For
7	Elect Harshavardhan Chitale to Management Board	Mgmt	For	For
8	Elect Sophie Bechu to Supervisory Board	Mgmt	For	For
9	Reappoint Ernst & Young Accountants LLP as Auditors	Mgmt	For	For

Signify NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
10.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
11	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
12	Approve Cancellation of Repurchased Shares	Mgmt	For	For
13	Other Business (Non-Voting)	Mgmt		

Silicon Laboratories Inc.

Meeting Date: 04/20/2023 Country: USA Ticker: SLAB
Meeting Type: Annual
Primary ISIN: US8269191024 Primary SEDOL: 2568131

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Navdeep S. Sooch	Mgmt	For	For
1.2	Elect Director Robert J. Conrad	Mgmt	For	For
1.3	Elect Director Nina Richardson	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Silk Road Medical, Inc.

Meeting Date: 06/21/2023 Country: USA Ticker: SILK
Meeting Type: Annual
Primary ISIN: US82710M1009 Primary SEDOL: BGHVXJ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rick D. Anderson	Mgmt	For	For
1b	Elect Director Jack W. Lasersohn	Mgmt	For	For
1c	Elect Director Erica J. Rogers	Mgmt	For	For

Silk Road Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Elizabeth H. Weatherman	Mgmt	For	Withhold
	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.			
1e	Elect Director Donald J. Zurbay	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. 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.			
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Simon Property Group, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: SPG

Meeting Type: Annual

Primary ISIN: US8288061091 | Primary SEDOL: 2812452

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Glyn F. Aeppel	Mgmt	For	For
1B	Elect Director Larry C. Glasscock	Mgmt	For	For
1C	Elect Director Allan Hubbard	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1D	Elect Director Reuben S. Leibowitz	Mgmt	For	Against
	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. 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. Support is not warranted for compensation committee chair Reuben Leibowitz is warranted for poor stewardship of the executive pay program demonstrated by an egregious pay action.			
1E	Elect Director Randall J. Lewis	Mgmt	For	For
1F	Elect Director Gary M. Rodkin	Mgmt	For	For

Simon Property Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1G	Elect Director Peggy Fang Roe	Mgmt	For	For
1H	Elect Director Stefan M. Selig	Mgmt	For	For
1I	Elect Director Daniel C. Smith	Mgmt	For	For
1J	Elect Director Marta R. Stewart	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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. 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.			
3	Ratify Ernst & Young 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Sinclair Broadcast Group, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: SBGI

Meeting Type: Annual

Primary ISIN: US8292261091 Primary SEDOL: 2799351

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David D. Smith	Mgmt	For	Withhold
	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			
1.2	Elect Director Frederick G. Smith	Mgmt	For	Withhold
	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			
1.3	Elect Director J. Duncan Smith	Mgmt	For	Withhold
	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			
1.4	Elect Director Robert E. Smith	Mgmt	For	Withhold
	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 The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.5	Elect Director Laurie R. Beyer	Mgmt	For	For
1.6	Elect Director Benjamin S. Carson, Sr.	Mgmt	For	For

Sinclair Broadcast Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Howard E. Friedman	Mgmt	For	Withhold
	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.			
1.8	Elect Director Daniel C. Keith	Mgmt	For	Withhold
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.9	Elect Director Benson E. Legg	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Sinclair Broadcast Group, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: SBGI
Meeting Type: Special
Primary ISIN: US8292261091 | Primary SEDOL: 2799351

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Formation of Holding Company	Mgmt	For	For

Singapore Technologies Engineering Ltd.

Meeting Date: 04/20/2023 | Country: Singapore | Ticker: S63
Meeting Type: Annual
Primary ISIN: SG1F60858221 | Primary SEDOL: 6043214

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

Singapore Technologies Engineering Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Final Dividend	Mgmt	For	For
3	Elect Vincent Chong Sy Feng as a Director	Mgmt	For	For
4	Elect Lim Ah Doo as a Director	Mgmt	For	For
5	Elect Lim Sim Seng as a Director	Mgmt	For	For
6	Approve Directors' Remuneration for the Financial Year Ended December 31, 2022	Mgmt	For	For
7	Approve Directors' Remuneration for the Financial Year Ending December 31, 2023	Mgmt	For	For
8	Approve PricewaterhouseCoopers LLP as 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 Singapore Technologies Engineering Performance Share Plan 2020 and the Singapore Technologies Engineering Restricted Share Plan 2020	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
11	Approve Mandate for Interested Person Transactions	Mgmt	For	For
12	Authorize Share Repurchase Program	Mgmt	For	For

Sirius XM Holdings Inc.

Meeting Date: 06/01/2023 Country: USA Ticker: SIRI

Meeting Type: Annual

Primary ISIN: US82968B1035 Primary SEDOL: BGLDK10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David A. Blau	Mgmt	For	For
1.2	Elect Director Eddy W. Hartenstein	Mgmt	For	For
1.3	Elect Director Robin P. Hickenlooper	Mgmt	For	For
	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.			
1.4	Elect Director James P. Holden	Mgmt	For	For

Sirius XM Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Gregory B. Maffei	Mgmt	For	Withhold
	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.			
1.6	Elect Director Evan D. Malone	Mgmt	For	For
1.7	Elect Director James E. Meyer	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.8	Elect Director Jonelle Procope	Mgmt	For	Withhold
	Voter Rationale: We encourage the company to set decarbonisation targets on at least scope 1&2 emissions as soon as possible, and disclose a clear plan for achieving them. As chair of the Nominating, Environmental, Social and Governance Committee, we are holding this director accountable.			
1.9	Elect Director Michael Rapino	Mgmt	For	For
1.10	Elect Director Kristina M. Salen	Mgmt	For	For
1.11	Elect Director Carl E. Vogel	Mgmt	For	For
1.12	Elect Director Jennifer C. Witz	Mgmt	For	For
1.13	Elect Director David M. Zaslav	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

SiriusPoint Ltd.

Meeting Date: 06/01/2023 Country: Bermuda Ticker: SPNT

Meeting Type: Annual

Primary ISIN: BMG8192H1060 Primary SEDOL: BMCQX44

SiriusPoint Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Franklin (Tad) Montross, IV	Mgmt	For	For
1.2	Elect Director Peter Wei Han Tan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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 year's pay. Larger severance packages should be subject to a separate shareholder approval.A significant concern has been identified with respect to the severance paid to former CEO Sankaran. Although a modest level of cash severance is considered reasonable in exchange for a release of claims, Sankaran's cash severance of $4 million was more than two times his base salary and target bonus in effect at the beginning of FY22 and on par with severance he would be entitled to under a termination without cause or resignation for good reason. Moreover, while the company characterizes Sankaran's departure as a resignation, it does not disclose that the resignation qualified as a "good reason" resignation. In addition, continuation of vesting of certain equity awards for two years after his departure is not in line with best practice and may be considered excessive by some investors. The payment of severance at the level of an involuntary termination when the executive's termination is not clearly disclosed as such is a problematic pay practice. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Approve Omnibus Stock Plan	Mgmt	For	Against
	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 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.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

SITC International Holdings Company Limited

Meeting Date: 04/24/2023 | Country: Cayman Islands | Ticker: 1308

Meeting Type: Annual

Primary ISIN: KYG8187G1055 | Primary SEDOL: B61X7R5

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

SITC International Holdings Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Yang Shaopeng as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4	Elect Yang Xin as Director	Mgmt	For	For
5	Elect Liu Ka Ying, Rebecca as Director	Mgmt	For	Against
	Voter Rationale: We expect companies that we invest in to establish clear decarbonisation strategies. Currently we do not feel that SITC is providing investors with sufficient clarity on its decarbonisation approach or associated CapEx. In addition, we would encourage SITC to increase the level of ambition of its climate targets by setting a 2050 or earlier net zero target or a target validated by SBTi.			
6	Elect Tse Siu Ngan as Director	Mgmt	For	For
7	Elect Hu Mantian (Mandy) as Director	Mgmt	For	For
8	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
9	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
10	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
11	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
12	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
13	Approve Amendments to the Existing Memorandum of Association and Articles of Association and Adopt Second Amended and Restated Memorandum of Association and Articles of Association	Mgmt	For	For

SITE Centers Corp.

Meeting Date: 05/10/2023 Country: USA Ticker: SITC

Meeting Type: Annual

Primary ISIN: US82981J1097 Primary SEDOL: BGL0KF5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Linda B. Abraham	Mgmt	For	For

SITE Centers Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Terrance R. Ahern	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.			
1.3	Elect Director Jane E. DeFlorio	Mgmt	For	For
1.4	Elect Director David R. Lukes	Mgmt	For	For
1.5	Elect Director Victor B. MacFarlane	Mgmt	For	Against
	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.			
1.6	Elect Director Alexander Otto	Mgmt	For	For
1.7	Elect Director Barry A. Sholem	Mgmt	For	For
1.8	Elect Director Dawn M. Sweeney	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

SiteOne Landscape Supply, Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: SITE

Meeting Type: Annual

Primary ISIN: US82982L1035 Primary SEDOL: BYQ7X81

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William (Bill) W. Douglas, III	Mgmt	For	For
1.2	Elect Director Jeri L. Isbell	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

SiteOne Landscape Supply, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

SiTime Corporation

Meeting Date: 06/01/2023 Country: USA Ticker: SITM

Meeting Type: Annual

Primary ISIN: US82982T1060 Primary SEDOL: BKS48R6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Torsten G. Kreindl	Mgmt	For	For
	Voter Rationale: 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. 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.			
1.2	Elect Director Akira Takata	Mgmt	For	For
	Voter Rationale: 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: While we acknowledge some of the positive changes made to the executive compensation program following engagement with shareholders, we continue to have concerns regarding the structure of the pay program. The company provides for retesting opportunities under the LTIP as stock price is measured over rolling 60 trading day periods within five and six-year periods. This provides multiple opportunities to achieve the performance goal. Furthermore, this is the only metric under the LTIP. Additionally, we continue to have concerns regarding disclosure of the individual goals under the annual bonus and that a portion of the performance shares will incorporate an overlapping metric with the annual bonus.			
3	Ratify BDO USA, LLP as Auditors	Mgmt	For	For

Six Flags Entertainment Corporation

Meeting Date: 05/10/2023 | Country: USA | Ticker: SIX
Meeting Type: Annual
Primary ISIN: US83001A1025 | Primary SEDOL: B43VKB8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ben Baldanza	Mgmt	For	For
1.2	Elect Director Selim Bassoul	Mgmt	For	For
1.3	Elect Director Esi Eggleston Bracey	Mgmt	For	Withhold
	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.			
1.4	Elect Director Chieh Huang	Mgmt	For	For
1.5	Elect Director Enrique Ramirez Mena	Mgmt	For	For
1.6	Elect Director Arik Ruchim	Mgmt	For	For
1.7	Elect Director Marilyn Spiegel	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Eliminate Supermajority Vote Requirement to Amend Bylaws	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.			
5	Ratify KPMG 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.			

SJM Holdings Limited

Meeting Date: 06/15/2023 | Country: Hong Kong | Ticker: 880
Meeting Type: Annual
Primary ISIN: HK0880043028 | Primary SEDOL: B2NR3Y6

SJM Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Elect Ho Chiu Fung, Daisy as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. 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.			
2.2	Elect Fok Tsun Ting, Timothy as Director	Mgmt	For	For
2.3	Elect Leong On Kei, Angela as Director	Mgmt	For	For
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Approve Grant of Unconditional Mandate to Issue Shares Upon Exercise of Options Granted Under the Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

SJW Group

Meeting Date: 04/26/2023 | Country: USA | Ticker: SJW

Meeting Type: Annual

Primary ISIN: US7843051043 | Primary SEDOL: 2811932

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carl Guardino	Mgmt	For	For
1b	Elect Director Mary Ann Hanley	Mgmt	For	For
1c	Elect Director Heather Hunt	Mgmt	For	For
1d	Elect Director Rebecca A. Klein	Mgmt	For	For
1e	Elect Director Gregory P. Landis	Mgmt	For	For
1f	Elect Director Daniel B. More	Mgmt	For	For

SJW Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Eric W. Thornburg	Mgmt	For	For
1h	Elect Director Carol P. Wallace	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve 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. 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.			
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Skandinaviska Enskilda Banken AB

Meeting Date: 04/04/2023 | Country: Sweden | Ticker: SEB.A

Meeting Type: Annual

Primary ISIN: SE0000148884 | Primary SEDOL: 4813345

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
5.1	Designate Ossian Ekdahl as Inspector of Minutes of Meeting	Mgmt	For	For
5.2	Designate Carina Sverin as Inspector of Minutes of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive Financial Statements and Statutory Reports	Mgmt		
8	Receive President's Report	Mgmt		

Skandinaviska Enskilda Banken AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Accept Financial Statements and Statutory Reports	Mgmt	For	For
10	Approve Allocation of Income and Dividends of SEK 6.75 Per Share	Mgmt	For	For
11.1	Approve Discharge of Jacob Aarup-Andersen	Mgmt	For	For
11.2	Approve Discharge of Signhild Arnegard Hansen	Mgmt	For	For
11.3	Approve Discharge of Anne-Catherine Berner	Mgmt	For	For
11.4	Approve Discharge of John Flint	Mgmt	For	For
11.5	Approve Discharge of Winnie Fok	Mgmt	For	For
11.6	Approve Discharge of Anna-Karin Glimstrom	Mgmt	For	For
11.7	Approve Discharge of Annika Dahlberg	Mgmt	For	For
11.8	Approve Discharge of Charlotta Lindholm	Mgmt	For	For
11.9	Approve Discharge of Sven Nyman	Mgmt	For	For
11.10	Approve Discharge of Magnus Olsson	Mgmt	For	For
11.11	Approve Discharge of Marika Ottander	Mgmt	For	For
11.12	Approve Discharge of Lars Ottersgard	Mgmt	For	For
11.13	Approve Discharge of Jesper Ovesen	Mgmt	For	For
11.14	Approve Discharge of Helena Saxon	Mgmt	For	For
11.15	Approve Discharge of Johan Torgeby (as Board Member)	Mgmt	For	For
11.16	Approve Discharge of Marcus Wallenberg	Mgmt	For	For
11.17	Approve Discharge of Johan Torgeby (as President)	Mgmt	For	For
12.1	Determine Number of Members (11) and Deputy Members (0) of Board	Mgmt	For	For
12.2	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
13.1	Approve Remuneration of Directors in the Amount of SEK 3.6 Million for Chairman, SEK 1.1 Million for Vice Chairman, and SEK 880,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
13.2	Approve Remuneration of Auditors	Mgmt	For	For
14.a1	Reelect Jacob Aarup Andersen as Director	Mgmt	For	For
14.a2	Reelect Signhild Arnegard Hansen as Director	Mgmt	For	Against

Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14.a3	Reelect Anne-Catherine Berner as Director	Mgmt	For	For
14.a4	Reelect John Flint as Director	Mgmt	For	For
14.a5	Reelect Winnie Fok as Director	Mgmt	For	For
14.a6	Reelect Sven Nyman as Director	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
14.a7	Reelect Lars Ottersgard as Director	Mgmt	For	For
14.a8	Reelect Helena Saxon as Director	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
14.a9	Reelect Johan Torgeby as Director	Mgmt	For	For
14.10	Elect Marcus Wallenberg as Director	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. 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.			
14.11	Elect Svein Tore Holsether as Director	Mgmt	For	For
14.b	Reelect Marcus Wallenberg as Board Chair	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. 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 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.			
15	Ratify Ernst & Young as Auditors	Mgmt	For	For
16	Approve Remuneration Report	Mgmt	For	For
17.a	Approve SEB All Employee Program 2023 for All Employees in Most of the Countries where SEB Operates	Mgmt	For	For
17.b	Approve SEB Share Deferral Program 2023 for Group Executive Committee, Senior Managers and Key Employees	Mgmt	For	For
17.c	Approve SEB Restricted Share Program 2023 for Some Employees in Certain Business Units	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
18.a	Authorize Share Repurchase Program	Mgmt	For	For

Skandinaviska Enskilda Banken AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18.b	Authorize Repurchase of Class A and/or Class C Shares and Reissuance of Repurchased Shares Inter Alia in for Capital Purposes and Long-Term Incentive Plans	Mgmt	For	For
18.c	Approve Transfer of Class A Shares to Participants in 2023 Long-Term Equity Programs	Mgmt	For	For
19	Approve Issuance of Convertibles without Preemptive Rights	Mgmt	For	For
20.a	Approve SEK 390 Million Reduction in Share Capital via Reduction of Par Value for Transfer to Unrestricted Equity	Mgmt	For	For
20.b	Approve Capitalization of Reserves of SEK 390 Million for a Bonus Issue	Mgmt	For	For
21	Approve Proposal Concerning the Appointment of Auditors in Foundations Without Own Management	Mgmt	For	For
	Shareholder Proposals Submitted by Carl Axel Bruno	Mgmt		
22	Change Bank Software	SH	None	Against
	Shareholder Proposals Submitted by Johan Appelberg	Mgmt		
23	Simplified Renewal for BankID	SH	None	Against
	Shareholder Proposals Submitted by s Greenpeace Nordic and the Swedish Society for Nature Conservation	Mgmt		
24	Stop Financing Fossil Companies that Expand Extraction and Lack Robust Fossil Phase-Out Plans in Line with 1.5 Degrees	SH	None	Against
	Shareholder Proposals Submitted by Tommy Jonasson	Mgmt		
25	Conduct Study on Compliance with the Rule of Law for Bank Customers	SH	None	Against
26	Establish Swedish/Danish Chamber of Commerce	SH	None	Against
27	Close Meeting	Mgmt		

SKY Perfect JSAT Holdings, Inc.

Meeting Date: 06/23/2023 Country: Japan Ticker: 9412

Meeting Type: Annual

Primary ISIN: JP3396350005 Primary SEDOL: B1TK234

SKY Perfect JSAT Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yonekura, Eiichi	Mgmt	For	For
1.2	Elect Director Fukuoka, Toru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Ogawa, Masato	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Matsutani, Koichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Oga, Kimiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Shimizu, Kenji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Oho, Hiroyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.8	Elect Director Aoki, Setsuko	Mgmt	For	For
1.9	Elect Director Toyota, Katashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.1	Appoint Statutory Auditor Taniguchi, Koji	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Takahashi, Tsutomu	Mgmt	For	For
2.3	Appoint Statutory Auditor Otomo, Jun	Mgmt	For	Against
	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.			

Skyworks Solutions, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: SWKS

Meeting Type: Annual

Primary ISIN: US83088M1027 | Primary SEDOL: 2961053

Skyworks Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alan S. Batey	Mgmt	For	For
1b	Elect Director Kevin L. Beebe	Mgmt	For	Against
	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.			
1c	Elect Director Liam K. Griffin	Mgmt	For	For
1d	Elect Director Eric J. Guerin	Mgmt	For	For
1e	Elect Director Christine King	Mgmt	For	For
1f	Elect Director Suzanne E. McBride	Mgmt	For	For
1g	Elect Director David P. McGlade	Mgmt	For	Against
	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.			
1h	Elect Director Robert A. Schriesheim	Mgmt	For	For
1i	Elect Director Maryann Turcke	Mgmt	For	For
2	Ratify KPMG 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.			
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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Certificate of Incorporation to Allow Exculpation of Certain Officers	Mgmt	For	For
6	Adopt Simple Majority Vote	SH	None	For
	Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.			

SL Green Realty Corp.

Meeting Date: 06/05/2023 Country: USA Ticker: SLG

Meeting Type: Annual

Primary ISIN: US78440X8873 Primary SEDOL: BPGKM57

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John H. Alschuler	Mgmt	For	Against

SL Green Realty Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1b	Elect Director Betsy S. Atkins	Mgmt	For	For
1c	Elect Director Carol N. Brown	Mgmt	For	For
1d	Elect Director Edwin T. Burton, III	Mgmt	For	Against
	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. 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.			
1e	Elect Director Lauren B. Dillard	Mgmt	For	For
1f	Elect Director Stephen L. Green	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1g	Elect Director Craig M. Hatkoff	Mgmt	For	Against
	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.			
1h	Elect Director Marc Holliday	Mgmt	For	For
1i	Elect Director Andrew W. Mathias	Mgmt	For	For
2	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. 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.			
3	Ratify Ernst & Young 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Slate Grocery REIT

Meeting Date: 05/04/2023 | Country: Canada | Ticker: SGR.UN

Meeting Type: Annual

Primary ISIN: CA8310622037 | Primary SEDOL: BMD6FC5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Class A, Class I, Class U and Special Voting Unitholders	Mgmt		
1a	Elect Trustee Colum Bastable	Mgmt	For	For
1b	Elect Trustee Christopher Chee	Mgmt	For	For
1c	Elect Trustee Patrick Flatley	Mgmt	For	For

Slate Grocery REIT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Trustee Marc Rouleau	Mgmt	For	For
	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. Given that the number of female directors has increased since the last AGM, we will keep this matter under review. 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.			
1e	Elect Trustee Andrea Stephen	Mgmt	For	For
1f	Elect Trustee Mary Vitug	Mgmt	For	For
1g	Elect Trustee Blair Welch	Mgmt	For	For
1h	Elect Trustee Brady Welch	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Approve Deloitte LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	Withhold
	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.			

Sleep Country Canada Holdings Inc.

Meeting Date: 05/10/2023 | Country: Canada | Ticker: ZZZ

Meeting Type: Annual/Special

Primary ISIN: CA83125J1049 | Primary SEDOL: BYP3H11

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Christine Magee	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2.2	Elect Director Stewart Schaefer	Mgmt	For	For
2.3	Elect Director John Cassaday	Mgmt	For	For
2.4	Elect Director Mandeep Chawla	Mgmt	For	For
2.5	Elect Director Zabeen Hirji	Mgmt	For	For
2.6	Elect Director Andrew Moor	Mgmt	For	For
2.7	Elect Director Stacey Mowbray	Mgmt	For	For
2.8	Elect Director David Shaw	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Sleep Country Canada Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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. 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.			
5	Re-approve Security-Based Compensation Arrangements	Mgmt	For	Against
	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.			

SLM Corporation

Meeting Date: 06/20/2023 Country: USA Ticker: SLM

Meeting Type: Annual

Primary ISIN: US78442P1066 Primary SEDOL: 2101967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director R. Scott Blackley	Mgmt	For	For
1b	Elect Director Paul G. Child	Mgmt	For	For
1c	Elect Director Mary Carter Warren Franke	Mgmt	For	For
1d	Elect Director Marianne M. Keler	Mgmt	For	Against
	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.			
1e	Elect Director Mark L. Lavelle	Mgmt	For	For
1f	Elect Director Ted Manvitz	Mgmt	For	For
1g	Elect Director Jim Matheson	Mgmt	For	For
1h	Elect Director Samuel T. Ramsey	Mgmt	For	For
1i	Elect Director Vivian C. Schneck-Last	Mgmt	For	For
1j	Elect Director Robert S. Strong	Mgmt	For	For
1k	Elect Director Jonathan W. Witter	Mgmt	For	For
1l	Elect Director Kirsten O. Wolberg	Mgmt	For	For

SLM Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

SmartCentres Real Estate Investment Trust

Meeting Date: 05/17/2023 | Country: Canada | Ticker: SRU.UN

Meeting Type: Annual

Primary ISIN: CA83179X1087 | Primary SEDOL: BZ22BK5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Janet Bannister	Mgmt	For	For
2.2	Elect Director Garry Foster	Mgmt	For	For
2.3	Elect Director Sylvie Lachance	Mgmt	For	For
2.4	Elect Director Jamie McVicar	Mgmt	For	For
2.5	Elect Director Sharm Powell	Mgmt	For	For
	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.			
2.6	Elect Director Michael Young	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Smartgroup Corporation Ltd.

Meeting Date: 05/10/2023 | Country: Australia | Ticker: SIQ

Meeting Type: Annual

Primary ISIN: AU000000SIQ4 | Primary SEDOL: BNB5WS6

Smartgroup Corporation Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: 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.			
2	Elect Deborah Homewood as Director	Mgmt	For	For
3	Elect John Prendiville as Director	Mgmt	For	For
4	Approve Issuance of Shares to Scott Wharton under Loan Funded Share Plan	Mgmt	For	For
5	Approve Issuance of Performance Rights to Scott Wharton under Short Term Incentive Plan	Mgmt	None	For

SmartRent, Inc.

Meeting Date: 05/16/2023 Country: USA Ticker: SMRT
Meeting Type: Annual
Primary ISIN: US83193G1076 Primary SEDOL: BPCHD26

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert Best	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
1b	Elect Director Bruce Strohm	Mgmt	For	Against
	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 problematic capital structure which adversely impacts shareholder rights.We expect companies to explicitly prohibit child and forced labour in their Supplier Code of Conduct.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Smartsheet Inc.

Meeting Date: 06/16/2023 Country: USA Ticker: SMAR
Meeting Type: Annual
Primary ISIN: US83200N1037 Primary SEDOL: BFZND98

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Geoffrey T. Barker	Mgmt	For	For

Smartsheet Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Matthew McIlwain	Mgmt	For	Withhold
	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.			
1.3	Elect Director James N. White	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Spercifically, 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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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.			

SMC Corp. (Japan)

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6273

Meeting Type: Annual

Primary ISIN: JP3162600005 | Primary SEDOL: 6763965

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 450	Mgmt	For	For
2.1	Elect Director Takada, Yoshiki	Mgmt	For	For
2.2	Elect Director Doi, Yoshitada	Mgmt	For	For
2.3	Elect Director Isoe, Toshio	Mgmt	For	For
2.4	Elect Director Ota, Masahiro	Mgmt	For	For
2.5	Elect Director Maruyama, Susumu	Mgmt	For	For
2.6	Elect Director Samuel Neff	Mgmt	For	For
2.7	Elect Director Ogura, Koji	Mgmt	For	For
2.8	Elect Director Kelley Stacy	Mgmt	For	For
2.9	Elect Director Kaizu, Masanobu	Mgmt	For	For
2.10	Elect Director Kagawa, Toshiharu	Mgmt	For	For
2.11	Elect Director Iwata, Yoshiko	Mgmt	For	For
2.12	Elect Director Miyazaki, Kyoichi	Mgmt	For	For

SMC Corp. (Japan)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Appoint Statutory Auditor Chiba, Takemasa	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Toyoshi, Arata	Mgmt	For	For
3.3	Appoint Statutory Auditor Uchikawa, Haruya	Mgmt	For	For
4	Appoint Ernst & Young ShinNihon LLC as New External Audit Firm	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

SMS Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 2175
Meeting Type: Annual
Primary ISIN: JP3162350007 | Primary SEDOL: B2PLYM1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For
2.1	Elect Director Goto, Natsuki	Mgmt	For	For
2.2	Elect Director Sugizaki, Masato	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Mizunuma, Taro	Mgmt	For	For

Smurfit Kappa Group Plc

Meeting Date: 04/28/2023 | Country: Ireland | Ticker: SKG
Meeting Type: Annual
Primary ISIN: IE00B1RR8406 | Primary SEDOL: B1RR840

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	Elect Mary Lynn Ferguson-McHugh as Director	Mgmt	For	For

Smurfit Kappa Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5a	Re-elect Irial Finan as Director	Mgmt	For	For
	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.			
5b	Re-elect Anthony Smurfit as Director	Mgmt	For	For
5c	Re-elect Ken Bowles as Director	Mgmt	For	For
5d	Re-elect Anne Anderson as Director	Mgmt	For	For
5e	Re-elect Frits Beurskens as Director	Mgmt	For	For
5f	Re-elect Carol Fairweather as Director	Mgmt	For	For
5g	Re-elect Kaisa Hietala as Director	Mgmt	For	For
5h	Re-elect James Lawrence as Director	Mgmt	For	For
5i	Re-elect Lourdes Melgar as Director	Mgmt	For	For
5j	Re-elect Jorgen Rasmussen as Director	Mgmt	For	For
6	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
7	Authorise Issue of Equity	Mgmt	For	For
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
10	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
11	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Snap One Holdings Corp.

Meeting Date: 05/18/2023 Country: USA Ticker: SNPO

Meeting Type: Annual

Primary ISIN: US83303Y1055 Primary SEDOL: BN72WV4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Annmarie Neal	Mgmt	For	Withhold
	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. 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 structure and pop-up supermajority vote requirements to amend the governing documents, each of which adversely impacts shareholder rights. 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.			
1.2	Elect Director Adalio Sanchez	Mgmt	For	For

Snap One Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Kenneth R. Wagers, III	Mgmt	For	For
2	Ratify Deloitte & Touche, LLP as Auditors	Mgmt	For	For

Snap-on Incorporated

Meeting Date: 04/27/2023 Country: USA Ticker: SNA

Meeting Type: Annual

Primary ISIN: US8330341012 Primary SEDOL: 2818740

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David C. Adams	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1.2	Elect Director Karen L. Daniel	Mgmt	For	Against
	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. 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.			
1.3	Elect Director Ruth Ann M. Gillis	Mgmt	For	For
1.4	Elect Director James P. Holden	Mgmt	For	For
1.5	Elect Director Nathan J. Jones	Mgmt	For	For
1.6	Elect Director Henry W. Knueppel	Mgmt	For	For
1.7	Elect Director W. Dudley Lehman	Mgmt	For	Against
	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.			
1.8	Elect Director Nicholas T. Pinchuk	Mgmt	For	For
1.9	Elect Director Gregg M. Sherrill	Mgmt	For	For
1.10	Elect Director Donald J. Stebbins	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.			

Snap-on Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Sociedad Quimica y Minera de Chile SA

Meeting Date: 04/26/2023 Country: Chile Ticker: SQM.B

Meeting Type: Annual

Primary ISIN: CLP8716X1082 Primary SEDOL: 2718301

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	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.			
2	Designate Auditors	Mgmt	For	Against
	Voter Rationale: Fees paid to the auditor should be disclosed and specify any non-audit work undertaken by the auditor. 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.			
3	Designate Risk Assessment Companies	Mgmt	For	For
4	Designate Account Inspectors	Mgmt	For	For
5	Approve Investment Policy	Mgmt	For	For
6	Approve Financing Policy	Mgmt	For	For
7	Approve Dividends	Mgmt	For	For
	Vote for Item 8.A or Item 8.B only; If You Vote for More than One Option, then the Ballot on this Resolution will not Count	Mgmt		
8.A	Elect Antonio Gil Nievas as Director Representing Series B Shareholders	Mgmt	None	For
8.B	Elect Directors	Mgmt	None	Abstain
	Voter Rationale: An ABSTAIN vote is warranted for this bundled election proposal to allow shareholders to support the independent nominee presented by class B holders under Item 8.a of this meeting agenda.			
9	Approve Remuneration of Board of Directors and Board Committees	Mgmt	For	For
10	Designate Newspaper to Publish Meeting Announcements, Other Business and Execution of Shareholders' Meeting Resolutions	Mgmt	For	For

Societe BIC SA

Meeting Date: 05/16/2023 | Country: France | Ticker: BB
Meeting Type: Annual/Special
Primary ISIN: FR0000120966 | Primary SEDOL: 5298781

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 2.56 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
6	Reelect Candace Matthews as Director	Mgmt	For	For
7	Reelect Jacob (Jake) Schwartz as Director	Mgmt	For	For
8	Reelect Timothee Bich as Director	Mgmt	For	For
9	Elect Veronique Laury as Director	Mgmt	For	For
10	Elect Carole Callebaut Piwnica as Director	Mgmt	For	For
11	Appoint Ernst & Young Audit as Auditor	Mgmt	For	For
12	Acknowledge End of Mandate of BEAS as Alternate Auditor and Decision Not to Renew	Mgmt	For	For
13	Renew Appointment of Grant Thornton as Auditor	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
14	Acknowledge End of Mandate of IGEC as Alternate Auditor and Decision Not to Renew	Mgmt	For	For
15	Approve Compensation Report of Corporate Officers	Mgmt	For	For
16	Approve Compensation of Gonzalve Bich, CEO	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
17	Approve Remuneration Policy of Executive Corporate Officers	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Societe BIC SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Approve Compensation of John Glen, Chairman of the Board Until May 18, 2022	Mgmt	For	For
19	Approve Compensation of Nikos Koumettis, Chairman of the Board Since May 18, 2022	Mgmt	For	For
20	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
21	Approve Remuneration Policy of Directors	Mgmt	For	For
22	Approve Remuneration of Directors in the Aggregate Amount of EUR 600,000	Mgmt	For	For
	Extraordinary Business	Mgmt		
23	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
24	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
25	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
26	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 24 and 25 at 10 Percent of Issued Capital	Mgmt	For	For
27	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Societe Generale SA

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

Meeting Type: Annual/Special

Primary ISIN: FR0000130809 Primary SEDOL: 5966516

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
6	Approve Remuneration Policy of CEO and Vice-CEOs	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. 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.			
7	Approve Remuneration Policy of Directors	Mgmt	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Compensation of Lorenzo Bini Smaghi, Chairman of the Board	Mgmt	For	For
10	Approve Compensation of Frederic Oudea, CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
11	Approve Compensation of Philippe Aymerich, Vice-CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
12	Approve Compensation of Diony Lebot, Vice-CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
13	Approve the Aggregate Remuneration Granted in 2022 to Certain Senior Management, Responsible Officers, and Risk-Takers (Advisory)	Mgmt	For	For
14	Elect Slawomir Krupa as Director	Mgmt	For	For
15	Elect Beatrice Cossa-Dumurgier as Director Following Resignation of Juan Maria Nin Genova	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
16	Elect Ulrika Ekman as Director	Mgmt	For	For
17	Elect Benoit de Ruffray as Director	Mgmt	For	For
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		

Societe Generale SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
20	Amend Article 7 of Bylaws Re: Representative of Employee Shareholders Length of Term	Mgmt	For	For
21	Amend Article 9 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

SoFi Technologies, Inc.

Meeting Date: 06/14/2023 Country: USA Ticker: SOFI

Meeting Type: Annual

Primary ISIN: US83406F1021 Primary SEDOL: BM8J4C2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ahmed Al-Hammadi	Mgmt	For	For
1b	Elect Director Ruzwana Bashir	Mgmt	For	For
1c	Elect Director Michael Bingle	Mgmt	For	For
1d	Elect Director Richard Costolo	Mgmt	For	For
1e	Elect Director Steven Freiberg	Mgmt	For	For
1f	Elect Director John Hele	Mgmt	For	For
1g	Elect Director Tom Hutton	Mgmt	For	For
1h	Elect Director Clara Liang	Mgmt	For	For
1i	Elect Director Anthony Noto	Mgmt	For	For
1j	Elect Director Harvey Schwartz	Mgmt	For	For
1k	Elect Director Magdalena Yesil	Mgmt	For	Withhold
	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 which adversely impacts shareholder rights.			

SoFi Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. 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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Approve Reverse Stock Split	Mgmt	For	For

SoftBank Corp.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 9434

Meeting Type: Annual

Primary ISIN: JP3732000009 | Primary SEDOL: BF5M0K5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Create Bond-type Class Shares	Mgmt	For	For
2.1	Elect Director Miyauchi, Ken	Mgmt	For	For
2.2	Elect Director Miyakawa, Junichi	Mgmt	For	For
2.3	Elect Director Shimba, Jun	Mgmt	For	For
2.4	Elect Director Imai, Yasuyuki	Mgmt	For	For
2.5	Elect Director Fujihara, Kazuhiko	Mgmt	For	For
2.6	Elect Director Son, Masayoshi	Mgmt	For	For
2.7	Elect Director Horiba, Atsushi	Mgmt	For	For
2.8	Elect Director Kamigama, Takehiro	Mgmt	For	For
2.9	Elect Director Oki, Kazuaki	Mgmt	For	For
2.10	Elect Director Uemura, Kyoko	Mgmt	For	For
2.11	Elect Director Koshi, Naomi	Mgmt	For	For
3.1	Appoint Statutory Auditor Shimagami, Eiji	Mgmt	For	Against
	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.			

SoftBank Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Appoint Statutory Auditor Kojima, Shuji	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Kimiwada, Kazuko	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Nakajima, Yasuhiro	Mgmt	For	For

SoftBank Group Corp.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 9984
Meeting Type: Annual
Primary ISIN: JP3436100006 | Primary SEDOL: 6770620

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For
2.1	Elect Director Son, Masayoshi	Mgmt	For	Against
	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.			
2.2	Elect Director Goto, Yoshimitsu	Mgmt	For	For
2.3	Elect Director Miyauchi, Ken	Mgmt	For	For
2.4	Elect Director Rene Haas	Mgmt	For	For
2.5	Elect Director Iijima, Masami	Mgmt	For	For
2.6	Elect Director Matsuo, Yutaka	Mgmt	For	For
2.7	Elect Director Erikawa, Keiko	Mgmt	For	For
2.8	Elect Director Kenneth A. Siegel	Mgmt	For	For
2.9	Elect Director David Chao	Mgmt	For	For
3	Appoint Statutory Auditor Toyama, Atsushi	Mgmt	For	For
4	Approve Sale of SoftBank Vision Fund II-2 L.P. Shares to SoftBank Group Overseas G.K	Mgmt	For	For
	Voter Rationale: Refer in case right of withdrawal available to shareholders.			

Softchoice Corporation

Meeting Date: 05/31/2023 | Country: Canada | Ticker: SFTC
Meeting Type: Annual
Primary ISIN: CA83405M1086 | Primary SEDOL: BLN9LJ6

Softchoice Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vincent (Vince) De Palma	Mgmt	For	For
1b	Elect Director Andrew Caprara	Mgmt	For	For
1c	Elect Director Felix-Etienne Lebel	Mgmt	For	Against
	Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. 'This director is not sufficiently independent to serve as the independent lead director. 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. 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.			
1d	Elect Director Christopher Voorpostel	Mgmt	For	Against
	Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1e	Elect Director Lawrence Pentland	Mgmt	For	For
1f	Elect Director Anthony Gibbons	Mgmt	For	For
1g	Elect Director Amy Cappellanti-Wolf	Mgmt	For	For
1h	Elect Director Sylvie Veilleux	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

SOHGO SECURITY SERVICES CO., LTD.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 2331
Meeting Type: Annual
Primary ISIN: JP3431900004 | Primary SEDOL: 6546359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 43	Mgmt	For	For
2	Amend Articles to Make Technical Changes	Mgmt	For	For
3.1	Elect Director Murai, Tsuyoshi	Mgmt	For	For
3.2	Elect Director Kayaki, Ikuji	Mgmt	For	Against
	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.			
3.3	Elect Director Suzuki, Motohisa	Mgmt	For	For
3.4	Elect Director Kumagai, Takashi	Mgmt	For	For

SOHGO SECURITY SERVICES CO., LTD.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.5	Elect Director Shigemi, Kazuhide	Mgmt	For	For
3.6	Elect Director Hyakutake, Naoki	Mgmt	For	For
3.7	Elect Director Komatsu, Yutaka	Mgmt	For	For
3.8	Elect Director Suetsugu, Hirotomo	Mgmt	For	For
3.9	Elect Director Ikenaga, Toshie	Mgmt	For	For
3.10	Elect Director Mishima, Masahiko	Mgmt	For	For
3.11	Elect Director Iwasaki, Kenji	Mgmt	For	For
4	Appoint Statutory Auditor Nakano, Shinichiro	Mgmt	For	For

Sojitz Corp.

Meeting Date: 06/20/2023 Country: Japan Ticker: 2768
Meeting Type: Annual
Primary ISIN: JP3663900003 Primary SEDOL: 6594143

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 65	Mgmt	For	For
2.1	Elect Director Fujimoto, Masayoshi	Mgmt	For	For
2.2	Elect Director Hirai, Ryutaro	Mgmt	For	For
2.3	Elect Director Manabe, Yoshiki	Mgmt	For	For
2.4	Elect Director Bito, Masaaki	Mgmt	For	For
2.5	Elect Director Otsuka, Norio	Mgmt	For	For
2.6	Elect Director Saiki, Naoko	Mgmt	For	For
2.7	Elect Director Ungyong Shu	Mgmt	For	For
2.8	Elect Director Kokue, Haruko	Mgmt	For	For
2.9	Elect Director Kameoka, Tsuyoshi	Mgmt	For	For

SolarEdge Technologies, Inc.

Meeting Date: 06/01/2023 Country: USA Ticker: SEDG
Meeting Type: Annual
Primary ISIN: US83417M1045 Primary SEDOL: BWC52Q6

SolarEdge Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marcel Gani	Mgmt	For	For
1b	Elect Director Tal Payne	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Declassify the Board of Directors	Mgmt	For	For
	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.			
6	Eliminate 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.			
7	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For

Solaria Energia y Medio Ambiente SA

Meeting Date: 06/29/2023 | Country: Spain | Ticker: SLR

Meeting Type: Annual

Primary ISIN: ES0165386014 | Primary SEDOL: B1YVKJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Approve Discharge of Board	Mgmt	For	For
4.A	Reelect Enrique Diaz-Tejeiro Gutierrez as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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.			

Solaria Energia y Medio Ambiente SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.B	Reelect Manuel Azpilicueta Ferrer as Director	Mgmt	For	For
4.C	Reelect Carlos Francisco Abad Rico as Director	Mgmt	For	For
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. Our aspirational 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.			
4.D	Reelect Arturo Diaz-Tejeiro Larranaga as Director	Mgmt	For	For
4.E	Elect Maria Jose Canel Crespo as Director	Mgmt	For	For
5	Approve Remuneration Policy	Mgmt	For	For
6	Approve Remuneration of Directors	Mgmt	For	For
7	Amend Article 39 Re: Board Term	Mgmt	For	For
8	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For
9	Advisory Vote on Remuneration Report	Mgmt	For	For

Solid Power, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: SLDP

Meeting Type: Annual

Primary ISIN: US83422N1054 Primary SEDOL: BMG79C3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven Goldberg	Mgmt	For	Withhold
	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.			
1.2	Elect Director Aleksandra Miziolek	Mgmt	For	Withhold
	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.			
1.3	Elect Director MaryAnn Wright	Mgmt	For	For
2	Ratify Ernst & Young, LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Solvay SA

Meeting Date: 05/09/2023 | Country: Belgium | Ticker: SOLB
Meeting Type: Annual
Primary ISIN: BE0003470755 | Primary SEDOL: 4821100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive Directors' Reports (Non-Voting)	Mgmt		
2	Receive Auditors' Reports (Non-Voting)	Mgmt		
3	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt		
4	Approve Financial Statements, Allocation of Income, and Dividends of EUR 4.05 per Share	Mgmt	For	For
5	Approve Discharge of Directors	Mgmt	For	For
6	Approve Discharge of Auditors	Mgmt	For	For
7	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
8	Approve Stock Option Plan Grants	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
9a	Receive Information on End of Mandates of Marjan Oudeman, Rosemary Thorne, and Charles Casimir-Lambert as Directors	Mgmt		
9b	Approve Decrease in Size of Board	Mgmt	For	For
9c	Reelect Marjan Oudeman as Director	Mgmt	For	For
9d	Indicate Marjan Oudeman as Independent Director	Mgmt	For	For
9e	Reelect Rosemary Thorne as Director	Mgmt	For	For
9f	Indicate Rosemary Thorne as Independent Director	Mgmt	For	For
10	Transact Other Business	Mgmt		

SomaLogic, Inc.

Meeting Date: 06/05/2023 | Country: USA | Ticker: SLGC
Meeting Type: Annual
Primary ISIN: US83444K1051 | Primary SEDOL: BLGYRD4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Troy Cox	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-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.			
1.2	Elect Director Kathy Hibbs	Mgmt	For	Withhold
	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 27% of the board. Given the recent updates to the board, we will keep this matter under review.			
1.3	Elect Director Tycho Peterson	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Sompo Holdings, Inc.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 8630
Meeting Type: Annual
Primary ISIN: JP3165000005 | Primary SEDOL: B62G7K6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 130	Mgmt	For	For
2.1	Elect Director Sakurada, Kengo	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Okumura, Mikio	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Scott Trevor Davis	Mgmt	For	For
2.4	Elect Director Endo, Isao	Mgmt	For	For
2.5	Elect Director Higashi, Kazuhiro	Mgmt	For	For
2.6	Elect Director Nawa, Takashi	Mgmt	For	For
2.7	Elect Director Shibata, Misuzu	Mgmt	For	For
2.8	Elect Director Yamada, Meyumi	Mgmt	For	For
2.9	Elect Director Ito, Kumi	Mgmt	For	For

Sompo Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.10	Elect Director Waga, Masayuki	Mgmt	For	For
2.11	Elect Director Kajikawa, Toru	Mgmt	For	For
2.12	Elect Director Kasai, Satoshi	Mgmt	For	For

Sony Group Corp.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 6758
Meeting Type: Annual
Primary ISIN: JP3435000009 | Primary SEDOL: 6821506

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yoshida, Kenichiro	Mgmt	For	For
1.2	Elect Director Totoki, Hiroki	Mgmt	For	For
1.3	Elect Director Hatanaka, Yoshihiko	Mgmt	For	For
1.4	Elect Director Oka, Toshiko	Mgmt	For	For
1.5	Elect Director Akiyama, Sakie	Mgmt	For	For
1.6	Elect Director Wendy Becker	Mgmt	For	For
1.7	Elect Director Kishigami, Keiko	Mgmt	For	For
1.8	Elect Director Joseph A. Kraft Jr	Mgmt	For	For
1.9	Elect Director Neil Hunt	Mgmt	For	For
1.10	Elect Director William Morrow	Mgmt	For	For
2	Approve Stock Option 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. 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.

Sopra Steria Group SA

Meeting Date: 05/24/2023 | Country: France | Ticker: SOP
Meeting Type: Annual/Special
Primary ISIN: FR0000050809 | Primary SEDOL: 5633616

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

Sopra Steria Group SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 4.30 per Share	Mgmt	For	For
4	Approve Compensation Report of Corporate Officers	Mgmt	For	For
5	Approve Compensation of Pierre Pasquier, Chairman of the Board	Mgmt	For	For
6	Approve Compensation of Vincent Paris, CEO from January 1, 2022 until February 28, 2022	Mgmt	For	Against
	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. 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.			
7	Approve Compensation of Cyril Malarge, CEO since March, 1 2022	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
8	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
9	Approve Remuneration Policy of CEO	Mgmt	For	Against
	Voter Rationale: 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. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
10	Approve Remuneration Policy of Directors	Mgmt	For	For
11	Approve Remuneration of Directors the Aggregate Amount of EUR 700,000	Mgmt	For	For
12	Reelect Sylvie Remond as Director	Mgmt	For	For
13	Reelect Jessica Scale as Director	Mgmt	For	Against
	Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.			
14	Reelect Michael Gollner as Director	Mgmt	For	For
15	Elect Sonia Criseo as Director	Mgmt	For	For
16	Elect Pascal Daloz as Director	Mgmt	For	For
17	Elect Remy Weber as Director	Mgmt	For	For
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		

Sopra Steria Group SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Authorize up to 1.1 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
	Ordinary Business	Mgmt		
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Sotera Health Company

Meeting Date: 05/25/2023 | Country: USA | Ticker: SHC

Meeting Type: Annual

Primary ISIN: US83601L1026 | Primary SEDOL: BNKVRZ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sean L. Cunningham	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The 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. 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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A non-independent director 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.			
1b	Elect Director Robert B. Knauss	Mgmt	For	Against
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
1c	Elect Director Vincent K. Petrella	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. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Sotetsu Holdings, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9003
Meeting Type: Annual
Primary ISIN: JP3316400005 | Primary SEDOL: 6767202

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For
2.1	Elect Director Hayashi, Hidekazu	Mgmt	For	For
2.2	Elect Director Takizawa, Hideyuki	Mgmt	For	For
2.3	Elect Director Hirano, Masayuki	Mgmt	For	For
2.4	Elect Director Goto, Ryoichi	Mgmt	For	For
2.5	Elect Director Kagami, Mitsuko	Mgmt	For	For
2.6	Elect Director Onji, Yoshimitsu	Mgmt	For	For
2.7	Elect Director Fujikawa, Yukiko	Mgmt	For	For
3.1	Appoint Statutory Auditor Minegishi, Yasuhiro	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Nakanishi, Satoru	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Nozawa, Yasutaka	Mgmt	For	Against
	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.			

SoundThinking, Inc.

Meeting Date: 06/21/2023 | Country: USA | Ticker: SSTI
Meeting Type: Annual
Primary ISIN: US82536T1079 | Primary SEDOL: BF1STB1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ralph A. Clark	Mgmt	For	For

SoundThinking, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Marc Morial	Mgmt	For	Withhold
	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.			
1.3	Elect Director Ruby Sharma	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Baker Tilly US, LLP as Auditors	Mgmt	For	For

South State Corporation

Meeting Date: 04/26/2023 | Country: USA | Ticker: SSB
Meeting Type: Annual
Primary ISIN: US8404411097 | Primary SEDOL: BNFX071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ronald M. Cofield, Sr.	Mgmt	For	For
1b	Elect Director Shantella E. Cooper	Mgmt	For	For
1c	Elect Director John C. Corbett	Mgmt	For	For
1d	Elect Director Jean E. Davis	Mgmt	For	For
1e	Elect Director Martin B. Davis	Mgmt	For	For
1f	Elect Director Douglas J. Hertz	Mgmt	For	For
1g	Elect Director G. Ruffner Page, Jr.	Mgmt	For	For
1h	Elect Director William Knox Pou, Jr.	Mgmt	For	Withhold
	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.			

South State Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director James W. Roquemore	Mgmt	For	For
1j	Elect Director David G. Salyers	Mgmt	For	For
1k	Elect Director Joshua A. Snively	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

SP Plus Corporation

Meeting Date: 05/10/2023 Country: USA Ticker: SP

Meeting Type: Annual

Primary ISIN: US78469C1036 Primary SEDOL: BH2QZH6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director G. Marc Baumann	Mgmt	For	For
1.2	Elect Director Alice M. Peterson	Mgmt	For	For
1.3	Elect Director Gregory A. Reid	Mgmt	For	For
1.4	Elect Director Wyman T. Roberts	Mgmt	For	For
1.5	Elect Director Diana L. Sands	Mgmt	For	For
1.6	Elect Director Douglas R. Waggoner	Mgmt	For	For
2	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. 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. Variable remuneration should not contain a significant overlap of metrics.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

SP Plus Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

SPARX Group Co., Ltd.

Meeting Date: 06/09/2023 Country: Japan Ticker: 8739
Meeting Type: Annual
Primary ISIN: JP3399900004 Primary SEDOL: 6419224

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 Abe, Shuhei	Mgmt	For	For
2.2	Elect Director Fukami, Masatoshi	Mgmt	For	For
3	Elect Director and Audit Committee Member Morishita, Kimie	Mgmt	For	For

Spectris Plc

Meeting Date: 05/26/2023 Country: United Kingdom Ticker: SXS
Meeting Type: Annual
Primary ISIN: GB0003308607 Primary SEDOL: 0330860

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 Ravi Gopinath as Director	Mgmt	For	For
5	Re-elect Derek Harding as Director	Mgmt	For	For
6	Re-elect Andrew Heath as Director	Mgmt	For	For
7	Re-elect Alison Henwood as Director	Mgmt	For	For
8	Re-elect Ulf Quellmann as Director	Mgmt	For	For
9	Re-elect William Seeger as Director	Mgmt	For	For
10	Re-elect Cathy Turner as Director	Mgmt	For	For
11	Re-elect Kjersti Wiklund as Director	Mgmt	For	For

Spectris Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Re-elect Mark Williamson as Director	Mgmt	For	Abstain
	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 Nomination Committee.			
13	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
14	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	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

SPIE SA

Meeting Date: 05/10/2023 | Country: France | Ticker: SPIE

Meeting Type: Annual/Special

Primary ISIN: FR0012757854 | Primary SEDOL: BYZFYS3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
	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.			
3	Approve Allocation of Income and Dividends of EUR 0.73 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Reelect Bpifrance Investissement as Director	Mgmt	For	For
6	Reelect Gabrielle Van Klaveren-Hessel as Director	Mgmt	For	For
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			

SPIE SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Renew Appointment of PricewaterhouseCoopers Audit as Auditor	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
8	Approve Compensation of Gauthier Louette, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
9	Approve Remuneration Policy of Gauthier Louette, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
10	Approve Compensation Report	Mgmt	For	For
11	Approve Remuneration Policy of Directors	Mgmt	For	For
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
13	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
14	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			

SPIE SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Authorize up to 0.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Spirax-Sarco Engineering Plc

Meeting Date: 05/10/2023 | Country: United Kingdom | Ticker: SPX

Meeting Type: Annual

Primary ISIN: GB00BWFGQN14 | Primary SEDOL: BWFGQN1

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	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
6	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
7	Re-elect Jamie Pike as Director	Mgmt	For	Abstain
	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 company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable. 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.			
8	Re-elect Nicholas Anderson as Director	Mgmt	For	For
9	Re-elect Nimesh Patel as Director	Mgmt	For	For
10	Re-elect Angela Archon as Director	Mgmt	For	For
11	Re-elect Peter France as Director	Mgmt	For	For
12	Re-elect Richard Gillingwater as Director	Mgmt	For	For

Spirax-Sarco Engineering Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Re-elect Caroline Johnstone as Director	Mgmt	For	For
14	Re-elect Jane Kingston as Director	Mgmt	For	For
15	Re-elect Kevin Thompson as Director	Mgmt	For	For
16	Authorise Issue of Equity	Mgmt	For	For
17	Approve Scrip Dividend Program	Mgmt	For	For
18	Approve Performance Share Plan	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Spirit AeroSystems Holdings, Inc.

Meeting Date: 04/26/2023 Country: USA Ticker: SPR

Meeting Type: Annual

Primary ISIN: US8485741099 Primary SEDOL: B1HMMS7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stephen A. Cambone	Mgmt	For	For
1b	Elect Director Irene M. Esteves	Mgmt	For	For
1c	Elect Director William A. Fitzgerald	Mgmt	For	For
1d	Elect Director Paul E. Fulchino	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.			
1e	Elect Director Thomas C. Gentile, III	Mgmt	For	For
1f	Elect Director Robert D. Johnson	Mgmt	For	For
1g	Elect Director Ronald T. Kadish	Mgmt	For	For
1h	Elect Director John L. Plueger	Mgmt	For	For
1i	Elect Director James R. Ray, Jr.	Mgmt	For	For
1j	Elect Director Patrick M. Shanahan	Mgmt	For	For
1k	Elect Director Laura H. Wright	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Spirit AeroSystems Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	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.			
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Spirit Realty Capital, Inc.

Meeting Date: 05/03/2023 Country: USA Ticker: SRC

Meeting Type: Annual

Primary ISIN: US84860W3007 Primary SEDOL: BHHZBZ8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin M. Charlton	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.2	Elect Director Elizabeth F. Frank	Mgmt	For	For
1.3	Elect Director Michelle M. Frymire	Mgmt	For	For
1.4	Elect Director Kristian M. Gathright	Mgmt	For	For
1.5	Elect Director Richard I. Gilchrist	Mgmt	For	For
1.6	Elect Director Jackson Hsieh	Mgmt	For	For
1.7	Elect Director Diana M. Laing	Mgmt	For	For
1.8	Elect Director Nicholas P. Shepherd	Mgmt	For	For
1.9	Elect Director Thomas J. Sullivan	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Spirit Realty Capital, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's 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. 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.			

Splunk Inc.

Meeting Date: 06/21/2023 | Country: USA | Ticker: SPLK

Meeting Type: Annual

Primary ISIN: US8486371045 | Primary SEDOL: B424494

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patricia Morrison	Mgmt	For	For
1b	Elect Director David Tunnell	Mgmt	For	For
1c	Elect Director Dennis L. Via	Mgmt	For	For
1d	Elect Director Luis Visoso	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 incentivize long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: We have several structural concerns regarding the omnibus stock plan, including the high level of potential dilution and the broad discretion available to accelerate vesting. This concern is compounded by the short performance measurement period used for historic performance-based grants as well as the 25th percentile used to assess threshold vesting, which may reward executives for underperformance.			

Sprott Inc.

Meeting Date: 05/05/2023 | Country: Canada | Ticker: SII

Meeting Type: Annual/Special

Primary ISIN: CA8520662088 | Primary SEDOL: BMCB521

Sprott Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ronald Dewhurst	Mgmt	For	For
1b	Elect Director Graham Birch	Mgmt	For	Withhold
	Voter Rationale: 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. 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.			
1c	Elect Director Whitney George	Mgmt	For	For
1d	Elect Director Barbara Connolly Keady	Mgmt	For	For
1e	Elect Director Catherine Raw	Mgmt	For	For
1f	Elect Director Judith O'Connell	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Re-approve Employee Profit Sharing Plan for Non-U.S. Employees	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.			
4	Re-approve Equity Incentive Plan for U.S. Service Providers	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.			

Sprout Social, Inc.

Meeting Date: 05/22/2023 | Country: USA | Ticker: SPT

Meeting Type: Annual

Primary ISIN: US85209W1099 | Primary SEDOL: BKTNTS0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter Barris	Mgmt	For	For
1b	Elect Director Raina Moskowitz	Mgmt	For	For
1c	Elect Director Karen Walker	Mgmt	For	Withhold
	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 structure which adversely impacts shareholder rights.			

Sprout Social, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			

Sprouts Farmers Market, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: SFM

Meeting Type: Annual

Primary ISIN: US85208M1027 Primary SEDOL: BCGCR79

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joel D. Anderson	Mgmt	For	For
	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.			
1.2	Elect Director Terri Funk Graham	Mgmt	For	Withhold
	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 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.			
1.3	Elect Director Doug G. Rauch	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

SPS Commerce, Inc.

Meeting Date: 05/12/2023 | Country: USA | Ticker: SPSC
Meeting Type: Annual
Primary ISIN: US78463M1071 | Primary SEDOL: B57VWJ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Archie Black	Mgmt	For	For
	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.			
1b	Elect Director James Ramsey	Mgmt	For	For
1c	Elect Director Marty Reaume	Mgmt	For	For
1d	Elect Director Tami Reller	Mgmt	For	For
1e	Elect Director Philip Soran	Mgmt	For	For
1f	Elect Director Anne Sempowski Ward	Mgmt	For	For
1g	Elect Director Sven Wehrwein	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Square Enix Holdings Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 9684
Meeting Type: Annual
Primary ISIN: JP3164630000 | Primary SEDOL: 6309262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kiryu, Takashi	Mgmt	For	Against
	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.			
1.2	Elect Director Kitase, Yoshinori	Mgmt	For	For
1.3	Elect Director Miyake, Yu	Mgmt	For	For
1.4	Elect Director Ogawa, Masato	Mgmt	For	For
1.5	Elect Director Okamoto, Mitsuko	Mgmt	For	For
1.6	Elect Director Abdullah Aldawood	Mgmt	For	For
1.7	Elect Director Takano, Naoto	Mgmt	For	For

Squarespace, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: SQSP
Meeting Type: Annual
Primary ISIN: US85225A1079 | Primary SEDOL: BKPGJQ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anthony Casalena	Mgmt	For	Withhold
	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.			
1.2	Elect Director Andrew Braccia	Mgmt	For	For
1.3	Elect Director Michael Fleisher	Mgmt	For	For
1.4	Elect Director Jonathan Klein	Mgmt	For	For
1.5	Elect Director Liza Landsman	Mgmt	For	Withhold
	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 which adversely impacts shareholder rights.			
1.6	Elect Director Anton Levy	Mgmt	For	For
1.7	Elect Director Neela Montgomery	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

SRE Holdings Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 2980
Meeting Type: Annual
Primary ISIN: JP3161320001 | Primary SEDOL: BL4KJ49

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Nishiyama, Kazuo	Mgmt	For	For
2.2	Elect Director Kukuminato, Akio	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Kotosaka, Masahiro	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Ota, Ayako	Mgmt	For	For

SS&C Technologies Holdings, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: SSNC
Meeting Type: Annual
Primary ISIN: US78467J1007 | Primary SEDOL: B58YSC6

SS&C Technologies Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Normand A. Boulanger	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			
1b	Elect Director David A. Varsano	Mgmt	For	Against
	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. 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 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.			
1c	Elect Director Michael J. Zamkow	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Approve Omnibus 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. 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. 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.			

STAAR Surgical Company

Meeting Date: 06/15/2023 | Country: USA | Ticker: STAA

Meeting Type: Annual

Primary ISIN: US8523123052 | Primary SEDOL: 2836292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stephen C. Farrell	Mgmt	For	For
1.2	Elect Director Thomas G. Frinzi	Mgmt	For	For
1.3	Elect Director Gilbert H. Kliman	Mgmt	For	For
1.4	Elect Director Aimee S. Weisner	Mgmt	For	For
1.5	Elect Director Elizabeth Yeu	Mgmt	For	For

STAAR Surgical Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director K. Peony Yu	Mgmt	For	For
2	Amend Omnibus 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. 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.			
3	Ratify BDO USA, 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: 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. 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

STAG Industrial, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: STAG

Meeting Type: Annual

Primary ISIN: US85254J1025 | Primary SEDOL: B64BRQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Benjamin S. Butcher	Mgmt	For	For
1b	Elect Director Jit Kee Chin	Mgmt	For	For
1c	Elect Director Virgis W. Colbert	Mgmt	For	For
1d	Elect Director William R. Crooker	Mgmt	For	For
1e	Elect Director Michelle S. Dilley	Mgmt	For	For
1f	Elect Director Jeffrey D. Furber	Mgmt	For	For
1g	Elect Director Larry T. Guillemette	Mgmt	For	For
1h	Elect Director Francis X. Jacoby, III	Mgmt	For	For

STAG Industrial, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Christopher P. Marr	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1j	Elect Director Hans S. Weger	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	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. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			

Stagwell Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: STGW

Meeting Type: Annual

Primary ISIN: US85256A1097 | Primary SEDOL: BM8BPB4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charlene Barshefsky	Mgmt	For	For
1.2	Elect Director Bradley J. Gross	Mgmt	For	For
1.3	Elect Director Wade Oosterman	Mgmt	For	Withhold
	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.			
1.4	Elect Director Mark J. Penn	Mgmt	For	For
1.5	Elect Director Desiree Rogers	Mgmt	For	For
1.6	Elect Director Eli Samaha	Mgmt	For	For

Stagwell Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Irwin D. Simon	Mgmt	For	Withhold
	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.			
1.8	Elect Director Rodney Slater	Mgmt	For	Withhold
	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.			
1.9	Elect Director Brandt Vaughan	Mgmt	For	For
2	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Standard Chartered Plc

Meeting Date: 05/03/2023 | Country: United Kingdom | Ticker: STAN

Meeting Type: Annual

Primary ISIN: GB0004082847 | Primary SEDOL: 0408284

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 Jackie Hunt as Director	Mgmt	For	For
5	Elect Linda Yueh as Director	Mgmt	For	For
6	Re-elect Shirish Apte as Director	Mgmt	For	For
7	Re-elect David Conner as Director	Mgmt	For	For
8	Re-elect Andy Halford as Director	Mgmt	For	For

Standard Chartered Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Re-elect Gay Huey Evans as Director	Mgmt	For	For
10	Re-elect Robin Lawther as Director	Mgmt	For	For
11	Re-elect Maria Ramos as Director	Mgmt	For	For
12	Re-elect Phil Rivett as Director	Mgmt	For	For
13	Re-elect David Tang as Director	Mgmt	For	For
14	Re-elect Carlson Tong as Director	Mgmt	For	For
15	Re-elect Jose Vinals as Director	Mgmt	For	For
	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 Nomination Committee.			
16	Re-elect Bill Winters as Director	Mgmt	For	For
17	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
18	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For
20	Authorise Board to Offer Scrip Dividend	Mgmt	For	For
21	Approve Sharesave Plan	Mgmt	For	For
22	Authorise Issue of Equity	Mgmt	For	For
23	Extend the Authority to Allot Shares by Such Number of Shares Repurchased by the Company under the Authority Granted Pursuant to Resolution 28	Mgmt	For	For
24	Authorise Issue of Equity in Relation to Equity Convertible Additional Tier 1 Securities	Mgmt	For	For
25	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
26	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
27	Authorise Issue of Equity without Pre-emptive Rights in Relation to Equity Convertible Additional Tier 1 Securities	Mgmt	For	For
28	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
29	Authorise Market Purchase of Preference Shares	Mgmt	For	For
30	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
31	Adopt New Articles of Association	Mgmt	For	For

Stanley Black & Decker, Inc.

Meeting Date: 04/21/2023 | Country: USA | Ticker: SWK
Meeting Type: Annual
Primary ISIN: US8545021011 | Primary SEDOL: B3Q2FJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donald Allan, Jr.	Mgmt	For	For
1b	Elect Director Andrea J. Ayers	Mgmt	For	For
1c	Elect Director Patrick D. Campbell	Mgmt	For	For
1d	Elect Director Debra A. Crew	Mgmt	For	For
1e	Elect Director Michael D. Hankin	Mgmt	For	For
1f	Elect Director Robert J. Manning	Mgmt	For	For
1g	Elect Director Adrian V. Mitchell	Mgmt	For	For
1h	Elect Director Jane M. Palmieri	Mgmt	For	For
1i	Elect Director Mojdeh Poul	Mgmt	For	For
1j	Elect Director Irving Tan	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. Severance payments should not exceed two year's 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			

Stanley Electric Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6923
Meeting Type: Annual
Primary ISIN: JP3399400005 | Primary SEDOL: 6841106

Stanley Electric Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kaizumi, Yasuaki	Mgmt	For	Against
	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.			
1.2	Elect Director Tanabe, Toru	Mgmt	For	For
1.3	Elect Director Ueda, Keisuke	Mgmt	For	For
1.4	Elect Director Tomeoka, Tatsuaki	Mgmt	For	For
1.5	Elect Director Oki, Satoshi	Mgmt	For	For
1.6	Elect Director Takano, Kazuki	Mgmt	For	For
1.7	Elect Director Mori, Masakatsu	Mgmt	For	For
1.8	Elect Director Kono, Hirokazu	Mgmt	For	For
1.9	Elect Director Takeda, Yozo	Mgmt	For	For
1.10	Elect Director Suzuki, Satoko	Mgmt	For	For
2.1	Appoint Statutory Auditor Uehira, Koichi	Mgmt	For	For
2.2	Appoint Statutory Auditor Nagano, Koichi	Mgmt	For	Against
	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.			
2.3	Appoint Statutory Auditor Yokota, Eri	Mgmt	For	For

Stantec Inc.

Meeting Date: 05/11/2023 | Country: Canada | Ticker: STN
Meeting Type: Annual
Primary ISIN: CA85472N1096 | Primary SEDOL: 2854238

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas K. Ammerman	Mgmt	For	For
1.2	Elect Director Martin A. a Porta	Mgmt	For	For
1.3	Elect Director Shelley A. M. Brown	Mgmt	For	For
1.4	Elect Director Angeline G. Chen	Mgmt	For	For
1.5	Elect Director Patricia D. Galloway	Mgmt	For	For
1.6	Elect Director Robert (Bob) J. Gomes	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director Gordon (Gord) A. Johnston	Mgmt	For	For

Stantec Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Donald (Don) J. Lowry	Mgmt	For	For
1.9	Elect Director Marie-Lucie Morin	Mgmt	For	For
1.10	Elect Director Celina J. Wang Doka	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	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 committee should not allow vesting of incentive awards for substantially below median performance.			

Starts Corp., Inc.

Meeting Date: 06/29/2023 Country: Japan Ticker: 8850

Meeting Type: Annual

Primary ISIN: JP3399200009 Primary SEDOL: 6841913

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Muraishi, Hisaji	Mgmt	For	Against
	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.			
1.2	Elect Director Isozaki, Kazuo	Mgmt	For	Against
	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.			
1.3	Elect Director Muraishi, Toyotaka	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Saito, Taroo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Naoi, Hideyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Nakamatsu, Manabu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Naoi, Tamotsu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Starts Corp., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Hasegawa, Takahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Muramatsu, Hisayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.10	Elect Director Takahashi, Naoko	Mgmt	For	For
1.11	Elect Director Yamamoto, Yoshio	Mgmt	For	For
2.1	Appoint Statutory Auditor Takaragaki, Kazuhiko	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Maehara, Yutaka	Mgmt	For	Against
	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.			
2.3	Appoint Statutory Auditor Aikyo, Shigenobu	Mgmt	For	Against
	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.			
3	Approve Director Retirement Bonus	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this proposal is warranted because: - The bonus amount is not disclosed.			

Starwood Property Trust, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: STWD

Meeting Type: Annual

Primary ISIN: US85571B1052 Primary SEDOL: B3PQ520

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard D. Bronson	Mgmt	For	For
1.2	Elect Director Jeffrey G. Dishner	Mgmt	For	For
1.3	Elect Director Camille J. Douglas	Mgmt	For	For
1.4	Elect Director Deborah L. Harmon	Mgmt	For	For
1.5	Elect Director Solomon J. Kumin	Mgmt	For	For
1.6	Elect Director Fred Perpall	Mgmt	For	For
1.7	Elect Director Fred S. Ridley	Mgmt	For	For
	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.			

Starwood Property Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Barry S. Sternlicht	Mgmt	For	For
	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.			
1.9	Elect Director Strauss Zelnick	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

State Street Corporation

Meeting Date: 05/17/2023 Country: USA Ticker: STT

Meeting Type: Annual

Primary ISIN: US8574771031 Primary SEDOL: 2842040

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick de Saint-Aignan	Mgmt	For	For
1b	Elect Director Marie A. Chandoha	Mgmt	For	For
1c	Elect Director DonnaLee DeMaio	Mgmt	For	For
1d	Elect Director Amelia C. Fawcett	Mgmt	For	For
1e	Elect Director William C. Freda	Mgmt	For	For
1f	Elect Director Sara Mathew	Mgmt	For	For
1g	Elect Director William L. Meaney	Mgmt	For	For
1h	Elect Director Ronald P. O'Hanley	Mgmt	For	For
1i	Elect Director Sean O'Sullivan	Mgmt	For	For
1j	Elect Director Julio A. Portalatin	Mgmt	For	For
1k	Elect Director John B. Rhea	Mgmt	For	For
1l	Elect Director Gregory L. Summe	Mgmt	For	For

State Street Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Ratify Ernst & Young 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.			
6	Report on Asset Management Policies and Diversified Investors	SH	Against	Against

Steel Dynamics, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: STLD

Meeting Type: Annual

Primary ISIN: US8581191009 | Primary SEDOL: 2849472

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark D. Millett	Mgmt	For	For
1.2	Elect Director Sheree L. Bargabos	Mgmt	For	For
1.3	Elect Director Kenneth W. Cornew	Mgmt	For	For
1.4	Elect Director Traci M. Dolan	Mgmt	For	For
1.5	Elect Director James C. Marcuccilli	Mgmt	For	For
	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.			
1.6	Elect Director Bradley S. Seaman	Mgmt	For	Withhold
	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.			
1.7	Elect Director Gabriel L. Shaheen	Mgmt	For	For
1.8	Elect Director Luis M. Sierra	Mgmt	For	For
1.9	Elect Director Steven A. Sonnenberg	Mgmt	For	For
1.10	Elect Director Richard P. Teets, Jr.	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

Steel Dynamics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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.			
5	Approve Omnibus Stock Plan	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
6	Adopt Majority Voting for Uncontested Election of Directors	Mgmt	For	For

Stellar Bancorp, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: STEL

Meeting Type: Annual

Primary ISIN: US8589271068 | Primary SEDOL: BQBCZY5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John Beckworth	Mgmt	For	Withhold
	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 classified board structure and the supermajority vote requirement, each of which adversely impacts shareholder rights and for a material governance failure: the company's governing documents prohibit shareholders ability to amend the company 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.			
1.2	Elect Director Fred S. Robertson	Mgmt	For	For
	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.			
1.3	Elect Director Joseph B. Swinbank	Mgmt	For	For
1.4	Elect Director William (Bill) E. Wilson, Jr.	Mgmt	For	Withhold
	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.			

Stellar Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Crowe LLP as Auditors	Mgmt	For	For

Stem, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: STEM

Meeting Type: Annual

Primary ISIN: US85859N1028 | Primary SEDOL: BNHTRL0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Adam E. Daley	Mgmt	For	For
1b	Elect Director Anil Tammineedi	Mgmt	For	For
1c	Elect Director Lisa L. Troe	Mgmt	For	For
2	Declassify the Board of Directors	Mgmt	For	For
	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.			
3	Eliminate 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.			
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			

Stericycle, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: SRCL
Meeting Type: Annual
Primary ISIN: US8589121081 | Primary SEDOL: 2860826

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert S. Murley	Mgmt	For	For
1b	Elect Director Cindy J. Miller	Mgmt	For	For
1c	Elect Director Brian P. Anderson	Mgmt	For	For
1d	Elect Director Lynn D. Bleil	Mgmt	For	For
1e	Elect Director Thomas F. Chen	Mgmt	For	For
1f	Elect Director Victoria L. Dolan	Mgmt	For	For
1g	Elect Director Naren K. Gursahaney	Mgmt	For	For
1h	Elect Director J. Joel Hackney, Jr.	Mgmt	For	For
1i	Elect Director Stephen C. Hooley	Mgmt	For	For
1j	Elect Director James L. Welch	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Report on Political Contributions	SH	Against	For
	Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.			
6	Limit Accelerated Vesting of Equity Awards Upon a Change in Control	SH	Against	Against
	Voter Rationale: The board and compensation committee retain full discretion to implement changes in the compensation plan that they see appropriate.			

Stifel Financial Corp.

Meeting Date: 06/07/2023 | Country: USA | Ticker: SF
Meeting Type: Annual
Primary ISIN: US8606301021 | Primary SEDOL: 2849234

Stifel Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Adam T. Berlew	Mgmt	For	For
1.2	Elect Director Maryam Brown	Mgmt	For	For
1.3	Elect Director Michael W. Brown	Mgmt	For	For
1.4	Elect Director Lisa Carnoy	Mgmt	For	For
1.5	Elect Director Robert E. Grady	Mgmt	For	For
1.6	Elect Director James P. Kavanaugh	Mgmt	For	For
1.7	Elect Director Ronald J. Kruszewski	Mgmt	For	For
1.8	Elect Director Daniel J. Ludeman	Mgmt	For	For
1.9	Elect Director Maura A. Markus	Mgmt	For	For
	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.			
1.10	Elect Director David A. Peacock	Mgmt	For	For
1.11	Elect Director Thomas W. Weisel	Mgmt	For	For
1.12	Elect Director Michael J. Zimmerman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	None	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
6	Other Business	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Stock Yards Bancorp, Inc.

Meeting Date: 04/27/2023 Country: USA Ticker: SYBT

Meeting Type: Annual

Primary ISIN: US8610251048 Primary SEDOL: BLY2FB4

Stock Yards Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Shannon B. Arvin	Mgmt	For	For
1b	Elect Director Paul J. Bickel, III	Mgmt	For	For
1c	Elect Director Allison J. Donovan	Mgmt	For	For
1d	Elect Director David P. Heintzman	Mgmt	For	Against
	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.			
1e	Elect Director Carl G. Herde	Mgmt	For	Against
	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.			
1f	Elect Director James A. Hillebrand	Mgmt	For	For
1g	Elect Director Richard A. Lechleiter	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.			
1h	Elect Director Philip S. Poindexter	Mgmt	For	For
1i	Elect Director Stephen M. Priebe	Mgmt	For	For
1j	Elect Director Edwin S. Saunier	Mgmt	For	For
1k	Elect Director John L. Schutte	Mgmt	For	For
1l	Elect Director Kathy C. Thompson	Mgmt	For	For
1m	Elect Director Laura L. Wells	Mgmt	For	For
2	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

StorageVault Canada Inc.

Meeting Date: 05/24/2023 | Country: Canada | Ticker: SVI

Meeting Type: Annual

Primary ISIN: CA86212H1055 | Primary SEDOL: B296BQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Six	Mgmt	For	For

StorageVault Canada Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Director Steven Scott	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable. 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.			
2b	Elect Director Iqbal Khan	Mgmt	For	For
	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.			
2c	Elect Director Alan A. Simpson	Mgmt	For	Withhold
	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.			
2d	Elect Director Jay Lynne Fleming	Mgmt	For	Withhold
	Voter Rationale: 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. An executive sits on the Audit Committee, which we expect to be fully independent, as non-independent directors could hamper the committees 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.			
2e	Elect Director Benjamin Harris	Mgmt	For	For
2f	Elect Director Mary Vitug	Mgmt	For	For
3	Approve MNP LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

Storebrand ASA

Meeting Date: 04/13/2023 | Country: Norway | Ticker: STB

Meeting Type: Annual

Primary ISIN: NO0003053605 | Primary SEDOL: 4852832

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting; Registration of Attending Shareholders and Proxies	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	Do Not Vote
3	Approve Notice of Meeting and Agenda	Mgmt	For	Do Not Vote

Storebrand ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	Do Not Vote
5	Receive Report on Company's Activities	Mgmt		
6	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of NOK 3.70 Per Share	Mgmt	For	Do Not Vote
7	Approve Company's Corporate Governance Statement	Mgmt	For	Do Not Vote
8	Approve Remuneration Statement (Advisory Vote)	Mgmt	For	Do Not Vote
9	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Do Not Vote
10	Approve NOK 32.4 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	Do Not Vote
11	Amend Articles Re: Company Shares; General Meeting; Participation at General Meeting	Mgmt	For	Do Not Vote
12.1	Authorize Share Repurchase Program	Mgmt	For	Do Not Vote
12.2	Approve Creation of NOK 233 Million Pool of Capital without Preemptive Rights	Mgmt	For	Do Not Vote
12.3	Authorize Board to Raise Subordinated Loans	Mgmt	For	Do Not Vote
13.1	Reelect Didrik Munch as Director	Mgmt	For	Do Not Vote
13.2	Reelect Christel Elise Borge as Director	Mgmt	For	Do Not Vote
13.3	Reelect Karin Bing Orgland as Director	Mgmt	For	Do Not Vote
13.4	Reelect Marianne Bergmann Roren as Director	Mgmt	For	Do Not Vote
13.5	Elect Jarle Roth as New Director	Mgmt	For	Do Not Vote
13.6	Reelect Martin Skancke as Director	Mgmt	For	Do Not Vote
13.7	Reelect Fredrik Atting as Director	Mgmt	For	Do Not Vote
13.8	Reelect Didrik Munch as Board Chairman	Mgmt	For	Do Not Vote
14.1	Reelect Nils Bastiansen as Member of the Nomination Committee	Mgmt	For	Do Not Vote
14.2	Reelect Anders Gaarud as Member of the Nomination Committee	Mgmt	For	Do Not Vote
14.3	Reelect Liv Monica Stubholt as Member of the Nomination Committee	Mgmt	For	Do Not Vote
14.4	Reelect Lars Jansen Viste as Member of the Nomination Committee	Mgmt	For	Do Not Vote

Storebrand ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14.5	Elect Nils Bastiansen as Chair of Nominating Committee	Mgmt	For	Do Not Vote
15.1	Approve Remuneration of Directors	Mgmt	For	Do Not Vote
15.2	Approve Remuneration of Board Committees	Mgmt	For	Do Not Vote
15.3	Approve Remuneration of Nominating Committee	Mgmt	For	Do Not Vote
16	Approve Remuneration of Auditors	Mgmt	For	Do Not Vote
17	Close Meeting	Mgmt		

Stryker Corporation

Meeting Date: 05/10/2023 Country: USA Ticker: SYK

Meeting Type: Annual

Primary ISIN: US8636671013 Primary SEDOL: 2853688

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary K. Brainerd	Mgmt	For	For
1b	Elect Director Giovanni Caforio	Mgmt	For	For
1c	Elect Director Srikant M. Datar	Mgmt	For	For
1d	Elect Director Allan C. Golston	Mgmt	For	For
1e	Elect Director Kevin A. Lobo	Mgmt	For	For
1f	Elect Director Sherilyn S. McCoy	Mgmt	For	For
1g	Elect Director Andrew K. Silvernail	Mgmt	For	For
1h	Elect Director Lisa M. Skeete Tatum	Mgmt	For	For
1i	Elect Director Ronda E. Stryker	Mgmt	For	For
1j	Elect Director Rajeev Suri	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Stryker Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Political Contributions and Expenditures	SH	Against	For
	Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporations behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.			

Subaru Corp.

Meeting Date: 06/21/2023 Country: Japan Ticker: 7270

Meeting Type: Annual

Primary ISIN: JP3814800003 Primary SEDOL: 6356406

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 38	Mgmt	For	For
2.1	Elect Director Osaki, Atsushi	Mgmt	For	Against
	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.			
2.2	Elect Director Hayata, Fumiaki	Mgmt	For	For
2.3	Elect Director Nakamura, Tomomi	Mgmt	For	Against
	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.			
2.4	Elect Director Mizuma, Katsuyuki	Mgmt	For	For
2.5	Elect Director Fujinuki, Tetsuo	Mgmt	For	For
2.6	Elect Director Abe, Yasuyuki	Mgmt	For	For
2.7	Elect Director Doi, Miwako	Mgmt	For	For
2.8	Elect Director Hachiuma, Fuminao	Mgmt	For	For
3	Appoint Statutory Auditor Masuda, Yasumasa	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Ryu, Hirohisa	Mgmt	For	For

Sugi Holdings Co., Ltd.

Meeting Date: 05/30/2023 | Country: Japan | Ticker: 7649
Meeting Type: Annual
Primary ISIN: JP3397060009 | Primary SEDOL: 6259011

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sakakibara, Eiichi	Mgmt	For	For
1.2	Elect Director Sugiura, Katsunori	Mgmt	For	For
1.3	Elect Director Sugiura, Shinya	Mgmt	For	For
1.4	Elect Director Kamino, Shigeyuki	Mgmt	For	For
1.5	Elect Director Hayama, Yoshiko	Mgmt	For	For

Sumitomo Bakelite Co., Ltd.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 4203
Meeting Type: Annual
Primary ISIN: JP3409400003 | Primary SEDOL: 6858504

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For
2.1	Elect Director Fujiwara, Kazuhiko	Mgmt	For	Against
	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.			
2.2	Elect Director Inagaki, Masayuki	Mgmt	For	For
2.3	Elect Director Asakuma, Sumitoshi	Mgmt	For	For
2.4	Elect Director Kobayashi, Takashi	Mgmt	For	For
2.5	Elect Director Kurachi, Keisuke	Mgmt	For	For
2.6	Elect Director Hirai, Toshiya	Mgmt	For	For
2.7	Elect Director Abe, Hiroyuki	Mgmt	For	For
2.8	Elect Director Matsuda, Kazuo	Mgmt	For	For
2.9	Elect Director Nagashima, Etsuko	Mgmt	For	For
3.1	Appoint Statutory Auditor Takezaki, Yoshikazu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Aoki, Katsushige	Mgmt	For	Against
	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.			

Sumitomo Bakelite Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Appoint Statutory Auditor Yamagishi, Kazuhiko	Mgmt	For	For
3.4	Appoint Statutory Auditor Kawate, Noriko	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Yufu, Setsuko	Mgmt	For	For
5	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.			

Sumitomo Chemical Co., Ltd.

Meeting Date: 06/21/2023 Country: Japan Ticker: 4005

Meeting Type: Annual

Primary ISIN: JP3401400001 Primary SEDOL: 6858560

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tokura, Masakazu	Mgmt	For	Against
	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.			
1.2	Elect Director Iwata, Keiichi	Mgmt	For	Against
	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.			
1.3	Elect Director Matsui, Masaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Mito, Nobuaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Ueda, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Niinuma, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Sakai, Motoyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.8	Elect Director Takeuchi, Seiji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Tomono, Hiroshi	Mgmt	For	For
1.10	Elect Director Ito, Motoshige	Mgmt	For	For

Sumitomo Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.11	Elect Director Muraki, Atsuko	Mgmt	For	For
1.12	Elect Director Ichikawa, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.1	Appoint Statutory Auditor Nozaki, Kunio	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Nishi, Hironobu	Mgmt	For	Against
	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.			
2.3	Appoint Statutory Auditor Kato, Yoshitaka	Mgmt	For	For

Sumitomo Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8053

Meeting Type: Annual

Primary ISIN: JP3404600003 | Primary SEDOL: 6858946

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 57.5	Mgmt	For	For
2.1	Elect Director Nakamura, Kuniharu	Mgmt	For	For
2.2	Elect Director Hyodo, Masayuki	Mgmt	For	For
2.3	Elect Director Seishima, Takayuki	Mgmt	For	For
2.4	Elect Director Moroka, Reiji	Mgmt	For	For
2.5	Elect Director Higashino, Hirokazu	Mgmt	For	For
2.6	Elect Director Ueno, Shingo	Mgmt	For	For
2.7	Elect Director Iwata, Kimie	Mgmt	For	For
2.8	Elect Director Yamazaki, Hisashi	Mgmt	For	For
2.9	Elect Director Ide, Akiko	Mgmt	For	For
2.10	Elect Director Mitachi, Takashi	Mgmt	For	For
2.11	Elect Director Takahara, Takahisa	Mgmt	For	For
3	Appoint Statutory Auditor Mikogami, Daisuke	Mgmt	For	Against
	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.			
4	Approve Performance Share Plan	Mgmt	For	For

Sumitomo Metal Mining Co. Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 5713
Meeting Type: Annual
Primary ISIN: JP3402600005 | Primary SEDOL: 6858849

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 115	Mgmt	For	For
2.1	Elect Director Nakazato, Yoshiaki	Mgmt	For	Against
	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.			
2.2	Elect Director Nozaki, Akira	Mgmt	For	Against
	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.			
2.3	Elect Director Higo, Toru	Mgmt	For	For
2.4	Elect Director Matsumoto, Nobuhiro	Mgmt	For	For
2.5	Elect Director Takebayashi, Masaru	Mgmt	For	For
2.6	Elect Director Ishii, Taeko	Mgmt	For	For
2.7	Elect Director Kinoshita, Manabu	Mgmt	For	For
2.8	Elect Director Nishiura, Kanji	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Mishina, Kazuhiro	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For

Sumitomo Mitsui Financial Group, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8316
Meeting Type: Annual
Primary ISIN: JP3890350006 | Primary SEDOL: 6563024

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 125	Mgmt	For	For
2.1	Elect Director Kunibe, Takeshi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.			
2.2	Elect Director Ota, Jun	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.			
2.3	Elect Director Fukutome, Akihiro	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Kudo, Teiko	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Ito, Fumihiko	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Isshiki, Toshihiro	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.7	Elect Director Gono, Yoshiyuki	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.8	Elect Director Kawasaki, Yasuyuki	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Matsumoto, Masayuki	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.10	Elect Director Yamazaki, Shozo	Mgmt	For	For
2.11	Elect Director Tsutsui, Yoshinobu	Mgmt	For	For
2.12	Elect Director Shimbo, Katsuyoshi	Mgmt	For	For
2.13	Elect Director Sakurai, Eriko	Mgmt	For	For
2.14	Elect Director Charles D. Lake II	Mgmt	For	For
2.15	Elect Director Jenifer Rogers	Mgmt	For	For
3	Amend Articles to Disclose Transition Plan to Align Lending and Investment Portfolios with Goals of Paris Agreement	SH	Against	Against
	Voter Rationale: The proposal wording is broad and it is not clear from this exactly what the expectations are of the filers, which the bank does not already commit to or implement. The company have implement interim 2030 financed emissions targets covering 6 sectors, with more to follow by June 2024, in line with the NZBA timeline. The company note that they re-publish their ongoing activities into a clearer transition plan by the end of FY23, which will include an assessment of client transition risks, more information on their client engagement, and how they assess the credibility of client transition plans. There is room for improvement in their management of climate risks, but in general it appears that they are already doing or have committed to a lot of what would be expected by the proponents.			

Sumitomo Mitsui Trust Holdings, Inc.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8309
Meeting Type: Annual
Primary ISIN: JP3892100003 | Primary SEDOL: 6431897

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 110	Mgmt	For	For
2.1	Elect Director Takakura, Toru	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance			
2.2	Elect Director Kaibara, Atsushi	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Suzuki, Yasuyuki	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Oyama, Kazuya	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Okubo, Tetsuo	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance			
2.6	Elect Director Hashimoto, Masaru	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Tanaka, Koji	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.8	Elect Director Nakano, Toshiaki	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.9	Elect Director Matsushita, Isao	Mgmt	For	Against
	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.			
2.10	Elect Director Kawamoto, Hiroko	Mgmt	For	Against
	Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.			
2.11	Elect Director Aso, Mitsuhiro	Mgmt	For	For
2.12	Elect Director Kato, Nobuaki	Mgmt	For	For
2.13	Elect Director Kashima, Kaoru	Mgmt	For	For
2.14	Elect Director Ito, Tomonori	Mgmt	For	For
2.15	Elect Director Watanabe, Hajime	Mgmt	For	For

Sumitomo Pharma Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 4506
Meeting Type: Annual
Primary ISIN: JP3495000006 | Primary SEDOL: 6250865

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 7	Mgmt	For	For
2.1	Elect Director Nomura, Hiroshi	Mgmt	For	Against
	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.			
2.2	Elect Director Kimura, Toru	Mgmt	For	For
2.3	Elect Director Ikeda, Yoshiharu	Mgmt	For	For
2.4	Elect Director Baba, Hiroyuki	Mgmt	For	For
2.5	Elect Director Nishinaka, Shigeyuki	Mgmt	For	For
2.6	Elect Director Arai, Saeko	Mgmt	For	For
2.7	Elect Director Endo, Nobuhiro	Mgmt	For	For
2.8	Elect Director Usui, Minoru	Mgmt	For	For
2.9	Elect Director Fujimoto, Koji	Mgmt	For	For
3	Appoint Statutory Auditor Kashima, Hisayoshi	Mgmt	For	Against
	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.			

Sumitomo Realty & Development Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8830
Meeting Type: Annual
Primary ISIN: JP3409000001 | Primary SEDOL: 6858902

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 28	Mgmt	For	For
2.1	Elect Director Onodera, Kenichi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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. Given the recent updates to the board, we will keep this matter under review.			

Sumitomo Realty & Development Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Nishima, Kojun	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Kobayashi, Masato	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Odai, Yoshiyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Kato, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Katayama, Hisatoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Izuhara, Yozo	Mgmt	For	For
2.8	Elect Director Kemori, Nobumasa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Terada, Chiyono	Mgmt	For	For
3.1	Appoint Statutory Auditor Nakamura, Yoshifumi	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Tanaka, Toshikazu	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Sakai, Takashi	Mgmt	For	For
3.4	Appoint Statutory Auditor Hasegawa, Naoko	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Nakamura, Setsuya	Mgmt	For	For

Sumitomo Warehouse Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9303
Meeting Type: Annual
Primary ISIN: JP3407000003 | Primary SEDOL: 6859080

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 Ono, Takanori	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Nagata, Akihito	Mgmt	For	For
2.3	Elect Director So, Katsunori	Mgmt	For	For
2.4	Elect Director Hoshino, Akihiko	Mgmt	For	For
2.5	Elect Director Yamaguchi, Shuji	Mgmt	For	For
2.6	Elect Director Kawai, Hideaki	Mgmt	For	For
2.7	Elect Director Iga, Mari	Mgmt	For	For
3	Appoint Statutory Auditor Miyagawa, Makio	Mgmt	For	For

Summerset Group Holdings Ltd.

Meeting Date: 04/26/2023 | Country: New Zealand | Ticker: SUM
Meeting Type: Annual
Primary ISIN: NZSUME0001S0 | Primary SEDOL: B6R3JL7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For
2	Elect Andrew Wong as Director	Mgmt	For	For
3	Elect Venasio-Lorenzo Crawley as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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.			
4	Elect Fiona Oliver as Director	Mgmt	For	For

Summit Hotel Properties, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: INN
Meeting Type: Annual
Primary ISIN: US8660821005 | Primary SEDOL: B3M7R64

Summit Hotel Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bjorn R. L. Hanson	Mgmt	For	For
1b	Elect Director Jeffrey W. Jones	Mgmt	For	For
1c	Elect Director Kenneth J. Kay	Mgmt	For	For
1d	Elect Director Mehulkumar B. Patel	Mgmt	For	For
1e	Elect Director Amina Belouizdad Porter	Mgmt	For	For
1f	Elect Director Jonathan P. Stanner	Mgmt	For	For
1g	Elect Director Thomas W. Storey	Mgmt	For	For
1h	Elect Director Hope S. Taitz	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
2	Ratify Ernst & Young, 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Sun Communities, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: SUI

Meeting Type: Annual

Primary ISIN: US8666741041 | Primary SEDOL: 2860257

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gary A. Shiffman	Mgmt	For	For
1b	Elect Director Tonya Allen	Mgmt	For	For
1c	Elect Director Meghan G. Baivier	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1d	Elect Director Stephanie W. Bergeron	Mgmt	For	Against
	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.			
1e	Elect Director Jeff T. Blau	Mgmt	For	For

Sun Communities, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Brian M. Hermelin	Mgmt	For	For
1g	Elect Director Ronald A. Klein	Mgmt	For	For
1h	Elect Director Clunet R. Lewis	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1i	Elect Director Arthur A. Weiss	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
5	Increase Authorized Common Stock	Mgmt	For	For

Sun Frontier Fudousan Co., Ltd.

Meeting Date: 06/27/2023 Country: Japan Ticker: 8934

Meeting Type: Annual

Primary ISIN: JP3336950005 Primary SEDOL: B03BJB3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Horiguchi, Tomoaki	Mgmt	For	Abstain
	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.			
1.2	Elect Director Saito, Seiichi	Mgmt	For	Abstain
	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.			
1.3	Elect Director Nakamura, Izumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Yamada, Yasushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Sun Frontier Fudousan Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Ninomiya, Mitsuhiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Honda, Kenji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Okubo, Kazutaka	Mgmt	For	For
1.8	Elect Director Asai, Keiichi	Mgmt	For	For

Sun Hung Kai & Co. Limited

Meeting Date: 05/18/2023 Country: Hong Kong Ticker: 86

Meeting Type: Annual

Primary ISIN: HK0086000525 Primary SEDOL: 6859789

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Lee Seng Huang as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. The nomination committee should be majority 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.			
2b	Elect Evan Au Yang Chi Chun as Director	Mgmt	For	For
2c	Elect Jacqueline Alee Leung as Director	Mgmt	For	For
3	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
4C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Sun Life Financial Inc.

Meeting Date: 05/11/2023 | Country: Canada | Ticker: SLF
Meeting Type: Annual
Primary ISIN: CA8667961053 | Primary SEDOL: 2566124

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Deepak Chopra	Mgmt	For	For
1.2	Elect Director Stephanie L. Coyles	Mgmt	For	For
1.3	Elect Director Ashok K. Gupta	Mgmt	For	For
1.4	Elect Director M. Marianne Harris	Mgmt	For	For
1.5	Elect Director David H. Y. Ho	Mgmt	For	For
1.6	Elect Director Laurie G. Hylton	Mgmt	For	For
1.7	Elect Director Helen M. Mallovy Hicks	Mgmt	For	For
1.8	Elect Director Marie-Lucie Morin	Mgmt	For	For
1.9	Elect Director Joseph M. Natale	Mgmt	For	For
1.10	Elect Director Scott F. Powers	Mgmt	For	For
1.11	Elect Director Kevin D. Strain	Mgmt	For	For
1.12	Elect Director Barbara G. Stymiest	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	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.			
	Shareholder Proposal	Mgmt		
A	SP 1: Produce a Report Documenting the Health Impacts and Potential Insurance Implications of its Investments in Fossil Fuels on its Current and Future Client Base	SH	Against	Against

Sundrug Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 9989
Meeting Type: Annual
Primary ISIN: JP3336600006 | Primary SEDOL: 6817895

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For

Sundrug Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Sadakata, Hiroshi	Mgmt	For	For
2.2	Elect Director Tada, Naoki	Mgmt	For	For
2.3	Elect Director Sakai, Yoshimitsu	Mgmt	For	For
2.4	Elect Director Tada, Takashi	Mgmt	For	For
2.5	Elect Director Sugiura, Nobuhiko	Mgmt	For	For
2.6	Elect Director Matsumoto, Masato	Mgmt	For	For
2.7	Elect Director Tsuji, Tomoko	Mgmt	For	For
3	Appoint Statutory Auditor Yamashita, Kazutoshi	Mgmt	For	For
4	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.			

Sunnova Energy International Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: NOVA

Meeting Type: Annual

Primary ISIN: US86745K1043 Primary SEDOL: BJ9N563

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William J. (John) Berger	Mgmt	For	For
1.2	Elect Director Rahman D'Argenio	Mgmt	For	Withhold
	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.			
1.3	Elect Director Michael C. Morgan	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Variable remuneration should not contain a significant overlap of metrics.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

SunPower Corporation

Meeting Date: 05/11/2023 | Country: USA | Ticker: SPWR
Meeting Type: Annual
Primary ISIN: US8676524064 | Primary SEDOL: B59DK93

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter Faricy	Mgmt	For	For
1.2	Elect Director Nathaniel Anschuetz	Mgmt	For	For
1.3	Elect Director Thomas McDaniel	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Sunrun, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: RUN
Meeting Type: Annual
Primary ISIN: US86771W1053 | Primary SEDOL: BYXB1Y8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Leslie Dach	Mgmt	For	For
1.2	Elect Director Edward Fenster	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.3	Elect Director Mary Powell	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Sunrun, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Declassify the Board of Directors	Mgmt	For	For
	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.			
5	Eliminate 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.			

Sunstone Hotel Investors, Inc.

Meeting Date: 05/04/2023 Country: USA Ticker: SHO

Meeting Type: Annual

Primary ISIN: US8678921011 Primary SEDOL: B034LG1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director W. Blake Baird	Mgmt	For	For
1b	Elect Director Andrew Batinovich	Mgmt	For	For
1c	Elect Director Monica S. Digilio	Mgmt	For	For
1d	Elect Director Kristina M. Leslie	Mgmt	For	For
1e	Elect Director Murray J. McCabe	Mgmt	For	For
1f	Elect Director Verett Mims	Mgmt	For	For
1g	Elect Director Douglas M. Pasquale	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent. 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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Suntec Real Estate Investment Trust

Meeting Date: 04/20/2023 | Country: Singapore | Ticker: T82U
Meeting Type: Annual
Primary ISIN: SG1Q52922370 | Primary SEDOL: B04PZ72

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Report of the Trustee, the Statement by the Manager, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
4	Authorize Unit Repurchase Program	Mgmt	For	For
5	Amend Trust Deed	Mgmt	For	For

Supernus Pharmaceuticals, Inc.

Meeting Date: 06/16/2023 | Country: USA | Ticker: SUPN
Meeting Type: Annual
Primary ISIN: US8684591089 | Primary SEDOL: B72ZBG4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frederick M. Hudson	Mgmt	For	For
1.2	Elect Director Charles W. Newhall, III	Mgmt	For	Withhold
	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. The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Suruga Bank Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8358
Meeting Type: Annual
Primary ISIN: JP3411000007 | Primary SEDOL: 6864329

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Saga, Kosuke	Mgmt	For	Against
	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.			
1.2	Elect Director Kato, Kosuke	Mgmt	For	Against
	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.			
1.3	Elect Director Tsutsumi, Tomoaki	Mgmt	For	For
1.4	Elect Director Toya, Tomoki	Mgmt	For	For
1.5	Elect Director Miyajima, Takeshi	Mgmt	For	For
1.6	Elect Director Kusaki, Yoriyuki	Mgmt	For	For
1.7	Elect Director Yamamoto, Yukiteru	Mgmt	For	For
1.8	Elect Director Takahashi, Naoki	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Akita, Tatsuya	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Noge, Emi	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Namekata, Yoichi	Mgmt	For	For
3	Approve Liquidation of Suruga Bank	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and the proponent has not shown that shareholders should, in this instance, supplant the judgment of the board and management team or that adoption of this proposal will clearly lead to an increase in shareholder value.			
4.1	Remove Director and Audit Committee Member Satake, Yasumine	SH	Against	Against
	Voter Rationale: While an embezzlement incident at the bank's Odawara branch is a concern shareholders, the proponent has failed to make a case that this nominee's removal would maximize shareholder value.			
4.2	Remove Director and Audit Committee Member Noge, Emi	SH	Against	Against
	Voter Rationale: While an embezzlement incident at the bank's Odawara branch is a concern shareholders, the proponent has failed to make a case that this nominee's removal would maximize shareholder value.			
4.3	Remove Director and Audit Committee Member Namekata, Yoichi	SH	Against	Against
	Voter Rationale: While an embezzlement incident at the bank's Odawara branch is a concern shareholders, the proponent has failed to make a case that this nominee's removal would maximize shareholder value.			
5	Amend Articles to Stipulate that Female Directors Shall Account for at least 30 Percent of the Board	SH	Against	Against
	Voter Rationale: While we agree with the spirit of this proposal, the proposed requirement appears too prescriptive.			

Suruga Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Amend Articles to Establish Third-Party Committee which Monitors Internal Management System	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and the proponent has not shown that shareholders should, in this instance, supplant the judgment of the board and management team or that adoption of this proposal will clearly lead to an increase in shareholder value.			
7	Amend Articles to Establish Protest Handling Division	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and the proponent has not shown that shareholders should, in this instance, supplant the judgment of the board and management team or that adoption of this proposal will clearly lead to an increase in shareholder value.			
8	Amend Articles to Introduce Provision on Director Compensation and Stock Options in the event of Misconducts	SH	Against	Against
	Voter Rationale: It appears the company already has a policy in place regarding this; the bank's stock compensation schemes already have clawback and malus clauses, and in the event of scandal, the board would reduce compensation for officers, based on the opinion of the nomination and compensation committee.			
9	Amend Articles to Introduce Provision concerning Dividend Payout Policy	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive.			
10	Amend Articles to Immediately Disclose Whistleblowing	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and the proponent has not shown that shareholders should, in this instance, supplant the judgment of the board and management team or that adoption of this proposal will clearly lead to an increase in shareholder value.			
11	Amend Articles to Add Provision on Directors' Entrance Sweeping	SH	Against	Against
	Voter Rationale: The proposed amendment to the Company's articles does not appear appropriate or in the best interests of shareholders.			
12	Amend Articles to Limit External Training and Financial Education until Business Improvement Order Is Cleared	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and the proponent has not shown that shareholders should, in this instance, supplant the judgment of the board and management team or that adoption of this proposal will clearly lead to an increase in shareholder value.			
13	Remove Incumbent Director Kato, Kosuke	SH	Against	Against
	Voter Rationale: The proponent has failed to make a case that this nominee's removal would maximize shareholder value.			
14	Remove Incumbent Director Tsutsumi, Tomoaki	SH	Against	Against
	Voter Rationale: The proponent has failed to make a case that this nominee's removal would maximize shareholder value.			
15	Amend Articles to Establish Organization System toward Clearance of Business Improvement Order	SH	Against	Against
	Voter Rationale: This proposal is overly prescriptive and the proponent has not shown that shareholders should, in this instance, supplant the judgment of the board and management team or that adoption of this proposal will clearly lead to an increase in shareholder value.			
16	Amend Articles to Restore Shareholder Authority to Vote on Income Allocation and Share Buybacks	SH	Against	For
	Voter Rationale: The transfer of the authority to determine income allocation from the board to shareholders is beneficial to shareholders and the ability to submit alternate income allocation proposals will hold management more accountable for efficient capital allocation and restore a right unnecessarily removed.			

Suruga Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Amend Articles to Require Individual Compensation Disclosure for Directors and Executive Officers	SH	Against	For
	Voter Rationale: The proposed disclosure would promote accountability and help shareholders make better-informeddecisions			
18	Amend Articles to Cut Director Compensation until Business Improvement Order Is Cleared	SH	Against	Against
19	Amend Articles to Add Provision on Achievement of Business Improvement Plans	SH	Against	Against
20	Amend Articles to Disclose Status of Compliance Charter Observance	SH	Against	Against
21	Amend Articles to Ban Money Lending where Third-Party Intervenes	SH	Against	Against
22	Amend Articles to Add Business Lines Reflecting SDGs	SH	Against	Against

Suzuki Motor Corp.

Meeting Date: 06/23/2023 Country: Japan Ticker: 7269

Meeting Type: Annual

Primary ISIN: JP3397200001 Primary SEDOL: 6865504

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 Suzuki, Toshihiro	Mgmt	For	Against
	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. Given the recent updates to the board, we will keep this matter under review. However, we expect automotive companies we invest in to disclose short- or medium-term targets to reduce their Scope 3 emissions from use of sold products. We do not feel that Suzuki is currently meeting this expectation.			
2.2	Elect Director Nagao, Masahiko	Mgmt	For	For
2.3	Elect Director Suzuki, Toshiaki	Mgmt	For	For
2.4	Elect Director Saito, Kinji	Mgmt	For	For
2.5	Elect Director Ishii, Naomi	Mgmt	For	For
2.6	Elect Director Domichi, Hideaki	Mgmt	For	For
2.7	Elect Director Egusa, Shun	Mgmt	For	For
2.8	Elect Director Takahashi, Naoko	Mgmt	For	For
3	Approve Compensation Ceiling for Directors	Mgmt	For	For

Swire Pacific Limited

Meeting Date: 05/11/2023 | Country: Hong Kong | Ticker: 19
Meeting Type: Annual
Primary ISIN: HK0019000162 | Primary SEDOL: 6867748

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect P K Etchells as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
1b	Elect Z P Zhang as Director	Mgmt	For	For
1c	Elect G D McCallum as Director	Mgmt	For	For
1d	Elect E M Ngan as Director	Mgmt	For	For
1e	Elect B Y Zhang as Director	Mgmt	For	For
2	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Swire Properties Limited

Meeting Date: 05/09/2023 | Country: Hong Kong | Ticker: 1972
Meeting Type: Annual
Primary ISIN: HK0000063609 | Primary SEDOL: B67C2G0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Cheng Lily Ka Lai as Director	Mgmt	For	For
1b	Elect Choi Tak Kwan Thomas as Director	Mgmt	For	For
1c	Elect Lim Siang Keat Raymond as Director	Mgmt	For	For
1d	Elect Wu May Yihong as Director	Mgmt	For	For
2	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

Swire Properties Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Swiss Re AG

Meeting Date: 04/12/2023 | Country: Switzerland | Ticker: SREN

Meeting Type: Annual

Primary ISIN: CH0126881561 | Primary SEDOL: B545MG5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
1.2	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income and Dividends of USD 6.40 per Share	Mgmt	For	For
3	Approve Variable Short-Term Remuneration of Executive Committee in the Amount of CHF 9.2 Million	Mgmt	For	For
4	Approve Discharge of Board of Directors	Mgmt	For	For
5.1.a	Reelect Sergio Ermotti as Director and Board Chair	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given that the number of of female directors has increased since the last AGM, we will keep this matter under review.			
5.1.b	Reelect Karen Gavan as Director	Mgmt	For	For
5.1.c	Reelect Joachim Oechslin as Director	Mgmt	For	For
5.1.d	Reelect Deanna Ong as Director	Mgmt	For	For
5.1.e	Reelect Jay Ralph as Director	Mgmt	For	For
5.1.f	Reelect Joerg Reinhardt as Director	Mgmt	For	For
5.1.g	Reelect Philip Ryan as Director	Mgmt	For	For
5.1.h	Reelect Paul Tucker as Director	Mgmt	For	For
5.1.i	Reelect Jacques de Vaucleroy as Director	Mgmt	For	For

Swiss Re AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.1.j	Reelect Larry Zimpleman as Director	Mgmt	For	For
5.1.k	Elect Vanessa Lau as Director	Mgmt	For	For
5.1.l	Elect Pia Tischhauser as Director	Mgmt	For	For
5.2.1	Reappoint Karen Gavan as Member of the Compensation Committee	Mgmt	For	For
5.2.2	Reappoint Deanna Ong as Member of the Compensation Committee	Mgmt	For	For
5.2.3	Reappoint Joerg Reinhardt as Member of the Compensation Committee	Mgmt	For	For
5.2.4	Reappoint Jacques de Vaucleroy as Member of the Compensation Committee	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
5.2.5	Appoint Jay Ralph as Member of the Compensation Committee	Mgmt	For	For
5.3	Designate Proxy Voting Services GmbH as Independent Proxy	Mgmt	For	For
5.4	Ratify KPMG as Auditors	Mgmt	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 9.2 Million	Mgmt	For	For
6.2	Approve Fixed and Variable Long-Term Remuneration of Executive Committee in the Amount of CHF 33 Million	Mgmt	For	For
7.1	Approve Creation of Capital Band within the Upper Limit of CHF 40.2 Million and the Lower Limit of CHF 28.6 Million with or without Exclusion of Preemptive Rights; Amend Conditional Capital Authorization; Editorial Amendments	Mgmt	For	For
7.2	Amend Articles Re: General Meetings (Incl. Virtual-Only or Hybrid Shareholder Meetings)	Mgmt	For	For
7.3	Amend Articles of Association	Mgmt	For	For
8	Transact Other Business (Voting)	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Swissquote Group Holding Ltd.

Meeting Date: 05/10/2023 Country: Switzerland Ticker: SQN

Meeting Type: Annual

Primary ISIN: CH0010675863 Primary SEDOL: B1X3KP7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Approve Allocation of Income and Dividends of CHF 2.20 per Share	Mgmt	For	For
4	Approve Discharge of Board and Senior Management	Mgmt	For	For
5.1.1	Reelect Markus Dennler as Director and Board Chair	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
5.1.2	Reelect Jean-Christophe Pernollet as Director	Mgmt	For	For
5.1.3	Reelect Beat Oberlin as Director	Mgmt	For	For
5.1.4	Reelect Monica Dell'Anna as Director	Mgmt	For	For
5.1.5	Reelect Michael Ploog as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
5.1.6	Reelect Paolo Buzzi as Director	Mgmt	For	For
5.1.7	Reelect Demetra Kalogerou as Director	Mgmt	For	For
5.1.8	Elect Esther Finidor as Director	Mgmt	For	For
5.2.1	Reappoint Beat Oberlin as Member of the Nomination and Compensation Committee	Mgmt	For	For
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given that the number of female directors has increased, we will keep this matter under review.			
5.2.2	Reappoint Monica Dell'Anna as Member of the Nomination and Compensation Committee	Mgmt	For	For
5.2.3	Appoint Paolo Buzzi as Member of the Nomination and Compensation Committee	Mgmt	For	For
5.3	Ratify PricewaterhouseCoopers Ltd as Auditors	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
5.4	Designate Juan Gil as Independent Proxy	Mgmt	For	For

Swissquote Group Holding Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.1	Approve Remuneration of Directors in the Amount of CHF 1.5 Million	Mgmt	For	For
6.2	Approve Remuneration of Executive Committee in the Amount of CHF 8.5 Million	Mgmt	For	For
7.1	Approve Creation of Capital Band within the Upper Limit of CHF 3.4 Million and the Lower Limit of CHF 3.1 Million with or without Exclusion of Preemptive Rights	Mgmt	For	For
7.2	Amend Articles Re: General Meetings	Mgmt	For	For
7.3	Amend Articles Re: Board Meetings; Powers of the Board of Directors	Mgmt	For	For
7.4	Amend Articles Re: Compensation of the Board of Directors; External Mandates for Members of the Board of Directors and Executive Committee	Mgmt	For	For
7.5	Amend Articles Re: Place of Jurisdiction	Mgmt	For	For
8	Transact Other Business (Voting)	Mgmt	For	Against

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

Synchrony Financial

Meeting Date: 05/18/2023 Country: USA Ticker: SYF

Meeting Type: Annual

Primary ISIN: US87165B1035 Primary SEDOL: BP96PS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brian D. Doubles	Mgmt	For	For
1b	Elect Director Fernando Aguirre	Mgmt	For	For
1c	Elect Director Paget L. Alves	Mgmt	For	For
1d	Elect Director Kamila Chytil	Mgmt	For	For
1e	Elect Director Arthur W. Coviello, Jr.	Mgmt	For	For
1f	Elect Director Roy A. Guthrie	Mgmt	For	For
1g	Elect Director Jeffrey G. Naylor	Mgmt	For	For
1h	Elect Director P.W. "Bill" Parker	Mgmt	For	For
1i	Elect Director Laurel J. Richie	Mgmt	For	For
1j	Elect Director Ellen M. Zane	Mgmt	For	For

Synchrony Financial

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Synopsys, Inc.

Meeting Date: 04/12/2023 | Country: USA | Ticker: SNPS

Meeting Type: Annual

Primary ISIN: US8716071076 | Primary SEDOL: 2867719

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Aart J. de Geus	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
1b	Elect Director Luis Borgen	Mgmt	For	For
1c	Elect Director Marc N. Casper	Mgmt	For	For
1d	Elect Director Janice D. Chaffin	Mgmt	For	For
1e	Elect Director Bruce R. Chizen	Mgmt	For	Against
	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.			
1f	Elect Director Mercedes Johnson	Mgmt	For	For
1g	Elect Director Jeannine P. Sargent	Mgmt	For	For
1h	Elect Director John G. Schwarz	Mgmt	For	For
	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. We note that the remuneration committee has recently appointed a new member so we will continue to monitor this.			
1i	Elect Director Roy Vallee	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
	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. We note the performance period for PSUs beginning in FY23 will be 3 years.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Synopsys, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	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. 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. We note the performance period for PSUs beginning in FY23 will be 3 years.			
5	Ratify KPMG 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.			
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			

Synovus Financial Corp.

Meeting Date: 04/26/2023 | Country: USA | Ticker: SNV

Meeting Type: Annual

Primary ISIN: US87161C5013 | Primary SEDOL: BMH4NJ8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stacy Apter	Mgmt	For	For
1b	Elect Director Tim E. Bentsen	Mgmt	For	For
1c	Elect Director Kevin S. Blair	Mgmt	For	For
1d	Elect Director Pedro Cherry	Mgmt	For	For
1e	Elect Director John H. Irby	Mgmt	For	For
1f	Elect Director Diana M. Murphy	Mgmt	For	For
1g	Elect Director Harris Pastides	Mgmt	For	For
1h	Elect Director John L. Stallworth	Mgmt	For	For
1i	Elect Director Barry L. Storey	Mgmt	For	For
1j	Elect Director Alexandra Villoch	Mgmt	For	For
1k	Elect Director Teresa White	Mgmt	For	For
2	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Ratify KPMG 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.			

Syrah Resources Limited

Meeting Date: 05/19/2023 | Country: Australia | Ticker: SYR
Meeting Type: Annual
Primary ISIN: AU000000SYR9 | Primary SEDOL: B23HV20

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
2	Elect Jose Manuel Caldeira as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
3	Elect Sara Watts as Director	Mgmt	For	For
4	Approve Grant of Performance Rights to Shaun Verner	Mgmt	For	For
5	Approve Issuance of Shares to Shaun Verner	Mgmt	For	For
6	Approve Issuance of Share Rights under the Non-Executive Director Share Rights Plan - Salary Sacrifice	Mgmt	None	For
7	Approve Issuance of Share Rights under the Non-Executive Director Share Rights Plan - Equity Grant	Mgmt	None	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.			
8	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	None	Against
	Voter Rationale: A vote AGAINST this resolution is warranted because the quantum of the increase is considered excessive on the basis that there currently is sufficient headroom within the existing fee cap to accommodate an additional director or temporary increase in directors for board renewal/transition.			

Sysmex Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 6869
Meeting Type: Annual
Primary ISIN: JP3351100007 | Primary SEDOL: 6883807

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 42	Mgmt	For	For
2.1	Elect Director Ietsugu, Hisashi	Mgmt	For	Against
	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.			

Sysmex Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Asano, Kaoru	Mgmt	For	Against
	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.			
2.3	Elect Director Tachibana, Kenji	Mgmt	For	For
2.4	Elect Director Matsui, Iwane	Mgmt	For	For
2.5	Elect Director Yoshida, Tomokazu	Mgmt	For	For
2.6	Elect Director Ono, Takashi	Mgmt	For	For
2.7	Elect Director Takahashi, Masayo	Mgmt	For	For
2.8	Elect Director Ota, Kazuo	Mgmt	For	For
2.9	Elect Director Fukumoto, Hidekazu	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Onishi, Koichi	Mgmt	For	For

Systena Corp.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 2317

Meeting Type: Annual

Primary ISIN: JP3351050004 | Primary SEDOL: 6537881

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hemmi, Yoshichika	Mgmt	For	Against
	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.			
1.2	Elect Director Miura, Kenji	Mgmt	For	Against
	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.			
1.3	Elect Director Taguchi, Makoto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Fujii, Hiroyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Hemmi, Shingo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Kotani, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Suzuki, Yukio	Mgmt	For	For

Systena Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Ogawa, Koichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Ito, Mari	Mgmt	For	For
2.1	Appoint Statutory Auditor Adagawa, Hiroshi	Mgmt	For	For
2.2	Appoint Statutory Auditor Tokuono, Nobushige	Mgmt	For	For
2.3	Appoint Statutory Auditor Arita, Toshiji	Mgmt	For	For

T&D Holdings, Inc.

Meeting Date: 06/28/2023 Country: Japan Ticker: 8795

Meeting Type: Annual

Primary ISIN: JP3539220008 Primary SEDOL: 6744294

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 31	Mgmt	For	For
2.1	Elect Director Uehara, Hirohisa	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Moriyama, Masahiko	Mgmt	For	For
2.3	Elect Director Nagai, Hotaka	Mgmt	For	For
2.4	Elect Director Ogo, Naoki	Mgmt	For	For
2.5	Elect Director Watanabe, Kensaku	Mgmt	For	For
2.6	Elect Director Soejima, Naoki	Mgmt	For	For
2.7	Elect Director Kitahara, Mutsuro	Mgmt	For	For

T. Rowe Price Group, Inc.

Meeting Date: 05/09/2023 Country: USA Ticker: TROW

Meeting Type: Annual

Primary ISIN: US74144T1088 Primary SEDOL: 2702337

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Glenn R. August	Mgmt	For	For

T. Rowe Price Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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.			
1b	Elect Director Mark S. Bartlett	Mgmt	For	For
1c	Elect Director Dina Dublon	Mgmt	For	For
1d	Elect Director Freeman A. Hrabowski, III	Mgmt	For	For
1e	Elect Director Robert F. MacLellan	Mgmt	For	For
1f	Elect Director Eileen P. Rominger	Mgmt	For	For
1g	Elect Director Robert W. Sharps	Mgmt	For	For
1h	Elect Director Robert J. Stevens	Mgmt	For	For
1i	Elect Director William J. Stromberg	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1j	Elect Director Sandra S. Wijnberg	Mgmt	For	For
1k	Elect Director Alan D. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics.			
3	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify KPMG 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.			

TAG Immobilien AG

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

Meeting Type: Annual

Primary ISIN: DE0008303504 Primary SEDOL: 5735631

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

TAG Immobilien AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.			
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For
6.1	Elect Rolf Elgeti to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. 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.			
6.2	Elect Olaf Borkers to the Supervisory Board	Mgmt	For	For
6.3	Elect Kristin Wellner to the Supervisory Board	Mgmt	For	For
6.4	Elect Philipp Wagner to the Supervisory Board	Mgmt	For	For
7	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
8	Approve Creation of EUR 35 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	For
9	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 1.4 Billion; Approve Creation of EUR 35 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For
10	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			
11	Approve Virtual-Only Shareholder Meetings Until 2025; Amend Articles Re: Absentee Vote; Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission; General Meeting Chair and Procedure	Mgmt	For	For
12	Amend Articles of Association	Mgmt	For	For

TAISEI Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 1801
Meeting Type: Annual
Primary ISIN: JP3443600006 | Primary SEDOL: 6870100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For
2.1	Elect Director Tanaka, Shigeyoshi	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Aikawa, Yoshiro	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Tsuchiya, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Okada, Masahiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Kimura, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Yamaura, Mayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Yoshino, Yuichiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Tsuji, Toshiyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Nishimura, Atsuko	Mgmt	For	For
2.10	Elect Director Otsuka, Norio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.11	Elect Director Kokubu, Fumiya	Mgmt	For	For
2.12	Elect Director Kamijo, Tsutomu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Appoint Statutory Auditor Hayashi, Takashi	Mgmt	For	Against
	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.			

TAISEI Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Appoint Statutory Auditor Okuda, Shuichi	Mgmt	For	Against
	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.			

Taisho Pharmaceutical Holdings Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4581

Meeting Type: Annual

Primary ISIN: JP3442850008 | Primary SEDOL: B3QX5G4

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 Uehara, Akira	Mgmt	For	Against
	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.			
2.2	Elect Director Uehara, Shigeru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Uehara, Ken	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kuroda, Jun	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Watanabe, Tetsu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Kitatani, Osamu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kunibe, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Uemura, Hiroyuki	Mgmt	For	For
3.1	Appoint Statutory Auditor Kameo, Kazuya	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Ikoma, Takeshi	Mgmt	For	Against
	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.			

Taisho Pharmaceutical Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Appoint Statutory Auditor Aoi, Chushiro	Mgmt	For	For
3.4	Appoint Statutory Auditor Matsuo, Makoto	Mgmt	For	Against
	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.			

Taiwan Semiconductor Manufacturing Co., Ltd.

Meeting Date: 06/06/2023 Country: Taiwan Ticker: 2330
Meeting Type: Annual
Primary ISIN: TW0002330008 Primary SEDOL: 6889106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
	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.			
2	Approve Issuance of Restricted Stocks	Mgmt	For	For
3	Amend Procedures for Endorsement and Guarantees	Mgmt	For	Against
	Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.			
4	Amend the Name of Audit Committee in the Policies (I)Procedures for Acquisition or Disposal of Assets (II)Procedures for Financial Derivatives Transactions (III)Procedures for Lending Funds to Other Parties (IV)Procedures for Endorsement and Guarantee	Mgmt	For	For

Taiyo Holdings Co., Ltd.

Meeting Date: 06/17/2023 Country: Japan Ticker: 4626
Meeting Type: Annual
Primary ISIN: JP3449100001 Primary SEDOL: 6871783

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 52	Mgmt	For	For
2	Appoint Alternate Statutory Auditor Todo, Masahiko	Mgmt	For	For

Taiyo Yuden Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6976
Meeting Type: Annual
Primary ISIN: JP3452000007 | Primary SEDOL: 6870564

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For
2.1	Elect Director Tosaka, Shoichi	Mgmt	For	For
2.2	Elect Director Masuyama, Shinji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Sase, Katsuya	Mgmt	For	For
2.4	Elect Director Fukuda, Tomomitsu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Hiraiwa, Masashi	Mgmt	For	For
2.6	Elect Director Koike, Seiichi	Mgmt	For	For
2.7	Elect Director Hamada, Emiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Appoint Statutory Auditor Honda, Toshimitsu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Fujita, Tomomi	Mgmt	For	For

Takara Holdings, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 2531
Meeting Type: Annual
Primary ISIN: JP3459600007 | Primary SEDOL: 6870382

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 38	Mgmt	For	For
2.1	Elect Director Kimura, Mutsumi	Mgmt	For	For
2.2	Elect Director Takahashi, Hideo	Mgmt	For	For
2.3	Elect Director Nakao, Koichi	Mgmt	For	For
2.4	Elect Director Mori, Keisuke	Mgmt	For	For
2.5	Elect Director Tomotsune, Masako	Mgmt	For	For

Takara Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Kawakami, Tomoko	Mgmt	For	For
2.7	Elect Director Motomiya, Takao	Mgmt	For	For
3	Appoint Statutory Auditor Yoshimoto, Akiko	Mgmt	For	For

Takashimaya Co., Ltd.

Meeting Date: 05/23/2023 | Country: Japan | Ticker: 8233

Meeting Type: Annual

Primary ISIN: JP3456000003 | Primary SEDOL: 6870401

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 14	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Suzuki, Koji	Mgmt	For	For
3.2	Elect Director Murata, Yoshio	Mgmt	For	For
3.3	Elect Director Kiyose, Masayuki	Mgmt	For	For
3.4	Elect Director Yokoyama, Kazuhisa	Mgmt	For	For
3.5	Elect Director Yagi, Nobukazu	Mgmt	For	For
3.6	Elect Director Takayama, Shunzo	Mgmt	For	For
3.7	Elect Director Utsunomiya, Yuko	Mgmt	For	For
3.8	Elect Director Kuramoto, Shinsuke	Mgmt	For	For
3.9	Elect Director Goto, Akira	Mgmt	For	For
3.10	Elect Director Yoko, Keisuke	Mgmt	For	For
3.11	Elect Director Arima, Atsumi	Mgmt	For	For
3.12	Elect Director Ebisawa, Miyuki	Mgmt	For	For
4.1	Appoint Statutory Auditor Okabe, Tsuneaki	Mgmt	For	Against
	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.			
4.2	Appoint Statutory Auditor Sugahara, Kunihiko	Mgmt	For	For
4.3	Appoint Statutory Auditor Terahara, Makiko	Mgmt	For	For
5	Appoint Alternate Statutory Auditor Onishi, Yuko	Mgmt	For	Against
	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.			
6	Approve Annual Bonus	Mgmt	For	For

Takeda Pharmaceutical Co., Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 4502
Meeting Type: Annual
Primary ISIN: JP3463000004 | Primary SEDOL: 6870445

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 90	Mgmt	For	For
2.1	Elect Director Christophe Weber	Mgmt	For	For
2.2	Elect Director Andrew Plump	Mgmt	For	For
2.3	Elect Director Constantine Saroukos	Mgmt	For	For
2.4	Elect Director Iijima, Masami	Mgmt	For	For
2.5	Elect Director Olivier Bohuon	Mgmt	For	For
2.6	Elect Director Jean-Luc Butel	Mgmt	For	For
2.7	Elect Director Ian Clark	Mgmt	For	For
2.8	Elect Director Steven Gillis	Mgmt	For	For
2.9	Elect Director John Maraganore	Mgmt	For	For
2.10	Elect Director Michel Orsinger	Mgmt	For	For
2.11	Elect Director Tsusaka, Miki	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

Tandem Diabetes Care, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: TNDM
Meeting Type: Annual
Primary ISIN: US8753722037 | Primary SEDOL: BF3W461

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kim D. Blickenstaff	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Myoungil Cha	Mgmt	For	For
1c	Elect Director Peyton R. Howell	Mgmt	For	For
1d	Elect Director Joao Paulo Falcao Malagueira	Mgmt	For	For
1e	Elect Director Kathleen McGroddy-Goetz	Mgmt	For	For
1f	Elect Director John F. Sheridan	Mgmt	For	For
1g	Elect Director Christopher J. Twomey	Mgmt	For	For

Tandem Diabetes Care, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Omnibus Stock Plan	Mgmt	For	Against
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Tanger Factory Outlet Centers, Inc.

Meeting Date: 05/19/2023 Country: USA Ticker: SKT

Meeting Type: Annual

Primary ISIN: US8754651060 Primary SEDOL: 2874582

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey B. Citrin	Mgmt	For	For
1.2	Elect Director David B. Henry	Mgmt	For	For
1.3	Elect Director Sandeep L. Mathrani	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.4	Elect Director Thomas J. Reddin	Mgmt	For	For
1.5	Elect Director Bridget M. Ryan-Berman	Mgmt	For	For
1.6	Elect Director Susan E. Skerritt	Mgmt	For	For
1.7	Elect Director Steven B. Tanger	Mgmt	For	For
1.8	Elect Director Luis A. Ubinas	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			

Tanger Factory Outlet Centers, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Stephen J. Yalof	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Targa Resources Corp.

Meeting Date: 05/23/2023 Country: USA Ticker: TRGP

Meeting Type: Annual

Primary ISIN: US87612G1013 Primary SEDOL: B55PZY3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paul W. Chung	Mgmt	For	Against
	Voter Rationale: We expect issuer to establish Scope 1 and 2 emissions reduction targets.			
1.2	Elect Director Charles R. Crisp	Mgmt	For	For
1.3	Elect Director Laura C. Fulton	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Targa Resources Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Report on Efforts to Reduce Methane Emission Venting and Flaring in Supply Chain	SH	Against	For
	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.			

Target Corporation

Meeting Date: 06/14/2023 Country: USA Ticker: TGT

Meeting Type: Annual

Primary ISIN: US87612E1064 Primary SEDOL: 2259101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David P. Abney	Mgmt	For	For
1b	Elect Director Douglas M. Baker, Jr.	Mgmt	For	For
1c	Elect Director George S. Barrett	Mgmt	For	For
1d	Elect Director Gail K. Boudreaux	Mgmt	For	For
1e	Elect Director Brian C. Cornell	Mgmt	For	For
1f	Elect Director Robert L. Edwards	Mgmt	For	For
1g	Elect Director Donald R. Knauss	Mgmt	For	For
1h	Elect Director Christine A. Leahy	Mgmt	For	For
1i	Elect Director Monica C. Lozano	Mgmt	For	For
1j	Elect Director Grace Puma	Mgmt	For	For
1k	Elect Director Derica W. Rice	Mgmt	For	For
1l	Elect Director Dmitri L. Stockton	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			

Target Hospitality Corp.

Meeting Date: 05/18/2023 | Country: USA | Ticker: TH
Meeting Type: Annual
Primary ISIN: US87615L1070 | Primary SEDOL: BJMYWL7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Martin L. Jimmerson	Mgmt	For	For
1.2	Elect Director Pamela H. Patenaude	Mgmt	For	For
1.3	Elect Director Jeff Sagansky	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.4	Elect Director James B. Archer	Mgmt	For	For
1.5	Elect Director Joy Berry	Mgmt	For	For
1.6	Elect Director Barbara J. Faulkenberry	Mgmt	For	For
1.7	Elect Director Linda Medler	Mgmt	For	For
1.8	Elect Director Stephen Robertson	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Taseko Mines Limited

Meeting Date: 06/15/2023 | Country: Canada | Ticker: TKO
Meeting Type: Annual
Primary ISIN: CA8765111064 | Primary SEDOL: 2873006

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Anu Dhir	Mgmt	For	Withhold
	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. 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.			
2.2	Elect Director Robert A. Dickinson	Mgmt	For	Withhold
	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. 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.			
2.3	Elect Director Russell E. Hallbauer	Mgmt	For	Withhold
	Voter Rationale: The nominee is a former executive and considered to be non-independent. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kenneth W. Pickering	Mgmt	For	For

Taseko Mines Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Rita P. Maguire	Mgmt	For	Withhold
	Voter Rationale: The nominee is a former executive and considered to be non-independent. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Stuart McDonald	Mgmt	For	For
2.7	Elect Director Peter C. Mitchell	Mgmt	For	Withhold
	Voter Rationale: The nominee is a former executive and considered to be non-independent. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
2.8	Elect Director Ronald W. Thiessen	Mgmt	For	Withhold
	Voter Rationale: The nominee is a former executive and considered to be non-independent. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. 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 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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	Withhold
	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.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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. 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.			

TaskUs, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: TASK

Meeting Type: Annual

Primary ISIN: US87652V1098 | Primary SEDOL: BN44TB2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jaspar Weir	Mgmt	For	Withhold
	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.			
1.2	Elect Director Amit Dixit	Mgmt	For	Withhold
	Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. 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 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. 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 which adversely impacts shareholder rights.			

TaskUs, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Michelle Gonzalez	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Taylor Morrison Home Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: TMHC
Meeting Type: Annual
Primary ISIN: US87724P1066 | Primary SEDOL: B832462

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter Lane	Mgmt	For	For
1b	Elect Director William H. Lyon	Mgmt	For	For
1c	Elect Director Anne L. Mariucci	Mgmt	For	For
1d	Elect Director David C. Merritt	Mgmt	For	For
1e	Elect Director Andrea (Andi) Owen	Mgmt	For	For
1f	Elect Director Sheryl D. Palmer	Mgmt	For	For
1g	Elect Director Denise F. Warren	Mgmt	For	For
1h	Elect Director Christopher Yip	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

TBS Holdings, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9401
Meeting Type: Annual
Primary ISIN: JP3588600001 | Primary SEDOL: 6894166

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For

TBS Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Takeda, Shinji	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management. 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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Sasaki, Takashi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management. 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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Kawai, Toshiaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Sugai, Tatsuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Watanabe, Shoichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Chisaki, Masaya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kashiwaki, Hitoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Yagi, Yosuke	Mgmt	For	For
2.9	Elect Director Haruta, Makoto	Mgmt	For	For
2.10	Elect Director Takei, Natsuko	Mgmt	For	For
3	Approve Compensation Ceiling for Directors	Mgmt	For	For
4	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.			

TC Energy Corporation

Meeting Date: 05/02/2023 | Country: Canada | Ticker: TRP

Meeting Type: Annual

Primary ISIN: CA87807B1076 | Primary SEDOL: BJMY6G0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cheryl F. Campbell	Mgmt	For	For

TC Energy Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Michael R. Culbert	Mgmt	For	For
1.3	Elect Director William D. Johnson	Mgmt	For	For
1.4	Elect Director Susan C. Jones	Mgmt	For	For
1.5	Elect Director John E. Lowe	Mgmt	For	For
1.6	Elect Director David MacNaughton	Mgmt	For	For
1.7	Elect Director Francois L. Poirier	Mgmt	For	For
1.8	Elect Director Una Power	Mgmt	For	For
1.9	Elect Director Mary Pat Salomone	Mgmt	For	For
1.10	Elect Director Indira Samarasekera	Mgmt	For	For
1.11	Elect Director Siim A. Vanaselja	Mgmt	For	For
1.12	Elect Director Thierry Vandal	Mgmt	For	For
1.13	Elect Director Dheeraj "D" Verma	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

TDK Corp.

Meeting Date: 06/22/2023 Country: Japan Ticker: 6762

Meeting Type: Annual

Primary ISIN: JP3538800008 Primary SEDOL: 6869302

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 53	Mgmt	For	For
2.1	Elect Director Saito, Noboru	Mgmt	For	For
2.2	Elect Director Yamanishi, Tetsuji	Mgmt	For	For
2.3	Elect Director Ishiguro, Shigenao	Mgmt	For	For
2.4	Elect Director Sato, Shigeki	Mgmt	For	For
2.5	Elect Director Nakayama, Kozue	Mgmt	For	For

TDK Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Iwai, Mutsuo	Mgmt	For	For
2.7	Elect Director Yamana, Shoei	Mgmt	For	For
3.1	Appoint Statutory Auditor Momozuka, Takakazu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Ishikawa, Masato	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Douglas K. Freeman	Mgmt	For	For
3.4	Appoint Statutory Auditor Yamamoto, Chizuko	Mgmt	For	For
3.5	Appoint Statutory Auditor Fujino, Takashi	Mgmt	For	For

Tecan Group AG

Meeting Date: 04/18/2023 Country: Switzerland Ticker: TECN

Meeting Type: Annual

Primary ISIN: CH0012100191 Primary SEDOL: 7110902

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Approve Allocation of Income and Dividends of CHF 1.45 per Share	Mgmt	For	For
2.2	Approve Dividends of CHF 1.45 per Share from Capital Contribution Reserves	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For
4	Elect Matthias Gillner as Director	Mgmt	For	For
5.1	Reelect Lukas Braunschweiler as Director	Mgmt	For	For
5.2	Reelect Myra Eskes as Director	Mgmt	For	For
5.3	Reelect Oliver Fetzer as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
5.4	Reelect Karen Huebscher as Director	Mgmt	For	For
5.5	Reelect Christa Kreuzburg as Director	Mgmt	For	For
5.6	Reelect Daniel Marshak as Director	Mgmt	For	For

Tecan Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Reelect Lukas Braunschweiler as Board Chair	Mgmt	For	For
7.1	Reappoint Myra Eskes as Member of the Compensation Committee	Mgmt	For	For
7.2	Reappoint Oliver Fetzer as Member of the Compensation Committee	Mgmt	For	For
7.3	Reappoint Christa Kreuzburg as Member of the Compensation Committee	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
7.4	Reappoint Daniel Marshak as Member of the Compensation Committee	Mgmt	For	For
8	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
9	Designate Proxy Voting Services GmbH as Independent Proxy	Mgmt	For	For
10.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
10.2	Approve Remuneration of Directors in the Amount of CHF 1.5 Million	Mgmt	For	For
10.3	Approve Remuneration of Executive Committee in the Amount of CHF 20.5 Million	Mgmt	For	For
11	Transact Other Business (Voting)	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

TechTarget, Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: TTGT

Meeting Type: Annual

Primary ISIN: US87874R1005 Primary SEDOL: B1XH822

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Cotoia	Mgmt	For	For

TechTarget, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Roger M. Marino	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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.			
1.3	Elect Director Christina Van Houten	Mgmt	For	For
2	Ratify Stowe & Degon, LLC as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Techtronic Industries Co., Ltd.

Meeting Date: 05/12/2023	Country: Hong Kong Meeting Type: Annual	Ticker: 669	
		Primary ISIN: HK0669013440	Primary SEDOL: B0190C7

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 Horst Julius Pudwill as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. We expect companies in this sector to set scope 3 targets			
3b	Elect Joseph Galli Jr. as Director	Mgmt	For	For

Techtronic Industries Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3c	Elect Frank Chi Chung Chan as Director	Mgmt	For	For
3d	Elect Robert Hinman Getz as Director	Mgmt	For	For
3e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Approve the Amendments to Share Award Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Variable remuneration and equity incentives 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.			
8	Approve the Amendments to Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Variable remuneration and equity incentives 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.			

Tejon Ranch Co.

Meeting Date: 05/09/2023	Country: USA	Ticker: TRC	
	Meeting Type: Annual		
		Primary ISIN: US8790801091	Primary SEDOL: 2880448

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven A. Betts	Mgmt	For	For
1.2	Elect Director Gregory S. Bielli	Mgmt	For	For
1.3	Elect Director Anthony L. Leggio	Mgmt	For	For
1.4	Elect Director Norman J. Metcalfe	Mgmt	For	Withhold
	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.			
1.5	Elect Director Rhea Frawn Morgan	Mgmt	For	For

Tejon Ranch Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Geoffrey L. Stack	Mgmt	For	Withhold
	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.			
1.7	Elect Director Daniel R. Tisch	Mgmt	For	For
1.8	Elect Director Michael H. Winer	Mgmt	For	Withhold
	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 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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. 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.			

Teladoc Health, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: TDOC

Meeting Type: Annual

Primary ISIN: US87918A1051 | Primary SEDOL: BYQRFY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Karen L. Daniel	Mgmt	For	For
1b	Elect Director Sandra L. Fenwick	Mgmt	For	For
1c	Elect Director Jason Gorevic	Mgmt	For	For
1d	Elect Director Catherine A. Jacobson	Mgmt	For	For
1e	Elect Director Thomas G. McKinley	Mgmt	For	For
1f	Elect Director Kenneth H. Paulus	Mgmt	For	For
1g	Elect Director David L. Shedlarz	Mgmt	For	For
1h	Elect Director Mark Douglas Smith	Mgmt	For	For
1i	Elect Director David B. Snow, Jr.	Mgmt	For	For

Teladoc Health, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. 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	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
6	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against

Telecom Italia SpA

Meeting Date: 04/20/2023 | Country: Italy | Ticker: TIT

Meeting Type: Annual

Primary ISIN: IT0003497168 | Primary SEDOL: 7634394

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
	Management Proposals	Mgmt		
1	Approve Financial Statements, Statutory Reports, and Treatment of Net Loss	Mgmt	For	For
2.1	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
2.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3.1	Elect Giulio Gallazzi as Director	Mgmt	For	For
3.2	Elect Massimo Sarmi as Director	Mgmt	For	For

Telecom Italia SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Elect Director	Mgmt		
3.3.1	Shareholder Proposal Submitted by Franco Lombardi	SH	None	Against
	Voter Rationale: A vote AGAINST Item 3.3.1 is warranted because: - Shareholders can support only one candidate. - The candidate proposed under Item 3.3.2 seems better positioned to represent the interests of all minority shareholders, including global institutional investors.			
3.3.2	Shareholder Proposal Submitted by Institutional Investors (Assogestioni)	SH	None	For
	Voter Rationale: The candidate proposed under Item 3.3.2 seems better positioned to represent the interests of all minority shareholders, including global institutional investors.			
	Management Proposals	Mgmt		
4	Approve Short-Term Incentive Plan	Mgmt	For	For
5	Approve Long-Term Incentive Plan	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. 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.			
6	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Short-Term Incentive Plan and Long-Term Incentive Plan	Mgmt	For	For
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Teledyne Technologies Incorporated

Meeting Date: 04/26/2023 Country: USA Ticker: TDY

Meeting Type: Annual

Primary ISIN: US8793601050 Primary SEDOL: 2503477

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth C. Dahlberg	Mgmt	For	Against
	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.			
1.2	Elect Director Michelle A. Kumbier	Mgmt	For	For
	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.			
1.3	Elect Director Robert A. Malone	Mgmt	For	For
	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.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Teledyne Technologies Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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. 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 incentives should not be delivered via cash or other non-equity vehicles.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Teleflex Incorporated

Meeting Date: 05/05/2023 Country: USA Ticker: TFX

Meeting Type: Annual

Primary ISIN: US8793691069 Primary SEDOL: 2881407

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gretchen R. Haggerty	Mgmt	For	Against
	Voter Rationale: Company fails to meet our Climate VAM Net Zero Model expectations. In particular, we note the company has failed to disclose scope 1, 2, and 3 emissions and has no 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.			
1b	Elect Director Liam J. Kelly	Mgmt	For	For
1c	Elect Director Jaewon Ryu	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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. 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.			
3	Eliminate 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Teleflex Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Ratify PricewaterhouseCoopers 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.			
7	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			

Teleperformance SE

Meeting Date: 04/13/2023 | Country: France | Ticker: TEP

Meeting Type: Annual/Special

Primary ISIN: FR0000051807 | Primary SEDOL: 5999330

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.85 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For
6	Approve Compensation of Daniel Julien, Chairman and CEO	Mgmt	For	Abstain
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7	Approve Compensation of Olivier Rigaudy, Vice-CEO	Mgmt	For	Abstain
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			

Teleperformance SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Remuneration Policy of Directors	Mgmt	For	For
9	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
10	Approve Remuneration Policy of Vice-CEO	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
11	Reelect Christobel Selecky as Director	Mgmt	For	For
12	Reelect Angela Maria Sierra-Moreno as Director	Mgmt	For	For
13	Reelect Jean Guez as Director	Mgmt	For	For
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
14	Elect Varun Bery as Director	Mgmt	For	For
15	Elect Bhupender Singh as Director	Mgmt	For	For
16	Appoint PricewaterhouseCoopers Audit SAS as Auditor	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.			
17	Renew Appointment of Deloitte & Associes SA as Auditor	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.			
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		

Teleperformance SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
20	Authorize Capitalization of Reserves of Up to EUR 142 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
21	Authorize Capital Increase for Contributions in Kind, up to Aggregate Nominal Amount of EUR 7.2 Million	Mgmt	For	For
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Telephone and Data Systems, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: TDS

Meeting Type: Annual

Primary ISIN: US8794338298 Primary SEDOL: B6YR5K3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Clarence A. Davis	Mgmt	For	Withhold
	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.			
1.2	Elect Director George W. Off	Mgmt	For	Withhold
	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. 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. 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.			
1.3	Elect Director Wade Oosterman	Mgmt	For	Withhold
	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.			
1.4	Elect Director Dirk S. Woessner	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Approve Non-Employee Director 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			

Telephone and Data Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
6	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
	Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.			

Telix Pharmaceuticals Limited

Meeting Date: 05/24/2023 Country: Australia Ticker: TLX
Meeting Type: Annual
Primary ISIN: AU000000TLX2 Primary SEDOL: BF7M092

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect H Kevin McCann as Director	Mgmt	For	For
2b	Elect Mark Nelson as Director	Mgmt	For	For
3	Approve Issuance of Performance Share Appreciation Rights to Christian Behrenbruch	Mgmt	For	For
4	Approve Remuneration Report	Mgmt	None	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The 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.			

Tellurian Inc.

Meeting Date: 06/07/2023 Country: USA Ticker: TELL
Meeting Type: Annual
Primary ISIN: US87968A1043 Primary SEDOL: BD3DWD3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jean P. Abiteboul	Mgmt	For	For
1b	Elect Director Diana Derycz-Kessler	Mgmt	For	For
1c	Elect Director Dillon J. Ferguson	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Tellurian Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Increase Authorized Common Stock	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

TELUS Corporation

Meeting Date: 05/04/2023 | Country: Canada | Ticker: T

Meeting Type: Annual

Primary ISIN: CA87971M1032 | Primary SEDOL: 2381093

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Raymond T. Chan	Mgmt	For	For
1.2	Elect Director Hazel Claxton	Mgmt	For	For
1.3	Elect Director Lisa de Wilde	Mgmt	For	For
1.4	Elect Director Victor Dodig	Mgmt	For	For
1.5	Elect Director Darren Entwistle	Mgmt	For	For
1.6	Elect Director Thomas E. Flynn	Mgmt	For	For
1.7	Elect Director Mary Jo Haddad	Mgmt	For	For
1.8	Elect Director Kathy Kinloch	Mgmt	For	For
1.9	Elect Director Christine Magee	Mgmt	For	For
1.10	Elect Director John Manley	Mgmt	For	For
1.11	Elect Director David Mowat	Mgmt	For	For
1.12	Elect Director Marc Parent	Mgmt	For	For
1.13	Elect Director Denise Pickett	Mgmt	For	For
1.14	Elect Director W. Sean Willy	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			

TELUS Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	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.			
4	Amend Restricted Share Unit 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.			
5	Amend Performance Share Unit 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. 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.			

Tempur Sealy International, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: TPX

Meeting Type: Annual

Primary ISIN: US88023U1016 | Primary SEDOL: 2216991

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Evelyn S. Dilsaver	Mgmt	For	For
1b	Elect Director Simon John Dyer	Mgmt	For	For
1c	Elect Director Cathy R. Gates	Mgmt	For	For
1d	Elect Director John A. Heil	Mgmt	For	Against
	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.			
1e	Elect Director Meredith Siegfried Madden	Mgmt	For	For
1f	Elect Director Richard W. Neu	Mgmt	For	For
1g	Elect Director Scott L. Thompson	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			

Tempur Sealy International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Tenable Holdings, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: TENB

Meeting Type: Annual

Primary ISIN: US88025T1025 | Primary SEDOL: BF7J7N6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John C. Huffard, Jr.	Mgmt	For	Withhold
	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. The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director A. Brooke Seawell	Mgmt	For	Withhold
	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.			
1.3	Elect Director Raymond Vicks, Jr.	Mgmt	For	Withhold
	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.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Variable remuneration should not contain a significant overlap of 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

Tenaris SA

Meeting Date: 05/03/2023 | Country: Luxembourg | Ticker: TEN
Meeting Type: Annual
Primary ISIN: LU0156801721 | Primary SEDOL: 7538515

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive and Approve Board's and Auditor's Reports Re: Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements	Mgmt	For	For
3	Approve Financial Statements	Mgmt	For	For
4	Approve Allocation of Income and Dividends	Mgmt	For	For
5	Approve Discharge of Directors	Mgmt	For	For
6	Elect Directors (Bundled)	Mgmt	For	Against
	Voter Rationale: The board should submit directors for re-election individually, rather than as a single slate and ensure that there is sufficient level of independence on the board. For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. 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. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The audit committee should be fully independent and this directors membership could hamper the committees impartiality and effectiveness. 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.			
7	Approve Remuneration of Directors	Mgmt	For	For
8	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
9	Approve Auditors for the Fiscal Year Ending December 31, 2023, and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
10	Approve Auditors for the Fiscal Year Ending December 31, 2024	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
11	Allow Electronic Distribution of Company Documents to Shareholders	Mgmt	For	For

Tencent Holdings Limited

Meeting Date: 05/17/2023 | Country: Cayman Islands | Ticker: 700
Meeting Type: Annual
Primary ISIN: KYG875721634 | Primary SEDOL: BMMV2K8

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 Jacobus Petrus (Koos) Bekker as Director	Mgmt	For	Against
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
3b	Elect Zhang Xiulan as Director	Mgmt	For	Against
	Voter Rationale: Inability to evidence the mitigation of severe human rights risk particularly in high-risk regions			
3c	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
	Voter Rationale: We expect companies to specify the discount limit for issuances of shares for cash consideration and issuances for non-cash consideration. The discount limit should be no more than 10%.			
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Tencent Holdings Limited

Meeting Date: 05/17/2023 | Country: Cayman Islands | Ticker: 700
Meeting Type: Extraordinary Shareholders
Primary ISIN: KYG875721634 | Primary SEDOL: BMMV2K8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Adopt 2023 Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			

Tencent Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Approve Transfer of Share Options	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
1c	Approve Termination of the Existing Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
2	Approve Scheme Mandate Limit (Share Option) under the 2023 Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
3	Approve Service Provider Sublimit (Share Option) under the 2023 Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
4a	Adopt 2023 Share Award Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
4b	Approve Transfer of Share Awards	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
4c	Approve Termination of the Existing Share Award Schemes	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			

Tencent Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Scheme Mandate Limit (Share Award) under the 2023 Share Award Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
6	Approve Scheme Mandate Limit (New Shares Share Award) under the 2023 Share Award Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
7	Approve Service Provider Sublimit (New Shares Share Award) under the 2023 Share Award Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			

Tenet Healthcare Corporation

Meeting Date: 05/25/2023 | Country: USA | Ticker: THC

Meeting Type: Annual

Primary ISIN: US88033G4073 | Primary SEDOL: B8DMK08

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Robert Kerrey	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.			
1.2	Elect Director James L. Bierman	Mgmt	For	For
1.3	Elect Director Richard W. Fisher	Mgmt	For	For
1.4	Elect Director Meghan M. FitzGerald	Mgmt	For	For
1.5	Elect Director Cecil D. Haney	Mgmt	For	For
1.6	Elect Director Christopher S. Lynch	Mgmt	For	For
1.7	Elect Director Richard J. Mark	Mgmt	For	For
1.8	Elect Director Tammy Romo	Mgmt	For	For
1.9	Elect Director Saumya Sutaria	Mgmt	For	For
1.10	Elect Director Nadja Y. West	Mgmt	For	For

Tenet Healthcare Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
5	Report on Policies Regarding Patients' Right to Access Abortions in Emergencies	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Teradata Corporation

Meeting Date: 05/09/2023 Country: USA Ticker: TDC

Meeting Type: Annual

Primary ISIN: US88076W1036 Primary SEDOL: B247H10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel R. Fishback	Mgmt	For	For
1b	Elect Director Stephen McMillan	Mgmt	For	For
1c	Elect Director Kimberly K. Nelson	Mgmt	For	For
	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.			
1d	Elect Director Todd E. McElhatton	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Teradata Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			

Teradyne, Inc.

Meeting Date: 05/12/2023 Country: USA Ticker: TER
Meeting Type: Annual
Primary ISIN: US8807701029 Primary SEDOL: 2884183

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Timothy E. Guertin	Mgmt	For	For
1b	Elect Director Peter Herweck	Mgmt	For	For
1c	Elect Director Mercedes Johnson	Mgmt	For	For
1d	Elect Director Ernest E. Maddock	Mgmt	For	For
1e	Elect Director Marilyn Matz	Mgmt	For	For
	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.			
1f	Elect Director Gregory S. Smith	Mgmt	For	For
1g	Elect Director Ford Tamer	Mgmt	For	For
1h	Elect Director Paul J. Tufano	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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

TERNA Rete Elettrica Nazionale SpA

Meeting Date: 05/09/2023 Country: Italy Ticker: TRN
Meeting Type: Annual
Primary ISIN: IT0003242622 Primary SEDOL: B01BN57

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

TERNA Rete Elettrica Nazionale SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
	Shareholder Proposals Submitted by CDP Reti SpA	Mgmt		
3	Fix Number of Directors	SH	None	For
4	Fix Board Terms for Directors	SH	None	For
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt		
5.1	Slate 1 Submitted by CDP Reti SpA	SH	None	Against
	Voter Rationale: Vote AGAINST this slate because: - Shareholders can support only one slate. - Slate number 2 is better positioned to represent the long-term interests of minority shareholders and carry out an independent oversight of the management's action.			
5.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For
	Voter Rationale: Candidates on this slate have agreed to abide by the chart of corporate governance principles adopted by Assogestioni.			
	Shareholder Proposals Submitted by CDP Reti SpA	Mgmt		
6	Elect Igor De Biasio as Board Chair	SH	None	For
7	Approve Remuneration of Directors	SH	None	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt		
8.1	Slate 1 Submitted by CDP Reti SpA	SH	None	For
8.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	Against
	Shareholder Proposal Submitted by CDP Reti SpA	Mgmt		
9	Approve Internal Auditors' Remuneration	SH	None	For
	Management Proposals	Mgmt		
10	Approve Long-Term Incentive Plan 2023-2027	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			
11	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
12.1	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The policy on termination payments is not in line with good market standards. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.			

TERNA Rete Elettrica Nazionale SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Terreno Realty Corporation

Meeting Date: 05/02/2023 Country: USA Ticker: TRNO

Meeting Type: Annual

Primary ISIN: US88146M1018 Primary SEDOL: B3N4753

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director W. Blake Baird	Mgmt	For	For
1b	Elect Director Michael A. Coke	Mgmt	For	For
1c	Elect Director Linda Assante	Mgmt	For	For
	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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1d	Elect Director Gary N. Boston	Mgmt	For	For
1e	Elect Director LeRoy E. Carlson	Mgmt	For	For
1f	Elect Director Irene H. Oh	Mgmt	For	For
1g	Elect Director Douglas M. Pasquale	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1h	Elect Director Dennis Polk	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Terreno Realty Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Terumo Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 4543
Meeting Type: Annual
Primary ISIN: JP3546800008 | Primary SEDOL: 6885074

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 21	Mgmt	For	For
2	Amend Articles to Allow Virtual Only Shareholder Meetings	Mgmt	For	For
3.1	Elect Director Takagi, Toshiaki	Mgmt	For	Against
	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.			
3.2	Elect Director Sato, Shinjiro	Mgmt	For	Against
	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.			
3.3	Elect Director Hatano, Shoji	Mgmt	For	For
3.4	Elect Director Hirose, Kazunori	Mgmt	For	For
3.5	Elect Director Kunimoto, Norimasa	Mgmt	For	For
3.6	Elect Director Kuroda, Yukiko	Mgmt	For	For
3.7	Elect Director Nishi, Hidenori	Mgmt	For	For
3.8	Elect Director Ozawa, Keiya	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Shibazaki, Takanori	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4.2	Elect Director and Audit Committee Member Nakamura, Masaichi	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Uno, Soichiro	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Sakaguchi, Koichi	Mgmt	For	For

Tesco Plc

Meeting Date: 06/16/2023 | Country: United Kingdom | Ticker: TSCO
Meeting Type: Annual
Primary ISIN: GB00BLGZ9862 | Primary SEDOL: BLGZ986

Tesco Plc

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	Elect Caroline Silver as Director	Mgmt	For	For
	Voter Rationale: .			
5	Re-elect John Allan as Director (WITHDRAWN)	Mgmt	None	Abstain
	Voter Rationale: The item is withdrawn.			
6	Re-elect Melissa Bethell as Director	Mgmt	For	For
7	Re-elect Bertrand Bodson as Director	Mgmt	For	For
8	Re-elect Thierry Garnier as Director	Mgmt	For	For
9	Re-elect Stewart Gilliland as Director	Mgmt	For	For
10	Re-elect Byron Grote as Director	Mgmt	For	For
	Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
11	Re-elect Ken Murphy as Director	Mgmt	For	For
12	Re-elect Imran Nawaz as Director	Mgmt	For	For
13	Re-elect Alison Platt as Director	Mgmt	For	For
14	Re-elect Karen Whitworth as Director	Mgmt	For	For
15	Reappoint Deloitte 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 Shares	Mgmt	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Tesla, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: TSLA
Meeting Type: Annual
Primary ISIN: US88160R1014 | Primary SEDOL: B616C79

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elon Musk	Mgmt	For	For
1.2	Elect Director Robyn Denholm	Mgmt	For	Abstain
	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 lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.3	Elect Director JB Straubel	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
5	Report on Key-Person Risk and Efforts to Ameliorate It	SH	Against	Against
	Voter Rationale: At this time, we believe the proposal to be too prescriptive.			

Texas Capital Bancshares, Inc.

Meeting Date: 04/18/2023 | Country: USA | Ticker: TCBI
Meeting Type: Annual
Primary ISIN: US88224Q1076 | Primary SEDOL: 2977209

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paola M. Arbour	Mgmt	For	For
1.2	Elect Director Jonathan E. Baliff	Mgmt	For	For
1.3	Elect Director James H. Browning	Mgmt	For	For
1.4	Elect Director Rob C. Holmes	Mgmt	For	For

Texas Capital Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director David S. Huntley	Mgmt	For	For
1.6	Elect Director Charles S. Hyle	Mgmt	For	For
1.7	Elect Director Thomas E. Long	Mgmt	For	Withhold
	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.			
1.8	Elect Director Elysia Holt Ragusa	Mgmt	For	Withhold
	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.			
1.9	Elect Director Steven P. Rosenberg	Mgmt	For	For
1.10	Elect Director Robert W. Stallings	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1.11	Elect Director Dale W. Tremblay	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Texas Instruments Incorporated

Meeting Date: 04/27/2023 | Country: USA | Ticker: TXN

Meeting Type: Annual

Primary ISIN: US8825081040 | Primary SEDOL: 2885409

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark A. Blinn	Mgmt	For	For
1b	Elect Director Todd M. Bluedorn	Mgmt	For	For
1c	Elect Director Janet F. Clark	Mgmt	For	For
1d	Elect Director Carrie S. Cox	Mgmt	For	Against
	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.			
1e	Elect Director Martin S. Craighead	Mgmt	For	For

Texas Instruments Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Curtis C. Farmer	Mgmt	For	For
1g	Elect Director Jean M. Hobby	Mgmt	For	For
1h	Elect Director Haviv Ilan	Mgmt	For	For
1i	Elect Director Ronald Kirk	Mgmt	For	For
1j	Elect Director Pamela H. Patsley	Mgmt	For	For
1k	Elect Director Robert E. Sanchez	Mgmt	For	For
1l	Elect Director Richard K. Templeton	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			
5	Ratify Ernst & Young 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.			
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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.			
7	Report on Due Diligence Efforts to Trace End-User Misuse of Company Products	SH	Against	For
	Voter Rationale: While we acknowledge the steps taken by the company to address this, the requested review could provide shareholders with assurance regarding the efficacy of the company's due diligence processes.			

Texas Pacific Land Corp.

Meeting Date: 05/18/2023 Country: USA Ticker: TPL

Meeting Type: Annual

Primary ISIN: US88262P1021 Primary SEDOL: BM99VY2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rhys J. Best	Mgmt	For	For
1b	Elect Director Donald G. Cook	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			

Texas Pacific Land Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Donna E. Epps	Mgmt	For	For
1d	Elect Director Eric L. Oliver	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. Severance payments should not exceed two times annual 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. The company should put clawback provisions in place to enable it to re-coup funds should it identify any facts of manipulation of reported indicators or other bad faith actions which were detrimental to the long-term interests of its shareholders			
3	Declassify the Board of Directors	Mgmt	For	For
	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.			
4	Increase Authorized Common Stock	Mgmt	For	For
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
6	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	Against
7	Employ Advisors In Connection with Evaluation of Potential Spinoff	SH	Against	Against
8	Release All Remaining Obligations of the Stockholders' Agreement	SH	Against	Against
9	Provide Right to Act by Written Consent	SH	Against	For
	Voter Rationale: Supporting better corporate governance practices. Investors should have the opportunity to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.			
10	Require a Majority Vote Standard for the Election of Directors with Mandatory Resignation Policy	SH	Against	For
	Voter Rationale: Directors should receive majority support from shareholders in order to be elected. Plurality voting allows directors with only minority support to be appointed to the board. The board should take decisive action and introduce a binding majority voting standard. OR Directors should receive majority support from shareholders in order to be elected. While the board currently has a director resignation standard, it does not go far enough, and the board should adopt a binding standard for director elections.			

Texas Roadhouse, Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: TXRH
Meeting Type: Annual
Primary ISIN: US8826811098 | Primary SEDOL: B033TJ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael A. Crawford	Mgmt	For	For
	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.			
1.2	Elect Director Donna E. Epps	Mgmt	For	For
	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.			
1.3	Elect Director Gregory N. Moore	Mgmt	For	For
	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.			
1.4	Elect Director Gerald L. Morgan	Mgmt	For	For
	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.			
1.5	Elect Director Curtis A. Warfield	Mgmt	For	For
	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.			
1.6	Elect Director Kathleen M. Widmer	Mgmt	For	For
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. 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.			
1.7	Elect Director James R. Zarley	Mgmt	For	Withhold
	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.			
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Texas Roadhouse, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Report on Efforts to Reduce GHG Emissions in Alignment with the Paris Agreement Goal	SH	Against	For
	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.			

Textron Inc.

Meeting Date: 04/26/2023 Country: USA Ticker: TXT

Meeting Type: Annual

Primary ISIN: US8832031012 Primary SEDOL: 2885937

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard F. Ambrose	Mgmt	For	For
1b	Elect Director Kathleen M. Bader	Mgmt	For	For
1c	Elect Director R. Kerry Clark	Mgmt	For	For
1d	Elect Director Scott C. Donnelly	Mgmt	For	For
1e	Elect Director Deborah Lee James	Mgmt	For	For
1f	Elect Director Thomas A. Kennedy	Mgmt	For	For
1g	Elect Director Lionel L. Nowell, III	Mgmt	For	For
1h	Elect Director James L. Ziemer	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.			
1i	Elect Director Maria T. Zuber	Mgmt	For	For
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

TFI International Inc.

Meeting Date: 04/26/2023 | Country: Canada | Ticker: TFII
Meeting Type: Annual/Special
Primary ISIN: CA87241L1094 | Primary SEDOL: BDRXBF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Leslie Abi-Karam	Mgmt	For	For
1.2	Elect Director Alain Bedard	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1.3	Elect Director Andre Berard	Mgmt	For	For
1.4	Elect Director William T. England	Mgmt	For	For
1.5	Elect Director Diane Giard	Mgmt	For	For
1.6	Elect Director Debra Kelly-Ennis	Mgmt	For	For
1.7	Elect Director Neil D. Manning	Mgmt	For	Against
	Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.			
1.8	Elect Director John Pratt	Mgmt	For	For
1.9	Elect Director Joey Saputo	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.			
1.10	Elect Director Rosemary Turner	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	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.			

Thales SA

Meeting Date: 05/10/2023 | Country: France | Ticker: HO
Meeting Type: Annual/Special
Primary ISIN: FR0000121329 | Primary SEDOL: 4162791

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

Thales SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 2.94 per Share	Mgmt	For	For
4	Approve Compensation of Patrice Caine, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For
6	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
7	Approve Remuneration Policy of Directors	Mgmt	For	For
8	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
9	Authorize up to 0.96 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
10	Authorize up to 0.04 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Chairman and CEO	Mgmt	For	Abstain
	Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
11	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
	Ordinary Business	Mgmt		
12	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For
13	Elect Marianna Nitsch as Director	Mgmt	For	For

The 77 Bank, Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8341
Meeting Type: Annual
Primary ISIN: JP3352000008 | Primary SEDOL: 6804165

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 Ujiie, Teruhiko	Mgmt	For	Abstain
	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.			
2.2	Elect Director Kobayashi, Hidefumi	Mgmt	For	Abstain
	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.			
2.3	Elect Director Onodera, Yoshikazu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Muranushi, Masanori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Ibuka, Shuichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Kuroda, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kobayashi, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Okuyama, Emiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Otaki, Seiichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Oyama, Shigenori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.11	Elect Director Fukuda, Kazuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Elect Director and Audit Committee Member Suzuki, Koichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

The 77 Bank, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director and Audit Committee Member Yamaura, Masai	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.3	Elect Director and Audit Committee Member Ushio, Yoko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.4	Elect Director and Audit Committee Member Miura, Naoto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.5	Elect Director and Audit Committee Member Endo, Shinya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

The Aaron's Company, Inc.

Meeting Date: 05/03/2023 Country: USA Ticker: AAN

Meeting Type: Annual

Primary ISIN: US00258W1080 Primary SEDOL: BLFGN99

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Walter G. Ehmer	Mgmt	For	For
1b	Elect Director Timothy A. Johnson	Mgmt	For	For
1c	Elect Director Marvonia P. Moore	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

The Allstate Corporation

Meeting Date: 05/23/2023 Country: USA Ticker: ALL

Meeting Type: Annual

Primary ISIN: US0200021014 Primary SEDOL: 2019952

The Allstate Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donald E. Brown	Mgmt	For	For
1b	Elect Director Kermit R. Crawford	Mgmt	For	For
1c	Elect Director Richard T. Hume	Mgmt	For	For
1d	Elect Director Margaret M. Keane	Mgmt	For	For
1e	Elect Director Siddharth N. Mehta	Mgmt	For	For
1f	Elect Director Jacques P. Perold	Mgmt	For	For
1g	Elect Director Andrea Redmond	Mgmt	For	For
1h	Elect Director Gregg M. Sherrill	Mgmt	For	For
1i	Elect Director Judith A. Sprieser	Mgmt	For	For
1j	Elect Director Perry M. Traquina	Mgmt	For	For
1k	Elect Director Monica Turner	Mgmt	For	For
1l	Elect Director Thomas J. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

The Awa Bank Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 8388

Meeting Type: Annual

Primary ISIN: JP3126800006 Primary SEDOL: 6068961

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nagaoka, Susumu	Mgmt	For	Against

The Awa Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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.			
1.2	Elect Director Fukunaga, Takehisa	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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.			
1.3	Elect Director Yamato, Shiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Nishi, Hirokazu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Yamashita, Masahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Mikawa, Hiroaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Ito, Teruaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.1	Elect Director and Audit Committee Member Onishi, Yasuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Hamao, Katsuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.3	Elect Director and Audit Committee Member Yabe, Takeshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

The Bank of East Asia, Limited

Meeting Date: 05/11/2023 | Country: Hong Kong | Ticker: 23

Meeting Type: Annual

Primary ISIN: HK0023000190 | Primary SEDOL: 6075648

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

The Bank of East Asia, Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve KPMG as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3a	Elect Arthur Li Kwok-cheung as Director	Mgmt	For	Against
	Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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.			
3b	Elect Meocre Li Kwok-wing as Director	Mgmt	For	For
3c	Elect Henry Tang Ying-yen as Director	Mgmt	For	For
3d	Elect Delman Lee as Director	Mgmt	For	For
3e	Elect William Junior Guilherme Doo as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Amend Articles of Association	Mgmt	For	For

The Bank of Kyoto, Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8369

Meeting Type: Annual

Primary ISIN: JP3251200006 | Primary SEDOL: 6075756

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For
2.1	Elect Director Doi, Nobuhiro	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the company's unfavorable ROE performance.			
2.2	Elect Director Yasui, Mikiya	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the company's unfavorable ROE performance.			
2.3	Elect Director Hata, Hiroyuki	Mgmt	For	For

The Bank of Kyoto, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Okuno, Minako	Mgmt	For	For
2.5	Elect Director Habuchi, Kanji	Mgmt	For	For
2.6	Elect Director Motomasa, Etsuji	Mgmt	For	For
2.7	Elect Director Otagiri, Junko	Mgmt	For	For
2.8	Elect Director Oyabu, Chiho	Mgmt	For	For
2.9	Elect Director Ueki, Eiji	Mgmt	For	For
3	Appoint Statutory Auditor Wada, Minoru	Mgmt	For	Against
	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.			
4	Approve Formation of Holding Company	Mgmt	For	For
5	Approve Additional Special Dividend of JPY 62	SH	Against	For
	Voter Rationale: It does not appear the bank has presented a convincing rationale why the proposed additional dividend payment, resulting in a payout ratio of 55 percent, cannot be possible.			
6	Initiate Share Repurchase Program	SH	Against	For
	Voter Rationale: The passage of this item would not require the bank to actually repurchase any shares, but only set forth the maximum number of shares the bank is allowed to repurchase within the proposed maximum cash outlay. The final decision as to whether the bank actually proceeds with share repurchases will be left to the board's discretion.			

The Bank of New York Mellon Corporation

Meeting Date: 04/12/2023 | Country: USA | Ticker: BK

Meeting Type: Annual

Primary ISIN: US0640581007 | Primary SEDOL: B1Z77F6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda Z. Cook	Mgmt	For	For
	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.			
1b	Elect Director Joseph J. Echevarria	Mgmt	For	For
1c	Elect Director M. Amy Gilliland	Mgmt	For	For
	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.			
1d	Elect Director Jeffrey A. Goldstein	Mgmt	For	For
	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.			
1e	Elect Director K. Guru Gowrappan	Mgmt	For	For

The Bank of New York Mellon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Ralph Izzo	Mgmt	For	For
	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.			
1g	Elect Director Sandra E. "Sandie" O'Connor	Mgmt	For	For
1h	Elect Director Elizabeth E. Robinson	Mgmt	For	For
1i	Elect Director Frederick O. Terrell	Mgmt	For	For
	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.			
1j	Elect Director Robin A. Vince	Mgmt	For	For
1k	Elect Director Alfred W. "Al" Zollar	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
5	Approve Omnibus Stock Plan	Mgmt	For	For
	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.			
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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 Bank of Nova Scotia

Meeting Date: 04/04/2023 | Country: Canada | Ticker: BNS

Meeting Type: Annual

Primary ISIN: CA0641491075 | Primary SEDOL: 2076281

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nora A. Aufreiter	Mgmt	For	For
1.2	Elect Director Guillermo E. Babatz	Mgmt	For	For

The Bank of Nova Scotia

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Scott B. Bonham	Mgmt	For	For
1.4	Elect Director Daniel (Don) H. Callahan	Mgmt	For	For
1.5	Elect Director W. Dave Dowrich	Mgmt	For	For
1.6	Elect Director Lynn K. Patterson	Mgmt	For	For
1.7	Elect Director Michael D. Penner	Mgmt	For	For
1.8	Elect Director Una M. Power	Mgmt	For	For
1.9	Elect Director Aaron W. Regent	Mgmt	For	For
1.10	Elect Director Calin Rovinescu	Mgmt	For	For
1.11	Elect Director L. Scott Thomson	Mgmt	For	For
1.12	Elect Director Benita M. Warmbold	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		
4	SP 1: Advisory Vote on Environmental Policies	SH	Against	Against
5	SP 2: Report on Client Net-Zero Transition Plans in Relation to Bank's 2030 Emissions Reduction and Net-Zero Goals	SH	Against	Against

The Beauty Health Company

Meeting Date: 06/14/2023 Country: USA Ticker: SKIN

Meeting Type: Annual

Primary ISIN: US88331L1089 Primary SEDOL: BNQQ6C6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael D. Capellas	Mgmt	For	Withhold
	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 classified board and the supermajority vote requirement to enact certain changes to the charter, each of which adversely impacts shareholder rights.			
1.2	Elect Director Julius Few	Mgmt	For	Withhold
	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 classified board and the supermajority vote requirement to enact certain changes to the charter, each of which adversely impacts shareholder rights.			

The Beauty Health Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Brian Miller	Mgmt	For	Withhold
	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 classified board and the supermajority vote requirement to enact certain changes to the charter, each of which adversely impacts shareholder rights.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

The Boston Beer Company, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: SAM

Meeting Type: Annual

Primary ISIN: US1005571070 Primary SEDOL: 2113393

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Meghan V. Joyce	Mgmt	For	Withhold
	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. We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.			
1.2	Elect Director Michael Spillane	Mgmt	For	For
1.3	Elect Director Jean-Michel Valette	Mgmt	For	Withhold
	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. We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

The Brink's Company

Meeting Date: 05/05/2023 Country: USA Ticker: BCO

Meeting Type: Annual

Primary ISIN: US1096961040 Primary SEDOL: 2691305

The Brink's Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kathie J. Andrade	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1b	Elect Director Paul G. Boynton	Mgmt	For	For
1c	Elect Director Ian D. Clough	Mgmt	For	For
1d	Elect Director Susan E. Docherty	Mgmt	For	For
1e	Elect Director Mark Eubanks	Mgmt	For	For
1f	Elect Director Michael J. Herling	Mgmt	For	For
1g	Elect Director A. Louis Parker	Mgmt	For	For
1h	Elect Director Timothy J. Tynan	Mgmt	For	For
1i	Elect Director Keith R. Wyche	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

The Buckle, Inc.

Meeting Date: 06/05/2023 | Country: USA | Ticker: BKE

Meeting Type: Annual

Primary ISIN: US1184401065 | Primary SEDOL: 2149934

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel J. Hirschfeld	Mgmt	For	For
1.2	Elect Director Dennis H. Nelson	Mgmt	For	For
1.3	Elect Director Thomas B. Heacock	Mgmt	For	For
1.4	Elect Director Kari G. Smith	Mgmt	For	For
1.5	Elect Director Hank M. Bounds	Mgmt	For	For
	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.			

The Buckle, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Bill L. Fairfield	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. 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.			
1.7	Elect Director Bruce L. Hoberman	Mgmt	For	For
	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.			
1.8	Elect Director Michael E. Huss	Mgmt	For	For
1.9	Elect Director Shruti S. Joshi	Mgmt	For	For
1.10	Elect Director Angie J. Klein	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1.11	Elect Director John P. Peetz, III	Mgmt	For	Withhold
	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.			
1.12	Elect Director Karen B. Rhoads	Mgmt	For	For
	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.			
1.13	Elect Director James E. Shada	Mgmt	For	Withhold
	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.			
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.			
3	Approve Restricted Stock Plan	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of 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. 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. 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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. Variable remuneration should not contain a significant overlap of 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. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. 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.			

The Buckle, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

The Carlyle Group Inc.

Meeting Date: 05/30/2023 | Country: USA | Ticker: CG

Meeting Type: Annual

Primary ISIN: US14316J1088 | Primary SEDOL: BKRTG56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William E. Conway, Jr.	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Lawton W. Fitt	Mgmt	For	For
	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.			
1.3	Elect Director Mark S. Ordan	Mgmt	For	For
1.4	Elect Director Anthony Welters	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Declassify the Board of Directors	Mgmt	For	For
	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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. 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.			
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. 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.			
6	Adopt Simple Majority Vote	SH	For	For
	Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.			

The Charles Schwab Corporation

Meeting Date: 05/18/2023 | Country: USA | Ticker: SCHW
Meeting Type: Annual
Primary ISIN: US8085131055 | Primary SEDOL: 2779397

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marianne C. Brown	Mgmt	For	For
1b	Elect Director Frank C. Herringer	Mgmt	For	Against
	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.			
1c	Elect Director Gerri K. Martin-Flickinger	Mgmt	For	For
1d	Elect Director Todd M. Ricketts	Mgmt	For	For
1e	Elect Director Carolyn Schwab-Pomerantz	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	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 annual bonus should be assessed using no less than two metrics.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Gender/Racial Pay Gap	SH	Against	For
	Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.			
6	Report on Risks Related to Discrimination Against Individuals Including Political Views	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

The Chiba Bank, Ltd.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 8331
Meeting Type: Annual
Primary ISIN: JP3511800009 | Primary SEDOL: 6190563

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For
2.1	Elect Director Sakuma, Hidetoshi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			

The Chiba Bank, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Yonemoto, Tsutomu	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Yamazaki, Kiyomi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Awaji, Mutsumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Makinose, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Ono, Masayasu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Tashima, Yuko	Mgmt	For	For
2.8	Elect Director Takayama, Yasuko	Mgmt	For	For
3.1	Appoint Statutory Auditor Fukuo, Hironaga	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Saito, Chigusa	Mgmt	For	Against
	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.			

The Cigna Group

Meeting Date: 04/26/2023 Country: USA Ticker: CI

Meeting Type: Annual

Primary ISIN: US1255231003 Primary SEDOL: BHJ0775

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David M. Cordani	Mgmt	For	For
1b	Elect Director William J. DeLaney	Mgmt	For	For
1c	Elect Director Eric J. Foss	Mgmt	For	For
1d	Elect Director Elder Granger	Mgmt	For	For
1e	Elect Director Neesha Hathi	Mgmt	For	For
1f	Elect Director George Kurian	Mgmt	For	For
1g	Elect Director Kathleen M. Mazzarella	Mgmt	For	For
1h	Elect Director Mark B. McClellan	Mgmt	For	For

The Cigna Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Kimberly A. Ross	Mgmt	For	For
1j	Elect Director Eric C. Wiseman	Mgmt	For	For
1k	Elect Director Donna F. Zarcone	Mgmt	For	Against
	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.			
2	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.-The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	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			
7	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	For
	Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.			

The Coca-Cola Company

Meeting Date: 04/25/2023 | Country: USA | Ticker: KO

Meeting Type: Annual

Primary ISIN: US1912161007 | Primary SEDOL: 2206657

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Herb Allen	Mgmt	For	For
1.2	Elect Director Marc Bolland	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.3	Elect Director Ana Botin	Mgmt	For	For

The Coca-Cola Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Christopher C. Davis	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.5	Elect Director Barry Diller	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.6	Elect Director Carolyn Everson	Mgmt	For	For
1.7	Elect Director Helene D. Gayle	Mgmt	For	For
1.8	Elect Director Alexis M. Herman	Mgmt	For	For
1.9	Elect Director Maria Elena Lagomasino	Mgmt	For	For
1.10	Elect Director Amity Millhiser	Mgmt	For	For
1.11	Elect Director James Quincey	Mgmt	For	For
1.12	Elect Director Caroline J. Tsay	Mgmt	For	For
1.13	Elect Director David B. Weinberg	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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Report on Third-Party Civil Rights Audit	SH	Against	Against
6	Issue Transparency Report on Global Public Policy and Political Influence	SH	Against	Against
7	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted, as a report on the congruence of the company's political expenditures with its stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political spending.			
8	Require Independent Board Chair	SH	Against	For
	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.			
9	Report on Risk Due to Restrictions on Reproductive Rights	SH	Against	Against

The Descartes Systems Group Inc.

Meeting Date: 06/15/2023 Country: Canada Ticker: DSG

Meeting Type: Annual/Special

Primary ISIN: CA2499061083 Primary SEDOL: 2141941

The Descartes Systems Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Deepak Chopra	Mgmt	For	For
1.2	Elect Director Deborah Close	Mgmt	For	For
1.3	Elect Director Eric A. Demirian	Mgmt	For	For
1.4	Elect Director Sandra Hanington	Mgmt	For	For
1.5	Elect Director Kelley Irwin	Mgmt	For	For
1.6	Elect Director Dennis Maple	Mgmt	For	For
1.7	Elect Director Chris Muntwyler	Mgmt	For	For
1.8	Elect Director Jane O'Hagan	Mgmt	For	For
1.9	Elect Director Edward J. Ryan	Mgmt	For	For
1.10	Elect Director John J. Walker	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Re-approve Shareholder Rights Plan	Mgmt	For	For
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.			
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

The E.W. Scripps Company

Meeting Date: 05/01/2023 Country: USA Ticker: SSP

Meeting Type: Annual

Primary ISIN: US8110544025 Primary SEDOL: 2862532

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lauren Rich Fine	Mgmt	For	For
	Voter Rationale: We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.			
1b	Elect Director Burton F. Jablin	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			

The E.W. Scripps Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Kim Williams	Mgmt	For	Withhold
	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. We voted against this director as Chair of the audit committee because shareholders should be given the opportunity to approve the auditors annually.			

The First of Long Island Corporation

Meeting Date: 04/18/2023 | Country: USA | Ticker: FLIC

Meeting Type: Annual

Primary ISIN: US3207341062 | Primary SEDOL: 2355913

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christopher Becker	Mgmt	For	For
1.2	Elect Director J. Abbott R. Cooper	Mgmt	For	For
1.3	Elect Director John J. Desmond	Mgmt	For	For
1.4	Elect Director Edward J. Haye	Mgmt	For	For
1.5	Elect Director Louisa M. Ives	Mgmt	For	For
1.6	Elect Director Milbrey Rennie Taylor	Mgmt	For	Withhold
	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. 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.			
1.7	Elect Director Walter C. Teagle, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Crowe LLP as Auditors	Mgmt	For	For

The Goldman Sachs Group, Inc.

Meeting Date: 04/26/2023 | Country: USA | Ticker: GS

Meeting Type: Annual

Primary ISIN: US38141G1040 | Primary SEDOL: 2407966

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michele Burns	Mgmt	For	For
1b	Elect Director Mark Flaherty	Mgmt	For	For
1c	Elect Director Kimberley Harris	Mgmt	For	For
1d	Elect Director Kevin Johnson	Mgmt	For	For
1e	Elect Director Ellen Kullman	Mgmt	For	For
1f	Elect Director Lakshmi Mittal	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1g	Elect Director Adebayo Ogunlesi	Mgmt	For	For
1h	Elect Director Peter Oppenheimer	Mgmt	For	For
1i	Elect Director David Solomon	Mgmt	For	For
1j	Elect Director Jan Tighe	Mgmt	For	For
1k	Elect Director Jessica Uhl	Mgmt	For	For
1l	Elect Director David Viniar	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			
6	Require Independent Board Chair	SH	Against	For
	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.			
7	Publish Third-Party Review on Chinese Congruency of Certain ETFs	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
8	Oversee and Report a Racial Equity Audit	SH	Against	Against

The Goldman Sachs Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Adopt Time-Bound Policy to Phase Out Underwriting and Lending for New Fossil Fuel Development	SH	Against	Against
10	Disclose 2030 Absolute GHG Reduction Targets Associated with Lending and Underwriting	SH	Against	Against
11	Report on Climate Transition Plan Describing Efforts to Align Financing Activities with GHG Targets	SH	Against	For
	Voter Rationale: A vote FOR this resolution is warranted. Additional disclosure about the company's climate transition plan would help shareholders better evaluate the company's strategy for implementing its commitments to advance a low-carbon economy and the company's management of related risks and opportunities.			
12	Report on Median Gender/Racial Pay Gap	SH	Against	For
	Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.			

The Gorman-Rupp Company

Meeting Date: 04/27/2023 Country: USA Ticker: GRC

Meeting Type: Annual

Primary ISIN: US3830821043 Primary SEDOL: 2379281

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Donald H. Bullock, Jr.	Mgmt	For	For
1.2	Elect Director Jeffrey S. Gorman	Mgmt	For	For
1.3	Elect Director M. Ann Harlan	Mgmt	For	For
1.4	Elect Director Scott A. King	Mgmt	For	For
1.5	Elect Director Christopher H. Lake	Mgmt	For	For
1.6	Elect Director Sonja K. McClelland	Mgmt	For	For
1.7	Elect Director Vincent K. Petrella	Mgmt	For	For
1.8	Elect Director Kenneth R. Reynolds	Mgmt	For	For
1.9	Elect Director Charmaine R. Riggins	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The annual bonus should be assessed using no less than two metrics. 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.			

The Gorman-Rupp Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

The GPT Group

Meeting Date: 05/10/2023 | Country: Australia | Ticker: GPT
Meeting Type: Annual
Primary ISIN: AU000000GPT8 | Primary SEDOL: 6365866

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Mark Menhinnitt as Director	Mgmt	For	For
2	Elect Shane Gannon as Director	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: 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.			
4	Approve Grant of Performance Rights to Robert Johnston	Mgmt	For	For
5	Approve Non-Executive Director Fee Pool Increase	Mgmt	None	For
6	Approve the Amendments to the Company's Constitution	Mgmt	For	For
7	Approve the Amendments to the Trust's Constitution	Mgmt	For	For

The Hachijuni Bank, Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8359
Meeting Type: Annual
Primary ISIN: JP3769000005 | Primary SEDOL: 6400626

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For
2.1	Elect Director Matsushita, Masaki	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			

The Hachijuni Bank, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Asai, Takahiko	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Hidai, Shohei	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Nakamura, Makoto	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Nishizawa, Hitoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Hamano, Miyako	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kanzawa, Eiji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Appoint Statutory Auditor Tanaka, Takayuki	Mgmt	For	For
3.2	Appoint Statutory Auditor Hori, Hiroshi	Mgmt	For	For

The Hanover Insurance Group, Inc.

Meeting Date: 05/09/2023 Country: USA Ticker: THG

Meeting Type: Annual

Primary ISIN: US4108671052 Primary SEDOL: 2020415

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Francisco A. Aristeguieta	Mgmt	For	For
1.2	Elect Director Jane D. Carlin	Mgmt	For	For
1.3	Elect Director Elizabeth A. Ward	Mgmt	For	For
2	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

The Hanover Insurance Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Ratify PricewaterhouseCoopers 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.			

The Hartford Financial Services Group, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: HIG

Meeting Type: Annual

Primary ISIN: US4165151048 Primary SEDOL: 2476193

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Larry D. De Shon	Mgmt	For	For
1b	Elect Director Carlos Dominguez	Mgmt	For	For
1c	Elect Director Trevor Fetter	Mgmt	For	For
1d	Elect Director Donna A. James	Mgmt	For	For
1e	Elect Director Kathryn A. Mikells	Mgmt	For	For
1f	Elect Director Edmund Reese	Mgmt	For	For
1g	Elect Director Teresa Wynn Roseborough	Mgmt	For	For
1h	Elect Director Virginia P. Ruesterholz	Mgmt	For	For
1i	Elect Director Christopher J. Swift	Mgmt	For	For
1j	Elect Director Matthew E. Winter	Mgmt	For	For
1k	Elect Director Greig Woodring	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: he remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Adopt Time-Bound Policy to Phase Out Underwriting and Lending for New Fossil Fuel Development	SH	Against	Against
	Voter Rationale: At this time, we believe the company is considering attendant material risks provided their stated net zero ambition.			

The Hershey Company

Meeting Date: 05/16/2023 | Country: USA | Ticker: HSY
Meeting Type: Annual
Primary ISIN: US4278661081 | Primary SEDOL: 2422806

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Pamela M. Arway	Mgmt	For	For
1.2	Elect Director Michele G. Buck	Mgmt	For	For
	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			
1.3	Elect Director Victor L. Crawford	Mgmt	For	For
1.4	Elect Director Robert M. Dutkowsky	Mgmt	For	Withhold
	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.			
1.5	Elect Director Mary Kay Haben	Mgmt	For	For
1.6	Elect Director James C. Katzman	Mgmt	For	Withhold
	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.			
1.7	Elect Director M. Diane Koken	Mgmt	For	For
1.8	Elect Director Huong Maria T. Kraus	Mgmt	For	For
1.9	Elect Director Robert M. Malcolm	Mgmt	For	For
1.10	Elect Director Anthony J. Palmer	Mgmt	For	For
1.11	Elect Director Juan R. Perez	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
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Human Rights Impacts of Living Wage & Income Position Statement	SH	Against	Against
	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.			

The Home Depot, Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: HD
Meeting Type: Annual
Primary ISIN: US4370761029 | Primary SEDOL: 2434209

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gerard J. Arpey	Mgmt	For	For
1b	Elect Director Ari Bousbib	Mgmt	For	For
1c	Elect Director Jeffery H. Boyd	Mgmt	For	For
1d	Elect Director Gregory D. Brenneman	Mgmt	For	For
1e	Elect Director J. Frank Brown	Mgmt	For	For
1f	Elect Director Albert P. Carey	Mgmt	For	For
	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.			
1g	Elect Director Edward P. Decker	Mgmt	For	For
1h	Elect Director Linda R. Gooden	Mgmt	For	For
1i	Elect Director Wayne M. Hewett	Mgmt	For	For
1j	Elect Director Manuel Kadre	Mgmt	For	For
1k	Elect Director Stephanie C. Linnartz	Mgmt	For	For
1l	Elect Director Paula Santilli	Mgmt	For	For
1m	Elect Director Caryn Seidman-Becker	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Reduce Ownership Threshold for Shareholders to Request Action by Written Consent	SH	Against	For
	Voter Rationale: Supporting better corporate governance practices. Investors should have the opportunity to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.			
6	Require Independent Board Chair	SH	Against	For
	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 managements performance.			
7	Report on Political Expenditures Congruence	SH	Against	For
	Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.			

The Home Depot, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Rescind 2022 Racial Equity Audit Proposal	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
9	Encourage Senior Management Commitment to Avoid Political Speech	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

The Hong Kong and China Gas Company Limited

Meeting Date: 06/07/2023 Country: Hong Kong Ticker: 3

Meeting Type: Annual

Primary ISIN: HK0003000038 Primary SEDOL: 6436557

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
3.1	Elect Lee Ka-kit as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this 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 13.5 pct of the board. 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. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3.2	Elect David Li Kwok-po as Director	Mgmt	For	Against
	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 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. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3.3	Elect Peter Wong Wai-yee as Director	Mgmt	For	For
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3.4	Elect Andrew Fung Hau-chung as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For

The Hong Kong and China Gas Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.1	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5.2	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
5.3	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

The Howard Hughes Corporation

Meeting Date: 05/25/2023 Country: USA Ticker: HHC

Meeting Type: Annual

Primary ISIN: US44267D1072 Primary SEDOL: B5VR4H9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William A. Ackman	Mgmt	For	For
	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.			
1b	Elect Director David Eun	Mgmt	For	For
1c	Elect Director Adam Flatto	Mgmt	For	For
	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.			
1d	Elect Director Beth Kaplan	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1e	Elect Director Allen Model	Mgmt	For	For
1f	Elect Director David O'Reilly	Mgmt	For	For
1g	Elect Director R. Scot Sellers	Mgmt	For	For
	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.			
1h	Elect Director Steven Shepsman	Mgmt	For	For
1i	Elect Director Mary Ann Tighe	Mgmt	For	For
	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.			
1j	Elect Director Anthony Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

The Howard Hughes Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

The Hyakugo Bank, Ltd.

Meeting Date: 06/21/2023 Country: Japan Ticker: 8368
Meeting Type: Annual
Primary ISIN: JP3793800008 Primary SEDOL: 6659666

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 7	Mgmt	For	For
2.1	Elect Director Ito, Toshiyasu	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Sugiura, Masakazu	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Yamazaki, Kei	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kato, Tetsuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Arakida, Yutaka	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Urata, Yasuhiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

The Hyakugo Bank, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Kobayashi, Nagahisa	Mgmt	For	For
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Kawakita, Hisashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Nishioka, Keiko	Mgmt	For	For
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.10	Elect Director Nakamura, Atsushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Appoint Statutory Auditor Tsuruoka, Shinji	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Kawabata, Ikuko	Mgmt	For	For
4	Initiate Share Repurchase Program	SH	Against	For
	Voter Rationale: It appears there is a reasonable basis for supporting a higher capital return to shareholders and that the company's capital position would not be unduly burdened by this request. Furthermore, this proposal would not require the bank actually repurchase any shares as the articles of incorporation allow the board to conduct share repurchases at its discretion.			
5	Approve Additional Allocation of Income so that Annual Dividend per Share Equals to JPY 24	SH	Against	For
	Voter Rationale: It appears there is a reasonable basis for supporting a higher capital return to shareholders and that the company's capital position would not be unduly burdened by this request. An additional JPY 11 per share results in a payout ratio of 42 percent, which appears reasonable.			
6	Appoint Shareholder Director Nominee Maeda, Tomoki	SH	Against	Against
	Voter Rationale: The proponent has failed to explain how his experience and knowledge would specifically add value to the board.			

The Interpublic Group of Companies, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: IPG

Meeting Type: Annual

Primary ISIN: US4606901001 Primary SEDOL: 2466321

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jocelyn Carter-Miller	Mgmt	For	Against
	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.			
1.2	Elect Director Mary J. Steele Guilfoile	Mgmt	For	Against
	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.			
1.3	Elect Director Dawn Hudson	Mgmt	For	For
1.4	Elect Director Philippe Krakowsky	Mgmt	For	For
1.5	Elect Director Jonathan F. Miller	Mgmt	For	For
1.6	Elect Director Patrick Q. Moore	Mgmt	For	For
1.7	Elect Director Linda S. Sanford	Mgmt	For	For
1.8	Elect Director David M. Thomas	Mgmt	For	For
1.9	Elect Director E. Lee Wyatt Jr.	Mgmt	For	For
2	Ratify Pricewaterhousecoopers 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.			
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 incentives should not be delivered via cash or other non-equity vehicles.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			

The Japan Steel Works Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 5631
Meeting Type: Annual
Primary ISIN: JP3721400004 | Primary SEDOL: 6470685

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 29	Mgmt	For	For
2.1	Elect Director Matsuo, Toshio	Mgmt	For	Against
	Voter Rationale: We have concerns regarding effective oversight; 449 fraud incidents, including 20 fake data on products for nuclear power plants for reported. Japan Steel Works launched an investigation committee of outside lawyers in May 2022 that has confirmed this finding. We are holding this director responsible. 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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Deguchi, Junichiro	Mgmt	For	For
2.3	Elect Director Kikuchi, Hiroki	Mgmt	For	For
2.4	Elect Director Inoue, Shigeki	Mgmt	For	For
2.5	Elect Director Shibata, Motoyuki	Mgmt	For	For
2.6	Elect Director Nakanishi, Yoshiyuki	Mgmt	For	For
2.7	Elect Director Mitsui, Hisao	Mgmt	For	For
2.8	Elect Director Kuriki, Yasuyuki	Mgmt	For	For
2.9	Elect Director Kawamura, Junko	Mgmt	For	For
3.1	Appoint Statutory Auditor Mito, Shingo	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Yamaguchi, Saori	Mgmt	For	For

The Kansai Electric Power Co., Inc.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 9503
Meeting Type: Annual
Primary ISIN: JP3228600007 | Primary SEDOL: 6483489

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Sakakibara, Sadayuki	Mgmt	For	For
2.2	Elect Director Okihara, Takamune	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

The Kansai Electric Power Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Kaga, Atsuko	Mgmt	For	For
2.4	Elect Director Tomono, Hiroshi	Mgmt	For	For
2.5	Elect Director Takamatsu, Kazuko	Mgmt	For	For
2.6	Elect Director Naito, Fumio	Mgmt	For	For
2.7	Elect Director Manabe, Seiji	Mgmt	For	For
2.8	Elect Director Tanaka, Motoko	Mgmt	For	For
2.9	Elect Director Mori, Nozomu	Mgmt	For	Against
	Voter Rationale: We have oversight and compliance concerns (i.e., allegations over the antitrust violations and unauthorized access of customer information) about the utility.			
2.10	Elect Director Inada, Koji	Mgmt	For	For
2.11	Elect Director Araki, Makoto	Mgmt	For	For
2.12	Elect Director Shimamoto, Yasuji	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.13	Elect Director Nishizawa, Nobuhiro	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3	Amend Articles to Add Provision that Utility will Operate to Promote Nuclear Phase-Out, Decarbonization and Renewal Energy	SH	Against	Against
4	Amend Articles to Keep Shareholder Meeting Minutes and Disclose Them to Public	SH	Against	Against
5	Amend Articles to Add Provisions Concerning Management Based on CSR (Information Disclosure and Dialogue)	SH	Against	Against
6	Amend Articles to Add Provisions Concerning Management Based on CSR (Facility Safety Enhancement)	SH	Against	Against
7	Amend Articles to Add Provisions Concerning Management Based on CSR (Withdrawal from Coal-Fired Power Generation Business)	SH	Against	Against
8	Amend Articles to Add Provisions Concerning Management Based on CSR (Gender Diversity)	SH	Against	Against
9	Remove Incumbent Director Mori, Nozomu	SH	Against	Against
10	Remove Incumbent Director Sasaki, Shigeo	SH	Against	Against
11	Amend Articles to Require Individual Compensation Disclosure for Directors, Executive Officers, and Advisors	SH	Against	For
	Voter Rationale: The proposed disclosure would promote accountability and help shareholders make better-informed decisions. While the company discloses individual compensation in its proxy circular, that is a voluntary move, and the passage of this proposal would make sure that this practice continues going forward.			

The Kansai Electric Power Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Amend Articles to Establish Industry Organization to Cope with Changing Management Environment	SH	Against	Against
13	Amend Articles to Launch Study Group on Evacuation Plan in the Event of Nuclear Accident	SH	Against	Against
14	Amend Articles to Ban Reprocessing of Spent Nuclear Fuels	SH	Against	Against
15	Amend Articles to Stop Nuclear Power Generation	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current disclosure provides requisite transparency to investors. We will continue to monitor the company on this topic.			
16	Amend Articles to Dispose of Shares in Kansai Transmission and Distribution, Inc	SH	Against	Against
17	Amend Articles to Promote Maximum Disclosure to Gain Trust from Society	SH	Against	Against
18	Amend Articles to Encourage Dispersed Renewable Energy	SH	Against	Against
19	Amend Articles to Develop Alternative Energy Sources in place of Nuclear Power to Stabilize Electricity Rate	SH	Against	Against
20	Amend Articles to Realize Zero Carbon Emissions by 2050	SH	Against	Against
21	Amend Articles to Require Individual Compensation Disclosure for Directors and Executive Officers, Including Those Who Retire During Tenure, as well as Individual Disclosure Concerning Advisory Contracts with Retired Directors and Executive Officers	SH	Against	For
	Voter Rationale: The proposed disclosure would promote accountability and help shareholders make better-informed decisions.			
22	Amend Articles to Demolish All Nuclear Power Plants	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current disclosure provides requisite transparency to investors. We will continue to monitor the company on this topic.			
23	Amend Articles to Establish Work Environment where Employees Think About Safety of Nuclear Power Generation	SH	Against	Against
24	Amend Articles to Ban Hiring or Service on the Board or at the Company by Former Government Officials	SH	Against	Against
25	Amend Articles to Reduce Maximum Board Size and Require Majority Outsider Board	SH	Against	Against
26	Amend Articles to Establish Electricity Supply System Based on Renewable Energies	SH	Against	Against
27	Amend Articles to Ban Conclusion of Agreements to Purchase Coal Power Generated Electricity	SH	Against	Against

The Kansai Electric Power Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
28	Amend Articles to Disclose Transition Plan through 2050 Aligned with Goals of Paris Agreement	SH	Against	For
	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			

The Keiyo Bank, Ltd.

Meeting Date: 06/28/2023 Country: Japan Ticker: 8544
Meeting Type: Annual
Primary ISIN: JP3281600001 Primary SEDOL: 6190648

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 11	Mgmt	For	For
2.1	Elect Director Kumagai, Toshiyuki	Mgmt	For	Abstain
	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.			
2.2	Elect Director Ichikawa, Tatsushi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Akiyama, Katsusada	Mgmt	For	For

The Kiyo Bank, Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 8370
Meeting Type: Annual
Primary ISIN: JP3248000006 Primary SEDOL: 6494522

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Matsuoka, Yasuyuki	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Haraguchi, Hiroyuki	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Yokoyama, Tatsuyoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

The Kiyo Bank, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Maruoka, Norio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Mizobuchi, Sakae	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Asamoto, Etsuhiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Elect Director and Audit Committee Member Nishikawa, Ryuji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Kurahashi, Hiroyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.3	Elect Director and Audit Committee Member Nishida, Megumi	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Hori, Tomoko	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Adachi, Motohiro	Mgmt	For	For

The Kraft Heinz Company

Meeting Date: 05/04/2023 | Country: USA | Ticker: KHC

Meeting Type: Annual

Primary ISIN: US5007541064 | Primary SEDOL: BYRY499

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gregory E. Abel	Mgmt	For	For
1b	Elect Director Humberto P. Alfonso	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1c	Elect Director John T. Cahill	Mgmt	For	Abstain
	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.			
1d	Elect Director Lori Dickerson Fouche	Mgmt	For	For
1e	Elect Director Diane Gherson	Mgmt	For	For
1f	Elect Director Timothy Kenesey	Mgmt	For	For

The Kraft Heinz Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Alicia Knapp	Mgmt	For	For
1h	Elect Director Elio Leoni Sceti	Mgmt	For	For
1i	Elect Director Susan Mulder	Mgmt	For	For
1j	Elect Director James Park	Mgmt	For	For
1k	Elect Director Miguel Patricio	Mgmt	For	For
1l	Elect Director John C. Pope	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify PricewaterhouseCoopers 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.			
4	Adopt Simple Majority Vote	SH	Against	For
	Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.			
5	Report on Supply Chain Water Risk Exposure	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
6	Commission a Civil Rights and Non-Discrimination Audit	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks			

The Lion Electric Company

Meeting Date: 05/30/2023 | Country: Canada | Ticker: LEV

Meeting Type: Annual

Primary ISIN: CA5362211040 | Primary SEDOL: BMD5CV0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Latasha Akoma	Mgmt	For	For
1.2	Elect Director Sheila C. Bair	Mgmt	For	For
1.3	Elect Director Marc Bedard	Mgmt	For	For
1.4	Elect Director Pierre Larochelle	Mgmt	For	For
1.5	Elect Director Dane L. Parker	Mgmt	For	For
1.6	Elect Director Ann L. Payne	Mgmt	For	For
1.7	Elect Director Pierre-Olivier Perras	Mgmt	For	For
1.8	Elect Director Michel Ringuet	Mgmt	For	For
1.9	Elect Director Lorenzo Roccia	Mgmt	For	For

The Lion Electric Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Pierre Wilkie	Mgmt	For	For
2	Ratify Raymond Chabot Grant Thornton LLP as Auditor	Mgmt	For	For

The Macerich Company

Meeting Date: 05/31/2023 Country: USA Ticker: MAC
Meeting Type: Annual
Primary ISIN: US5543821012 Primary SEDOL: 2543967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peggy Alford	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1b	Elect Director Eric K. Brandt	Mgmt	For	For
1c	Elect Director Edward C. Coppola	Mgmt	For	For
1d	Elect Director Steven R. Hash	Mgmt	For	For
1e	Elect Director Enrique Hernandez, Jr.	Mgmt	For	For
1f	Elect Director Daniel J. Hirsch	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1g	Elect Director Marianne Lowenthal	Mgmt	For	For
1h	Elect Director Thomas E. O'Hern	Mgmt	For	For
1i	Elect Director Steven L. Soboroff	Mgmt	For	For
1j	Elect Director Andrea M. Stephen	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			

The Necessity Retail REIT, Inc.

Meeting Date: 06/29/2023 | Country: USA | Ticker: RTL
Meeting Type: Annual
Primary ISIN: US02607T1097 | Primary SEDOL: BD6NYB2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lisa D. Kabnick	Mgmt	For	Withhold
	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. Specifically, the company's governing documents prohibit shareholders ability to amend the bylaws, and the board failed to remove, or subject to a sunset requirement, the classified board structure, which adversely impacts shareholder rights. The corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited 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.			
1.2	Elect Director Edward M. Weil, Jr.	Mgmt	For	For
	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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote. 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.			

The New York Times Company

Meeting Date: 04/26/2023 | Country: USA | Ticker: NYT
Meeting Type: Annual
Primary ISIN: US6501111073 | Primary SEDOL: 2632003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Beth Brooke	Mgmt	For	For
1.2	Elect Director Rachel Glaser	Mgmt	For	For
1.3	Elect Director Brian P. McAndrews	Mgmt	For	For
1.4	Elect Director John W. Rogers, Jr.	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

The North West Company Inc.

Meeting Date: 06/07/2023 | Country: Canada | Ticker: NWC
Meeting Type: Annual
Primary ISIN: CA6632782083 | Primary SEDOL: BZ3FZR8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	This is a Duplicate Meeting for Ballots Received via Broadridge Distribution System	Mgmt		
1.1	Elect Director Brock Bulbuck	Mgmt	For	For
1.2	Elect Director Deepak Chopra	Mgmt	For	For
1.3	Elect Director Frank Coleman	Mgmt	For	For
1.4	Elect Director Stewart Glendinning	Mgmt	For	For
	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.			
1.5	Elect Director Rachel Huckle	Mgmt	For	For
1.6	Elect Director Annalisa King	Mgmt	For	For
1.7	Elect Director Violet Konkle	Mgmt	For	For
1.8	Elect Director Steven Kroft	Mgmt	For	For
1.9	Elect Director Daniel McConnell	Mgmt	For	For
1.10	Elect Director Jennefer Nepinak	Mgmt	For	For
1.11	Elect Director Victor Tootoo	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
A	The Undersigned Certifies The Shares Represented By This Proxy Are Owned And Controlled By: FOR = Canadian, AGT = Non-Canadian Holder Authorized To Provide Air Service, ABN = Non-Canadian Who Is Not A Non-Canadian Holder Authorized To Provide Air Service.	Mgmt	None	Abstain
B	The Undersigned Certifies that Shares Owned and Controlled, Including Shares Held by Persons in Affiliation with the Undersigned Represent 10% or More of Company's IOS. Vote FOR = Yes and AGAINST = No. And If Not Marked Will Be Treated As A No Vote.	Mgmt	None	Against

The Ogaki Kyoritsu Bank Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 8361
Meeting Type: Annual
Primary ISIN: JP3176000002 | Primary SEDOL: 6656485

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 Sakai, Toshiyuki	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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.			
2.2	Elect Director Tsuchiya, Satoshi	Mgmt	For	For
2.3	Elect Director Hayashi, Takaharu	Mgmt	For	For
2.4	Elect Director Nogami, Masayuki	Mgmt	For	For
2.5	Elect Director Kakehi, Masaki	Mgmt	For	For
2.6	Elect Director Kanda, Masaaki	Mgmt	For	For
2.7	Elect Director Tango, Yasutake	Mgmt	For	For
2.8	Elect Director Moriguchi, Yuko	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Mori, Tetsuro	Mgmt	For	For

The PNC Financial Services Group, Inc.

Meeting Date: 04/26/2023 | Country: USA | Ticker: PNC
Meeting Type: Annual
Primary ISIN: US6934751057 | Primary SEDOL: 2692665

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joseph Alvarado	Mgmt	For	For
1b	Elect Director Debra A. Cafaro	Mgmt	For	For
1c	Elect Director Marjorie Rodgers Cheshire	Mgmt	For	For
1d	Elect Director William S. Demchak	Mgmt	For	For
	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.			
1e	Elect Director Andrew T. Feldstein	Mgmt	For	For
1f	Elect Director Richard J. Harshman	Mgmt	For	For
1g	Elect Director Daniel R. Hesse	Mgmt	For	For
1h	Elect Director Renu Khator	Mgmt	For	For

The PNC Financial Services Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Linda R. Medler	Mgmt	For	For
1j	Elect Director Robert A. Niblock	Mgmt	For	For
1k	Elect Director Martin Pfinsgraff	Mgmt	For	For
1l	Elect Director Bryan S. Salesky	Mgmt	For	For
1m	Elect Director Toni Townes-whitley	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

The Progressive Corporation

Meeting Date: 05/12/2023 Country: USA Ticker: PGR

Meeting Type: Annual

Primary ISIN: US7433151039 Primary SEDOL: 2705024

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Danelle M. Barrett	Mgmt	For	For
1b	Elect Director Philip Bleser	Mgmt	For	For
1c	Elect Director Stuart B. Burgdoerfer	Mgmt	For	For
1d	Elect Director Pamela J. Craig	Mgmt	For	For
1e	Elect Director Charles A. Davis	Mgmt	For	For
1f	Elect Director Roger N. Farah	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.			
1g	Elect Director Lawton W. Fitt	Mgmt	For	For
1h	Elect Director Susan Patricia Griffith	Mgmt	For	For
1i	Elect Director Devin C. Johnson	Mgmt	For	For
1j	Elect Director Jeffrey D. Kelly	Mgmt	For	For
1k	Elect Director Barbara R. Snyder	Mgmt	For	For
1l	Elect Director Kahina Van Dyke	Mgmt	For	For

The Progressive Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

The Sherwin-Williams Company

Meeting Date: 04/19/2023 Country: USA Ticker: SHW

Meeting Type: Annual

Primary ISIN: US8243481061 Primary SEDOL: 2804211

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kerrii B. Anderson	Mgmt	For	For
1b	Elect Director Arthur F. Anton	Mgmt	For	For
1c	Elect Director Jeff M. Fettig	Mgmt	For	For
1d	Elect Director John G. Morikis	Mgmt	For	For
1e	Elect Director Christine A. Poon	Mgmt	For	For
1f	Elect Director Aaron M. Powell	Mgmt	For	For
1g	Elect Director Marta R. Stewart	Mgmt	For	For
1h	Elect Director Michael H. Thaman	Mgmt	For	For
1i	Elect Director Matthew Thornton, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

The Shiga Bank, Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8366
Meeting Type: Annual
Primary ISIN: JP3347600003 | Primary SEDOL: 6804240

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2	Amend Articles to Reduce Directors' Term	Mgmt	For	For
3.1	Elect Director Takahashi, Shojiro	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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.			
3.2	Elect Director Kubota, Shinya	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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.			
3.3	Elect Director Saito, Takahiro	Mgmt	For	For
3.4	Elect Director Horiuchi, Katsuyoshi	Mgmt	For	For
3.5	Elect Director Toda, Hidekazu	Mgmt	For	For
3.6	Elect Director Endo, Yoshinori	Mgmt	For	For
3.7	Elect Director Takeuchi, Minako	Mgmt	For	For
3.8	Elect Director Hattori, Rikiya	Mgmt	For	For
3.9	Elect Director Kamata, Sawaichiro	Mgmt	For	For

The St. Joe Company

Meeting Date: 05/16/2023 | Country: USA | Ticker: JOE
Meeting Type: Annual
Primary ISIN: US7901481009 | Primary SEDOL: 2768663

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cesar L. Alvarez	Mgmt	For	For
1b	Elect Director Bruce R. Berkowitz	Mgmt	For	For
1c	Elect Director Howard S. Frank	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1d	Elect Director Jorge L. Gonzalez	Mgmt	For	For
1e	Elect Director Thomas P. Murphy, Jr.	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

The St. Joe Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

The TJX Companies, Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: TJX

Meeting Type: Annual

Primary ISIN: US8725401090 Primary SEDOL: 2989301

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jose B. Alvarez	Mgmt	For	For
1b	Elect Director Alan M. Bennett	Mgmt	For	For
1c	Elect Director Rosemary T. Berkery	Mgmt	For	For
1d	Elect Director David T. Ching	Mgmt	For	For
1e	Elect Director C. Kim Goodwin	Mgmt	For	For
1f	Elect Director Ernie Herrman	Mgmt	For	For
1g	Elect Director Amy B. Lane	Mgmt	For	For
1h	Elect Director Carol Meyrowitz	Mgmt	For	For
1i	Elect Director Jackwyn L. Nemerov	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentives should not be delivered via cash or other non-equity vehicles.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

The TJX Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Report on Third-Party Assessment of Human Rights Due Diligence in Supply Chain	SH	Against	For
	Voter Rationale: The company faces risks related to human rights in its global operations. Good practice includes developing a clear human rights policy or code of practice, along with a narrative on how impacts are monitored and effectively mitigated.Shareholders would benefit from an independent analysis and report on the effectiveness of the Company's supply chain management practices. Particularly, as it relates to vendor shipments being withheld from the US and other jurisdictions.			
6	Report on Risk from Supplier Misclassification of Supplier's Employees	SH	Against	For
	Voter Rationale: The company faces risks related to human rights in its global operations. Good practice includes developing a clear human rights policy or code of practice, along with a narrative on how impacts are monitored and effectively mitigated.Shareholders would benefit from additional transparency in this area.			
7	Adopt a Paid Sick Leave Policy for All Employees	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant opportunities.			

The Toho Bank, Ltd.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 8346

Meeting Type: Annual

Primary ISIN: JP3601000007 | Primary SEDOL: 6893806

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 3.5	Mgmt	For	For
2.1	Elect Director Sato, Minoru	Mgmt	For	Abstain
	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.			
2.2	Elect Director Endo, Katsutoshi	Mgmt	For	For
2.3	Elect Director Nanaumi, Shigeki	Mgmt	For	For
2.4	Elect Director Soeta, Toshiki	Mgmt	For	For
2.5	Elect Director Konishi, Masako	Mgmt	For	For
2.6	Elect Director Takashima, Hideya	Mgmt	For	For
3	Approve Performance-Based Cash Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
4	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.			

The Toronto-Dominion Bank

Meeting Date: 04/20/2023 | Country: Canada | Ticker: TD
Meeting Type: Annual
Primary ISIN: CA8911605092 | Primary SEDOL: 2897222

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cherie L. Brant	Mgmt	For	For
1.2	Elect Director Amy W. Brinkley	Mgmt	For	For
1.3	Elect Director Brian C. Ferguson	Mgmt	For	For
1.4	Elect Director Colleen A. Goggins	Mgmt	For	For
1.5	Elect Director David E. Kepler	Mgmt	For	For
1.6	Elect Director Brian M. Levitt	Mgmt	For	For
1.7	Elect Director Alan N. MacGibbon	Mgmt	For	For
1.8	Elect Director Karen E. Maidment	Mgmt	For	For
1.9	Elect Director Bharat B. Masrani	Mgmt	For	For
1.10	Elect Director Claude Mongeau	Mgmt	For	For
1.11	Elect Director S. Jane Rowe	Mgmt	For	For
1.12	Elect Director Nancy G. Tower	Mgmt	For	For
1.13	Elect Director Ajay K. Virmani	Mgmt	For	For
1.14	Elect Director Mary A. Winston	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		
4	SP 1: Disclose Assessment on Human Rights Risk in Connection with Clients Owning Canadian Multi-Family Rental REITs in Canada	SH	Against	For
5	SP 2: Amend the Bank's Policy Guidelines for Sensitive Sectors and Activities	SH	Against	Against
	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.			
6	SP 3: Advisory Vote on Environmental Policies	SH	Against	Against
	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.			
7	SP 4: Invest in and Finance the Canadian Oil and Gas Sector	SH	Against	Against
	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.			

The Toronto-Dominion Bank

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	SP 5: Disclose the CEO Compensation to Median Worker Pay Ratio on an Annual Basis	SH	Against	For
	Voter Rationale: On balance, the proposal would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address related material risks and opportunities.			
9	SP 6: Disclose Transition Plan Towards 2030 Emission Reduction Goals	SH	Against	Abstain
	Voter Rationale: Although we consider this topic to be important to the company, at this time, we believe the company's current disclosure provides sufficient information to determine whether management and the board are taking into consideration attendant material risks.			

The Trade Desk, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: TTD

Meeting Type: Annual

Primary ISIN: US88339J1051 Primary SEDOL: BD8FDD1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeff T. Green	Mgmt	For	For
1.2	Elect Director Andrea L. Cunningham	Mgmt	For	Withhold
	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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

The Travelers Companies, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: TRV

Meeting Type: Annual

Primary ISIN: US89417E1091 Primary SEDOL: 2769503

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alan L. Beller	Mgmt	For	For
1b	Elect Director Janet M. Dolan	Mgmt	For	For
1c	Elect Director Russell G. Golden	Mgmt	For	For
1d	Elect Director Patricia L. Higgins	Mgmt	For	For
1e	Elect Director William J. Kane	Mgmt	For	For

The Travelers Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Thomas B. Leonardi	Mgmt	For	For
1g	Elect Director Clarence Otis, Jr.	Mgmt	For	For
1h	Elect Director Elizabeth E. Robinson	Mgmt	For	For
1i	Elect Director Philip T. (Pete) Ruegger, III	Mgmt	For	For
1j	Elect Director Rafael Santana	Mgmt	For	For
1k	Elect Director Todd C. Schermerhorn	Mgmt	For	For
1l	Elect Director Alan D. Schnitzer	Mgmt	For	For
1m	Elect Director Laurie J. Thomsen	Mgmt	For	For
1n	Elect Director Bridget van Kralingen	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Approve 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.			
6	Report on Efforts to Measure, Disclose and Reduce GHG Emissions Associated with Underwriting	SH	Against	Against
	Voter Rationale: At this time, we believe the board is adequately considering attendant material risks.			
7	Adopt Time-Bound Policy to Phase Out Underwriting for New Fossil Fuel Exploration and Development	SH	Against	Against
	Voter Rationale: At this time, we believe the board is adequately considering attendant material risks.			
8	Oversee and Report on a Third-Party Racial Equity Audit	SH	Against	For
	Voter Rationale: On balance, an independent audit would increase transparency and aid shareholders in assessing the effectiveness of company's stated efforts to address related material risks and opportunities.			
9	Ensure Policies Do Not Support Police Violations of Civil Rights	SH	Against	Against
	Voter Rationale: At this time, we believe the board is adequately considering attendant material risks.			
10	Adopt Policy to Require Third-Party Organizations to Annually Report Expenditures for Political Activities - Withdrawn	SH		

The UNITE Group Plc

Meeting Date: 05/18/2023 | Country: United Kingdom | Ticker: UTG
Meeting Type: Annual
Primary ISIN: GB0006928617 | Primary SEDOL: 0692861

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 Richard Huntingford as Director	Mgmt	For	For
	Voter Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.			
5	Re-elect Richard Smith as Director	Mgmt	For	For
6	Re-elect Joe Lister as Director	Mgmt	For	For
7	Re-elect Ross Paterson as Director	Mgmt	For	For
8	Re-elect Ilaria del Beato as Director	Mgmt	For	For
9	Re-elect Dame Shirley Pearce as Director	Mgmt	For	For
10	Re-elect Thomas Jackson as Director	Mgmt	For	For
11	Re-elect Sir Steve Smith as Director	Mgmt	For	For
12	Elect Nicola Dulieu as Director	Mgmt	For	For
13	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
14	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	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 the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

The United Laboratories International Holdings Limited

Meeting Date: 06/23/2023 | Country: Cayman Islands | Ticker: 3933
Meeting Type: Annual
Primary ISIN: KYG8813K1085 | Primary SEDOL: B1P70H9

The United Laboratories International Holdings 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
3	Approve Special Dividend	Mgmt	For	For
4a	Elect Tsoi Hoi Shan as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4b	Elect Zou Xian Hong as Director	Mgmt	For	For
4c	Elect Chong Peng Oon as Director	Mgmt	For	Against
	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 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.			
4d	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
5	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
8	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

The Walt Disney Company

Meeting Date: 04/03/2023 Country: USA Ticker: DIS

Meeting Type: Annual

Primary ISIN: US2546871060 Primary SEDOL: 2270726

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary T. Barra	Mgmt	For	For
1b	Elect Director Safra A. Catz	Mgmt	For	For
1c	Elect Director Amy L. Chang	Mgmt	For	For

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Francis A. deSouza	Mgmt	For	For
1e	Elect Director Carolyn N. Everson	Mgmt	For	For
1f	Elect Director Michael B.G. Froman	Mgmt	For	For
1g	Elect Director Robert A. Iger	Mgmt	For	For
1h	Elect Director Maria Elena Lagomasino	Mgmt	For	For
1i	Elect Director Calvin R. McDonald	Mgmt	For	For
1j	Elect Director Mark G. Parker	Mgmt	For	For
	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. While we acknowledge that this nominee may have potential commitments, we believe the board also needs strong leadership during transition periods. Given the recent leadership changes at Disney, we will support this nominee and monitor this situation.			
1k	Elect Director Derica W. Rice	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Risks Related to Operations in China	SH	Against	Against
	Voter Rationale: The company appears to provide shareholders with sufficient disclosure to assess its management of risks related to its operations in China and to have policies in place that seem to address human rights concerns raised by the proponent.			
6	Report on Charitable Contributions	SH	Against	Against
	Voter Rationale: Disclosure of individual gifts to all charitable organizations is overly burdensome, and this company already reports its significant gifts.			
7	Report on Political Expenditures	SH	Against	Against
	Voter Rationale: While we generally agree with the sentiment of this proposal, it appears the company provides reasonable disclosure of its political donations and we are encouraged by the recent efforts to increase transparency on this issue.			

The Wendy's Company

Meeting Date: 05/16/2023 Country: USA Ticker: WEN

Meeting Type: Annual

Primary ISIN: US95058W1009 Primary SEDOL: B3NXMJ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nelson Peltz	Mgmt	For	For
1.2	Elect Director Peter W. May	Mgmt	For	For
	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.			
1.3	Elect Director Matthew H. Peltz	Mgmt	For	For
1.4	Elect Director Michelle Caruso-Cabrera	Mgmt	For	For
1.5	Elect Director Kristin A. Dolan	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time			
1.6	Elect Director Kenneth W. Gilbert	Mgmt	For	For
1.7	Elect Director Richard H. Gomez	Mgmt	For	For
1.8	Elect Director Joseph A. Levato	Mgmt	For	Against
	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. 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.			
1.9	Elect Director Michelle "Mich" J. Mathews-Spradlin	Mgmt	For	For
	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.			
1.10	Elect Director Todd A. Penegor	Mgmt	For	For
1.11	Elect Director Peter H. Rothschild	Mgmt	For	For
	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.			
1.12	Elect Director Arthur B. Winkleblack	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.			

The Wendy's Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Proxy Access Right	SH	Against	Against
6	Require Independent Board Chair	SH	Against	For
	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.			
7	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			

The Western Union Company

Meeting Date: 05/12/2023 | Country: USA | Ticker: WU

Meeting Type: Annual

Primary ISIN: US9598021098 | Primary SEDOL: B1F76F9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Martin I. Cole	Mgmt	For	For
1b	Elect Director Betsy D. Holden	Mgmt	For	Against
	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. 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.			
1c	Elect Director Jeffrey A. Joerres	Mgmt	For	For
1d	Elect Director Devin B. McGranahan	Mgmt	For	For
1e	Elect Director Michael A. Miles, Jr.	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.			
1f	Elect Director Timothy P. Murphy	Mgmt	For	For
1g	Elect Director Jan Siegmund	Mgmt	For	For
1h	Elect Director Angela A. Sun	Mgmt	For	For
1i	Elect Director Solomon D. Trujillo	Mgmt	For	For

The Western Union Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
6	Provide Right to Act by Written Consent	SH	Against	For
	Voter Rationale: Supporting better corporate governance practices. Investors should have the opportunity to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.			

The Williams Companies, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: WMB

Meeting Type: Annual

Primary ISIN: US9694571004 | Primary SEDOL: 2967181

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alan S. Armstrong	Mgmt	For	For
1.2	Elect Director Stephen W. Bergstrom	Mgmt	For	For
1.3	Elect Director Michael A. Creel	Mgmt	For	For
1.4	Elect Director Stacey H. Dore	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.5	Elect Director Carri A. Lockhart	Mgmt	For	For
1.6	Elect Director Richard E. Muncrief	Mgmt	For	For
1.7	Elect Director Peter A. Ragauss	Mgmt	For	For
1.8	Elect Director Rose M. Robeson	Mgmt	For	For
1.9	Elect Director Scott D. Sheffield	Mgmt	For	For
1.10	Elect Director Murray D. Smith	Mgmt	For	For
1.11	Elect Director William H. Spence	Mgmt	For	For
1.12	Elect Director Jesse J. Tyson	Mgmt	For	For

The Williams Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

The York Water Company

Meeting Date: 05/01/2023 Country: USA Ticker: YORW

Meeting Type: Annual

Primary ISIN: US9871841089 Primary SEDOL: 2425292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joseph T. Hand	Mgmt	For	For
1.2	Elect Director Erin C. McGlaughlin	Mgmt	For	For
1.3	Elect Director Laura T. Wand	Mgmt	For	For
1.4	Elect Director Ernest J. Waters	Mgmt	For	Withhold
	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.			
2	Ratify Baker Tilly US, 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Theme International Holdings Limited

Meeting Date: 06/30/2023 Country: Bermuda Ticker: 990

Meeting Type: Annual

Primary ISIN: BMG8800F1876 Primary SEDOL: 6889496

Theme International Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Elect Chan Lai Ping as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2.2	Elect Wu Lei as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
2.3	Elect Kang Jian as Director	Mgmt	For	For
2.4	Elect Liu Song as Director	Mgmt	For	For
2.5	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve Zhonghui Anda CPA Limited as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Approve Amendments to the Existing Bye-Laws and Adopt the New Bye-Laws	Mgmt	For	For

Theravance Biopharma, Inc.

Meeting Date: 05/02/2023 | Country: Cayman Islands | Ticker: TBPH

Meeting Type: Annual

Primary ISIN: KYG8807B1068 | Primary SEDOL: BMNDK09

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dean J. Mitchell	Mgmt	For	Against

Theravance Biopharma, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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. 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.			
1.2	Elect Director Deepika R. Pakianathan	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
	Voter Rationale: 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Omnibus 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. 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. 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.			
6	Declassify the Board of Directors	Mgmt	For	For
	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.			

Thermo Fisher Scientific Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: TMO

Meeting Type: Annual

Primary ISIN: US8835561023 | Primary SEDOL: 2886907

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marc N. Casper	Mgmt	For	For
1b	Elect Director Nelson J. Chai	Mgmt	For	For
1c	Elect Director Ruby R. Chandy	Mgmt	For	For
1d	Elect Director C. Martin Harris	Mgmt	For	For
1e	Elect Director Tyler Jacks	Mgmt	For	For
1f	Elect Director R. Alexandra Keith	Mgmt	For	For

Thermo Fisher Scientific Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director James C. Mullen	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1h	Elect Director Lars R. Sorensen	Mgmt	For	For
1i	Elect Director Debora L. Spar	Mgmt	For	For
1j	Elect Director Scott M. Sperling	Mgmt	For	For
1k	Elect Director Dion J. Weisler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years 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. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			
5	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. 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.			
6	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Thomson Reuters Corporation

Meeting Date: 06/14/2023 | Country: Canada | Ticker: TRI

Meeting Type: Annual/Special

Primary ISIN: CA8849037095 | Primary SEDOL: BFXPTB0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Thomson	Mgmt	For	For
1.2	Elect Director Steve Hasker	Mgmt	For	For

Thomson Reuters Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Kirk E. Arnold	Mgmt	For	For
1.4	Elect Director David W. Binet	Mgmt	For	For
1.5	Elect Director W. Edmund Clark	Mgmt	For	For
1.6	Elect Director LaVerne Council	Mgmt	For	For
1.7	Elect Director Michael E. Daniels	Mgmt	For	For
1.8	Elect Director Kirk Koenigsbauer	Mgmt	For	For
1.9	Elect Director Deanna Oppenheimer	Mgmt	For	For
1.10	Elect Director Simon Paris	Mgmt	For	For
1.11	Elect Director Kim M. Rivera	Mgmt	For	For
1.12	Elect Director Barry Salzberg	Mgmt	For	For
1.13	Elect Director Peter J. Thomson	Mgmt	For	For
1.14	Elect Director Beth Wilson	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
3	Advisory Vote on Executive Compensation Approach	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.			
4	Approve Return of Capital Transaction	Mgmt	For	For

Thryv Holdings, Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: THRY

Meeting Type: Annual

Primary ISIN: US8860292064 Primary SEDOL: BMCMWY5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John Slater	Mgmt	For	Withhold
	Voter Rationale: 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 classified board structure which adversely impacts shareholder rights.			
1.2	Elect Director Joseph A. Walsh	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Tidewater Inc.

Meeting Date: 06/26/2023 | Country: USA | Ticker: TDW
Meeting Type: Annual
Primary ISIN: US88642R1095 | Primary SEDOL: BDFGDQ0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Darron M. Anderson	Mgmt	For	For
1b	Elect Director Melissa Cougle	Mgmt	For	For
1c	Elect Director Dick H. Fagerstal	Mgmt	For	For
1d	Elect Director Quintin V. Kneen	Mgmt	For	For
1e	Elect Director Louis A. Raspino	Mgmt	For	For
1f	Elect Director Robert E. Robotti	Mgmt	For	For
1g	Elect Director Kenneth H. Traub	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1h	Elect Director Lois K. Zabrocky	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

TIS, Inc. (Japan)

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 3626
Meeting Type: Annual
Primary ISIN: JP3104890003 | Primary SEDOL: B2Q4CR0

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 Kuwano, Toru	Mgmt	For	Against
	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.			
2.2	Elect Director Okamoto, Yasushi	Mgmt	For	Against
	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.			
2.3	Elect Director Yanai, Josaku	Mgmt	For	For
2.4	Elect Director Horiguchi, Shinichi	Mgmt	For	For

TIS, Inc. (Japan)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Kitaoka, Takayuki	Mgmt	For	For
2.6	Elect Director Hikida, Shuzo	Mgmt	For	For
2.7	Elect Director Sano, Koichi	Mgmt	For	For
2.8	Elect Director Tsuchiya, Fumio	Mgmt	For	For
2.9	Elect Director Mizukoshi, Naoko	Mgmt	For	For
3	Appoint Statutory Auditor Tsujimoto, Makoto	Mgmt	For	Against

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.

TKP Corp.

Meeting Date: 05/30/2023 | Country: Japan | Ticker: 3479
Meeting Type: Annual
Primary ISIN: JP3538710009 | Primary SEDOL: BDZWWH2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Kawano, Takateru	Mgmt	For	For
2.2	Elect Director Nakamura, Koji	Mgmt	For	For
2.3	Elect Director Tsuji, Haruo	Mgmt	For	For
2.4	Elect Director Watanabe, Kohei	Mgmt	For	For
2.5	Elect Director Motoya, Fumiko	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Watanabe, Masanori	Mgmt	For	Against

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.

T-Mobile US, Inc.

Meeting Date: 06/16/2023 | Country: USA | Ticker: TMUS
Meeting Type: Annual
Primary ISIN: US8725901040 | Primary SEDOL: B94Q9V0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andre Almeida	Mgmt	For	Withhold

Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.

T-Mobile US, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Marcelo Claure	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The nominee is a former executive and considered to be non-independent. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1.3	Elect Director Srikant M. Datar	Mgmt	For	For
1.4	Elect Director Srinivasan Gopalan	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1.5	Elect Director Timotheus Hottges	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.6	Elect Director Christian P. Illek	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1.7	Elect Director Raphael Kubler	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1.8	Elect Director Thorsten Langheim	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Dominique Leroy	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.10	Elect Director Letitia A. Long	Mgmt	For	For
1.11	Elect Director G. Michael Sievert	Mgmt	For	For
1.12	Elect Director Teresa A. Taylor	Mgmt	For	Withhold
	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.			
1.13	Elect Director Kelvin R. Westbrook	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

T-Mobile US, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
6	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

TMX Group Limited

Meeting Date: 05/02/2023 | Country: Canada | Ticker: X

Meeting Type: Annual/Special

Primary ISIN: CA87262K1057 | Primary SEDOL: B8KH5G7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
2a	Elect Director Luc Bertrand	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent. 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.			
2b	Elect Director Nicolas Darveau-Garneau	Mgmt	For	Withhold
	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.			
2c	Elect Director Martine Irman	Mgmt	For	For
2d	Elect Director Moe Kermani	Mgmt	For	For
2e	Elect Director William Linton	Mgmt	For	Withhold
	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.			
2f	Elect Director Audrey Mascarenhas	Mgmt	For	For
2g	Elect Director John McKenzie	Mgmt	For	For
2h	Elect Director Monique Mercier	Mgmt	For	For

TMX Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2i	Elect Director Kevin Sullivan	Mgmt	For	For
2j	Elect Director Claude Tessier	Mgmt	For	For
2k	Elect Director Eric Wetlaufer	Mgmt	For	For
2l	Elect Director Ava Yaskiel	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performane 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.			
4	Approve Stock Split	Mgmt	For	For

Tobu Railway Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 9001

Meeting Type: Annual

Primary ISIN: JP3597800006 Primary SEDOL: 6895169

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For
2.1	Elect Director Nezu, Yoshizumi	Mgmt	For	Against
	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.			
2.2	Elect Director Yokota, Yoshimi	Mgmt	For	For
2.3	Elect Director Shigeta, Atsushi	Mgmt	For	For
2.4	Elect Director Suzuki, Takao	Mgmt	For	For
2.5	Elect Director Shibata, Mitsuyoshi	Mgmt	For	For
2.6	Elect Director Ando, Takaharu	Mgmt	For	For
2.7	Elect Director Yagasaki, Noriko	Mgmt	For	For
2.8	Elect Director Yanagi, Masanori	Mgmt	For	For
2.9	Elect Director Tsuzuki, Yutaka	Mgmt	For	Against
	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.			
3	Appoint Statutory Auditor Yoshida, Tatsuo	Mgmt	For	Against
	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.			

TOC Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 8841
Meeting Type: Annual
Primary ISIN: JP3538400007 | Primary SEDOL: 6893497

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 5	Mgmt	For	For
2	Elect Director Komoriya, Tomoe	Mgmt	For	For
3.1	Appoint Statutory Auditor Yamaoka, Hideo	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Sakamaki, Hiroshi	Mgmt	For	For
3.3	Appoint Statutory Auditor Minegishi, Yoshiyuki	Mgmt	For	For

TOCALO Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 3433
Meeting Type: Annual
Primary ISIN: JP3552290003 | Primary SEDOL: 6714974

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 27.5	Mgmt	For	For
2.1	Elect Director Mifune, Noriyuki	Mgmt	For	For
2.2	Elect Director Kobayashi, Kazuya	Mgmt	For	For
2.3	Elect Director Kuroki, Nobuyuki	Mgmt	For	For
2.4	Elect Director Goto, Hiroshi	Mgmt	For	For
2.5	Elect Director Yoshizumi, Takayuki	Mgmt	For	For
2.6	Elect Director Kamakura, Toshimitsu	Mgmt	For	For
2.7	Elect Director Takihara, Keiko	Mgmt	For	For
2.8	Elect Director Sato, Yoko	Mgmt	For	For
2.9	Elect Director Tomita, Kazuyuki	Mgmt	For	For
3	Appoint Statutory Auditor Shin, Hidetoshi	Mgmt	For	Against
	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.			

Toda Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 1860
Meeting Type: Annual
Primary ISIN: JP3627000007 | Primary SEDOL: 6893884

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 13.5	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Imai, Masanori	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
3.2	Elect Director Otani, Seisuke	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
3.3	Elect Director Yamazaki, Toshihiro	Mgmt	For	For
3.4	Elect Director Amiya, Shunsuke	Mgmt	For	For
3.5	Elect Director Itami, Toshihiko	Mgmt	For	For
3.6	Elect Director Arakane, Kumi	Mgmt	For	For
3.7	Elect Director Muroi, Masahiro	Mgmt	For	For
4	Appoint Statutory Auditor Momoi, Shunji	Mgmt	For	For
5	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.			
6	Initiate Share Repurchase Program	SH	Against	For
	Voter Rationale: The passage of this item would not require the company to actually repurchase any shares, but only set forth the maximum number of shares the company is allowed to repurchase within the proposed maximum cash outlay. The final decision as to whether the company actually proceeds with share repurchases will be left to the board's discretion.			

Toei Animation Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 4816
Meeting Type: Annual
Primary ISIN: JP3560200002 | Primary SEDOL: 6301871

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 155	Mgmt	For	For

Toei Animation Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Elect Director Yoshimura, Fumio	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Appoint Statutory Auditor Higuchi, Munehisa	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Wada, Koichi	Mgmt	For	Against
	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.			
3.3	Appoint Statutory Auditor Kobayashi, Naoji	Mgmt	For	Against
	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.			
3.4	Appoint Statutory Auditor Imamura, Kenshi	Mgmt	For	For

Toei Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9605

Meeting Type: Annual

Primary ISIN: JP3560000006 | Primary SEDOL: 6895181

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 100	Mgmt	For	For
2.1	Elect Director Tada, Noriyuki	Mgmt	For	Abstain
	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.			
2.2	Elect Director Yoshimura, Fumio	Mgmt	For	Abstain
	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.			
2.3	Elect Director Wada, Koichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Kojima, Yuji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Kamata, Yuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Nomoto, Hirofumi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Toei Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Hayakawa, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Toenec Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 1946

Meeting Type: Annual

Primary ISIN: JP3552230009 | Primary SEDOL: 6895620

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 Ikeyama, Tatsuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.2	Elect Director Takimoto, Tsuguhisa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Hirata, Koji	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Fujita, Yuzo	Mgmt	For	Abstain
	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.			
2.5	Elect Director Horiuchi, Yasuhiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Yamazaki, Shigemitsu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Iizuka, Atsushi	Mgmt	For	For
2.8	Elect Director Ukai, Hiroyuki	Mgmt	For	For
2.9	Elect Director Yoshimoto, Akiko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Kimura, Masahiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Shibata, Mitsuaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Toenec Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Director and Audit Committee Member Sugita, Katsuhiko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Terada, Shuichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

Toho Co., Ltd. (9602)

Meeting Date: 05/25/2023 | Country: Japan | Ticker: 9602

Meeting Type: Annual

Primary ISIN: JP3598600009 | Primary SEDOL: 6895200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Shimatani, Yoshishige	Mgmt	For	Against
	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.			
2.2	Elect Director Matsuoka, Hiroyasu	Mgmt	For	Against
	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.			
2.3	Elect Director Tako, Nobuyuki	Mgmt	For	For
2.4	Elect Director Ichikawa, Minami	Mgmt	For	For
2.5	Elect Director Sumi, Kazuo	Mgmt	For	For
3	Elect Director and Audit Committee Member Orii, Masako	Mgmt	For	For

Toho Titanium Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 5727

Meeting Type: Annual

Primary ISIN: JP3601800000 | Primary SEDOL: 6894627

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yamao, Yasuji	Mgmt	For	Abstain
	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.			
1.2	Elect Director Yuki, Norio	Mgmt	For	For
1.3	Elect Director Inokawa, Akira	Mgmt	For	For

Toho Titanium Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Iida, Kazuhiko	Mgmt	For	For
1.5	Elect Director Ikubo, Yasuhiko	Mgmt	For	For
1.6	Elect Director Okura, Kimiharu	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Kataoka, Takuo	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Harada, Naomi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

TOKAI Corp. /9729/

Meeting Date: 06/29/2023 Country: Japan Ticker: 9729

Meeting Type: Annual

Primary ISIN: JP3552250007 Primary SEDOL: 6894359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 39	Mgmt	For	For
2.1	Elect Director Onogi, Koji	Mgmt	For	Abstain
	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.			
2.2	Elect Director Asai, Toshiaki	Mgmt	For	Abstain
	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.			
2.3	Elect Director Shiraki, Motoaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Hirose, Akiyoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Matsuno, Eiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Asano, Tomoyoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Ori, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Kawamura, Haruo	Mgmt	For	For

TOKAI Corp. /9729/

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Director and Audit Committee Member Uno, Hiroshi	Mgmt	For	For

Tokai Tokyo Financial Holdings, Inc.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 8616

Meeting Type: Annual

Primary ISIN: JP3577600004 | Primary SEDOL: 6894876

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 8	Mgmt	For	For
2.1	Elect Director Ishida, Tateaki	Mgmt	For	Against
	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.			
2.2	Elect Director Goda, Ichiro	Mgmt	For	Against
	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.			
2.3	Elect Director Hayashi, Masanori	Mgmt	For	For
2.4	Elect Director Nakayama, Tsunehiro	Mgmt	For	For
2.5	Elect Director Miyazawa, Kazumasa	Mgmt	For	For
3	Approve Stock Option 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. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Amend Articles to Require Individual Compensation Disclosure for Directors	SH	Against	For
	Voter Rationale: The proposed disclosure would promote accountability and help shareholders make better-informed decisions.			
5	Amend Articles to Ban Hiring of Former Government Officials Who Resigned to Take Responsibility	SH	Against	Against
	Voter Rationale: This proposal appears overly prescriptive and it is not clear clear the proponents have shown that shareholders should, in this instance, supplant the judgment of the board and management team or that adoption of this proposal will clearly lead to an increase in shareholder value.			
6	Amend Articles to Require Membership Fees for Parties after Shareholder Meetings	SH	Against	Against
	Voter Rationale: This proposal appears overly prescriptive.			

Tokai Tokyo Financial Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Amend Articles to Establish Mandatory Retirement Age of 65 for Representative Directors	SH	Against	Against
	Voter Rationale: Setting a mandatory retirement age may prevent the company from recruiting qualified director candidates.			
8	Amend Articles to Introduce Executive Compensation System Linked to Job Performance	SH	Against	Against
	Voter Rationale: It is unclear how this proposal would benefit shareholders or maximize shareholder value.			
9	Amend Articles to Establish and Disclose Management Plan to Achieve Price-to-Book Value Ratio of 1 or More	SH	Against	Against
	Voter Rationale: While we appreciate the proponents concerns, the proposed content appears too prescriptive.			
10	Remove Incumbent Director Ishida, Tateaki	SH	Against	Against
	Voter Rationale: It does not appear the proponent has made a case that this nominee's removal would maximize shareholder value.			
11.1	Remove Director and Audit Committee Member Ono, Tetsuji	SH	Against	Against
	Voter Rationale: It does not appear the proponent has made a case that this nominee's removal would maximize shareholder value.			
11.2	Remove Director and Audit Committee Member Inoue, Keisuke	SH	Against	Against
	Voter Rationale: It does not appear the proponent has made a case that this nominee's removal would maximize shareholder value.			
11.3	Remove Director and Audit Committee Member Yamazaki, Joichi	SH	Against	Against
	Voter Rationale: It does not appear the proponent has made a case that this nominee's removal would maximize shareholder value.			

Tokio Marine Holdings, Inc.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 8766

Meeting Type: Annual

Primary ISIN: JP3910660004 | Primary SEDOL: 6513126

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 Nagano, Tsuyoshi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Komiya, Satoru	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Okada, Kenji	Mgmt	For	For

Tokio Marine Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Moriwaki, Yoichi	Mgmt	For	For
2.5	Elect Director Ishii, Yoshinori	Mgmt	For	For
2.6	Elect Director Wada, Kiyoshi	Mgmt	For	For
2.7	Elect Director Hirose, Shinichi	Mgmt	For	For
2.8	Elect Director Mitachi, Takashi	Mgmt	For	For
2.9	Elect Director Endo, Nobuhiro	Mgmt	For	For
2.10	Elect Director Katanozaka, Shinya	Mgmt	For	For
2.11	Elect Director Osono, Emi	Mgmt	For	For
2.12	Elect Director Shindo, Kosei	Mgmt	For	For
2.13	Elect Director Robert Alan Feldman	Mgmt	For	For
2.14	Elect Director Yamamoto, Kichiichiro	Mgmt	For	For
2.15	Elect Director Matsuyama, Haruka	Mgmt	For	For
3	Appoint Statutory Auditor Shimizu, Junko	Mgmt	For	For

Tokyo Century Corp.

Meeting Date: 06/26/2023 Country: Japan Ticker: 8439

Meeting Type: Annual

Primary ISIN: JP3424950008 Primary SEDOL: 6679794

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 72	Mgmt	For	For
2.1	Elect Director Yukiya, Masataka	Mgmt	For	For
2.2	Elect Director Baba, Koichi	Mgmt	For	For
2.3	Elect Director Yoshida, Masao	Mgmt	For	For
2.4	Elect Director Nakamura, Akio	Mgmt	For	For
2.5	Elect Director Asano, Toshio	Mgmt	For	For
2.6	Elect Director Tanaka, Miho	Mgmt	For	For
2.7	Elect Director Numagami, Tsuyoshi	Mgmt	For	For
2.8	Elect Director Okada, Akihiko	Mgmt	For	For
2.9	Elect Director Sato, Hiroshi	Mgmt	For	For
2.10	Elect Director Kitamura, Toshio	Mgmt	For	For
2.11	Elect Director Hara, Mahoko	Mgmt	For	For
2.12	Elect Director Hirasaki, Tatsuya	Mgmt	For	For

Tokyo Century Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.13	Elect Director Asada, Shunichi	Mgmt	For	For
3	Appoint Statutory Auditor Amamoto, Katsuya	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Iwanaga, Toshihiko	Mgmt	For	For

Tokyo Electron Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 8035

Meeting Type: Annual

Primary ISIN: JP3571400005 | Primary SEDOL: 6895675

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kawai, Toshiki	Mgmt	For	For
1.2	Elect Director Sasaki, Sadao	Mgmt	For	For
1.3	Elect Director Nunokawa, Yoshikazu	Mgmt	For	For
1.4	Elect Director Sasaki, Michio	Mgmt	For	For
1.5	Elect Director Eda, Makiko	Mgmt	For	For
1.6	Elect Director Ichikawa, Sachiko	Mgmt	For	For
2.1	Appoint Statutory Auditor Tahara, Kazushi	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Nanasawa, Yutaka	Mgmt	For	Against
	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.			
3	Approve Annual Bonus	Mgmt	For	For
4	Approve Deep Discount Stock Option Plan	Mgmt	For	For
5	Approve Deep Discount Stock Option Plan	Mgmt	For	For

Tokyo Seimitsu Co., Ltd.

Meeting Date: 06/26/2023 | Country: Japan | Ticker: 7729

Meeting Type: Annual

Primary ISIN: JP3580200008 | Primary SEDOL: 6894304

Tokyo Seimitsu Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 126	Mgmt	For	For
2.1	Elect Director Yoshida, Hitoshi	Mgmt	For	For
2.2	Elect Director Kimura, Ryuichi	Mgmt	For	For
2.3	Elect Director Kawamura, Koichi	Mgmt	For	For
2.4	Elect Director Hokida, Takahiro	Mgmt	For	For
2.5	Elect Director Tsukada, Shuichi	Mgmt	For	For
2.6	Elect Director Romi Pradhan	Mgmt	For	For
2.7	Elect Director Takamasu, Kiyoshi	Mgmt	For	For
2.8	Elect Director Mori, Kazuya	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Akimoto, Shinji	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Sagara, Yuriko	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Sunaga, Masaki	Mgmt	For	For

Tokyo Steel Manufacturing Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 5423

Meeting Type: Annual

Primary ISIN: JP3579800008 | Primary SEDOL: 6895879

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Nara, Nobuaki	Mgmt	For	For
2.2	Elect Director Komatsuzaki, Yuji	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Asai, Takafumi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Hoshi, Hiroaki	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Miwa, Kaori	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Yagi, Osamu	Mgmt	For	For

Tokyu Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9005
Meeting Type: Annual
Primary ISIN: JP3574200006 | Primary SEDOL: 6896548

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 7.5	Mgmt	For	For
2.1	Elect Director Nomoto, Hirofumi	Mgmt	For	Against
	Voter Rationale: We have concerns regarding oversight given the company's misconduct in connection with the Tokyo 2020 Olympic Games.			
2.2	Elect Director Takahashi, Kazuo	Mgmt	For	Against
	Voter Rationale: We have concerns regarding oversight given the company's misconduct in connection with the Tokyo 2020 Olympic Games. The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Horie, Masahiro	Mgmt	For	For
2.4	Elect Director Fujiwara, Hirohisa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Takahashi, Toshiyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Hamana, Setsu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kanazashi, Kiyoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Shimada, Kunio	Mgmt	For	For
2.9	Elect Director Kanise, Reiko	Mgmt	For	For
2.10	Elect Director Miyazaki, Midori	Mgmt	For	For
2.11	Elect Director Shimizu, Hiroshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Appoint Alternate Statutory Auditor Matsumoto, Taku	Mgmt	For	For

Tokyu Fudosan Holdings Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 3289
Meeting Type: Annual
Primary ISIN: JP3569200003 | Primary SEDOL: BDC6LT2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 14.5	Mgmt	For	For
2.1	Elect Director Kanazashi, Kiyoshi	Mgmt	For	For
2.2	Elect Director Nishikawa, Hironori	Mgmt	For	For
2.3	Elect Director Uemura, Hitoshi	Mgmt	For	For
2.4	Elect Director Kimura, Shohei	Mgmt	For	For
2.5	Elect Director Ota, Yoichi	Mgmt	For	For
2.6	Elect Director Hoshino, Hiroaki	Mgmt	For	For
2.7	Elect Director Usugi, Shinichiro	Mgmt	For	For
2.8	Elect Director Nomoto, Hirofumi	Mgmt	For	For
2.9	Elect Director Kaiami, Makoto	Mgmt	For	For
2.10	Elect Director Arai, Saeko	Mgmt	For	For
2.11	Elect Director Miura, Satoshi	Mgmt	For	For
2.12	Elect Director Hoshino, Tsuguhiko	Mgmt	For	For
2.13	Elect Director Jozuka, Yumiko	Mgmt	For	For
3	Appoint Statutory Auditor Kanematsu, Masaoki	Mgmt	For	Against
	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.			
4	Appoint Alternate Statutory Auditor Nagao, Ryo	Mgmt	For	For

TOKYU REIT, Inc.

Meeting Date: 04/21/2023 | Country: Japan | Ticker: 8957
Meeting Type: Special
Primary ISIN: JP3044510000 | Primary SEDOL: 6687203

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 Kimura, Yoshitaka	Mgmt	For	For
3	Elect Alternate Executive Director Yamagami, Tatsumi	Mgmt	For	For

TOKYU REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1	Elect Supervisory Director Kondo, Maruhito	Mgmt	For	For
4.2	Elect Supervisory Director Aikawa, Takashi	Mgmt	For	For
5	Elect Alternate Supervisory Director Matsumoto, Minako	Mgmt	For	For

TOMONY Holdings, Inc.

Meeting Date: 06/27/2023 Country: Japan Ticker: 8600

Meeting Type: Annual

Primary ISIN: JP3631700006 Primary SEDOL: B6391L3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 5	Mgmt	For	For
2.1	Elect Director Nakamura, Takeshi	Mgmt	For	For
2.2	Elect Director Yamada, Michio	Mgmt	For	For
2.3	Elect Director Bando, Toyohiko	Mgmt	For	For
2.4	Elect Director Fujii, Hitomi	Mgmt	For	For
2.5	Elect Director Oda, Hiroaki	Mgmt	For	For
2.6	Elect Director Seki, Mikio	Mgmt	For	For
2.7	Elect Director Yamashita, Tomoki	Mgmt	For	For
2.8	Elect Director Inoue, Yoshiaki	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Tada, Hitoshi	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Hashimoto, Junko	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Kuwajima, Yosuke	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Kajino, Sayaka	Mgmt	For	For

Tompkins Financial Corporation

Meeting Date: 05/09/2023 Country: USA Ticker: TMP

Meeting Type: Annual

Primary ISIN: US8901101092 Primary SEDOL: 2888613

Tompkins Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John E. Alexander	Mgmt	For	For
1.2	Elect Director Paul J. Battaglia	Mgmt	For	For
1.3	Elect Director Nancy E. Catarisano	Mgmt	For	For
1.4	Elect Director Daniel J. Fessenden	Mgmt	For	For
1.5	Elect Director James W. Fulmer	Mgmt	For	Withhold
	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.			
1.6	Elect Director Patricia A. Johnson	Mgmt	For	For
1.7	Elect Director Angela B. Lee	Mgmt	For	For
1.8	Elect Director John D. McClurg	Mgmt	For	For
1.9	Elect Director Ita M. Rahilly	Mgmt	For	For
1.10	Elect Director Thomas R. Rochon	Mgmt	For	For
1.11	Elect Director Stephen S. Romaine	Mgmt	For	For
1.12	Elect Director Michael H. Spain	Mgmt	For	For
1.13	Elect Director Jennifer R. Tegan	Mgmt	For	For
1.14	Elect Director Alfred J. Weber	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. This plan could lead to excessive dilution.			
5	Ratify KPMG 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.			

Tootsie Roll Industries, Inc.

Meeting Date: 05/01/2023 Country: USA Ticker: TR

Meeting Type: Annual

Primary ISIN: US8905161076 Primary SEDOL: 2896809

Tootsie Roll Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ellen R. Gordon	Mgmt	For	Withhold
	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. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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.			
1.2	Elect Director Virginia L. Gordon	Mgmt	For	Withhold
	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.			
1.3	Elect Director Lana Jane Lewis-Brent	Mgmt	For	Withhold
	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.			
1.4	Elect Director Barre A. Seibert	Mgmt	For	Withhold
	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. 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.			
1.5	Elect Director Paula M. Wardynski	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Topaz Energy Corp.

Meeting Date: 06/14/2023 | Country: Canada | Ticker: TPZ

Meeting Type: Annual

Primary ISIN: CA89055A2039 | Primary SEDOL: BMV3Y21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Michael L. Rose	Mgmt	For	For

Topaz Energy Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Marty Staples	Mgmt	For	For
2.3	Elect Director Tanya Causgrove	Mgmt	For	For
2.4	Elect Director Jim Davidson	Mgmt	For	For
2.5	Elect Director John Gordon	Mgmt	For	For
2.6	Elect Director Darlene Harris	Mgmt	For	For
2.7	Elect Director Steve Larke	Mgmt	For	Withhold
	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.			
2.8	Elect Director Brian G. Robinson	Mgmt	For	Withhold
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	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.			
5	Re-approve Stock Option 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. 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.			

TopBuild Corp.

Meeting Date: 05/01/2023 Country: USA Ticker: BLD
Meeting Type: Annual
Primary ISIN: US89055F1030 Primary SEDOL: BZ0P3W2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alec C. Covington	Mgmt	For	For
1b	Elect Director Ernesto Bautista, III	Mgmt	For	For
1c	Elect Director Robert M. Buck	Mgmt	For	For
1d	Elect Director Joseph S. Cantie	Mgmt	For	For
1e	Elect Director Tina M. Donikowski	Mgmt	For	For
1f	Elect Director Deirdre C. Drake	Mgmt	For	For
1g	Elect Director Mark A. Petrarca	Mgmt	For	For
1h	Elect Director Nancy M. Taylor	Mgmt	For	For

TopBuild Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Topcon Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 7732

Meeting Type: Annual

Primary ISIN: JP3630400004 | Primary SEDOL: 6894241

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hirano, Satoshi	Mgmt	For	Abstain
	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.			
1.2	Elect Director Eto, Takashi	Mgmt	For	Abstain
	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.			
1.3	Elect Director Akiyama, Haruhiko	Mgmt	For	For
1.4	Elect Director Yamazaki, Takayuki	Mgmt	For	For
1.5	Elect Director Kumagai, Kaoru	Mgmt	For	For
1.6	Elect Director Sudo, Akira	Mgmt	For	For
1.7	Elect Director Yamazaki, Naoko	Mgmt	For	For
1.8	Elect Director Inaba, Yoshiharu	Mgmt	For	For
1.9	Elect Director Hidaka, Naoki	Mgmt	For	For
1.10	Elect Director Teramoto, Katsuhiro	Mgmt	For	For
2.1	Appoint Statutory Auditor Nakamura, Shokyu	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Ryu, Nobuyuki	Mgmt	For	Against
	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.			
2.3	Appoint Statutory Auditor Taketani, Keiji	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Inoue, Tsuyoshi	Mgmt	For	For

Topgolf Callaway Brands Corp.

Meeting Date: 06/06/2023 | Country: USA | Ticker: MODG
Meeting Type: Annual
Primary ISIN: US1311931042 | Primary SEDOL: 2173933

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Oliver G. (Chip) Brewer, III	Mgmt	For	For
1.2	Elect Director Erik J Anderson	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.3	Elect Director Laura J. Flanagan	Mgmt	For	For
1.4	Elect Director Russell L. Fleischer	Mgmt	For	For
1.5	Elect Director Bavan M. Holloway	Mgmt	For	For
1.6	Elect Director John F. Lundgren	Mgmt	For	For
1.7	Elect Director Scott M. Marimow	Mgmt	For	For
1.8	Elect Director Adebayo O. Ogunlesi	Mgmt	For	For
1.9	Elect Director Varsha R. Rao	Mgmt	For	For
1.10	Elect Director Linda B. Segre	Mgmt	For	For
1.11	Elect Director Anthony S. Thornley	Mgmt	For	For
1.12	Elect Director C. Matthew Turney	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Toppan, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 7911
Meeting Type: Annual
Primary ISIN: JP3629000005 | Primary SEDOL: 6897024

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Adoption of Holding Company Structure and Transfer of Operations to Wholly Owned Subsidiary	Mgmt	For	For

Toppan, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Voter Rationale: Refer in case right of withdrawal available to shareholders.			
2	Amend Articles to Change Company Name - Amend Business Lines	Mgmt	For	For
3.1	Elect Director Kaneko, Shingo	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
3.2	Elect Director Maro, Hideharu	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.			
3.3	Elect Director Sakai, Kazunori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.4	Elect Director Kurobe, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.5	Elect Director Saito, Masanori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.6	Elect Director Soeda, Hideki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.7	Elect Director Noma, Yoshinobu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.8	Elect Director Toyama, Ryoko	Mgmt	For	For
3.9	Elect Director Nakabayashi, Mieko	Mgmt	For	For
4	Appoint Statutory Auditor Kubozono, Itaru	Mgmt	For	Against
	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.			

Toray Industries, Inc.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 3402

Meeting Type: Annual

Primary ISIN: JP3621000003 | Primary SEDOL: 6897143

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 9	Mgmt	For	For
2.1	Elect Director Nikkaku, Akihiro	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.2	Elect Director Oya, Mitsuo	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
2.3	Elect Director Hagiwara, Satoru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Adachi, Kazuyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Shuto, Kazuhiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Tsunekawa, Tetsuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Okamoto, Masahiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Yoshiyama, Takashi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Ito, Kunio	Mgmt	For	For
2.10	Elect Director Noyori, Ryoji	Mgmt	For	For
2.11	Elect Director Kaminaga, Susumu	Mgmt	For	For
2.12	Elect Director Futagawa, Kazuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.13	Elect Director Harayama, Yuko	Mgmt	For	For
3.1	Appoint Statutory Auditor Hirabayashi, Hideki	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Tanaka, Yoshiyuki	Mgmt	For	Against
	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.			

Toray Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Appoint Statutory Auditor Kumasaka, Hiroyuki	Mgmt	For	For
3.4	Appoint Statutory Auditor Takabe, Makiko	Mgmt	For	For
3.5	Appoint Statutory Auditor Ogino, Kozo	Mgmt	For	Against
	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.			
4	Approve Annual Bonus	Mgmt	For	For

TORIDOLL Holdings Corp.

Meeting Date: 06/29/2023 Country: Japan Ticker: 3397
Meeting Type: Annual
Primary ISIN: JP3636650008 Primary SEDOL: B0WHPP8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Awata, Takaya	Mgmt	For	For
1.2	Elect Director Sugiyama, Takashi	Mgmt	For	For
1.3	Elect Director Kamihara, Masatoshi	Mgmt	For	For
1.4	Elect Director Yamaguchi, Satoshi	Mgmt	For	For
1.5	Elect Director Shofu, Rieko	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Umeki, Toshiyasu	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Umeda, Hiroaki	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Kataoka, Maki	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Toyoda, Koji	Mgmt	For	For

TORM Plc

Meeting Date: 04/13/2023 Country: United Kingdom Ticker: TRMD.A
Meeting Type: Annual
Primary ISIN: GB00BZ3CNK81 Primary SEDOL: BZ3CNK8

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

TORM Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Severance payments should not exceed one year's salary and benefits. Larger severance packages should be subject to a separate shareholder approval. Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.			
3	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
5	Re-elect Christopher Boehringer as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
6	Re-elect Goran Trapp as Director	Mgmt	For	For
7	Re-elect Annette Malm Justad as Director	Mgmt	For	For
8	Re-elect Jacob Meldgaard as Director	Mgmt	For	For

TOSHIBA Corp.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6502

Meeting Type: Annual

Primary ISIN: JP3592200004 | Primary SEDOL: 6897217

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Watanabe, Akihiro	Mgmt	For	For
1.2	Elect Director Shimada, Taro	Mgmt	For	For
1.3	Elect Director Paul J. Brough	Mgmt	For	For
1.4	Elect Director Ayako Hirota Weissman	Mgmt	For	For
1.5	Elect Director Jerome Thomas Black	Mgmt	For	For
1.6	Elect Director George Raymond Zage III	Mgmt	For	Against
	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.			
1.7	Elect Director Hashimoto, Katsunori	Mgmt	For	For
1.8	Elect Director Mochizuki, Mikio	Mgmt	For	For
1.9	Elect Director Uzawa, Ayumi	Mgmt	For	For
1.10	Elect Director Imai, Eijiro	Mgmt	For	For
1.11	Elect Director Nabeel Bhanji	Mgmt	For	For

TotalEnergies SE

Meeting Date: 05/26/2023 | Country: France | Ticker: TTE
Meeting Type: Annual/Special
Primary ISIN: FR0000120271 | Primary SEDOL: B15C557

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.81 per Share	Mgmt	For	For
4	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
6	Reelect Marie-Christine Coisne-Roquette as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
7	Reelect Mark Cutifani as Director	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
8	Elect Dierk Paskert as Director	Mgmt	For	For
9	Elect Anelise Lara as Director	Mgmt	For	For
10	Approve Compensation Report of Corporate Officers	Mgmt	For	For
11	Approve Remuneration Policy of Directors; Approve Remuneration of Directors in the Aggregate Amount of EUR 1.95 Million	Mgmt	For	For
12	Approve Compensation of Patrick Pouyanne, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
13	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			

TotalEnergies SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Approve the Company's Sustainable Development and Energy Transition Plan	Mgmt	For	For
	Extraordinary Business	Mgmt		
15	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
16	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
17	Remove Double-Voting Rights for Long-Term Registered Shareholders and Amend Article 18 of Bylaws Accordingly	Mgmt	For	For
	Shareholder Proposal	Mgmt		
A	Align Targets for Indirect Scope 3 Emissions with the Paris Climate Agreement (Advisory)	SH	Against	For
	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.			

TOTO Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 5332

Meeting Type: Annual

Primary ISIN: JP3596200000 | Primary SEDOL: 6897466

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kitamura, Madoka	Mgmt	For	Against
	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.			
1.2	Elect Director Kiyota, Noriaki	Mgmt	For	Against
	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.			
1.3	Elect Director Shirakawa, Satoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

TOTO Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Hayashi, Ryosuke	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Taguchi, Tomoyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Tamura, Shinya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Kuga, Toshiya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.8	Elect Director Shimizu, Takayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Taketomi, Yojiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.10	Elect Director Tsuda, Junji	Mgmt	For	For
1.11	Elect Director Yamauchi, Shigenori	Mgmt	For	For

Towa Pharmaceutical Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 4553
Meeting Type: Annual
Primary ISIN: JP3623150004 | Primary SEDOL: 6899581

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2.1	Elect Director Yoshida, Itsuro	Mgmt	For	For
2.2	Elect Director Tanaka, Masao	Mgmt	For	For
2.3	Elect Director Uchikawa, Osamu	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Inoue, Norikazu	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Eiki, Norikazu	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Goto, Kenryo	Mgmt	For	For

TowneBank

Meeting Date: 05/24/2023 | Country: USA | Ticker: TOWN
Meeting Type: Annual
Primary ISIN: US89214P1093 | Primary SEDOL: B018PR4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey F. Benson	Mgmt	For	For
1b	Elect Director Douglas D. Ellis	Mgmt	For	Withhold
	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.			
1c	Elect Director John W. Failes	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1d	Elect Director William I. Foster, III	Mgmt	For	For
1e	Elect Director Robert C. Hatley	Mgmt	For	For
1f	Elect Director Howard J. Jung	Mgmt	For	For
1g	Elect Director Aubrey L. Layne, Jr.	Mgmt	For	For
1h	Elect Director Stephanie J. Marioneaux	Mgmt	For	For
1i	Elect Director Juan M. Montero, II	Mgmt	For	For
	Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1j	Elect Director Thomas K. Norment, Jr.	Mgmt	For	For
1k	Elect Director J. Christopher Perry	Mgmt	For	For
1l	Elect Director Alan S. Witt	Mgmt	For	For
2	Ratify FORVIS, 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Toyo Gosei Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 4970
Meeting Type: Annual
Primary ISIN: JP3610400008 | Primary SEDOL: 6221850

Toyo Gosei Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kimura, Yujin	Mgmt	For	For
1.2	Elect Director Deki, Akira	Mgmt	For	For
1.3	Elect Director Hirasawa, Satomi	Mgmt	For	For
1.4	Elect Director Watase, Natsuo	Mgmt	For	For
1.5	Elect Director Torii, Munetomo	Mgmt	For	For
1.6	Elect Director Matsuo, Tokio	Mgmt	For	For
2	Appoint Statutory Auditor Goto, Toru	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Miyazaki, Makoto	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For
5	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against

Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.

Toyo Suisan Kaisha, Ltd.

Meeting Date: 06/22/2023 | Country: Japan | Ticker: 2875

Meeting Type: Annual

Primary ISIN: JP3613000003 | Primary SEDOL: 6899967

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 Tsutsumi, Tadasu	Mgmt	For	For
2.2	Elect Director Imamura, Masanari	Mgmt	For	For
2.3	Elect Director Sumimoto, Noritaka	Mgmt	For	For
2.4	Elect Director Oki, Hitoshi	Mgmt	For	For
2.5	Elect Director Makiya, Rieko	Mgmt	For	For
2.6	Elect Director Mochizuki, Masahisa	Mgmt	For	For
2.7	Elect Director Murakami, Osamu	Mgmt	For	For
2.8	Elect Director Hayama, Tomohide	Mgmt	For	For
2.9	Elect Director Matsumoto, Chiyoko	Mgmt	For	For
2.10	Elect Director Tome, Koichi	Mgmt	For	For
2.11	Elect Director Yachi, Hiroyasu	Mgmt	For	For

Toyo Suisan Kaisha, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.12	Elect Director Mineki, Machiko	Mgmt	For	For
2.13	Elect Director Yazawa, Kenichi	Mgmt	For	For
2.14	Elect Director Chino, Isamu	Mgmt	For	For
2.15	Elect Director Kobayashi, Tetsuya	Mgmt	For	For
3.1	Appoint Statutory Auditor Oikawa, Masaharu	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Higuchi, Tetsuro	Mgmt	For	For
3.3	Appoint Statutory Auditor Endo, Kiyoshi	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Ushijima, Tsutomu	Mgmt	For	For
5	Approve Annual Bonus	Mgmt	For	For
6	Amend Articles to Disclose Company's Review regarding Subsidiary Management in Corporate Governance Report	SH	Against	Against
	Voter Rationale: Given existing disclosure requirements, the proponent has not sufficiently demonstrated why adoption of this proposal is necessary.			

Toyota Industries Corp.

Meeting Date: 06/09/2023 | Country: Japan | Ticker: 6201

Meeting Type: Annual

Primary ISIN: JP3634600005 | Primary SEDOL: 6900546

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Toyoda, Tetsuro	Mgmt	For	Against
	*Voter Rationale: A vote AGAINST this director nominee is warranted because: * Top management bears responsibility for the board composition where no female directors are included. * Top management is responsible for the company's capital misallocation. * As the top executive, the nominee should be held responsible for the misconduct over forklift engines.*			
1.2	Elect Director Onishi, Akira	Mgmt	For	Against
	*Voter Rationale: A vote AGAINST this nominee is warranted because: * As the top executive, the nominee should be held responsible for the misconduct over forklift engines.*			
1.3	Elect Director Sumi, Shuzo	Mgmt	For	For
1.4	Elect Director Handa, Junichi	Mgmt	For	For
1.5	Elect Director Ito, Koichi	Mgmt	For	Against
	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.			
1.6	Elect Director Kumakura, Kazunari	Mgmt	For	For

Toyota Industries Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Appoint Statutory Auditor Tomozoe, Masanao	Mgmt	For	Against
	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.			
3	Appoint Alternate Statutory Auditor Furusawa, Hitoshi	Mgmt	For	For

Toyota Motor Corp.

Meeting Date: 06/14/2023 | Country: Japan | Ticker: 7203

Meeting Type: Annual

Primary ISIN: JP3633400001 | Primary SEDOL: 6900643

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Toyoda, Akio	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
1.2	Elect Director Hayakawa, Shigeru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Sato, Koji	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
1.4	Elect Director Nakajima,Hiroki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.5	Elect Director Miyazaki, Yoichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Simon Humphries	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Sugawara, Ikuro	Mgmt	For	For
1.8	Elect Director Sir Philip Craven	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Oshima, Masahiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.10	Elect Director Osono, Emi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Toyota Motor Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Appoint Statutory Auditor Ogura, Katsuyuki	Mgmt	For	Against
	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.			
2.2	Appoint Statutory Auditor Shirane, Takeshi	Mgmt	For	Against
	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.			
2.3	Appoint Statutory Auditor Sakai, Ryuji	Mgmt	For	Against
	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.			
2.4	Appoint Statutory Auditor Catherine OConnell	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Kikuchi, Maoko	Mgmt	For	For
4	Amend Articles to Report on Corporate Climate Lobbying Aligned with Paris Agreement	SH	Against	For
	Voter Rationale: A vote FOR this shareholder proposal is recommended because: - An evaluation of how the company's lobbying activities align with the Paris Agreement goals would provide information that would allow shareholders to better evaluate the company's risk related to its lobbying activities.			

Toyota Tsusho Corp.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 8015

Meeting Type: Annual

Primary ISIN: JP3635000007 | Primary SEDOL: 6900580

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 106	Mgmt	For	For
2.1	Elect Director Murakami, Nobuhiko	Mgmt	For	For
2.2	Elect Director Kashitani, Ichiro	Mgmt	For	For
2.3	Elect Director Tominaga, Hiroshi	Mgmt	For	For
2.4	Elect Director Iwamoto, Hideyuki	Mgmt	For	For
2.5	Elect Director Komoto, Kunihito	Mgmt	For	For
2.6	Elect Director Didier Leroy	Mgmt	For	For
2.7	Elect Director Inoue, Yukari	Mgmt	For	For
2.8	Elect Director Matsuda, Chieko	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

TPG RE Finance Trust, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: TRTX
Meeting Type: Annual
Primary ISIN: US87266M1071 | Primary SEDOL: BF2F1Q0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Avi Banyasz	Mgmt	For	For
1.2	Elect Director Doug Bouquard	Mgmt	For	For
1.3	Elect Director Michael Gillmore	Mgmt	For	For
1.4	Elect Director Julie Hong	Mgmt	For	For
1.5	Elect Director Todd Schuster	Mgmt	For	For
1.6	Elect Director Wendy Silverstein	Mgmt	For	For
1.7	Elect Director Bradley Smith	Mgmt	For	Withhold
	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.			
1.8	Elect Director Gregory White	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

TPG, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: TPG
Meeting Type: Annual
Primary ISIN: US8726571016 | Primary SEDOL: BNKBB55

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David Bonderman	Mgmt	For	Withhold
	Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			

TPG, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Gunther Bright	Mgmt	For	For
1c	Elect Director Maya Chorengel	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
1d	Elect Director Jonathan Coslet	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
1e	Elect Director James G. 'Jim' Coulter	Mgmt	For	For
1f	Elect Director Mary Cranston	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1g	Elect Director Kelvin Davis	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
1h	Elect Director Deborah M. Messemer	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1i	Elect Director Ganendran 'Ganen' Sarvananthan	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
1j	Elect Director Todd Sisitsky	Mgmt	For	For
	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.			
1k	Elect Director David Trujillo	Mgmt	For	Withhold
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
1l	Elect Director Anilu Vazquez-Ubarri	Mgmt	For	For
1m	Elect Director Jack Weingart	Mgmt	For	For
1n	Elect Director Jon Winkelried	Mgmt	For	For
2a	Elect James G. 'Jim' Coulter as Member of Executive Committee	Mgmt	For	For
2b	Elect Kelvin Davis as Member of Executive Committee	Mgmt	For	For
2c	Elect Ganendran 'Ganen' Sarvananthan as Member of Executive Committee	Mgmt	For	For
2d	Elect Todd Sisitsky as Member of Executive Committee	Mgmt	For	For
2e	Elect David Trujillo as Member of Executive Committee	Mgmt	For	For
2f	Elect Anilu Vazquez-Ubarri as Member of Executive Committee	Mgmt	For	For
2g	Elect Jack Weingart as Member of Executive Committee	Mgmt	For	For

TPG, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2h	Elect Jon Winkelried as Member of Executive Committee	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
6	Amend Charter to Provide Full Board with Powers Currently Reserved for Executive Committee	Mgmt	For	For

Tractor Supply Company

Meeting Date: 05/11/2023 Country: USA Ticker: TSCO

Meeting Type: Annual

Primary ISIN: US8923561067 Primary SEDOL: 2900335

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joy Brown	Mgmt	For	For
1.2	Elect Director Ricardo Cardenas	Mgmt	For	For
1.3	Elect Director Andre Hawaux	Mgmt	For	For
1.4	Elect Director Denise L. Jackson	Mgmt	For	For
1.5	Elect Director Ramkumar Krishnan	Mgmt	For	For
1.6	Elect Director Edna K. Morris	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 Mark J. Weikel	Mgmt	For	For
1.8	Elect Director Harry A. Lawton, III	Mgmt	For	For
2	Ratify Ernst & Young 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.			

Tractor Supply Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Tradeweb Markets Inc.

Meeting Date: 05/15/2023 Country: USA Ticker: TW
Meeting Type: Annual
Primary ISIN: US8926721064 Primary SEDOL: BJXMVK2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Troy Dixon	Mgmt	For	For
1.2	Elect Director Scott Ganeles	Mgmt	For	Withhold
	Voter Rationale: 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 multi-class capital structure and other governance provisions that adversely impact shareholder rights.			
1.3	Elect Director Catherine Johnson	Mgmt	For	Withhold
	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			
1.4	Elect Director Murray Roos	Mgmt	For	Withhold
	Voter Rationale: 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 multi-class capital structure and other governance provisions that adversely impact shareholder rights. 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			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Trane Technologies Plc

Meeting Date: 06/01/2023 Country: Ireland Ticker: TT
Meeting Type: Annual
Primary ISIN: IE00BK9ZQ967 Primary SEDOL: BK9ZQ96

Trane Technologies Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kirk E. Arnold	Mgmt	For	For
1b	Elect Director Ann C. Berzin	Mgmt	For	For
1c	Elect Director April Miller Boise	Mgmt	For	For
1d	Elect Director Gary D. Forsee	Mgmt	For	For
	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.			
1e	Elect Director Mark R. George	Mgmt	For	For
1f	Elect Director John A. Hayes	Mgmt	For	For
1g	Elect Director Linda P. Hudson	Mgmt	For	For
1h	Elect Director Myles P. Lee	Mgmt	For	For
1i	Elect Director David S. Regnery	Mgmt	For	For
1j	Elect Director Melissa N. Schaeffer	Mgmt	For	For
1k	Elect Director John P. Surma	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
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	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.			
5	Authorize Issue of Equity	Mgmt	For	For
6	Authorize Issue of Equity without Pre-emptive Rights	Mgmt	For	For
	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.			
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	For

TransMedics Group, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: TMDX

Meeting Type: Annual

Primary ISIN: US89377M1099 | Primary SEDOL: BK6TM04

TransMedics Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Waleed H. Hassanein	Mgmt	For	For
1b	Elect Director James R. Tobin	Mgmt	For	For
1c	Elect Director Edward M. Basile	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1d	Elect Director Thomas J. Gunderson	Mgmt	For	For
1e	Elect Director Edwin M. Kania, Jr.	Mgmt	For	For
1f	Elect Director Stephanie Lovell	Mgmt	For	For
1g	Elect Director Merilee Raines	Mgmt	For	For
1h	Elect Director David Weill	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	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. 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.			
4	Ratify PricewaterhouseCoopers 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.			

Transocean Ltd.

Meeting Date: 05/11/2023 | Country: Switzerland | Ticker: RIG

Meeting Type: Annual

Primary ISIN: CH0048265513 | Primary SEDOL: B3KFWW1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Transfer of Free Capital Reserves to Statutory Capital Reserves	Mgmt	For	For
2A	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	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.			

Transocean Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2B	Approve Remuneration Report	Mgmt	For	Against
	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 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.			
3	Approve Discharge of Board and Senior Management	Mgmt	For	For
4	Approve Treatment of Net Loss	Mgmt	For	For
5	Approve the Renewal of Authorized Share Capital with Partial Exclusion of Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6A	Elect Director Glyn A. Barker	Mgmt	For	For
6B	Elect Director Vanessa C.L. Chang	Mgmt	For	For
6C	Elect Director Frederico F. Curado	Mgmt	For	For
6D	Elect Director Chadwick C. Deaton	Mgmt	For	For
6E	Elect Director Domenic J. "Nick" Dell'Osso, Jr.	Mgmt	For	For
6F	Elect Director Vincent J. Intrieri	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
6G	Elect Director Samuel J. Merksamer	Mgmt	For	For
6H	Elect Director Frederik W. Mohn	Mgmt	For	For
6I	Elect Director Edward R. Muller	Mgmt	For	For
6J	Elect Director Margareth Ovrum	Mgmt	For	For
6K	Elect Director Jeremy D. Thigpen	Mgmt	For	For
7	Elect Chadwick C. Deaton as Board Chairman	Mgmt	For	For
8A	Appoint Glyn A. Barker as Member of the Compensation Committee	Mgmt	For	For
8B	Appoint Vanessa C.L. Chang as Member of the Compensation Committee	Mgmt	For	For
8C	Appoint Samuel J. Merksamer as Member of the Compensation Committee	Mgmt	For	For
9	Re-elect Schweiger Advokatur/Notariat as Independent Proxy	Mgmt	For	For
10	Appointment Of Ernst & Young LLP as Independent Registered Public Accounting Firm for Fiscal Year 2023 and Reelection of Ernst & Young Ltd, Zurich as the Company's Auditor for a Further One-Year Term	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.			

Transocean Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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.			
12	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
13A	Approve Maximum Remuneration of Board of Directors for the Period Between the 2023 and 2024 Annual General Meeting in the Amount of USD 4.12 Million	Mgmt	For	For
13B	Approve Maximum Remuneration of the Executive Management Team for Fiscal Year 2024 in the Amount of USD 26 Million	Mgmt	For	For
14A	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			
14B	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			
15	Amend Articles of Association	Mgmt	For	For
16	Other Business	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

TransUnion

Meeting Date: 05/04/2023 | Country: USA | Ticker: TRU

Meeting Type: Annual

Primary ISIN: US89400J1079 | Primary SEDOL: BYMWL86

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director George M. Awad	Mgmt	For	For
1b	Elect Director William P. (Billy) Bosworth	Mgmt	For	For
	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.			
1c	Elect Director Christopher A. Cartwright	Mgmt	For	For
1d	Elect Director Suzanne P. Clark	Mgmt	For	For

TransUnion

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Hamidou Dia	Mgmt	For	For
1f	Elect Director Russell P. Fradin	Mgmt	For	For
	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.			
1g	Elect Director Charles E. Gottdiener	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1h	Elect Director Pamela A. Joseph	Mgmt	For	For
	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.			
1i	Elect Director Thomas L. Monahan, III	Mgmt	For	For
1j	Elect Director Ravi Kumar Singisetti	Mgmt	For	For
	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.			
1k	Elect Director Linda K. Zukauckas	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Travel + Leisure Co.

Meeting Date: 05/17/2023 Country: USA Ticker: TNL

Meeting Type: Annual

Primary ISIN: US8941641024 Primary SEDOL: BMXYT16

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Louise F. Brady	Mgmt	For	For
1.2	Elect Director Michael D. Brown	Mgmt	For	For
1.3	Elect Director James E. Buckman	Mgmt	For	Withhold
	Voter Rationale: The nominee is a former executive and considered to be non-independent. 'This director is not sufficiently independent to serve as the independent lead director.			
1.4	Elect Director George Herrera	Mgmt	For	Withhold
	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.			
1.5	Elect Director Stephen P. Holmes	Mgmt	For	For
1.6	Elect Director Lucinda C. Martinez	Mgmt	For	For
1.7	Elect Director Denny Marie Post	Mgmt	For	For
1.8	Elect Director Ronald L. Rickles	Mgmt	For	For

Travel + Leisure Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Michael H. Wargotz	Mgmt	For	For
2	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			

Travere Therapeutics, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: TVTX

Meeting Type: Annual

Primary ISIN: US89422G1076 | Primary SEDOL: BLFGJD5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roy D. Baynes	Mgmt	For	For
1.2	Elect Director Suzanne Bruhn	Mgmt	For	For
	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.			
1.3	Elect Director Timothy Coughlin	Mgmt	For	For
	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.			
1.4	Elect Director Eric Dube	Mgmt	For	For
1.5	Elect Director Gary Lyons	Mgmt	For	For
1.6	Elect Director Jeffrey Meckler	Mgmt	For	For
1.7	Elect Director John A. Orwin	Mgmt	For	Withhold
	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.			
1.8	Elect Director Sandra Poole	Mgmt	For	For
1.9	Elect Director Ron Squarer	Mgmt	For	For

Travere Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Ruth Williams-Brinkley	Mgmt	For	For
	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.			
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

TRE Holdings Corp.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 9247
Meeting Type: Annual
Primary ISIN: JP3538540000 | Primary SEDOL: BMTPP37

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Elect Director Matsuoka, Naoto	Mgmt	For	For
2.2	Elect Director Abe, Mitsuo	Mgmt	For	For
2.3	Elect Director Suzuki, Takao	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Mitsumoto, Mamoru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3.1	Elect Director and Audit Committee Member Omura, Fumie	Mgmt	For	For

TRE Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director and Audit Committee Member Suematsu, Hiroyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.3	Elect Director and Audit Committee Member Kanai, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.4	Elect Director and Audit Committee Member Aramaki, Tomoko	Mgmt	For	For

Treace Medical Concepts, Inc.

Meeting Date: 05/23/2023 Country: USA Ticker: TMCI

Meeting Type: Annual

Primary ISIN: US89455T1097 Primary SEDOL: BNG47W7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lance A. Berry	Mgmt	For	For
1.2	Elect Director Elizabeth 'Betsy' S. Hanna	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, for failing 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.			
1.3	Elect Director Jane E. Kiernan	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Trelleborg AB

Meeting Date: 04/27/2023 Country: Sweden Ticker: TREL.B

Meeting Type: Annual

Primary ISIN: SE0000114837 Primary SEDOL: 4902384

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	Mgmt	For	For
2	Designate Inspector(s) of Minutes of Meeting	Mgmt		
3	Prepare and Approve List of Shareholders	Mgmt	For	For

Trelleborg AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Agenda of Meeting	Mgmt	For	For
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Receive President's Report	Mgmt		
7	Receive Financial Statements and Statutory Reports	Mgmt		
8	Receive Board and Committees Reports	Mgmt		
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9.b	Approve Allocation of Income and Dividends of SEK 6 Per Share	Mgmt	For	For
9.c1	Approve Discharge of Hans Biorck	Mgmt	For	For
9.c2	Approve Discharge of Gunilla Fransson	Mgmt	For	For
9.c3	Approve Discharge of Monica Gimre	Mgmt	For	For
9.c4	Approve Discharge of Johan Malmquist	Mgmt	For	For
9.c5	Approve Discharge of Peter Nilsson	Mgmt	For	For
9.c6	Approve Discharge of Anne Mette Olesen	Mgmt	For	For
9.c7	Approve Discharge of Jan Stahlberg	Mgmt	For	For
9.c8	Approve Discharge of Jimmy Faltin	Mgmt	For	For
9.c9	Approve Discharge of Maria Eriksson	Mgmt	For	For
9.c10	Approve Discharge of Lars Pettersson	Mgmt	For	For
9.c11	Approve Discharge of Magnus Olofsson	Mgmt	For	For
9.c12	Approve Discharge of CEO Peter Nilsson	Mgmt	For	For
10	Receive Nominating Committee's Report	Mgmt		
11	Determine Number of Members (7) and Deputy Members (0) of Board	Mgmt	For	For
12.1	Approve Remuneration of Directors in the Amount of SEK 2.05 Million for Chairman and SEK 700,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
12.2	Approve Remuneration of Auditors	Mgmt	For	For
13.a	Reelect Gunilla Fransson as Director	Mgmt	For	Against
	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. 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.			
13.b	Reelect Monica Gimre as Director	Mgmt	For	For

Trelleborg AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13.c	Reelect Johan Malmquist as Director	Mgmt	For	Against
	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.			
13.d	Reelect Peter Nilsson as Director	Mgmt	For	For
13.e	Reelect Anne Mette Olesen as Director	Mgmt	For	For
13.f	Reelect Jan Stahlberg as Director	Mgmt	For	For
13.g	Elect Henrik Lange as Director	Mgmt	For	Against
	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.			
13.h	Elect Johan Malmquist as Board Chair	Mgmt	For	Against
	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.			
14	Ratify Deloitte as Auditors	Mgmt	For	For
15	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
16	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. 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.			
17	Authorize Share Repurchase Program	Mgmt	For	For
18	Approve SEK 154.1 Million Reduction in Share Capital via Share Cancellation; Approve Capitalization of Reserves of SEK 154.1 Million for a Bonus Issue	Mgmt	For	For

Trex Company, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: TREX

Meeting Type: Annual

Primary ISIN: US89531P1057 | Primary SEDOL: 2483074

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jay M. Gratz	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.			

Trex Company, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Ronald W. Kaplan	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.3	Elect Director Gerald Volas	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve 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.			
5	Ratify Ernst & Young 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.			

Tri Chemical Laboratories Inc.

Meeting Date: 04/27/2023 Country: Japan Ticker: 4369
Meeting Type: Annual
Primary ISIN: JP3636000006 Primary SEDOL: B1Z8XW8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2.1	Elect Director Osugi, Hironobu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.2	Elect Director Hashimoto, Toshihisa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
3	Appoint Alternate Statutory Auditor Sakakura, Koji	Mgmt	For	For

Trican Well Service Ltd.

Meeting Date: 05/12/2023 Country: Canada Ticker: TCW
Meeting Type: Annual
Primary ISIN: CA8959451037 Primary SEDOL: 2869964

Trican Well Service Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas M. Alford	Mgmt	For	Withhold
	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.			
1b	Elect Director Trudy M. Curran	Mgmt	For	For
1c	Elect Director Bradley P.D. Fedora	Mgmt	For	For
1d	Elect Director Michael J. McNulty	Mgmt	For	For
1e	Elect Director Stuart G. O'Connor	Mgmt	For	For
1f	Elect Director Deborah S. Stein	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Tricon Residential Inc.

Meeting Date: 06/21/2023 | Country: Canada | Ticker: TCN

Meeting Type: Annual

Primary ISIN: CA89612W1023 | Primary SEDOL: B4NP281

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David Berman	Mgmt	For	For
1b	Elect Director Gary Berman	Mgmt	For	For
1c	Elect Director Frank Cohen	Mgmt	For	For
1d	Elect Director Camille Douglas	Mgmt	For	For
1e	Elect Director Renee L. Glover	Mgmt	For	For
1f	Elect Director Ira Gluskin	Mgmt	For	For
1g	Elect Director J. Michael Knowlton	Mgmt	For	For

Tricon Residential Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Sian M. Matthews	Mgmt	For	Withhold
	Voter Rationale: 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. 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.			
1i	Elect Director Geoff Matus	Mgmt	For	For
1j	Elect Director Peter D. Sacks	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

Trimble Inc.

Meeting Date: 06/01/2023 Country: USA Ticker: TRMB

Meeting Type: Annual

Primary ISIN: US8962391004 Primary SEDOL: 2903958

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James C. Dalton	Mgmt	For	For
1.2	Elect Director Borje Ekholm	Mgmt	For	For
1.3	Elect Director Ann Fandozzi	Mgmt	For	For
1.4	Elect Director Kaigham (Ken) Gabriel	Mgmt	For	For
1.5	Elect Director Meaghan Lloyd	Mgmt	For	For
	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.			
1.6	Elect Director Sandra MacQuillan	Mgmt	For	For
1.7	Elect Director Robert G. Painter	Mgmt	For	For
1.8	Elect Director Mark S. Peek	Mgmt	For	For
	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.			
1.9	Elect Director Thomas Sweet	Mgmt	For	For
1.10	Elect Director Johan Wibergh	Mgmt	For	For

Trimble Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

TriNet Group, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: TNET

Meeting Type: Annual

Primary ISIN: US8962881079 Primary SEDOL: 2693914

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael J. Angelakis	Mgmt	For	For
1.2	Elect Director Burton M. Goldfield	Mgmt	For	For
1.3	Elect Director David C. Hodgson	Mgmt	For	For
1.4	Elect Director Jacqueline Kosecoff	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Trinity Industries, Inc.

Meeting Date: 05/08/2023 Country: USA Ticker: TRN

Meeting Type: Annual

Primary ISIN: US8965221091 Primary SEDOL: 2904627

Trinity Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William P. Ainsworth	Mgmt	For	For
1b	Elect Director Robert C. Biesterfeld, Jr.	Mgmt	For	For
1c	Elect Director John J. Diez	Mgmt	For	For
1d	Elect Director Leldon E. Echols	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.			
1e	Elect Director Veena M. Lakkundi	Mgmt	For	For
1f	Elect Director S. Todd Maclin	Mgmt	For	For
1g	Elect Director E. Jean Savage	Mgmt	For	For
1h	Elect Director Dunia A. Shive	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.			
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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify Ernst & Young 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.			

TripAdvisor, Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: TRIP

Meeting Type: Annual

Primary ISIN: US8969452015 | Primary SEDOL: B6ZC3N6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gregory B. Maffei	Mgmt	For	Withhold
	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 The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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.			

TripAdvisor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Matt Goldberg	Mgmt	For	For
1.3	Elect Director Jay C. Hoag	Mgmt	For	For
1.4	Elect Director Betsy L. Morgan	Mgmt	For	Withhold
	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.A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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			
1.5	Elect Director M. Greg O'Hara	Mgmt	For	For
1.6	Elect Director Jeremy Philips	Mgmt	For	For
1.7	Elect Director Albert E. Rosenthaler	Mgmt	For	Withhold
	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 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.			
1.8	Elect Director Jane Jie Sun	Mgmt	For	For
1.9	Elect Director Trynka Shineman Blake	Mgmt	For	For
1.10	Elect Director Robert S. Wiesenthal	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Change State of Incorporation from Delaware to Nevada	Mgmt	For	Against
	Voter Rationale: This change is not in the best interest of shareholders.			
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: 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. 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.			

Trisura Group Ltd.

Meeting Date: 06/01/2023 Country: Canada Ticker: TSU

Meeting Type: Annual

Primary ISIN: CA89679A2092 Primary SEDOL: BFNJQX3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Clare	Mgmt	For	For
1.2	Elect Director Paul Gallagher	Mgmt	For	For

Trisura Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Barton Hedges	Mgmt	For	For
1.4	Elect Director Anik Lanthier	Mgmt	For	For
1.5	Elect Director Janice Madon	Mgmt	For	For
1.6	Elect Director Greg Morrison	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.7	Elect Director George E. Myhal	Mgmt	For	Withhold
	Voter Rationale: 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. 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 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. Given the recent updates to the board, we will keep this matter under review.			
1.8	Elect Director Robert Taylor	Mgmt	For	Withhold
	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.			
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Tritax Big Box REIT Plc

Meeting Date: 05/03/2023 | Country: United Kingdom | Ticker: BBOX

Meeting Type: Annual

Primary ISIN: GB00BG49KP99 | Primary SEDOL: BG49KP9

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	Re-elect Aubrey Adams as Director	Mgmt	For	For
	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 Nomination Committee.			
4	Re-elect Richard Laing as Director	Mgmt	For	For
5	Re-elect Alastair Hughes as Director	Mgmt	For	For
6	Re-elect Karen Whitworth as Director	Mgmt	For	For

Tritax Big Box REIT Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Re-elect Wu Gang as Director	Mgmt	For	For
8	Re-elect Elizabeth Brown as Director	Mgmt	For	For
9	Reappoint BDO LLP as Auditors	Mgmt	For	For
10	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
11	Approve Dividend Policy	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 Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
15	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
16	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
17	Approve Cancellation of the Share Premium Account	Mgmt	For	For

Triton International Limited

Meeting Date: 04/27/2023 Country: Bermuda Ticker: TRTN

Meeting Type: Annual

Primary ISIN: BMG9078F1077 Primary SEDOL: BDBBB21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brian M. Sondey	Mgmt	For	For
1b	Elect Director Robert W. Alspaugh	Mgmt	For	For
1c	Elect Director Malcolm P. Baker	Mgmt	For	For
1d	Elect Director Annabelle Bexiga	Mgmt	For	For
1e	Elect Director Claude Germain	Mgmt	For	For
1f	Elect Director Kenneth J. Hanau	Mgmt	For	For
1g	Elect Director John S. Hextall	Mgmt	For	For
1h	Elect Director Terri A. Pizzuto	Mgmt	For	For
1i	Elect Director Niharika Ramdev	Mgmt	For	For
1j	Elect Director Robert L. Rosner	Mgmt	For	For
1k	Elect Director Simon R. Vernon	Mgmt	For	For

Voter Rationale: The nominee is a former executive and considered to be non-independent.

Triton International Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Truist Financial Corporation

Meeting Date: 04/25/2023 Country: USA Ticker: TFC

Meeting Type: Annual

Primary ISIN: US89832Q1094 Primary SEDOL: BKP7287

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jennifer S. Banner	Mgmt	For	For
1b	Elect Director K. David Boyer, Jr.	Mgmt	For	For
1c	Elect Director Agnes Bundy Scanlan	Mgmt	For	For
	Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
1d	Elect Director Anna R. Cablik	Mgmt	For	For
1e	Elect Director Dallas S. Clement	Mgmt	For	For
1f	Elect Director Paul D. Donahue	Mgmt	For	For
1g	Elect Director Patrick C. Graney, III	Mgmt	For	For
1h	Elect Director Linnie M. Haynesworth	Mgmt	For	For
1i	Elect Director Kelly S. King	Mgmt	For	For
1j	Elect Director Easter A. Maynard	Mgmt	For	For
1k	Elect Director Donna S. Morea	Mgmt	For	For
1l	Elect Director Charles A. Patton	Mgmt	For	For
1m	Elect Director Nido R. Qubein	Mgmt	For	For
1n	Elect Director David M. Ratcliffe	Mgmt	For	For
1o	Elect Director William H. Rogers, Jr.	Mgmt	For	For
1p	Elect Director Frank P. Scruggs, Jr.	Mgmt	For	For
1q	Elect Director Christine Sears	Mgmt	For	For
1r	Elect Director Thomas E. Skains	Mgmt	For	For
1s	Elect Director Bruce L. Tanner	Mgmt	For	For

Truist Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1t	Elect Director Thomas N. Thompson	Mgmt	For	For
1u	Elect Director Steven C. Voorhees	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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.			

Trupanion, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: TRUP

Meeting Type: Annual

Primary ISIN: US8982021060 | Primary SEDOL: BP3YM85

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dan Levitan	Mgmt	For	For
1b	Elect Director Murray Low	Mgmt	For	Withhold
	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. The nominee is a former executive and considered to be non-independent. This director is not sufficiently independent to serve as the independent lead director.			
1c	Elect Director Howard Rubin	Mgmt	For	Withhold
	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.			
2a	Elect Director Jacqueline "Jackie" Davidson	Mgmt	For	For
2b	Elect Director Paulette Dodson	Mgmt	For	For
2c	Elect Director Elizabeth "Betsy" McLaughlin	Mgmt	For	For
2d	Elect Director Darryl Rawlings	Mgmt	For	For
2e	Elect Director Zay Satchu	Mgmt	For	For

Trupanion, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Declassify the Board of Directors	Mgmt	For	For
	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.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Tsugami Corp.

Meeting Date: 06/21/2023 | Country: Japan | Ticker: 6101
Meeting Type: Annual
Primary ISIN: JP3531800005 | Primary SEDOL: 6906760

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kubo, Ken	Mgmt	For	For
1.2	Elect Director Watabe, Nobuhiro	Mgmt	For	Abstain
	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.			
1.3	Elect Director Yoneyama, Kenji	Mgmt	For	For
1.4	Elect Director Donglei Tang	Mgmt	For	For
1.5	Elect Director Hirayama, Takeshi	Mgmt	For	For
2	Elect Director and Audit Committee Member Kimura, Yutaka	Mgmt	For	For

Tsumura & Co.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4540
Meeting Type: Annual
Primary ISIN: JP3535800001 | Primary SEDOL: 6906919

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 32	Mgmt	For	For
2.1	Elect Director Kato, Terukazu	Mgmt	For	Against
	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.			

Tsumura & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Sugii, Kei	Mgmt	For	For
2.3	Elect Director Handa, Muneki	Mgmt	For	For
2.4	Elect Director Miyake, Hiroshi	Mgmt	For	For
2.5	Elect Director Okada, Tadashi	Mgmt	For	For
2.6	Elect Director Yanagi, Ryohei	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Nagafuchi, Tomihiro	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Matsushita, Mitsutoshi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Mochizuki, Akemi	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Tsuchiya, Chieko	Mgmt	For	For

TV Asahi Holdings Corp.

Meeting Date: 06/29/2023 Country: Japan Ticker: 9409

Meeting Type: Annual

Primary ISIN: JP3429000007 Primary SEDOL: 6287410

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Hayakawa, Hiroshi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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. Given the recent updates to the board, we will keep this matter under review.			
3.2	Elect Director Shinozuka, Hiroshi	Mgmt	For	Against
	Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. 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. Given the recent updates to the board, we will keep this matter under review.			
3.3	Elect Director Takeda, Toru	Mgmt	For	For
3.4	Elect Director Sunami, Gengo	Mgmt	For	For
3.5	Elect Director Itabashi, Junji	Mgmt	For	For
3.6	Elect Director Nishi, Arata	Mgmt	For	For
3.7	Elect Director Nakamura, Shiro	Mgmt	For	For
3.8	Elect Director Horie, Takashi	Mgmt	For	For
3.9	Elect Director Tada, Noriyuki	Mgmt	For	For

TV Asahi Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.10	Elect Director Tanaka, Sanae	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Ikeda, Katsuhiko	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Gemma, Akira	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Fujishige, Sadayoshi	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Miyata, Keiko	Mgmt	For	For
4.5	Elect Director and Audit Committee Member Osada, Akira	Mgmt	For	For

Twilio Inc.

Meeting Date: 06/13/2023 Country: USA Ticker: TWLO

Meeting Type: Annual

Primary ISIN: US90138F1021 Primary SEDOL: BD6P5Q0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles Bell	Mgmt	For	For
1.2	Elect Director Jeffrey Immelt	Mgmt	For	For
1.3	Elect Director Erika Rottenberg	Mgmt	For	Withhold
	Voter Rationale: 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.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. 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.			

Two Harbors Investment Corp.

Meeting Date: 05/17/2023 Country: USA Ticker: TWO

Meeting Type: Annual

Primary ISIN: US90187B8046 Primary SEDOL: BP9S504

Two Harbors Investment Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director E. Spencer Abraham	Mgmt	For	For
1b	Elect Director James J. Bender	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1c	Elect Director William Greenberg	Mgmt	For	For
1d	Elect Director Karen Hammond	Mgmt	For	For
1e	Elect Director Stephen G. Kasnet	Mgmt	For	For
1f	Elect Director W. Reid Sanders	Mgmt	For	For
1g	Elect Director James A. Stern	Mgmt	For	For
1h	Elect Director Hope B. Woodhouse	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Tyler Technologies, Inc.

Meeting Date: 05/11/2023 Country: USA Ticker: TYL

Meeting Type: Annual

Primary ISIN: US9022521051 Primary SEDOL: 2909644

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Glenn A. Carter	Mgmt	For	Withhold
	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.			
1.2	Elect Director Brenda A. Cline	Mgmt	For	For
1.3	Elect Director Ronnie D. Hawkins, Jr.	Mgmt	For	For
1.4	Elect Director Mary L. Landrieu	Mgmt	For	For
1.5	Elect Director John S. Marr, Jr.	Mgmt	For	For
1.6	Elect Director H. Lynn Moore, Jr.	Mgmt	For	For

Tyler Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Daniel M. Pope	Mgmt	For	For
1.8	Elect Director Dustin R. Womble	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The annual bonus should be assessed using no less than two metrics.			
3	Ratify Ernst & Young 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

U.S. Bancorp

Meeting Date: 04/18/2023 Country: USA Ticker: USB

Meeting Type: Annual

Primary ISIN: US9029733048 Primary SEDOL: 2736035

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Warner L. Baxter	Mgmt	For	For
	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.			
1b	Elect Director Dorothy J. Bridges	Mgmt	For	For
1c	Elect Director Elizabeth L. Buse	Mgmt	For	For
1d	Elect Director Andrew Cecere	Mgmt	For	For
1e	Elect Director Alan B. Colberg	Mgmt	For	For
1f	Elect Director Kimberly N. Ellison-Taylor	Mgmt	For	For
1g	Elect Director Kimberly J. Harris	Mgmt	For	For
1h	Elect Director Roland A. Hernandez	Mgmt	For	For
1i	Elect Director Richard P. McKenney	Mgmt	For	For
1j	Elect Director Yusuf I. Mehdi	Mgmt	For	For
1k	Elect Director Loretta E. Reynolds	Mgmt	For	For
1l	Elect Director John P. Wiehoff	Mgmt	For	For

U.S. Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1m	Elect Director Scott W. Wine	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Uber Technologies, Inc.

Meeting Date: 05/08/2023 | Country: USA | Ticker: UBER

Meeting Type: Annual

Primary ISIN: US90353T1007 | Primary SEDOL: BK6N347

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ronald Sugar	Mgmt	For	For
1b	Elect Director Revathi Advaithi	Mgmt	For	For
1c	Elect Director Ursula Burns	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1d	Elect Director Robert Eckert	Mgmt	For	For
1e	Elect Director Amanda Ginsberg	Mgmt	For	For
1f	Elect Director Dara Khosrowshahi	Mgmt	For	For
	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.			
1g	Elect Director Wan Ling Martello	Mgmt	For	For
1h	Elect Director John Thain	Mgmt	For	For
1i	Elect Director David I. Trujillo	Mgmt	For	For
1j	Elect Director Alexander Wynaendts	Mgmt	For	For

Uber Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 incentivize long-term performance and should not be allowed to vest within 3 years since the date of grant.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Commission a Third-Party Audit on Driver Health and Safety	SH	Against	Against
	Voter Rationale: At this time, we believe the company's current efforts will provide the requisite information to determine whether management and the board are considering attendant material risks.			

UBS Group AG

Meeting Date: 04/05/2023 | Country: Switzerland | Ticker: UBSG

Meeting Type: Annual

Primary ISIN: CH0244767585 | Primary SEDOL: BRJL176

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	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Remuneration committee should not allow vesting of incentive awards for below median performance.			
3	Approve Sustainability Report	Mgmt	For	For
4	Approve Allocation of Income and Dividends of USD 0.55 per Share	Mgmt	For	For
5.1	Amend Articles Re: General Meeting	Mgmt	For	For
5.2	Approve Virtual-Only Shareholder Meetings	Mgmt	For	For
5.3	Amend Articles Re: Compensation; External Mandates for Members of the Board of Directors and Executive Committee; Editorial Changes	Mgmt	For	For
5.4	Amend Articles Re: Shares and Share Register	Mgmt	For	For
6	Approve Discharge of Board and Senior Management, excluding French Cross-Border Matter	Mgmt	For	For
7.1	Reelect Colm Kelleher as Director and Board Chair	Mgmt	For	For
7.2	Reelect Lukas Gaehwiler as Director	Mgmt	For	For

UBS Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.3	Reelect Jeremy Anderson as Director	Mgmt	For	Abstain
	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.			
7.4	Reelect Claudia Boeckstiegel as Director	Mgmt	For	For
7.5	Reelect William Dudley as Director	Mgmt	For	For
7.6	Reelect Patrick Firmenich as Director	Mgmt	For	For
7.7	Reelect Fred Hu as Director	Mgmt	For	For
7.8	Reelect Mark Hughes as Director	Mgmt	For	For
7.9	Reelect Nathalie Rachou as Director	Mgmt	For	For
7.10	Reelect Julie Richardson as Director	Mgmt	For	For
7.11	Reelect Dieter Wemmer as Director	Mgmt	For	For
7.12	Reelect Jeanette Wong as Director	Mgmt	For	For
8.1	Reappoint Julie Richardson as Chairperson of the Compensation Committee	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
8.2	Reappoint Dieter Wemmer as Member of the Compensation Committee	Mgmt	For	For
8.3	Reappoint Jeanette Wong as Member of the Compensation Committee	Mgmt	For	For
9.1	Approve Remuneration of Directors in the Amount of CHF 13 Million	Mgmt	For	For
9.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 81.1 Million	Mgmt	For	For
9.3	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 33 Million	Mgmt	For	For
10.1	Designate ADB Altorfer Duss & Beilstein AG as Independent Proxy	Mgmt	For	For
10.2	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
11	Approve CHF 6.3 Million Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	Mgmt	For	For
12	Authorize Repurchase of up to USD 6 Billion in Issued Share Capital	Mgmt	For	For
13.1	Approve CHF 25.9 Million Reduction in Share Capital via Reduction of Nominal Value and Allocation to Capital Contribution Reserves	Mgmt	For	For
13.2	Approve Conversion of Currency of the Share Capital from CHF to USD	Mgmt	For	For

UBS Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Transact Other Business (Voting)	Mgmt	None	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

UDR, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: UDR
Meeting Type: Annual
Primary ISIN: US9026531049 | Primary SEDOL: 2727910

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Katherine A. Cattanach	Mgmt	For	For
1b	Elect Director Jon A. Grove	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1c	Elect Director Mary Ann King	Mgmt	For	For
1d	Elect Director James D. Klingbeil	Mgmt	For	Against
	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. This director is not sufficiently independent to serve as the independent lead director. The nominee is a former executive and considered to be non-independent.			
1e	Elect Director Clint D. McDonnough	Mgmt	For	For
1f	Elect Director Robert A. McNamara	Mgmt	For	For
1g	Elect Director Diane M. Morefield	Mgmt	For	For
1h	Elect Director Kevin C. Nickelberry	Mgmt	For	For
1i	Elect Director Mark R. Patterson	Mgmt	For	For
1j	Elect Director Thomas W. Toomey	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. 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.			
3	Ratify Ernst & Young 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

UFP Technologies, Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: UFPT
Meeting Type: Annual
Primary ISIN: US9026731029 | Primary SEDOL: 2908652

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director R. Jeffrey Bailly	Mgmt	For	For
1.2	Elect Director Thomas Oberdorf	Mgmt	For	For
1.3	Elect Director Marc Kozin	Mgmt	For	Withhold
	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.			
1.4	Elect Director Daniel C. Croteau	Mgmt	For	For
1.5	Elect Director Cynthia L. Feldmann	Mgmt	For	For
1.6	Elect Director Joseph John Hassett	Mgmt	For	For
1.7	Elect Director Symeria Hudson	Mgmt	For	For
2	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. 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. Variable remuneration should not contain a significant overlap of 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.			
3	Amend Certificate of Incorporation to Provide for the Exculpation of Officers, and to Remove Series A Junior Participating Preferred Stock	Mgmt	For	For
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	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.			

Ulta Beauty, Inc.

Meeting Date: 06/01/2023 | Country: USA | Ticker: ULTA
Meeting Type: Annual
Primary ISIN: US90384S3031 | Primary SEDOL: B28TS42

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michelle L. Collins	Mgmt	For	For
1b	Elect Director Patricia A. Little	Mgmt	For	For

Ulta Beauty, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Heidi G. Petz	Mgmt	For	For
1d	Elect Director Michael C. Smith	Mgmt	For	For
2	Declassify the Board of Directors	Mgmt	For	For
	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.			
3	Provide Directors May Be Removed With or Without Cause	Mgmt	For	For
4	Eliminate Supermajority Vote Requirement to Amend Certificate of Incorporation	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.			
5	Eliminate Supermajority Vote Requirement to Amend Bylaws	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.			
6	Ratify Ernst & Young 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.			
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
8	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

UMB Financial Corporation

Meeting Date: 04/25/2023 Country: USA Ticker: UMBF

Meeting Type: Annual

Primary ISIN: US9027881088 Primary SEDOL: 2918510

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robin C. Beery	Mgmt	For	For
1.2	Elect Director Janine A. Davidson	Mgmt	For	For
1.3	Elect Director Kevin C. Gallagher	Mgmt	For	For

UMB Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Greg M. Graves	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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 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.			
1.5	Elect Director Alexander C. Kemper	Mgmt	For	Against
	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.			
1.6	Elect Director J. Mariner Kemper	Mgmt	For	For
1.7	Elect Director Gordon E. Lansford, III	Mgmt	For	For
1.8	Elect Director Timothy R. Murphy	Mgmt	For	For
1.9	Elect Director Tamara M. Peterman	Mgmt	For	For
1.10	Elect Director Kris A. Robbins	Mgmt	For	For
1.11	Elect Director L. Joshua Sosland	Mgmt	For	Against
	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.			
1.12	Elect Director Leroy J. Williams, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

UMH Properties, Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: UMH

Meeting Type: Annual

Primary ISIN: US9030021037 | Primary SEDOL: 2908191

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey A. Carus	Mgmt	For	For

UMH Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Matthew I. Hirsch	Mgmt	For	Withhold
	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. Specifically, the company's governing documents prohibit shareholders from amending the bylaws.			
1.3	Elect Director Angela D. Pruitt-Marriott	Mgmt	For	For
1.4	Elect Director Kenneth K. Quigley, Jr.	Mgmt	For	For
2	Ratify PKF O'Connor Davies, LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve 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.			

Unibail-Rodamco-Westfield NV

Meeting Date: 06/27/2023 | Country: Netherlands | Ticker: N/A

Meeting Type: Annual

Primary ISIN: NL0012846356 | Primary SEDOL: N/A

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
i	Discuss Annual Report	Mgmt		
1	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
2	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Directors should be elected by shareholders on an annual basis in order to strengthen the accountability of the board to shareholders.			

Unibail-Rodamco-Westfield NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
ii	Receive Explanation on Dividend Policy	Mgmt		
3	Approve Discharge of Management Board	Mgmt	For	For
4	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For
6	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
7	Grant Board Authority to Issue Shares Up to 3 Percent of Issued Capital	Mgmt	For	For
	Voter Rationale: A vote FOR is warranted because it is in line with commonly used safeguards regarding volume and duration. However, this is not without noting that the authorizations as proposed under Items 7 and 9, would exceed the 10 percent threshold. However, concerns are mitigated given the company's exceptional corporate structure where shares in the NV are 'stapled' together with SE shares. At the AGM of the SE the authorization to issue shares had the same volume but does not exceed commonly accepted safeguards.			
8	Authorize Board to Exclude Preemptive Rights from Share Issuances for Item 6	Mgmt	For	For
9	Authorize Board to Exclude Preemptive Rights from Share Issuances for Item 7	Mgmt	For	For
	Voter Rationale: A vote FOR is warranted because it is in line with commonly used safeguards regarding volume and duration. However, this is not without noting that the authorizations as proposed under Items 7 and 9, would exceed the 10 percent threshold. However, concerns are mitigated given the company's exceptional corporate structure where shares in the NV are 'stapled' together with SE shares. At the AGM of the SE the authorization to issue shares had the same volume but does not exceed commonly accepted safeguards.			
10	Authorize Repurchase of Shares	Mgmt	For	For
11	Approve Cancellation of Shares	Mgmt	For	For

Unibail-Rodamco-Westfield SE

Meeting Date: 05/11/2023 | Country: France | Ticker: URW

Meeting Type: Annual/Special

Primary ISIN: FR0013326246 | Primary SEDOL: BF2PQ09

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For

Unibail-Rodamco-Westfield SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Compensation of Jean-Marie Tritant, Chairman of the Management Board	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
6	Approve Compensation of Olivier Bossard, Management Board Member	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7	Approve Compensation of Sylvain Montcouquiol, Management Board Member	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
8	Approve Compensation of Fabrice Mouchel, Management Board Member	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
9	Approve Compensation of Caroline Puechoultres, Management Board Member	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
10	Approve Compensation of Leon Bressler, Chairman of the Supervisory Board	Mgmt	For	For
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For
12	Approve Remuneration Policy of Chairman of the Management Board	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
13	Approve Remuneration Policy of Management Board Members	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
14	Approve Remuneration Policy for Supervisory Board Members	Mgmt	For	For

Unibail-Rodamco-Westfield SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Approve Remuneration of Supervisory Board Members in the Aggregate Amount of EUR 1.6 Million	Mgmt	For	For
16	Reelect Susana Gallardo as Supervisory Board Member	Mgmt	For	For
17	Reelect Roderick Munsters as Supervisory Board Member	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
18	Reelect Xavier Niel as Supervisory Board Member	Mgmt	For	For
19	Elect Jacques Richier as Supervisory Board Member	Mgmt	For	For
20	Elect Sara Lucas as Supervisory Board Member	Mgmt	For	For
21	Renew Appointment of Deloitte & Associes as Auditor	Mgmt	For	For
22	Appoint KPMG S.A as Auditor	Mgmt	For	For
23	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
24	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
25	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 100 Million	Mgmt	For	For
26	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 68 Million	Mgmt	For	For
27	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote	Mgmt	For	For
28	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
29	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
	Ordinary Business	Mgmt		
30	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Unilever Plc

Meeting Date: 05/03/2023 | Country: United Kingdom | Ticker: ULVR
Meeting Type: Annual
Primary ISIN: GB00B10RZP78 | Primary SEDOL: B10RZP7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.			
2	Approve Remuneration Report	Mgmt	For	Abstain
	Voter Rationale: New CEO pay increase			
3	Re-elect Nils Andersen as Director	Mgmt	For	Abstain
	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.			
4	Re-elect Judith Hartmann as Director	Mgmt	For	For
5	Re-elect Adrian Hennah as Director	Mgmt	For	For
6	Re-elect Alan Jope as Director	Mgmt	For	For
7	Re-elect Andrea Jung as Director	Mgmt	For	For
8	Re-elect Susan Kilsby as Director	Mgmt	For	For
9	Re-elect Ruby Lu as Director	Mgmt	For	For
10	Re-elect Strive Masiyiwa as Director	Mgmt	For	For
11	Re-elect Youngme Moon as Director	Mgmt	For	For
12	Re-elect Graeme Pitkethly as Director	Mgmt	For	For
13	Re-elect Feike Sijbesma as Director	Mgmt	For	For
14	Elect Nelson Peltz as Director	Mgmt	For	For
15	Elect Hein Schumacher as Director	Mgmt	For	For
16	Reappoint KPMG LLP as Auditors	Mgmt	For	For
17	Authorise Board 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 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

Union Pacific Corporation

Meeting Date: 05/18/2023 | Country: USA | Ticker: UNP
Meeting Type: Annual
Primary ISIN: US9078181081 | Primary SEDOL: 2914734

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William J. DeLaney	Mgmt	For	For
1b	Elect Director David B. Dillon	Mgmt	For	For
1c	Elect Director Sheri H. Edison	Mgmt	For	For
1d	Elect Director Teresa M. Finley	Mgmt	For	For
1e	Elect Director Lance M. Fritz	Mgmt	For	For
1f	Elect Director Deborah C. Hopkins	Mgmt	For	For
1g	Elect Director Jane H. Lute	Mgmt	For	For
1h	Elect Director Michael R. McCarthy	Mgmt	For	For
1i	Elect Director Jose H. Villarreal	Mgmt	For	For
1j	Elect Director Christopher J. Williams	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.			
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. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Require Independent Board Chair	SH	Against	For
	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 managements performance.			
6	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against
7	Adopt a Paid Sick Leave Policy	SH	Against	Against

Unipol Gruppo SpA

Meeting Date: 04/28/2023 | Country: Italy | Ticker: UNI
Meeting Type: Annual
Primary ISIN: IT0004810054 | Primary SEDOL: B7SF135

Unipol Gruppo SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1b	Approve Allocation of Income	Mgmt	For	For
2a	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. 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.			
2b	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company. Shares should not be repurchased at a premium/discount to the market price of more than 10%.			
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Uni-President Enterprises Corp.

Meeting Date: 06/28/2023 | Country: Taiwan | Ticker: 1216

Meeting Type: Annual

Primary ISIN: TW0001216000 | Primary SEDOL: 6700393

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Financial Statements	Mgmt	For	For
	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.			
2	Approve Plan on Profit Distribution	Mgmt	For	For
	ELECT INDEPENDENT DIRECTOR VIA CUMULATIVE VOTING	Mgmt		
3.1	Elect Lee-Feng Chien, with Shareholder No.G120041XXX, as Independent Director	Mgmt	For	For

Uni-President Enterprises Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Releasing of the Non-competition Restriction for the Company's Current Directors, Representative of Juristic Person Directors, Additional Independent Director Elected During Their Term According to the Article 209 of the Company Act	Mgmt	For	For

Uni-Select Inc.

Meeting Date: 04/27/2023 | Country: Canada | Ticker: UNS

Meeting Type: Special

Primary ISIN: CA90457D1006 | Primary SEDOL: 2932480

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Acquisition by 9485-4692 Quebec Inc., a Wholly-Owned Subsidiary of LKQ Corporation	Mgmt	For	For

Uni-Select Inc.

Meeting Date: 06/22/2023 | Country: Canada | Ticker: UNS

Meeting Type: Annual

Primary ISIN: CA90457D1006 | Primary SEDOL: 2932480

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michelle Cormier	Mgmt	For	For
	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.			
1.2	Elect Director Martin Garand	Mgmt	For	For
1.3	Elect Director Karen Laflamme	Mgmt	For	For
1.4	Elect Director Chantel E. Lenard	Mgmt	For	For
1.5	Elect Director Brian McManus	Mgmt	For	For
1.6	Elect Director Frederick J. Mifflin	Mgmt	For	For
1.7	Elect Director David G. Samuel	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Uni-Select Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

United Bankshares, Inc.

Meeting Date: 05/10/2023 | Country: USA | Ticker: UBSI

Meeting Type: Annual

Primary ISIN: US9099071071 | Primary SEDOL: 2905794

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard M. Adams	Mgmt	For	For
1.2	Elect Director Richard M. Adams, Jr.	Mgmt	For	For
1.3	Elect Director Charles L. Capito, Jr.	Mgmt	For	For
1.4	Elect Director Peter A. Converse	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Michael P. Fitzgerald	Mgmt	For	For
1.6	Elect Director Patrice A. Harris	Mgmt	For	For
	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.			
1.7	Elect Director Diana Lewis Jackson	Mgmt	For	For
1.8	Elect Director J. Paul McNamara	Mgmt	For	Withhold
	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. The nominee is a former executive and considered to be non-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.			
1.9	Elect Director Mark R. Nesselroad	Mgmt	For	For
	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.			
1.10	Elect Director Jerold L. Rexroad *Withdrawn*	Mgmt		
1.11	Elect Director Lacy I. Rice, III	Mgmt	For	For
1.12	Elect Director Albert H. Small, Jr.	Mgmt	For	For
1.13	Elect Director Mary K. Weddle	Mgmt	For	For
1.14	Elect Director Gary G. White	Mgmt	For	Withhold
	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. 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.			

United Bankshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.15	Elect Director P. Clinton Winter	Mgmt	For	Withhold
	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.			
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

United Fire Group, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: UFCS

Meeting Type: Annual

Primary ISIN: US9103401082 | Primary SEDOL: B4WXG84

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott L. Carlton	Mgmt	For	For
1.2	Elect Director Brenda K. Clancy	Mgmt	For	For
1.3	Elect Director Kevin J. Leidwinger	Mgmt	For	For
1.4	Elect Director Susan E. Voss	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

United Overseas Bank Limited (Singapore)

Meeting Date: 04/21/2023 | Country: Singapore | Ticker: U11
Meeting Type: Annual
Primary ISIN: SG1M31001969 | Primary SEDOL: 6916781

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Approve Ernst & Young LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
5	Elect Wee Ee Cheong as Director	Mgmt	For	For
6	Elect Steven Phan Swee Kim as Director	Mgmt	For	For
7	Elect Chia Tai Tee as Director	Mgmt	For	For
8	Elect Ong Chong Tee as Director	Mgmt	For	For
9	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
10	Approve Issuance of Shares Pursuant to the UOB Scrip Dividend Scheme	Mgmt	For	For
11	Authorize Share Repurchase Program	Mgmt	For	For

United Parcel Service, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: UPS
Meeting Type: Annual
Primary ISIN: US9113121068 | Primary SEDOL: 2517382

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carol Tome	Mgmt	For	For
	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			
1b	Elect Director Rodney Adkins	Mgmt	For	For
1c	Elect Director Eva Boratto	Mgmt	For	For
1d	Elect Director Michael Burns	Mgmt	For	For
1e	Elect Director Wayne Hewett	Mgmt	For	For
1f	Elect Director Angela Hwang	Mgmt	For	For

United Parcel Service, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Kate Johnson	Mgmt	For	For
1h	Elect Director William Johnson	Mgmt	For	For
1i	Elect Director Franck Moison	Mgmt	For	For
1j	Elect Director Christiana Smith Shi	Mgmt	For	For
1k	Elect Director Russell Stokes	Mgmt	For	For
1l	Elect Director Kevin Warsh	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
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
	Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.			
6	Adopt Independently Verified Science-Based Greenhouse Gas Emissions Reduction Targets in Line with the Paris Climate Agreement	SH	Against	For
	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.			
7	Report on Integrating GHG Emissions Reductions Targets into Executive Compensation	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted because this request is not considered burdensome and there is some ambiguity around how and whether the company's executive compensation strategy includes climate goals.			
8	Report on Just Transition	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted to provide shareholders with disclosure on how the company is assessing and mitigating related risks			
9	Report on Risk Due to Restrictions on Reproductive Rights	SH	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warranted. On balance, the potential risks to the company and therefore to shareholders from issuing the requested report appear to be greater than the potential benefits.			
10	Oversee and Report a Civil Rights Audit	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
11	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For
	Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.			

United Rentals, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: URI
Meeting Type: Annual
Primary ISIN: US9113631090 | Primary SEDOL: 2134781

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jose B. Alvarez	Mgmt	For	For
1b	Elect Director Marc A. Bruno	Mgmt	For	For
1c	Elect Director Larry D. De Shon	Mgmt	For	For
1d	Elect Director Matthew J. Flannery	Mgmt	For	For
1e	Elect Director Bobby J. Griffin	Mgmt	For	For
1f	Elect Director Kim Harris Jones	Mgmt	For	For
1g	Elect Director Terri L. Kelly	Mgmt	For	For
1h	Elect Director Michael J. Kneeland	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1i	Elect Director Francisco J. Lopez-Balboa	Mgmt	For	For
1j	Elect Director Gracia C. Martore	Mgmt	For	For
1k	Elect Director Shiv Singh	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	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 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Reduce Ownership Threshold for Shareholders to Request Action by Written Consent to 15%	Mgmt	For	For
6	Reduce Ownership Threshold for Shareholders to Request Action by Written Consent to 10%	SH	Against	For
	Voter Rationale: Supporting better corporate governance practices. Investors should have the opportunity to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.			

United States Cellular Corporation

Meeting Date: 05/16/2023 | Country: USA | Ticker: USM
Meeting Type: Annual
Primary ISIN: US9116841084 | Primary SEDOL: 2918996

United States Cellular Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Harry J. Harczak, Jr.	Mgmt	For	Withhold
	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.			
1.2	Elect Director Gregory P. Josefowicz	Mgmt	For	For
1.3	Elect Director Cecelia D. Stewart	Mgmt	For	For
1.4	Elect Director Xavier D. Williams	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Approve Non-Employee Director Omnibus Stock Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

United Therapeutics Corporation

Meeting Date: 06/26/2023 | Country: USA | Ticker: UTHR

Meeting Type: Annual

Primary ISIN: US91307C1027 | Primary SEDOL: 2430412

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christopher Causey	Mgmt	For	Against
	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. 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.			
1b	Elect Director Raymond Dwek	Mgmt	For	For
1c	Elect Director Richard Giltner	Mgmt	For	For
1d	Elect Director Katherine Klein	Mgmt	For	For
1e	Elect Director Ray Kurzweil	Mgmt	For	Against
	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.			

United Therapeutics Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Linda Maxwell	Mgmt	For	For
1g	Elect Director Nilda Mesa	Mgmt	For	For
1h	Elect Director Judy Olian	Mgmt	For	For
1i	Elect Director Christopher Patusky	Mgmt	For	Against
	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. 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.			
1j	Elect Director Martine Rothblatt	Mgmt	For	For
1k	Elect Director Louis Sullivan	Mgmt	For	For
1l	Elect Director Tommy Thompson	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.			
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

UnitedHealth Group Incorporated

Meeting Date: 06/05/2023 | Country: USA | Ticker: UNH

Meeting Type: Annual

Primary ISIN: US91324P1021 | Primary SEDOL: 2917766

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Timothy Flynn	Mgmt	For	For
1b	Elect Director Paul Garcia	Mgmt	For	For
1c	Elect Director Kristen Gil	Mgmt	For	For
1d	Elect Director Stephen Hemsley	Mgmt	For	For
1e	Elect Director Michele Hooper	Mgmt	For	For
1f	Elect Director F. William McNabb, III	Mgmt	For	For

UnitedHealth Group Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Valerie Montgomery Rice	Mgmt	For	For
1h	Elect Director John Noseworthy	Mgmt	For	For
1i	Elect Director Andrew Witty	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Report on Third-Party Racial Equity Audit	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant opportunities.			
6	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	Against
	Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the company's primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			
7	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	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.			

Uniti Group Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: UNIT

Meeting Type: Annual

Primary ISIN: US91325V1089 | Primary SEDOL: BD6VBR1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jennifer S. Banner	Mgmt	For	For

Uniti Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Scott G. Bruce	Mgmt	For	For
1c	Elect Director Francis X. (Skip) Frantz	Mgmt	For	For
1d	Elect Director Kenneth A. Gunderman	Mgmt	For	For
1e	Elect Director Carmen Perez-Carlton	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	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 remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Unity Software Inc.

Meeting Date: 06/07/2023 | Country: USA | Ticker: U

Meeting Type: Annual

Primary ISIN: US91332U1016 | Primary SEDOL: BLFDXH8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tomer Bar-Zeev	Mgmt	For	For
1.2	Elect Director Mary Schmidt Campbell	Mgmt	For	Withhold
	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.			
1.3	Elect Director Keisha Smith-Jeremie	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Unity Software Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	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. 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. 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.			

Universal Display Corporation

Meeting Date: 06/15/2023 | Country: USA | Ticker: OLED

Meeting Type: Annual

Primary ISIN: US91347P1057 | Primary SEDOL: 2277880

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven V. Abramson	Mgmt	For	For
1b	Elect Director Cynthia J. Comparin	Mgmt	For	For
1c	Elect Director Richard C. Elias	Mgmt	For	Against
	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.			
1d	Elect Director Elizabeth H. Gemmill	Mgmt	For	Against
	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. 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.			
1e	Elect Director C. Keith Hartley	Mgmt	For	Against
	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.			
1f	Elect Director Celia M. Joseph	Mgmt	For	For
1g	Elect Director Lawrence Lacerte	Mgmt	For	For
1h	Elect Director Sidney D. Rosenblatt	Mgmt	For	Against
	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. The nominee is a former executive and considered to be non-independent.			
2	Approve 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. 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.			

Universal Display Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Ratify KPMG 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.			

Universal Health Realty Income Trust

Meeting Date: 06/07/2023 Country: USA Ticker: UHT
Meeting Type: Annual
Primary ISIN: US91359E1055 Primary SEDOL: 2927497

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alan B. Miller	Mgmt	For	For
1.2	Elect Director Robert F. McCadden	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

Universal Logistics Holdings, Inc.

Meeting Date: 04/26/2023 Country: USA Ticker: ULH
Meeting Type: Annual
Primary ISIN: US91388P1057 Primary SEDOL: B066PX9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Grant E. Belanger	Mgmt	For	Withhold

Universal Logistics Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.2	Elect Director Frederick P. Calderone	Mgmt	For	For
1.3	Elect Director Daniel J. Deane	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.4	Elect Director Clarence W. Gooden	Mgmt	For	For
1.5	Elect Director Matthew J. Moroun	Mgmt	For	For
1.6	Elect Director Matthew T. Moroun	Mgmt	For	Withhold
	Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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 developed markets, our minimum expectation is that women should comprise at least 27 pct of the board. 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.			
1.7	Elect Director Timothy Phillips	Mgmt	For	For
	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.			
1.8	Elect Director Michael A. Regan	Mgmt	For	For
1.9	Elect Director Richard P. Urban	Mgmt	For	Withhold
	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. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.10	Elect Director H. E. Scott Wolfe	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Univest Financial Corporation

Meeting Date: 04/26/2023 | Country: USA | Ticker: UVSP
Meeting Type: Annual
Primary ISIN: US9152711001 | Primary SEDOL: 2690636

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joseph P. Beebe	Mgmt	For	For
1.2	Elect Director Natalye Paquin	Mgmt	For	For
1.3	Elect Director Robert C. Wonderling	Mgmt	For	For
1.4	Elect Director Martin P. Connor	Mgmt	For	For
2	Approve 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. 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.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Unum Group

Meeting Date: 05/25/2023 | Country: USA | Ticker: UNM
Meeting Type: Annual
Primary ISIN: US91529Y1064 | Primary SEDOL: 2433842

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Theodore H. Bunting, Jr.	Mgmt	For	For
1b	Elect Director Susan L. Cross	Mgmt	For	For
1c	Elect Director Susan D. DeVore	Mgmt	For	For
1d	Elect Director Joseph J. Echevarria	Mgmt	For	For
1e	Elect Director Cynthia L. Egan	Mgmt	For	For

Unum Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Kevin T. Kabat	Mgmt	For	Against
	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.			
1g	Elect Director Timothy F. Keaney	Mgmt	For	For
1h	Elect Director Gale V. King	Mgmt	For	For
1i	Elect Director Gloria C. Larson	Mgmt	For	Against
	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.			
1j	Elect Director Richard P. McKenney	Mgmt	For	For
1k	Elect Director Ronald P. O'Hanley	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Long-term incentives should not be delivered via cash or other non-equity vehicles. 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
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

UOL Group Limited

Meeting Date: 04/28/2023 | Country: Singapore | Ticker: U14

Meeting Type: Annual

Primary ISIN: SG1S83002349 | Primary SEDOL: 6916844

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	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.			
2	Approve First and Final and Special Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Elect Poon Hon Thang Samuel as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			

UOL Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Elect Wee Ee-chao as Director	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
6	Elect Sim Hwee Cher as Director	Mgmt	For	For
7	Elect Yip Wai Ping Annabelle as Director	Mgmt	For	For
8	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
9	Approve Grant of Options and Issuance of Shares Under the UOL 2022 Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
10	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
11	Authorize Share Repurchase Program	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			

Upbound Group, Inc.

Meeting Date: 06/06/2023 Country: USA Ticker: UPBD

Meeting Type: Annual

Primary ISIN: US76009N1000 Primary SEDOL: 2733092

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey Brown	Mgmt	For	For
1b	Elect Director Mitchell Fadel	Mgmt	For	For
1c	Elect Director Christopher Hetrick	Mgmt	For	For
1d	Elect Director Harold Lewis	Mgmt	For	For
1e	Elect Director Glenn Marino	Mgmt	For	For
1f	Elect Director Carol McFate	Mgmt	For	For
1g	Elect Director Jen You	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
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Upbound Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Upstart Holdings, Inc.

Meeting Date: 05/24/2023 | Country: USA | Ticker: UPST

Meeting Type: Annual

Primary ISIN: US91680M1071 | Primary SEDOL: BL53QN5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kerry W. Cooper	Mgmt	For	For
	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.			
1.2	Elect Director Mary Hentges	Mgmt	For	For
1.3	Elect Director Ciaran O'Kelly	Mgmt	For	Withhold
	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 impact shareholder rights.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The annual bonus should be assessed using no less than two metrics.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.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.			

Upwork Inc.

Meeting Date: 06/09/2023 | Country: USA | Ticker: UPWK

Meeting Type: Annual

Primary ISIN: US91688F1049 | Primary SEDOL: BGRFWV4

Upwork Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Leela Srinivasan	Mgmt	For	Against
	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.			
1b	Elect Director Gary Steele	Mgmt	For	Against
	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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. 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.			
4	Amend Certificate of Incorporation	Mgmt	For	For

Urban Edge Properties

Meeting Date: 05/03/2023 | Country: USA | Ticker: UE

Meeting Type: Annual

Primary ISIN: US91704F1049 | Primary SEDOL: BTPSGQ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey S. Olson	Mgmt	For	For
1b	Elect Director Mary L. Baglivo	Mgmt	For	For
1c	Elect Director Steven H. Grapstein	Mgmt	For	For
1d	Elect Director Steven J. Guttman	Mgmt	For	For
1e	Elect Director Norman K. Jenkins	Mgmt	For	For
1f	Elect Director Kevin P. O'Shea	Mgmt	For	For
1g	Elect Director Catherine D. Rice	Mgmt	For	For
1h	Elect Director Katherine M. Sandstrom	Mgmt	For	For
1i	Elect Director Douglas W. Sesler	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Urban Edge Properties

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Urban Logistics REIT PLC

Meeting Date: 05/11/2023 | Country: United Kingdom | Ticker: SHED
Meeting Type: Special
Primary ISIN: GB00BYV8MN78 | Primary SEDOL: BYV8MN7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Appoint Logistics Asset Management LLP as Investment Adviser	Mgmt	For	For

Ushio, Inc.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 6925
Meeting Type: Annual
Primary ISIN: JP3156400008 | Primary SEDOL: 6918981

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 Naito, Koji	Mgmt	For	For
2.2	Elect Director Kawamura, Naoki	Mgmt	For	For
2.3	Elect Director Kamiyama, Kazuhisa	Mgmt	For	For
2.4	Elect Director Asahi, Takabumi	Mgmt	For	For
2.5	Elect Director Nakano, Tetsuo	Mgmt	For	For
2.6	Elect Director Kanemaru, Yasufumi	Mgmt	For	For
2.7	Elect Director Sakie Tachibana Fukushima	Mgmt	For	For
2.8	Elect Director Sasaki, Toyonari	Mgmt	For	For
2.9	Elect Director Matsuzaki, Masatoshi	Mgmt	For	For
2.10	Elect Director Mashita, Naoaki	Mgmt	For	For
3	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

USS Co., Ltd.

Meeting Date: 06/20/2023 | Country: Japan | Ticker: 4732
Meeting Type: Annual
Primary ISIN: JP3944130008 | Primary SEDOL: 6171494

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 33.8	Mgmt	For	For
2.1	Elect Director Ando, Yukihiro	Mgmt	For	For
2.2	Elect Director Seta, Dai	Mgmt	For	For
2.3	Elect Director Yamanaka, Masafumi	Mgmt	For	For
2.4	Elect Director Ikeda, Hiromitsu	Mgmt	For	For
2.5	Elect Director Takagi, Nobuko	Mgmt	For	For
2.6	Elect Director Honda, Shinji	Mgmt	For	For
2.7	Elect Director Sasao, Yoshiko	Mgmt	For	For

UT Group Co., Ltd.

Meeting Date: 06/24/2023 | Country: Japan | Ticker: 2146
Meeting Type: Annual
Primary ISIN: JP3949500007 | Primary SEDOL: B1V04K3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Wakayama, Yoichi	Mgmt	For	For
1.2	Elect Director Sotomura, Manabu	Mgmt	For	For

UWM Holdings Corp.

Meeting Date: 06/07/2023 | Country: USA | Ticker: UWMC
Meeting Type: Annual
Primary ISIN: US91823B1098 | Primary SEDOL: BMDJ3B9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey A. Ishbia	Mgmt	For	Withhold
	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 dual class capital structure and classified board, each of which adversely impacts shareholder rights.			
1.2	Elect Director Laura Lawson	Mgmt	For	For

UWM Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Isiah Thomas	Mgmt	For	Withhold
	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 lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. 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 dual class capital structure and classified board, each of which adversely impacts shareholder rights.			
2	Ratify Deloitte & Touche, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The 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.			

Valaris Limited

Meeting Date: 06/07/2023 | Country: Bermuda | Ticker: VAL

Meeting Type: Annual

Primary ISIN: BMG9460G1015 | Primary SEDOL: BMY0YX0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anton Dibowitz	Mgmt	For	For
1b	Elect Director Dick Fagerstal	Mgmt	For	For
1c	Elect Director Joseph Goldschmid	Mgmt	For	For
1d	Elect Director Catherine J. Hughes	Mgmt	For	For
1e	Elect Director Kristian Johansen	Mgmt	For	For
1f	Elect Director Elizabeth D. Leykum	Mgmt	For	For
1g	Elect Director Deepak Munganahalli	Mgmt	For	For
1h	Elect Director James W. Swent, III	Mgmt	For	For
	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.			
2	Advisory Vote to Ratify Named Executive Officers'Compensation	Mgmt	For	Against
	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. 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.			

Valaris Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	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.			

Vale SA

Meeting Date: 04/28/2023 | Country: Brazil | Ticker: VALE3

Meeting Type: Annual/Special

Primary ISIN: BRVALEACNOR0 | Primary SEDOL: 2196286

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders	Mgmt		
	Annual Meeting Agenda	Mgmt		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2022	Mgmt	For	For
2	Approve Capital Budget, Allocation of Income and Dividends	Mgmt	For	For
3	Fix Number of Directors at 13	Mgmt	For	For
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	Against	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
5.1	Elect Daniel Andre Stieler as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
5.2	Elect Douglas James Upton as Independent Director	Mgmt	For	For
5.3	Elect Fernando Jorge Buso Gomes as Director	Mgmt	For	For
	Voter Rationale: Cautionary support FOR incumbent non-independent management nominee Fernando Jorge Buso Gomes. He is the sole director who has served on Vale's board prior to the deadly disasters of the Mariana and Brumadinho dams (2015 and 2019), raising ongoing material governance concerns. However, there have been overall improvements in governance since these incidents.			
5.4	Elect Joao Luiz Fukunaga as Director	Mgmt	For	For
5.5	Elect Jose Luciano Duarte Penido as Independent Director	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.6	Elect Luis Henrique Cals de Beauclair Guimaraes as Independent Director	Mgmt	For	For
	Voter Rationale: Vote FOR is warranted after the previously overboarded director announced hisresignation from three of the five other boards they served on			
5.7	Elect Manuel Lino Silva de Sousa Oliveira (Ollie) as Independent Director	Mgmt	For	For
5.8	Elect Marcelo Gasparino da Silva as Independent Director	Mgmt	For	For
	Voter Rationale: We encourage the company to improve its decarboinsation targets in order to remain competitive in international markets.			
5.9	Elect Paulo Hartung as Independent Director	Mgmt	For	For
5.10	Elect Rachel de Oliveira Maia as Independent Director	Mgmt	For	For
5.11	Elect Shunji Komai as Director	Mgmt	For	For
5.12	Elect Vera Marie Inkster as Independent Director	Mgmt	For	For
	IF CUMULATIVE VOTE IS ADOPTED - Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt		
6	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt		
7.1	Percentage of Votes to Be Assigned - Elect Daniel Andre Stieler as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
7.2	Percentage of Votes to Be Assigned - Elect Douglas James Upton as Independent Director	Mgmt	For	For
7.3	Percentage of Votes to Be Assigned - Elect Fernando Jorge Buso Gomes as Director	Mgmt	For	For
	Voter Rationale: Cautionary support FOR incumbent non-independent management nominee andvice-chair nominee Fernando Jorge Buso Gomes. He is the sole director who has served on Vale'sboard prior to the deadly disasters of the Mariana and Brumadinho dams (2015 and 2019), raisingongoing material governance concerns. However, overall improvements in governance since thes			
7.4	Percentage of Votes to Be Assigned - Elect Joao Luiz Fukunaga as Director	Mgmt	For	For
7.5	Percentage of Votes to Be Assigned - Elect Jose Luciano Duarte Penido as Independent Director	Mgmt	For	For
7.6	Percentage of Votes to Be Assigned - Elect Luis Henrique Cals de Beauclair Guimaraes as Independent Director	Mgmt	For	For
	Voter Rationale: Vote FOR is warranted after the previously overboarded director announced his resignation from three of the five other boards they served on.			

Vale SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.7	Percentage of Votes to Be Assigned - Elect Manuel Lino Silva de Sousa Oliveira (Ollie) as Independent Director	Mgmt	For	For
7.8	Percentage of Votes to Be Assigned - Elect Marcelo Gasparino da Silva as Independent Director	Mgmt	For	For
7.9	Percentage of Votes to Be Assigned - Elect Paulo Hartung as Independent Director	Mgmt	For	For
7.10	Percentage of Votes to Be Assigned - Elect Rachel de Oliveira Maia as Independent Director	Mgmt	For	For
7.11	Percentage of Votes to Be Assigned - Elect Shunji Komai as Director	Mgmt	For	For
7.12	Percentage of Votes to Be Assigned - Elect Vera Marie Inkster as Independent Director	Mgmt	For	For
8.1	Elect Daniel Andre Stieler as Board Chairman	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
9.1	Elect Marcelo Gasparino da Silva as Vice-Chairman	Mgmt	For	For
10.1	Elect Heloisa Belotti Bedicks as Fiscal Council Member and Jandaraci Ferreira de Araujo as Alternate Appointed by Geracao L. Par Fundo de Investimento em Acoes and Other Shareholders	SH	None	For
10.2	Elect Marcio de Souza as Fiscal Council Member and Ana Maria Loureiro Recart as Alternate Appointed by Caixa de Previdencia dos Funcionarios do Banco do Brasil - Previ	SH	None	For
10.3	Elect Paulo Clovis Ayres Filho as Fiscal Council Member and Guilherme Jose de Vasconcelos Cerqueira as Alternate Appointed by Cosan	SH	None	For
10.4	Elect Raphael Manhaes Martins as Fiscal Council Member and Adriana de Andrade Sole as Alternate Appointed by Geracao L. Par Fundo de Investimento em Acoes and Other Shareholders	SH	None	For
11	Approve Remuneration of Company's Management and Fiscal Council	Mgmt	For	For
	Extraordinary Meeting Agenda	Mgmt		
1	Amend Article 5 to Reflect Changes in Capital	Mgmt	For	For

Valley National Bancorp

Meeting Date: 04/25/2023 | Country: USA | Ticker: VLY
Meeting Type: Annual
Primary ISIN: US9197941076 | Primary SEDOL: 2935326

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew B. Abramson	Mgmt	For	For
1b	Elect Director Peter J. Baum	Mgmt	For	For
1c	Elect Director Eric P. Edelstein	Mgmt	For	Against
	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.			
1d	Elect Director Dafna Landau	Mgmt	For	For
1e	Elect Director Marc J. Lenner	Mgmt	For	Against
	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. 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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1f	Elect Director Peter V. Maio	Mgmt	For	For
1g	Elect Director Avner Mendelson	Mgmt	For	For
1h	Elect Director Ira Robbins	Mgmt	For	For
1i	Elect Director Suresh L. Sani	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.			
1j	Elect Director Lisa J. Schultz	Mgmt	For	For
1k	Elect Director Jennifer W. Steans	Mgmt	For	For
1l	Elect Director Jeffrey S. Wilks	Mgmt	For	For
1m	Elect Director Sidney S. Williams, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	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.			

Vallourec SA

Meeting Date: 05/25/2023 | Country: France | Ticker: VK

Meeting Type: Annual/Special

Primary ISIN: FR0013506730 | Primary SEDOL: BLGWF90

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.			
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For
4	Approve Compensation Report of Corporate Officers	Mgmt	For	For
5	Approve Compensation of Philippe Guillemot, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
6	Approve Compensation of Edouard Guinotte, Chairman and CEO from January 1, 2022 until March 20, 2022	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 went through a transactional agreement instead of the termination package approved in the previously voted policy. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7	Approve Compensation of Olivier Mallet, Vice-CEO from January 1, 2022 until March 20, 2022	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
8	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
9	Approve Remuneration Policy of Directors	Mgmt	For	For
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
11	Approve Company's Climate Transition Plan	Mgmt	For	For
	Extraordinary Business	Mgmt		

Vallourec SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Authorize up to 0.17 Percent of Issued Capital for Use in Restricted Stock Plans With Performance Conditions Attached	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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 should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
13	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
14	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
15	Amend Article 1.3 of Bylaws Re: Restricted Stock Plans with Performance Conditions Attached	Mgmt	For	For
16	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Valor Holdings Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 9956

Meeting Type: Annual

Primary ISIN: JP3778400006 | Primary SEDOL: 6926553

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tashiro, Masami	Mgmt	For	For
	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. Given the recent updates to the board, we will keep this matter under review.			
1.2	Elect Director Koike, Takayuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.3	Elect Director Mori, Katsuyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.4	Elect Director Shinohana, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Valor Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Yoneyama, Satoshi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.6	Elect Director Wagato, Morisaku	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.7	Elect Director Takasu, Motohiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.8	Elect Director Koketsu, Naotaka	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.9	Elect Director Asakura, Shunichi	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
1.10	Elect Director Takahashi, Toshiyuki	Mgmt	For	For
1.11	Elect Director Yamashita, Yoko	Mgmt	For	For
2	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against
	Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.			

Value Partners Group Limited

Meeting Date: 04/28/2023 | Country: Cayman Islands | Ticker: 806

Meeting Type: Annual

Primary ISIN: KYG931751005 | Primary SEDOL: B28XTQ3

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 Cheah Cheng Hye as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
3A2	Elect Hung Yeuk Yan Renee as Director	Mgmt	For	For
3A3	Elect Chen Shih-Ta Michael as Director	Mgmt	For	For
3B	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For

Value Partners Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve PricewaterhouseCoopers as Auditor 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
	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.			
5B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Var Energi ASA

Meeting Date: 05/04/2023 Country: Norway Ticker: VAR

Meeting Type: Annual

Primary ISIN: NO0011202772 Primary SEDOL: BPLF0Y2

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting; Designate Inspector(s) of Minutes of Meeting	Mgmt	For	Do Not Vote
2	Approve Notice of Meeting and Agenda	Mgmt	For	Do Not Vote
3	Accept Financial Statements and Statutory Reports	Mgmt	For	Do Not Vote
4	Approve Dividends	Mgmt	For	Do Not Vote
5	Approve Creation of NOK 39.94 Million Pool of Capital without Preemptive Rights	Mgmt	For	Do Not Vote
6	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Do Not Vote
7	Approve Remuneration of Auditors	Mgmt	For	Do Not Vote
8	Approve Remuneration of Directors in the Amount of NOK 924,000 for Chairman, NOK 435,500 for Shareholder Elected Directors and NOK 250,000 for Other Directors; Approve Committee Remuneration	Mgmt	For	Do Not Vote
9	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Do Not Vote
10	Approve Remuneration Statement	Mgmt	For	Do Not Vote

Var Energi ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Elect Filippo Ricchetti, Fabio Castiglioni and Claudia Vignati as New Directors	Mgmt	For	Do Not Vote
12	Amend Articles Re: General Meeting	Mgmt	For	Do Not Vote

Vaxcyte, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: PCVX
Meeting Type: Annual
Primary ISIN: US92243G1085 | Primary SEDOL: BKPVGH6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Halley Gilbert	Mgmt	For	Withhold
	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.			
1.2	Elect Director Michael E. Kamarck	Mgmt	For	For
1.3	Elect Director Grant E. Pickering	Mgmt	For	For
2	Ratify Deloitte & Touche, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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.			

Vector, Inc.

Meeting Date: 05/30/2023 | Country: Japan | Ticker: 6058
Meeting Type: Annual
Primary ISIN: JP3835500004 | Primary SEDOL: B7MTYY5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 19	Mgmt	For	For
2.1	Elect Director Nishie, Keiji	Mgmt	For	Abstain
	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.			

Vector, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Hasegawa, Hajime	Mgmt	For	For
2.3	Elect Director Kiryu, Saori	Mgmt	For	For
2.4	Elect Director Goto, Yosuke	Mgmt	For	For
2.5	Elect Director Nishiki, Takashi	Mgmt	For	For
2.6	Elect Director Matsuda, Kota	Mgmt	For	For
2.7	Elect Director Tomimura, Ryuichi	Mgmt	For	For
2.8	Elect Director Naka, Michimasa	Mgmt	For	For
2.9	Elect Director Nose, Yasunobu	Mgmt	For	For
3.1	Appoint Statutory Auditor Mori, Kazutora	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Koonsun Hyun	Mgmt	For	For
3.3	Appoint Statutory Auditor Yaginuma, Satoshi	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Tawa, Ryutaro	Mgmt	For	Against
	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.			

Veeva Systems Inc.

Meeting Date: 06/21/2023 Country: USA Ticker: VEEV

Meeting Type: Annual

Primary ISIN: US9224751084 Primary SEDOL: BFH3N85

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Timothy S. Cabral	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Mark Carges	Mgmt	For	For
1c	Elect Director Peter P. Gassner	Mgmt	For	For
1d	Elect Director Mary Lynne Hedley	Mgmt	For	For
1e	Elect Director Priscilla Hung	Mgmt	For	For
1f	Elect Director Tina Hunt	Mgmt	For	For
1g	Elect Director Marshall L. Mohr	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			

Veeva Systems Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Gordon Ritter	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.			
1i	Elect Director Paul Sekhri	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1j	Elect Director Matthew J. Wallach	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Amend Certificate of Incorporation	Mgmt	For	For
4	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks and opportunities.			

Velo3D, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: VLD

Meeting Type: Annual

Primary ISIN: US92259N1046 | Primary SEDOL: BN30450

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Idelchik	Mgmt	For	Withhold
	Voter Rationale: 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.			
1.2	Elect Director Stefan Krause	Mgmt	For	For
1.3	Elect Director Ellen Smith	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For

Ventas Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: VTR
Meeting Type: Annual
Primary ISIN: US92276F1003 | Primary SEDOL: 2927925

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Melody C. Barnes	Mgmt	For	For
1b	Elect Director Debra A. Cafaro	Mgmt	For	For
1c	Elect Director Michael J. Embler	Mgmt	For	For
1d	Elect Director Matthew J. Lustig	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1e	Elect Director Roxanne M. Martino	Mgmt	For	For
1f	Elect Director Marguerite M. Nader	Mgmt	For	For
1g	Elect Director Sean P. Nolan	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1h	Elect Director Walter C. Rakowich	Mgmt	For	For
1i	Elect Director Sumit Roy	Mgmt	For	For
1j	Elect Director James D. Shelton	Mgmt	For	For
1k	Elect Director Maurice S. Smith	Mgmt	For	For
2	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. 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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Venture Corporation Limited

Meeting Date: 04/27/2023 | Country: Singapore | Ticker: V03
Meeting Type: Annual
Primary ISIN: SG0531000230 | Primary SEDOL: 6927374

Venture Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	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.			
2	Approve Final Dividend	Mgmt	For	For
3	Elect Han Thong Kwang 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 Grant of Options and/or Share Awards and Issuance of Shares Pursuant to the Venture Corporation Executives' Share Option Scheme 2015 and Venture Corporation Restricted Share Plan 2021	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
8	Authorize Share Repurchase Program	Mgmt	For	For

Veolia Environnement SA

Meeting Date: 04/27/2023 | Country: France | Ticker: VIE

Meeting Type: Annual/Special

Primary ISIN: FR0000124141 | Primary SEDOL: 4031879

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Non-Deductible Expenses	Mgmt	For	For
4	Approve Allocation of Income and Dividends of EUR 1.12 per Share	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For

Veolia Environnement SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Reelect Maryse Aulagnon as Director	Mgmt	For	Against
	Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.			
7	Elect Olivier Andries as Director	Mgmt	For	For
8	Elect Veronique Bedague-Hamilius as Director	Mgmt	For	For
9	Elect Francisco Reynes as Director	Mgmt	For	For
10	Renew Appointment of Ernst & Young et Autres as Auditor	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
11	Approve Compensation of Antoine Frerot, Chairman and CEO from January 1, 2022 until June 30, 2022	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
12	Approve Compensation of Antoine Frerot, Chairman of the Board from July 1, 2022 until December 31, 2022	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
13	Approve Compensation of Estelle Brachlianoff, CEO from July 1, 2022 until December 31, 2022	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
14	Approve Compensation Report of Corporate Officers	Mgmt	For	For
15	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
16	Approve Remuneration Policy of CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
17	Approve Remuneration Policy of Directors	Mgmt	For	For
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		

Veolia Environnement SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For
21	Authorize up to 0.35 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
22	Amend Article 15 of Bylaws Re: Corporate Purpose	Mgmt	For	Against
	Voter Rationale: A vote AGAINST is warranted as this proposal would deprive shareholders of any right of approval on the content or any influence over the future possible evolutions of the corporate purpose of the company by granting the board an exclusive competence to formulate it.			
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Verint Systems Inc.

Meeting Date: 06/22/2023 | Country: USA | Ticker: VRNT

Meeting Type: Annual

Primary ISIN: US92343X1000 | Primary SEDOL: 2849193

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dan Bodner	Mgmt	For	For
	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.			
1.2	Elect Director Linda Crawford	Mgmt	For	For
1.3	Elect Director John Egan	Mgmt	For	For
1.4	Elect Director Reid French	Mgmt	For	For
1.5	Elect Director Stephen Gold	Mgmt	For	For
1.6	Elect Director William Kurtz	Mgmt	For	For
1.7	Elect Director Andrew Miller	Mgmt	For	For
1.8	Elect Director Richard Nottenburg	Mgmt	For	For
1.9	Elect Director Kristen Robinson	Mgmt	For	For
1.10	Elect Director Yvette Smith	Mgmt	For	For

Verint Systems Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.11	Elect Director Jason Wright	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	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. 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.			

Veris Residential, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: VRE

Meeting Type: Annual

Primary ISIN: US5544891048 | Primary SEDOL: 2192314

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frederic Cumenal	Mgmt	For	For
1.2	Elect Director Ronald M. Dickerman	Mgmt	For	For
1.3	Elect Director Tammy K. Jones	Mgmt	For	For
1.4	Elect Director A. Akiva Katz	Mgmt	For	For
1.5	Elect Director Nori Gerardo Lietz	Mgmt	For	For
1.6	Elect Director Victor B. MacFarlane	Mgmt	For	For
1.7	Elect Director Mahbod Nia	Mgmt	For	For
1.8	Elect Director Howard S. Stern	Mgmt	For	For
1.9	Elect Director Stephanie L. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Veris Residential, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify PricewaterhouseCoopers LLP as Auditor	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.			
5	Eliminate Supermajority Vote Requirement and Cause Requirements for the Removal of Directors	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.			

VeriSign, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: VRSN

Meeting Type: Annual

Primary ISIN: US92343E1029 Primary SEDOL: 2142922

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director D. James Bidzos	Mgmt	For	For
1.2	Elect Director Courtney D. Armstrong	Mgmt	For	For
1.3	Elect Director Yehuda Ari Buchalter	Mgmt	For	For
1.4	Elect Director Kathleen A. Cote	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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.			
1.5	Elect Director Thomas F. Frist, III	Mgmt	For	For
1.6	Elect Director Jamie S. Gorelick	Mgmt	For	For
1.7	Elect Director Roger H. Moore	Mgmt	For	For
	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. This director is not sufficiently independent to serve as the independent lead director.			
1.8	Elect Director Timothy Tomlinson	Mgmt	For	Against
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

VeriSign, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			
5	Require Independent Board Chair	SH	Against	For
	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.			

Verisk Analytics, Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: VRSK

Meeting Type: Annual

Primary ISIN: US92345Y1064 Primary SEDOL: B4P9W92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vincent K. Brooks	Mgmt	For	For
1b	Elect Director Jeffrey Dailey	Mgmt	For	For
1c	Elect Director Wendy Lane	Mgmt	For	For
1d	Elect Director Lee M. Shavel	Mgmt	For	For
1e	Elect Director Kimberly S. Stevenson	Mgmt	For	For
1f	Elect Director Olumide Soroye	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

Verizon Communications Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: VZ
Meeting Type: Annual
Primary ISIN: US92343V1044 | Primary SEDOL: 2090571

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shellye Archambeau	Mgmt	For	For
1.2	Elect Director Roxanne Austin	Mgmt	For	For
1.3	Elect Director Mark Bertolini	Mgmt	For	For
1.4	Elect Director Vittorio Colao	Mgmt	For	For
1.5	Elect Director Melanie Healey	Mgmt	For	For
1.6	Elect Director Laxman Narasimhan	Mgmt	For	For
1.7	Elect Director Clarence Otis, Jr.	Mgmt	For	For
1.8	Elect Director Daniel Schulman	Mgmt	For	For
1.9	Elect Director Rodney Slater	Mgmt	For	For
1.10	Elect Director Carol Tome	Mgmt	For	For
1.11	Elect Director Hans Vestberg	Mgmt	For	For
1.12	Elect Director Gregory Weaver	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			
5	Report on Government Requests to Remove Content	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
6	Adopt a Policy Prohibiting Direct and Indirect Political Contributions to Candidates	SH	Against	Against
	Voter Rationale: Globally, donations to political parties, candidates and tax-exempt political organizations should be avoided, this is a widespread practice in the US and may be difficult to discontinue without incurring commercial disadvantage. However, the company should adopt the highest levels of political and lobbying transparency. Adopting political accountability mechanisms, such as submitting the companys entire political donations budget to a shareholder vote, is a standard practice in the UK and should be considered.			

Verizon Communications Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Amend Clawback Policy	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
8	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
	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.			
9	Require Independent Board Chair	SH	Against	For
	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.			

Verra Mobility Corporation

Meeting Date: 05/23/2023 Country: USA Ticker: VRRM

Meeting Type: Annual

Primary ISIN: US92511U1025 Primary SEDOL: BFXX5X8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Patrick Byrne	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
1.2	Elect Director David Roberts	Mgmt	For	For
1.3	Elect Director John Rexford	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

Verra Mobility Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Vertex Pharmaceuticals Incorporated

Meeting Date: 05/17/2023 | Country: USA | Ticker: VRTX

Meeting Type: Annual

Primary ISIN: US92532F1003 | Primary SEDOL: 2931034

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sangeeta Bhatia	Mgmt	For	For
1.2	Elect Director Lloyd Carney	Mgmt	For	For
1.3	Elect Director Alan Garber	Mgmt	For	For
1.4	Elect Director Terrence Kearney	Mgmt	For	For
1.5	Elect Director Reshma Kewalramani	Mgmt	For	For
1.6	Elect Director Jeffrey Leiden	Mgmt	For	For
1.7	Elect Director Diana McKenzie	Mgmt	For	For
1.8	Elect Director Bruce Sachs	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.			
1.9	Elect Director Suketu Upadhyay	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
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.. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Vertex, Inc.

Meeting Date: 06/13/2023 | Country: USA | Ticker: VERX
Meeting Type: Annual
Primary ISIN: US92538J1060 | Primary SEDOL: BMX6DM1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eric Andersen	Mgmt	For	Withhold
	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. 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. Specifically, the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure and the classified board structure, each of which adversely impacts shareholder rights.			
1.2	Elect Director David DeStefano	Mgmt	For	For
	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			
2	Ratify Crowe LLP as Auditors	Mgmt	For	For

Vertiv Holdings Co.

Meeting Date: 06/14/2023 | Country: USA | Ticker: VRT
Meeting Type: Annual
Primary ISIN: US92537N1081 | Primary SEDOL: BL3LWS8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David M. Cote	Mgmt	For	For
1b	Elect Director Giordano Albertazzi	Mgmt	For	For
1c	Elect Director Joseph J. DeAngelo	Mgmt	For	For
1d	Elect Director Joseph van Dokkum	Mgmt	For	Withhold
	Voter Rationale: 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 which adversely impacts shareholder rights. 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.			
1e	Elect Director Roger Fradin	Mgmt	For	Withhold
	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.			
1f	Elect Director Jakki L. Haussler	Mgmt	For	For
1g	Elect Director Jacob Kotzubei	Mgmt	For	For
1h	Elect Director Matthew Louie	Mgmt	For	For
1i	Elect Director Edward L. Monser	Mgmt	For	For

Vertiv Holdings Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Steven S. Reinemund	Mgmt	For	For
1k	Elect Director Robin L. Washington	Mgmt	For	For
2	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. 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. 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	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Vesync Co., Ltd

Meeting Date: 05/30/2023 | Country: Cayman Islands | Ticker: 2148

Meeting Type: Annual

Primary ISIN: KYG9450E1089 | Primary SEDOL: BMGRFZ8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Elect Yang Hai as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
2.2	Elect Chen Zhaojun as Director	Mgmt	For	For
2.3	Elect Gu Jiong as Director	Mgmt	For	For
2.4	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve Ernst & Young as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Vesync Co., Ltd

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Amendments to the Amended and Restated Memorandum and Articles of Association and Adopt the Second Amended and Restated Memorandum and Articles of Association	Mgmt	For	For

VICI Properties Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: VICI
Meeting Type: Annual
Primary ISIN: US9256521090 | Primary SEDOL: BYWH073

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James R. Abrahamson	Mgmt	For	For
1b	Elect Director Diana F. Cantor	Mgmt	For	For
1c	Elect Director Monica H. Douglas	Mgmt	For	For
1d	Elect Director Elizabeth I. Holland	Mgmt	For	For
1e	Elect Director Craig Macnab	Mgmt	For	For
1f	Elect Director Edward B. Pitoniak	Mgmt	For	For
1g	Elect Director Michael D. Rumbolz	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The annual bonus should be assessed using no less than two metrics.

Vicor Corporation

Meeting Date: 06/23/2023 | Country: USA | Ticker: VICR
Meeting Type: Annual
Primary ISIN: US9258151029 | Primary SEDOL: 2930774

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Samuel J. Anderson	Mgmt	For	Withhold

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.

Vicor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director M. Michael Ansour	Mgmt	For	For
	Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually. 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.			
1.3	Elect Director Jason L. Carlson	Mgmt	For	For
	Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually. 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.			
1.4	Elect Director Philip D. Davies	Mgmt	For	For
1.5	Elect Director Andrew T. D'Amico	Mgmt	For	For
1.6	Elect Director Estia J. Eichten	Mgmt	For	Withhold
	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.			
1.7	Elect Director Zmira Lavie	Mgmt	For	For
1.8	Elect Director Michael S. McNamara	Mgmt	For	For
1.9	Elect Director James F. Schmidt	Mgmt	For	For
1.10	Elect Director John Shen	Mgmt	For	For
1.11	Elect Director Claudio Tuozzolo	Mgmt	For	For
1.12	Elect Director Patrizio Vinciarelli	Mgmt	For	Withhold
	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 The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	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. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Victoria Gold Corp.

Meeting Date: 05/10/2023 | Country: Canada | Ticker: VGCX
Meeting Type: Annual/Special
Primary ISIN: CA92625W5072 | Primary SEDOL: BKMJWS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Seven	Mgmt	For	For
2.1	Elect Director T. Sean Harvey	Mgmt	For	For
2.2	Elect Director John McConnell	Mgmt	For	For
	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.			
2.3	Elect Director Christopher Hill	Mgmt	For	For
2.4	Elect Director Joseph Ovsenek	Mgmt	For	Withhold
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. 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.			
2.5	Elect Director Steve Haggarty	Mgmt	For	For
2.6	Elect Director Ria Fitzgerald	Mgmt	For	For
2.7	Elect Director Kimberly Keating	Mgmt	For	For
3	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Amend Omnibus Incentive Plan	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.			

Victoria's Secret & Co.

Meeting Date: 05/25/2023 | Country: USA | Ticker: VSCO
Meeting Type: Annual
Primary ISIN: US9264001028 | Primary SEDOL: BNNTGH3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Irene Chang Britt	Mgmt	For	For
1.2	Elect Director Sarah Davis	Mgmt	For	For
1.3	Elect Director Jacqueline Hernandez	Mgmt	For	For
1.4	Elect Director Donna James	Mgmt	For	For
1.5	Elect Director Mariam Naficy	Mgmt	For	For

Victoria's Secret & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Lauren Peters	Mgmt	For	For
1.7	Elect Director Anne Sheehan	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.8	Elect Director Martin Waters	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Victory Capital Holdings, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: VCTR
Meeting Type: Annual
Primary ISIN: US92645B1035 | Primary SEDOL: BFYVKR0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary M. Jackson	Mgmt	For	For
1b	Elect Director Robert J. Hurst	Mgmt	For	Against
	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 structure which adversely impacts shareholder rights.			
1c	Elect Director Alan H. Rappaport	Mgmt	For	Against
	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 structure which adversely impacts shareholder rights.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

VINCI SA

Meeting Date: 04/13/2023 | Country: France | Ticker: DG
Meeting Type: Annual/Special
Primary ISIN: FR0000125486 | Primary SEDOL: B1XH026

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 4 per Share	Mgmt	For	For
4	Reelect Caroline Gregoire Sainte Marie as Director	Mgmt	For	For
5	Elect Carlos Aguilar as Director	Mgmt	For	For
6	Elect Annette Messemer as Director	Mgmt	For	For
7	Elect Dominique Muller as Representative of Employee Shareholders to the Board	Mgmt	For	For
8	Elect Agnes Daney de Marcillac as Representative of Employee Shareholders to the Board	Mgmt	For	Against
	Voter Rationale: Only one candidate can be elected.			
9	Elect Ronald Kouwenhoven as Representative of Employee Shareholders to the Board	Mgmt	For	Against
	Voter Rationale: Only one candidate can be elected.			
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
11	Approve Remuneration Policy of Directors	Mgmt	For	For
12	Approve Remuneration Policy of Xavier Huillard, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
13	Approve Compensation Report	Mgmt	For	For
14	Approve Compensation of Xavier Huillard, Chairman and CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
	Extraordinary Business	Mgmt		
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For

VINCI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Authorize Capitalization of Reserves for Bonus Issue or Increase in Par Value	Mgmt	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 300 Million	Mgmt	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 150 Million	Mgmt	For	For
19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 150 Million	Mgmt	For	For
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 17-19	Mgmt	For	For
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
24	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees With Performance Conditions Attached	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.			
25	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Vir Biotechnology, Inc.

Meeting Date: 05/19/2023 Country: USA Ticker: VIR

Meeting Type: Annual

Primary ISIN: US92764N1028 Primary SEDOL: BK4PZ38

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert More	Mgmt	For	For

Vir Biotechnology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Janet Napolitano	Mgmt	For	Withhold
	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.			
1c	Elect Director Vicki Sato	Mgmt	For	Withhold
	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.			
1d	Elect Director Elliott Sigal	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Virgin Galactic Holdings, Inc.

Meeting Date: 06/08/2023 | Country: USA | Ticker: SPCE

Meeting Type: Annual

Primary ISIN: US92766K1060 | Primary SEDOL: BKWBFH2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Evan Lovell	Mgmt	For	For
1b	Elect Director Michael Colglazier	Mgmt	For	For
1c	Elect Director Wanda Austin	Mgmt	For	For
1d	Elect Director Tina Jonas	Mgmt	For	For
1e	Elect Director Craig Kreeger	Mgmt	For	For
1f	Elect Director Raymond Mabus, Jr.	Mgmt	For	For
1g	Elect Director Wanda Sigur	Mgmt	For	For
1h	Elect Director Diana Strandberg	Mgmt	For	For
1i	Elect Director W. Gilbert (Gil) West	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Virgin Galactic Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The majority of annual bonus incentives should be quantitative. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies 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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. 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.			

Viridian Therapeutics, Inc.

Meeting Date: 06/14/2023 | Country: USA | Ticker: VRDN

Meeting Type: Annual

Primary ISIN: US92790C1045 | Primary SEDOL: BMDH2B6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tomas Kiselak	Mgmt	For	For
1.2	Elect Director Jennifer K. Moses	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. 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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. 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. 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.			

Virtu Financial, Inc.

Meeting Date: 06/13/2023	Country: USA Meeting Type: Annual	Ticker: VIRT	
		Primary ISIN: US9282541013	Primary SEDOL: BWTVWD4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas A. Cifu	Mgmt	For	For
1.2	Elect Director Joseph J. Grano, Jr.	Mgmt	For	For
	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.			
1.3	Elect Director Joanne M. Minieri	Mgmt	For	Withhold
	Voter Rationale: 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 classified board, the "pop-up" supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. 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.			
2	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. 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. 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.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Virtus Investment Partners, Inc.

Meeting Date: 05/17/2023	Country: USA Meeting Type: Annual	Ticker: VRTS	
		Primary ISIN: US92828Q1094	Primary SEDOL: B3KKGQ8

Virtus Investment Partners, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director George R. Aylward	Mgmt	For	For
1b	Elect Director Paul G. Greig	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Declassify the Board of Directors	Mgmt	For	For
	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.			

Visteon Corporation

Meeting Date: 06/08/2023 | Country: USA | Ticker: VC

Meeting Type: Annual

Primary ISIN: US92839U2069 | Primary SEDOL: B4N0JJ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James J. Barrese	Mgmt	For	For
1b	Elect Director Naomi M. Bergman	Mgmt	For	For
1c	Elect Director Jeffrey D. Jones	Mgmt	For	For
1d	Elect Director Bunsei Kure	Mgmt	For	For
1e	Elect Director Sachin S. Lawande	Mgmt	For	For
1f	Elect Director Joanne M. Maguire	Mgmt	For	For
1g	Elect Director Robert J. Manzo	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1h	Elect Director Francis M. Scricco	Mgmt	For	For
1i	Elect Director David L. Treadwell	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Visteon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Viva China Holdings Limited

Meeting Date: 04/13/2023 | Country: Cayman Islands | Ticker: 8032

Meeting Type: Annual

Primary ISIN: KYG9374E1199 | Primary SEDOL: B90DT37

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Ma Wing Man as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this directors membership could hamper the committees impartiality and effectiveness.			
2b	Elect Lyu Hong as Director	Mgmt	For	For
2c	Elect Li Qing as Director	Mgmt	For	For
2d	Elect Wang Yan as Director	Mgmt	For	For
	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.			
2e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Approve Change of English Name and Dual Foreign Name in Chinese of the Company and Related Transactions	Mgmt	For	For

Viva China Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Amendments to Existing Memorandum of Association and Articles of Association and Adopt New Amended and Restated Memorandum of Association and Articles of Association	Mgmt	For	For

Vivid Seats Inc.

Meeting Date: 06/06/2023 | Country: USA | Ticker: SEAT
Meeting Type: Annual
Primary ISIN: US92854T1007 | Primary SEDOL: BL6C9P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Craig Dixon	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.			
1.2	Elect Director Tom Ehrhart	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.			
1.3	Elect Director Martin Taylor	Mgmt	For	Withhold
	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 pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Vobile Group Limited

Meeting Date: 06/30/2023 | Country: Cayman Islands | Ticker: 3738
Meeting Type: Annual
Primary ISIN: KYG9390R1103 | Primary SEDOL: BNT8LN5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect J David Wargo as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			

Vobile Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2b	Elect Alfred Tsai Chu as Director	Mgmt	For	For
	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.			
3	Elect Tang Yi Hoi Hermes as Director	Mgmt	For	For
4	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
5	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
8	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
9	Approve Amendments to the Existing Memorandum and Articles of Association and Adopt the Second Amended and Restated Memorandum and Articles of Association	Mgmt	For	Against
	Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.			

Vontier Corporation

Meeting Date: 05/22/2023 Country: USA Ticker: VNT

Meeting Type: Annual

Primary ISIN: US9288811014 Primary SEDOL: BH4GV32

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gloria R. Boyland	Mgmt	For	For
1b	Elect Director Christopher J. Klein	Mgmt	For	For
1c	Elect Director Maryrose Sylvester	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
	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.			

Vornado Realty Trust

Meeting Date: 05/18/2023 | Country: USA | Ticker: VNO
Meeting Type: Annual
Primary ISIN: US9290421091 | Primary SEDOL: 2933632

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven Roth	Mgmt	For	For
1.2	Elect Director Candace K. Beinecke	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Michael D. Fascitelli	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.4	Elect Director Beatrice Hamza Bassey	Mgmt	For	For
1.5	Elect Director William W. Helman, IV	Mgmt	For	For
1.6	Elect Director David M. Mandelbaum	Mgmt	For	Withhold
	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.			
1.7	Elect Director Raymond J. McGuire	Mgmt	For	Withhold
	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.			
1.8	Elect Director Mandakini Puri	Mgmt	For	For
1.9	Elect Director Daniel R. Tisch	Mgmt	For	For
1.10	Elect Director Russell B. Wight, Jr.	Mgmt	For	Withhold
	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.			
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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Vornado Realty Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: This plan could lead to excessive dilution. 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. 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.			

Voya Financial, Inc.

Meeting Date: 05/25/2023 Country: USA Ticker: VOYA

Meeting Type: Annual

Primary ISIN: US9290891004 Primary SEDOL: BKWQ2N2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lynne Biggar	Mgmt	For	For
1b	Elect Director Stephen Bowman	Mgmt	For	For
1c	Elect Director Yvette S. Butler	Mgmt	For	For
1d	Elect Director Jane P. Chwick	Mgmt	For	For
1e	Elect Director Kathleen DeRose	Mgmt	For	For
1f	Elect Director Hikmet Ersek	Mgmt	For	For
1g	Elect Director Ruth Ann M. Gillis	Mgmt	For	For
1h	Elect Director Heather Lavallee	Mgmt	For	For
1i	Elect Director Aylwin B. Lewis	Mgmt	For	For
1j	Elect Director Rodney O. Martin, Jr.	Mgmt	For	For
1k	Elect Director Joseph V. Tripodi	Mgmt	For	For
1l	Elect Director David Zwiener	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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	Ratify Ernst & Young 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.			

Vulcan Energy Resources Ltd

Meeting Date: 05/29/2023 | Country: Australia | Ticker: VUL
Meeting Type: Annual
Primary ISIN: AU0000066086 | Primary SEDOL: BKYBH63

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
	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.			
2	Elect Gavin Rezos as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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. 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.			
3	Elect Heidi Gron as Director	Mgmt	For	For
4	Approve Issuance of Performance Rights to Ranya Alkadamani	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
5	Ratify Past Issuance of Placement Shares to Professional, Sophisticated and Experienced Investors	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Vulcan Materials Company

Meeting Date: 05/12/2023 | Country: USA | Ticker: VMC
Meeting Type: Annual
Primary ISIN: US9291601097 | Primary SEDOL: 2931205

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Melissa H. Anderson	Mgmt	For	For
1b	Elect Director O. B. Grayson Hall, Jr.	Mgmt	For	For
1c	Elect Director Lydia H. Kennard	Mgmt	For	For
1d	Elect Director James T. Prokopanko	Mgmt	For	For
1e	Elect Director George Willis	Mgmt	For	For

Vulcan Materials Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

Vuzix Corporation

Meeting Date: 06/15/2023 | Country: USA | Ticker: VUZI

Meeting Type: Annual

Primary ISIN: US92921W3007 | Primary SEDOL: B9GT0J2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paul Travers	Mgmt	For	For
1b	Elect Director Grant Russell	Mgmt	For	For
1c	Elect Director Edward Kay	Mgmt	For	For
1d	Elect Director Timothy Harned	Mgmt	For	For
1e	Elect Director Emily Nagle Green	Mgmt	For	For
1f	Elect Director Raj Rajgopal	Mgmt	For	For
1g	Elect Director Azita Arvani	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2	Ratify Freed Maxick CPAs, P.C. as Auditor	Mgmt	For	For

Vuzix Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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. 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.			
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	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.			

W. P. Carey Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: WPC

Meeting Type: Annual

Primary ISIN: US92936U1097 | Primary SEDOL: B826YT8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark A. Alexander	Mgmt	For	For
1b	Elect Director Constantin H. Beier	Mgmt	For	For
1c	Elect Director Tonit M. Calaway	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1d	Elect Director Peter J. Farrell	Mgmt	For	For
1e	Elect Director Robert J. Flanagan	Mgmt	For	For
1f	Elect Director Jason E. Fox	Mgmt	For	For
1g	Elect Director Jean Hoysradt	Mgmt	For	For
1h	Elect Director Margaret G. Lewis	Mgmt	For	For
1i	Elect Director Christopher J. Niehaus	Mgmt	For	For
1j	Elect Director Elisabeth T. Stheeman	Mgmt	For	For
1k	Elect Director Nick J.M. van Ommen	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

W. P. Carey Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers 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.			

W. R. Berkley Corporation

Meeting Date: 06/14/2023 Country: USA Ticker: WRB
Meeting Type: Annual
Primary ISIN: US0844231029 Primary SEDOL: 2093644

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director W. Robert Berkley, Jr.	Mgmt	For	For
1b	Elect Director Maria Luisa Ferre	Mgmt	For	Against
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1c	Elect Director Daniel L. Mosley	Mgmt	For	For
	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.			
1d	Elect Director Mark L. Shapiro	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning..			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentives should not be delivered via cash or other non-equity vehicles. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG 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.			

W.W. Grainger, Inc.

Meeting Date: 04/26/2023 Country: USA Ticker: GWW
Meeting Type: Annual
Primary ISIN: US3848021040 Primary SEDOL: 2380863

W.W. Grainger, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rodney C. Adkins	Mgmt	For	For
1b	Elect Director V. Ann Hailey	Mgmt	For	Against
	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.			
1c	Elect Director Katherine D. Jaspon	Mgmt	For	For
1d	Elect Director Stuart L. Levenick	Mgmt	For	Against
	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.			
1e	Elect Director D.G. Macpherson	Mgmt	For	For
1f	Elect Director Neil S. Novich	Mgmt	For	For
1g	Elect Director Beatriz R. Perez	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1h	Elect Director E. Scott Santi	Mgmt	For	For
1i	Elect Director Susan Slavik Williams	Mgmt	For	For
1j	Elect Director Lucas E. Watson	Mgmt	For	For
1k	Elect Director Steven A. White	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Wacker Chemie AG

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

Meeting Type: Annual

Primary ISIN: DE000WCH8881 Primary SEDOL: B11Y568

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 12.00 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, ideally, annual re-elections, in order to facilitate a more dynamic board refreshment process.			
5	Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements of Fiscal Year 2023	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
6	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements of Fiscal Year 2024	Mgmt	For	For
7.1	Elect Andreas Biagosch to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.			
7.2	Elect Gregor Biebl to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.			
7.3	Elect Matthias Biebl to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process. For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
7.4	Elect Patrick Cramer to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process. For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
7.5	Elect Ann-Sophie Wacker to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process. For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			

Wacker Chemie AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.6	Elect Peter-Alexander Wacker to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process. For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. This director is not an independent director, yet sits on an audit committee that is majority non-independent. The audit committee requires independence, and non-independent directors could be conflicted, thereby hampering the committees impartiality and effectiveness. This director is not an independent director, yet sits on a remuneration committee that is majority non-independent. The remuneration committee requires independence, and non-independent directors could be conflicted, thereby hampering the committees impartiality and effectiveness. In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
7.7	Elect Anna Weber to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.			
7.8	Elect Susanne Weiss to the Supervisory Board	Mgmt	For	Against
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process. For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
8.1	Approve Virtual-Only Shareholder Meetings Until 2028	Mgmt	For	For
8.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For
8.3	Amend Article Re: Location of Annual Meeting	Mgmt	For	For
9	Approve Remuneration Policy	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Any increase in the size of awards under the short-term/long-term incentive scheme(s) should be accompanied by a corresponding increase in performance expectations.			
10	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Wacom Co., Ltd.

Meeting Date: 06/28/2023	Country: Japan	Ticker: 6727	
	Meeting Type: Annual		
		Primary ISIN: JP3993400005	Primary SEDOL: 6603920

Wacom Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ide, Nobutaka	Mgmt	For	Against
	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.			
1.2	Elect Director Machida, Yoichi	Mgmt	For	For
1.3	Elect Director Yamamoto, Sadao	Mgmt	For	For
1.4	Elect Director Usuda, Yukio	Mgmt	For	For
1.5	Elect Director Inazumi, Ken	Mgmt	For	For
1.6	Elect Director Inamasu, Mikako	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Kamura, Takashi	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Hosokubo, Osamu	Mgmt	For	For

Walker & Dunlop, Inc.

Meeting Date: 05/04/2023 Country: USA Ticker: WD

Meeting Type: Annual

Primary ISIN: US93148P1021 Primary SEDOL: B4TZV44

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ellen D. Levy	Mgmt	For	For
1.2	Elect Director Michael D. Malone	Mgmt	For	For
1.3	Elect Director John Rice	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.4	Elect Director Dana L. Schmaltz	Mgmt	For	For
1.5	Elect Director Howard W. Smith, III	Mgmt	For	For
1.6	Elect Director William M. Walker	Mgmt	For	For
1.7	Elect Director Michael J. Warren	Mgmt	For	For
1.8	Elect Director Donna C. Wells	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Walmart Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: WMT

Meeting Type: Annual

Primary ISIN: US9311421039 | Primary SEDOL: 2936921

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cesar Conde	Mgmt	For	For
1b	Elect Director Timothy P. Flynn	Mgmt	For	For
1c	Elect Director Sarah J. Friar	Mgmt	For	For
1d	Elect Director Carla A. Harris	Mgmt	For	For
	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.			
1e	Elect Director Thomas W. Horton	Mgmt	For	For
1f	Elect Director Marissa A. Mayer	Mgmt	For	For
1g	Elect Director C. Douglas McMillon	Mgmt	For	For
1h	Elect Director Gregory B. Penner	Mgmt	For	For
1i	Elect Director Randall L. Stephenson	Mgmt	For	For
1j	Elect Director S. Robson Walton	Mgmt	For	For
1k	Elect Director Steuart L. Walton	Mgmt	For	For
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of 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.Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	Consider Pay Disparity Between CEO and Other Employees	SH	Against	Against
	Voter Rationale: At this time, we believe the board and compensation committee retain full discretion in designing the compensation plan.			
6	Report on Human Rights Due Diligence	SH	Against	Against
	Voter Rationale: The company faces risks related to human rights in its global operations. Good practice includes developing a clear human rights policy or code of practice, along with a narrative on how impacts are monitored and effectively mitigated.			
7	Commission Third Party Racial Equity Audit	SH	Against	For
	Voter Rationale: We recognise that the company provides disclosure of ethnicity/race statistics and promotion rates and has policies in place relating to non-discrimination. However, we believe that a third-party audit would help to assess the effectiveness of the company's efforts and support further development of the diversity, equity, and inclusion programme.			
8	Report on Racial and Gender Layoff Diversity	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Walmart Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
10	Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalizing Abortion Access	SH	Against	Against
	Voter Rationale: At this time, we believe that the company provides sufficient disclosure on how it handles personal health information.			
11	Report on Risks Related to Operations in China	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks			
12	Oversee and Report a Workplace Health and Safety Audit	SH	Against	For
	Voter Rationale: We recognise the company's commitment to health and safety and the use of third-party contractors to conduct risk-based assessments. However, controversies relating to worker injury and shootings could create reputational damage and lessen its appeal as an employer. An independent report would provide better insight and confidence by assessing the effectiveness of current practices.			

Warby Parker Inc.

Meeting Date: 06/08/2023 Country: USA Ticker: WRBY

Meeting Type: Annual

Primary ISIN: US93403J1060 Primary SEDOL: BLGZN51

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David (Dave) Gilboa	Mgmt	For	For
1.2	Elect Director Youngme Moon	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, for failing 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			
1.3	Elect Director Ronald Williams	Mgmt	For	Withhold
	Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, for failing 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			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Warehouses De Pauw SCA

Meeting Date: 04/26/2023 | Country: Belgium | Ticker: WDP
Meeting Type: Annual
Primary ISIN: BE0974349814 | Primary SEDOL: BK8VQD9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive Directors' Reports (Non-Voting)	Mgmt		
2	Receive Auditors' Reports (Non-Voting)	Mgmt		
3	Acknowledgement of the Decision of the Board of Directors Regarding the Payment of anOptional Dividend	Mgmt		
4	Approve Financial Statements and Allocation of Income	Mgmt	For	For
5	Approve Discharge of Directors	Mgmt	For	For
6	Approve Discharge of Auditors	Mgmt	For	For
7	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.			
8	Reelect Rik Vandenberghe as Independent Director	Mgmt	For	Abstain
	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.			
9	Reelect Tony De Pauw as Director	Mgmt	For	For
10	Ratify Deloitte as Auditors and Approve Auditors' Remuneration	Mgmt	For	Against
	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 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.			
11	Approve Remuneration of the Non-Executive Directors	Mgmt	For	For
12	Approve Remuneration of the Chairman of the Board of Directors	Mgmt	For	For
13.1	Approve Change-of-Control Clause Re: Credit Agreements	Mgmt	For	For
13.2	Approve Change-of-Control Clause Re: Credit Agreements Permitted Between the Date of the Convocation to the General Meeting and the Effective Session of the General Meeting	Mgmt	For	For

Warner Bros. Discovery, Inc.

Meeting Date: 05/08/2023 | Country: USA | Ticker: WBD
Meeting Type: Annual
Primary ISIN: US9344231041 | Primary SEDOL: BM8JYX3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Li Haslett Chen	Mgmt	For	For
	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 that the number of female directors has increased since the last AGM, we will keep this matter under review.			
1.2	Elect Director Kenneth W. Lowe	Mgmt	For	Withhold
	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. 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.			
1.3	Elect Director Paula A. Price	Mgmt	For	For
1.4	Elect Director David M. Zaslav	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Adopt Simple Majority Vote	SH	Against	For
	Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.			
6	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the companys primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.			

Washington Federal, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: WAFD
Meeting Type: Special
Primary ISIN: US9388241096 | Primary SEDOL: 2941981

Washington Federal, Inc.

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

Washington Trust Bancorp, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: WASH
Meeting Type: Annual
Primary ISIN: US9406101082 | Primary SEDOL: 2942025

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John J. Bowen	Mgmt	For	For
1.2	Elect Director Robert A. DiMuccio	Mgmt	For	Withhold
	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.			
1.3	Elect Director Mark K. W. Gim	Mgmt	For	For
1.4	Elect Director Sandra Glaser Parrillo	Mgmt	For	For
2	Ratify Crowe 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Waste Connections, Inc.

Meeting Date: 05/19/2023 | Country: Canada | Ticker: WCN
Meeting Type: Annual
Primary ISIN: CA94106B1013 | Primary SEDOL: BYQFRK5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrea E. Bertone	Mgmt	For	For

Waste Connections, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Edward E. "Ned" Guillet	Mgmt	For	Withhold
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1c	Elect Director Michael W. Harlan	Mgmt	For	Withhold
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
1d	Elect Director Larry S. Hughes	Mgmt	For	For
1e	Elect Director Worthing F. Jackman *Withdrawn Resolution*	Mgmt		
1f	Elect Director Elise L. Jordan	Mgmt	For	For
1g	Elect Director Susan "Sue" Lee	Mgmt	For	For
1h	Elect Director Ronald J. Mittelstaedt	Mgmt	For	For
1i	Elect Director William J. Razzouk	Mgmt	For	Withhold
	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. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve Grant Thornton LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Waste Management, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: WM

Meeting Type: Annual

Primary ISIN: US94106L1098 | Primary SEDOL: 2937667

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bruce E. Chinn	Mgmt	For	For
1b	Elect Director James C. Fish, Jr.	Mgmt	For	For
1c	Elect Director Andres R. Gluski	Mgmt	For	For
1d	Elect Director Victoria M. Holt	Mgmt	For	For

Waste Management, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Kathleen M. Mazzarella	Mgmt	For	For
1f	Elect Director Sean E. Menke	Mgmt	For	For
1g	Elect Director William B. Plummer	Mgmt	For	For
1h	Elect Director John C. Pope	Mgmt	For	For
1i	Elect Director Maryrose T. Sylvester	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Omnibus Stock Plan	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.			

Waters Corporation

Meeting Date: 05/23/2023 | Country: USA | Ticker: WAT

Meeting Type: Annual

Primary ISIN: US9418481035 | Primary SEDOL: 2937689

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Flemming Ornskov	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1.2	Elect Director Linda Baddour	Mgmt	For	For
1.3	Elect Director Udit Batra	Mgmt	For	For
1.4	Elect Director Dan Brennan	Mgmt	For	For
1.5	Elect Director Richard Fearon	Mgmt	For	For
1.6	Elect Director Pearl S. Huang	Mgmt	For	For
1.7	Elect Director Wei Jiang	Mgmt	For	For

Waters Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Christopher A. Kuebler	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.			
1.9	Elect Director Mark Vergnano	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Watts Water Technologies, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: WTS
Meeting Type: Annual
Primary ISIN: US9427491025 | Primary SEDOL: 2943620

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christopher L. Conway	Mgmt	For	For
1.2	Elect Director Michael J. Dubose	Mgmt	For	For
1.3	Elect Director David A. Dunbar	Mgmt	For	For
1.4	Elect Director Louise K. Goeser	Mgmt	For	For
1.5	Elect Director W. Craig Kissel	Mgmt	For	Withhold
	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.			

Watts Water Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Joseph T. Noonan	Mgmt	For	Withhold
	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			
1.7	Elect Director Robert J. Pagano, Jr.	Mgmt	For	For
1.8	Elect Director Merilee Raines	Mgmt	For	For
1.9	Elect Director Joseph W. Reitmeier	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Amend Certificate of Incorporation to Allow Exculpation of Certain Officers	Mgmt	For	Against
	Voter Rationale: This is not in the best interests of shareholders.			
5	Ratify KPMG 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.			

Wayfair Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: W

Meeting Type: Annual

Primary ISIN: US94419L1017 | Primary SEDOL: BQXZP64

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Niraj Shah	Mgmt	For	Abstain
	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			
1b	Elect Director Steven Conine	Mgmt	For	Abstain
	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			
1c	Elect Director Michael Choe	Mgmt	For	For
1d	Elect Director Andrea Jung	Mgmt	For	For
1e	Elect Director Jeremy King	Mgmt	For	For
1f	Elect Director Michael Kumin	Mgmt	For	Abstain
	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.			

Wayfair Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Jeffrey Naylor	Mgmt	For	For
1h	Elect Director Anke Schaferkordt	Mgmt	For	For
1i	Elect Director Michael E. Sneed	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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 terms are not fully disclosed.			

Waypoint REIT

Meeting Date: 05/18/2023 | Country: Australia | Ticker: WPR

Meeting Type: Annual

Primary ISIN: AU0000088064 | Primary SEDOL: BLBQ285

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Resolutions for Waypoint REIT Limited	Mgmt		
2	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: 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.			
3	Elect Georgina Lynch as Director	Mgmt	For	For
	Resolution for Waypoint REIT Limited and Waypoint REIT Trust	Mgmt		
4	Approve Grant of Performance Rights to Hadyn Stephens	Mgmt	For	For

Weatherford International plc

Meeting Date: 06/15/2023 | Country: Ireland | Ticker: WFRD

Meeting Type: Annual

Primary ISIN: IE00BLNN3691 | Primary SEDOL: BLNN369

Weatherford International plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Benjamin C. Duster, IV	Mgmt	For	For
1b	Elect Director Neal P. Goldman	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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.			
1c	Elect Director Jacqueline C. Mutschler	Mgmt	For	For
1d	Elect Director Girishchandra K. Saligram	Mgmt	For	For
1e	Elect Director Charles M. Sledge	Mgmt	For	For
2	Ratify KPMG LLP as Auditors and Authorise Their Remuneration	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 incentives should not be delivered via cash or other non-equity vehicles.			

Webster Financial Corporation

Meeting Date: 04/26/2023 Country: USA Ticker: WBS

Meeting Type: Annual

Primary ISIN: US9478901096 Primary SEDOL: 2945143

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John R. Ciulla	Mgmt	For	For
1b	Elect Director Jack L. Kopnisky	Mgmt	For	For
1c	Elect Director William L. Atwell	Mgmt	For	For
1d	Elect Director John P. Cahill	Mgmt	For	For
1e	Elect Director E. Carol Hayles	Mgmt	For	For
1f	Elect Director Linda H. Ianieri	Mgmt	For	For
1g	Elect Director Mona Aboelnaga Kanaan	Mgmt	For	For
1h	Elect Director James J. Landy	Mgmt	For	For
1i	Elect Director Maureen B. Mitchell	Mgmt	For	For
1j	Elect Director Laurence C. Morse	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 Karen R. Osar	Mgmt	For	For

Webster Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1l	Elect Director Richard O'Toole	Mgmt	For	For
1m	Elect Director Mark Pettie	Mgmt	For	For
1n	Elect Director Lauren C. States	Mgmt	For	For
1o	Elect Director William E. Whiston	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
6	Ratify KPMG LLP as Auditors	Mgmt	For	For

WEG SA

Meeting Date: 04/25/2023 | Country: Brazil | Ticker: WEGE3

Meeting Type: Annual

Primary ISIN: BRWEGEACNOR0 | Primary SEDOL: 2945422

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2022	Mgmt	For	For
	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.			
2	Approve Capital Budget, Allocation of Income and Dividends	Mgmt	For	For
3	Approve Remuneration of Company's Management	Mgmt	For	For
4	Elect Fiscal Council Members	Mgmt	For	Abstain
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

WEG SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
6	Elect Lucia Maria Martins Casasanta as Fiscal Council Member and Silvia Maura Rodrigues Pereira as Alternate Appointed by Minority Shareholder	SH	None	For
7	Approve Remuneration of Fiscal Council Members	Mgmt	For	For
8	Approve Newspapers to Publish Company's Legal Announcements	Mgmt	For	For

WEG SA

Meeting Date: 04/25/2023 | Country: Brazil | Ticker: WEGE3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRWEGEACNOR0 | Primary SEDOL: 2945422

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles 17 and 36	Mgmt	For	For
2	Consolidate Bylaws	Mgmt	For	For

Welcia Holdings Co., Ltd.

Meeting Date: 05/25/2023 | Country: Japan | Ticker: 3141

Meeting Type: Annual

Primary ISIN: JP3274280001 | Primary SEDOL: B3CF1G6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ikeno, Takamitsu	Mgmt	For	For
1.2	Elect Director Matsumoto, Tadahisa	Mgmt	For	For
1.3	Elect Director Nakamura, Juichi	Mgmt	For	For
1.4	Elect Director Shibazaki, Takamune	Mgmt	For	For
1.5	Elect Director Okada, Motoya	Mgmt	For	For
1.6	Elect Director Nakai, Tomoko	Mgmt	For	For

Welcia Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Ishizuka, Kunio	Mgmt	For	For
1.8	Elect Director Nagata, Tadashi	Mgmt	For	For
1.9	Elect Director Nozawa, Katsunori	Mgmt	For	For
1.10	Elect Director Horie, Shigeo	Mgmt	For	For
1.11	Elect Director Ishizaka, Noriko	Mgmt	For	For
2	Appoint Statutory Auditor Sugiyama, Atsuko	Mgmt	For	For
3	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Wells Fargo & Company

Meeting Date: 04/25/2023 Country: USA Ticker: WFC

Meeting Type: Annual

Primary ISIN: US9497461015 Primary SEDOL: 2649100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven D. Black	Mgmt	For	For
1b	Elect Director Mark A. Chancy	Mgmt	For	For
1c	Elect Director Celeste A. Clark	Mgmt	For	For
1d	Elect Director Theodore F. Craver, Jr.	Mgmt	For	For
1e	Elect Director Richard K. Davis	Mgmt	For	For
1f	Elect Director Wayne M. Hewett	Mgmt	For	For
1g	Elect Director CeCelia (CeCe) G. Morken	Mgmt	For	For
1h	Elect Director Maria R. Morris	Mgmt	For	For
1i	Elect Director Felicia F. Norwood	Mgmt	For	For
1j	Elect Director Richard B. Payne, Jr.	Mgmt	For	For
1k	Elect Director Ronald L. Sargent	Mgmt	For	For
1l	Elect Director Charles W. Scharf	Mgmt	For	For
1m	Elect Director Suzanne M. Vautrinot	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Wells Fargo & Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify KPMG 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.			
5	Adopt Simple Majority Vote	SH	Against	For
	Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.			
6	Report on Political Expenditures Congruence	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted, as a report on the company's congruence of political expenditures with stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political partnerships.			
7	Report on Climate Lobbying	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted. The company and its shareholders are likely to benefit from a review of how the company's and its trade associations' lobbying positions align with its climate goals.			
8	Report on Climate Transition Plan Describing Efforts to Align Financing Activities with GHG Targets	SH	Against	For
	Voter Rationale: A vote FOR this resolution is warranted. Additional disclosure about the company's climate transition plan would help shareholders better evaluate the company's strategy around the transition to a low-carbon economy and the company's management of related risks and opportunities.			
9	Adopt Time-Bound Policy to Phase Out Underwriting and Lending for New Fossil Fuel Development	SH	Against	Against
10	Report on Prevention of Workplace Harassment and Discrimination	SH	Against	For
	Voter Rationale: A vote FOR this resolution is warranted, as the company has faced recent attention for allegations of discrimination in the workplace, and increased transparency would help shareholders assess how the company is managing associated risks.			
11	Adopt Policy on Freedom of Association and Collective Bargaining	SH	Against	For
	Voter Rationale: A vote FOR this proposal is warranted, as this policy may benefit shareholders by improving the company's management of related risks and put the company more in line with peer disclosures.			

Welltower Inc.

Meeting Date: 05/23/2023 | Country: USA | Ticker: WELL

Meeting Type: Annual

Primary ISIN: US95040Q1040 | Primary SEDOL: BYVYHH4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kenneth J. Bacon	Mgmt	For	For
1b	Elect Director Karen B. DeSalvo	Mgmt	For	For
1c	Elect Director Philip L. Hawkins	Mgmt	For	For
1d	Elect Director Dennis G. Lopez	Mgmt	For	For
1e	Elect Director Shankh Mitra	Mgmt	For	For

Welltower Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Ade J. Patton	Mgmt	For	For
1g	Elect Director Diana W. Reid	Mgmt	For	For
1h	Elect Director Sergio D. Rivera	Mgmt	For	For
1i	Elect Director Johnese M. Spisso	Mgmt	For	For
1j	Elect Director Kathryn M. Sullivan	Mgmt	For	For
2	Ratify Ernst & Young 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Werner Enterprises, Inc.

Meeting Date: 05/09/2023 | Country: USA | Ticker: WERN

Meeting Type: Annual

Primary ISIN: US9507551086 | Primary SEDOL: 2948852

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Diane K. Duren	Mgmt	For	For
1.2	Elect Director Derek J. Leathers	Mgmt	For	For
1.3	Elect Director Michelle D. Livingstone	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			

Werner Enterprises, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve 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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Ratify KPMG 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.			

Wesbanco, Inc.

Meeting Date: 04/19/2023 | Country: USA | Ticker: WSBC

Meeting Type: Annual

Primary ISIN: US9508101014 | Primary SEDOL: 2953782

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Todd F. Clossin	Mgmt	For	For
1.2	Elect Director Michael J. Crawford	Mgmt	For	For
1.3	Elect Director Abigail M. Feinknopf	Mgmt	For	For
1.4	Elect Director Denise H. Knouse-Snyder	Mgmt	For	For
1.5	Elect Director Jay T. McCamic	Mgmt	For	Withhold
	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 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. 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.			
1.6	Elect Director F. Eric Nelson, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Wesbanco, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Other Business	Mgmt	For	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Wesdome Gold Mines Ltd.

Meeting Date: 05/24/2023 | Country: Canada | Ticker: WDO
Meeting Type: Annual
Primary ISIN: CA95083R1001 | Primary SEDOL: B0Y90N5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Louise Grondin	Mgmt	For	For
1.2	Elect Director Charles Main	Mgmt	For	For
1.3	Elect Director Nadine Miller	Mgmt	For	For
1.4	Elect Director Warwick Morley-Jepson	Mgmt	For	For
1.5	Elect Director Brian Skanderbeg	Mgmt	For	For
1.6	Elect Director Edie Thome	Mgmt	For	For
	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.			
1.7	Elect Director Bill Washington	Mgmt	For	For
2	Approve Grant Thornton LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
	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.			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

West African Resources Limited

Meeting Date: 05/12/2023 | Country: Australia | Ticker: WAF
Meeting Type: Annual
Primary ISIN: AU000000WAF6 | Primary SEDOL: B4KBBN0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
	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.			
2	Elect Robin Romero as Director	Mgmt	For	For

West African Resources Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Richard Hyde as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
4	Elect Rod Leonard as Director	Mgmt	For	For
5	Approve Grant of Performance Rights to Robin Romero	Mgmt	For	For
6	Approve Grant of Performance Rights to Richard Hyde	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
7	Approve Grant of Performance Rights to Lyndon Hopkins	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
8	Approve Grant of Performance Rights to Elizabeth Mounsey	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
9	Approve 2023 Plan and Issuance of Equity Securities under 2023 Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			
10	Approve Potential Termination Benefit in Relation to Equity Securities Issued Pursuant to the 2018 Plan	Mgmt	For	For
11	Approve Potential Termination Benefit in Relation to Equity Securities Issued Pursuant to the 2021 Plan	Mgmt	For	For
12	Approve Potential Termination Benefit in Relation to Equity Securities Issued Pursuant to the 2023 Plan	Mgmt	For	For

West Japan Railway Co.

Meeting Date: 06/23/2023 Country: Japan Ticker: 9021

Meeting Type: Annual

Primary ISIN: JP3659000008 Primary SEDOL: 6957995

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 Hasegawa, Kazuaki	Mgmt	For	For
	Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
2.2	Elect Director Takagi, Hikaru	Mgmt	For	For

West Japan Railway Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Tsutsui, Yoshinobu	Mgmt	For	For
2.4	Elect Director Nozaki, Haruko	Mgmt	For	For
2.5	Elect Director Iino, Kenji	Mgmt	For	For
2.6	Elect Director Miyabe, Yoshiyuki	Mgmt	For	For
2.7	Elect Director Ogata, Fumito	Mgmt	For	For
2.8	Elect Director Kurasaka, Shoji	Mgmt	For	For
2.9	Elect Director Nakamura, Keijiro	Mgmt	For	For
2.10	Elect Director Tsubone, Eiji	Mgmt	For	For
2.11	Elect Director Maeda, Hiroaki	Mgmt	For	For
2.12	Elect Director Miwa, Masatoshi	Mgmt	For	For
2.13	Elect Director Okuda, Hideo	Mgmt	For	For
3	Elect Director and Audit Committee Member Tada, Makiko	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
4	Elect Alternate Director and Audit Committee Member Takagi, Hikaru	Mgmt	For	For

West Pharmaceutical Services, Inc.

Meeting Date: 04/25/2023 | Country: USA | Ticker: WST

Meeting Type: Annual

Primary ISIN: US9553061055 | Primary SEDOL: 2950482

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark A. Buthman	Mgmt	For	For
1b	Elect Director William F. Feehery	Mgmt	For	For
1c	Elect Director Robert F. Friel	Mgmt	For	For
1d	Elect Director Eric M. Green	Mgmt	For	For
1e	Elect Director Thomas W. Hofmann	Mgmt	For	Withhold
	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.			
1f	Elect Director Molly E. Joseph	Mgmt	For	For
1g	Elect Director Deborah L. V. Keller	Mgmt	For	For
1h	Elect Director Myla P. Lai-Goldman	Mgmt	For	For
1i	Elect Director Stephen H. Lockhart	Mgmt	For	For
1j	Elect Director Douglas A. Michels	Mgmt	For	For
1k	Elect Director Paolo Pucci	Mgmt	For	For

West Pharmaceutical Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify PricewaterhouseCoopers 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Amend Bylaws	SH	Against	Against

Western Alliance Bancorporation

Meeting Date: 06/14/2023 Country: USA Ticker: WAL

Meeting Type: Annual

Primary ISIN: US9576381092 Primary SEDOL: B0CCGJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bruce D. Beach	Mgmt	For	For
1.2	Elect Director Kevin M. Blakely	Mgmt	For	For
1.3	Elect Director Juan Figuereo	Mgmt	For	For
1.4	Elect Director Paul S. Galant	Mgmt	For	For
1.5	Elect Director Howard Gould	Mgmt	For	For
1.6	Elect Director Marianne Boyd Johnson	Mgmt	For	For
1.7	Elect Director Mary Tuuk Kuras	Mgmt	For	For
1.8	Elect Director Robert Latta	Mgmt	For	For
1.9	Elect Director Anthony Meola	Mgmt	For	For
1.10	Elect Director Bryan Segedi	Mgmt	For	For
1.11	Elect Director Donald Snyder	Mgmt	For	Against
	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. 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.			
1.12	Elect Director Sung Won Sohn	Mgmt	For	For
1.13	Elect Director Kenneth A. Vecchione	Mgmt	For	For

Western Alliance Bancorporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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.			
3	Ratify RSM US 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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	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.			

Westinghouse Air Brake Technologies Corporation

Meeting Date: 05/17/2023 | Country: USA | Ticker: WAB
Meeting Type: Annual
Primary ISIN: US9297401088 | Primary SEDOL: 2955733

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rafael Santana	Mgmt	For	For
1b	Elect Director Lee C. Banks	Mgmt	For	For
1c	Elect Director Byron S. Foster	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Westshore Terminals Investment Corporation

Meeting Date: 06/13/2023 | Country: Canada | Ticker: WTE
Meeting Type: Annual
Primary ISIN: CA96145A2002 | Primary SEDOL: B8KB138

Westshore Terminals Investment Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William W. Stinson	Mgmt	For	For
	Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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.			
1.2	Elect Director Dallas H. Ross	Mgmt	For	For
	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.			
1.3	Elect Director Brian Canfield	Mgmt	For	Withhold
	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.			
1.4	Elect Director Glen Clark	Mgmt	For	For
1.5	Elect Director Clark H. Hollands	Mgmt	For	For
1.6	Elect Director Nick Desmarais	Mgmt	For	For
1.7	Elect Director Steve Akazawa	Mgmt	For	For
1.8	Elect Director Dianne Watts	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			

WeWork Inc.

Meeting Date: 04/24/2023 | Country: USA | Ticker: WE

Meeting Type: Special

Primary ISIN: US96209A1043 | Primary SEDOL: BMGMHC4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Increase Authorized Common Stock	Mgmt	For	For
2	Approve Issuance of Shares for a Private Placement	Mgmt	For	For
3	Adjourn Meeting	Mgmt	For	For

WeWork Inc.

Meeting Date: 06/12/2023 | Country: USA | Ticker: WE
Meeting Type: Annual
Primary ISIN: US96209A1043 | Primary SEDOL: BMGMHC4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sandeep Mathrani - Withdrawn	Mgmt		
1b	Elect Director Alex Clavel	Mgmt	For	For
1c	Elect Director Bruce Dunlevie - Withdrawn	Mgmt		
1d	Elect Director Daniel Hurwitz	Mgmt	For	For
	Voter Rationale: The corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited 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.			
1e	Elect Director Veronique Laury	Mgmt	For	Abstain
	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 corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited 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.			
1f	Elect Director Vikas Parekh	Mgmt	For	For
1g	Elect Director Deven Parekh	Mgmt	For	For
	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.			
1h	Elect Director Vivek Ranadive	Mgmt	For	For
	Voter Rationale: The corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited time.			
1i	Elect Director David Tolley	Mgmt	For	For
	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.			

WeWork Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Approve Reverse Stock Split	Mgmt	For	For

WEX Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: WEX

Meeting Type: Annual

Primary ISIN: US96208T1043 | Primary SEDOL: B8383P2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel Callahan	Mgmt	For	For
1.2	Elect Director Shikhar Ghosh	Mgmt	For	For
1.3	Elect Director James Groch	Mgmt	For	For
1.4	Elect Director James (Jim) Neary	Mgmt	For	For
1.5	Elect Director Melissa Smith	Mgmt	For	For
1.6	Elect Director Stephen Smith	Mgmt	For	For
1.7	Elect Director Susan Sobbott	Mgmt	For	For
1.8	Elect Director Regina O. Sommer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

Wharf Real Estate Investment Company Limited

Meeting Date: 05/09/2023 | Country: Cayman Islands | Ticker: 1997
Meeting Type: Annual
Primary ISIN: KYG9593A1040 | Primary SEDOL: BF0GWS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Lai Yuen Chiang as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
2b	Elect Andrew Kwan Yuen Leung as Director	Mgmt	For	For
2c	Elect Desmond Luk Por Liu as Director	Mgmt	For	For
2d	Elect Richard Gareth Williams as Director	Mgmt	For	Against
	Voter Rationale: The company discloses its scope 1 + 2 targets, however, it does not have interim emissions reductions targets on Scope 1 + 2 which is in line with our voting policy. We also note that GHG emissions have been increasing over the last three years for the company; indicating a lack of emissions management.			
2e	Elect Glenn Sekkemn Yee as Director	Mgmt	For	For
2f	Elect Eng Kiong Yeoh as Director	Mgmt	For	Against
	Voter Rationale: The company discloses its scope 1 + 2 targets, however, it does not have interim emissions reductions targets on Scope 1 + 2 which is in line with our voting policy. We also note that GHG emissions have been increasing over the last three years for the company; indicating a lack of emissions management.			
3	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
7	Approve and Adopt Share Option Scheme	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. 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.			
8	Adopt New Articles of Association	Mgmt	For	For

Wheaton Precious Metals Corp.

Meeting Date: 05/12/2023 | Country: Canada | Ticker: WPM
Meeting Type: Annual/Special
Primary ISIN: CA9628791027 | Primary SEDOL: BF13KN5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
a1	Elect Director George L. Brack	Mgmt	For	For
a2	Elect Director John A. Brough	Mgmt	For	For
a3	Elect Director Jaimie Donovan	Mgmt	For	For
a4	Elect Director R. Peter Gillin	Mgmt	For	For
a5	Elect Director Chantal Gosselin	Mgmt	For	For
a6	Elect Director Jeane Hull	Mgmt	For	For
a7	Elect Director Glenn Antony Ives	Mgmt	For	For
a8	Elect Director Charles A. Jeannes	Mgmt	For	Withhold
	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.			
a9	Elect Director Marilyn Schonberner	Mgmt	For	For
a10	Elect Director Randy V.J. Smallwood	Mgmt	For	For
b	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	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.			
c	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two year's 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.			

Whitbread Plc

Meeting Date: 06/22/2023 | Country: United Kingdom | Ticker: WTB
Meeting Type: Annual
Primary ISIN: GB00B1KJJ408 | Primary SEDOL: B1KJJ40

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

Whitbread Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Final Dividend	Mgmt	For	For
4	Elect Dominic Paul as Director	Mgmt	For	For
5	Elect Karen Jones as Director	Mgmt	For	For
6	Elect Cilla Snowball as Director	Mgmt	For	For
7	Re-elect David Atkins as Director	Mgmt	For	For
8	Re-elect Kal Atwal as Director	Mgmt	For	For
9	Re-elect Horst Baier as Director	Mgmt	For	For
10	Re-elect Fumbi Chima as Director	Mgmt	For	For
11	Re-elect Adam Crozier as Director	Mgmt	For	For
	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 Remuneration Committee. The board chairman serves as a member of the Nomination Committee.			
12	Re-elect Frank Fiskers as Director	Mgmt	For	For
13	Re-elect Richard Gillingwater as Director	Mgmt	For	For
14	Re-elect Chris Kennedy as Director	Mgmt	For	For
15	Re-elect Hemant Patel as Director	Mgmt	For	For
16	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
17	Authorise Board 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 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
24	Amend Articles of Association Re: Articles 3A(B) and 3B(B)	Mgmt	For	For
25	Amend Articles of Association Re: Articles 1 to 3 and 4 to 133	Mgmt	For	For

White Mountains Insurance Group, Ltd.

Meeting Date: 05/25/2023 | Country: Bermuda | Ticker: WTM
Meeting Type: Annual
Primary ISIN: BMG9618E1075 | Primary SEDOL: 2339252

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director G. Manning Rountree	Mgmt	For	For
1.2	Elect Director Mary C. Choksi	Mgmt	For	For
1.3	Elect Director Weston M. Hicks	Mgmt	For	For
1.4	Elect Director Steven M. Yi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: The annual bonus should be assessed using no less than two metrics. Variable remuneration should not contain a significant overlap of metrics.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify PricewaterhouseCoopers 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.			

Whitestone REIT

Meeting Date: 05/12/2023 | Country: USA | Ticker: WSR
Meeting Type: Annual
Primary ISIN: US9660842041 | Primary SEDOL: B6452T5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nandita V. Berry	Mgmt	For	For
1.2	Elect Director Julia B. Buthman	Mgmt	For	For
1.3	Elect Director Amy S. Feng	Mgmt	For	For
1.4	Elect Director David K. Holeman	Mgmt	For	For
1.5	Elect Director Jeffrey A. Jones	Mgmt	For	For
1.6	Elect Director David F. Taylor	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			

Whitestone REIT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Pannell Kerr Forster of Texas, P.C. 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.			

WideOpenWest, Inc.

Meeting Date: 05/16/2023 Country: USA Ticker: WOW

Meeting Type: Annual

Primary ISIN: US96758W1018 Primary SEDOL: BYQN8D9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gunjan Bhow	Mgmt	For	For
1b	Elect Director Jill Bright	Mgmt	For	Against
	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.			
1c	Elect Director Brian Cassidy	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. 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.			
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. 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.			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. 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.			

Wienerberger AG

Meeting Date: 05/05/2023 | Country: Austria | Ticker: WIE
Meeting Type: Annual
Primary ISIN: AT0000831706 | Primary SEDOL: 5699373

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.90 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For
5	Ratify Deloitte Audit as Auditors for Fiscal Year 2023	Mgmt	For	For
6.1	Approve Decrease in Size of Capital Representatives to Seven Members	Mgmt	For	For
6.2	Reelect Myriam Meyer as Supervisory Board Member	Mgmt	For	For
6.3	Elect Katrien Beuls as Supervisory Board Member	Mgmt	For	For
6.4	Elect Effie Konstantine Datson as Supervisory Board Member	Mgmt	For	For
7	Approve Remuneration Report	Mgmt	For	For
8.1	New/Amended Proposals from Management and Supervisory Board	Mgmt	None	Against
	Voter Rationale: Any Other Business' should not be a voting item.			
8.2	New/Amended Proposals from Shareholders	Mgmt	None	Against
	Voter Rationale: Any Other Business' should not be a voting item.			

Williams-Sonoma, Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: WSM
Meeting Type: Annual
Primary ISIN: US9699041011 | Primary SEDOL: 2967589

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laura Alber	Mgmt	For	For
1.2	Elect Director Esi Eggleston Bracey	Mgmt	For	For
1.3	Elect Director Scott Dahnke	Mgmt	For	For
1.4	Elect Director Anne Finucane	Mgmt	For	For

Williams-Sonoma, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Paula Pretlow	Mgmt	For	For
1.6	Elect Director William Ready	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1.7	Elect Director Frits van Paasschen	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			

Willis Towers Watson Public Limited Company

Meeting Date: 05/17/2023 Country: Ireland Ticker: WTW

Meeting Type: Annual

Primary ISIN: IE00BDB6Q211 Primary SEDOL: BDB6Q21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dame Inga Beale	Mgmt	For	For
1b	Elect Director Fumbi Chima	Mgmt	For	For
1c	Elect Director Stephen Chipman	Mgmt	For	For
1d	Elect Director Michael Hammond	Mgmt	For	For
1e	Elect Director Carl Hess	Mgmt	For	For
1f	Elect Director Jacqueline Hunt	Mgmt	For	For
1g	Elect Director Paul Reilly	Mgmt	For	For
1h	Elect Director Michelle Swanback	Mgmt	For	For
1i	Elect Director Paul Thomas	Mgmt	For	For
1j	Elect Director Fredric Tomczyk	Mgmt	For	For

Willis Towers Watson Public Limited Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify the Appointment of Deloitte & Touche LLP as Auditor and Deloitte Ireland LLP to audit the Irish Statutory Accounts, and Authorize the Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For
6	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	For

WillScot Mobile Mini Holdings Corp.

Meeting Date: 06/02/2023 | Country: USA | Ticker: WSC

Meeting Type: Annual

Primary ISIN: US9713781048 | Primary SEDOL: BMHL0Z4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark S. Bartlett	Mgmt	For	For
1.2	Elect Director Erika T. Davis	Mgmt	For	For
1.3	Elect Director Gerard E. Holthaus	Mgmt	For	For
	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.			
1.4	Elect Director Erik Olsson	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.5	Elect Director Rebecca L. Owen	Mgmt	For	For
1.6	Elect Director Jeff Sagansky	Mgmt	For	For
1.7	Elect Director Bradley L. Soultz	Mgmt	For	For
1.8	Elect Director Michael W. Upchurch	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

WillScot Mobile Mini Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			

Wingstop Inc.

Meeting Date: 05/17/2023 Country: USA Ticker: WING

Meeting Type: Annual

Primary ISIN: US9741551033 Primary SEDOL: BYYXHN4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lynn Crump-Caine	Mgmt	For	Withhold
	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.			
1.2	Elect Director Wesley S. McDonald	Mgmt	For	For
1.3	Elect Director Anna (Ania) M. Smith	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.			

Wintrust Financial Corporation

Meeting Date: 05/25/2023 Country: USA Ticker: WTFC

Meeting Type: Annual

Primary ISIN: US97650W1080 Primary SEDOL: 2425258

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth H. Connelly	Mgmt	For	For
1.2	Elect Director Timothy S. Crane	Mgmt	For	For
1.3	Elect Director Peter D. Crist	Mgmt	For	Against
	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.			
1.4	Elect Director William J. Doyle	Mgmt	For	For

Wintrust Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Marla F. Glabe	Mgmt	For	For
1.6	Elect Director H. Patrick Hackett, Jr.	Mgmt	For	For
1.7	Elect Director Scott K. Heitmann	Mgmt	For	For
1.8	Elect Director Brian A. Kenney	Mgmt	For	For
1.9	Elect Director Deborah L. Hall Lefevre	Mgmt	For	For
1.10	Elect Director Suzet M. McKinney	Mgmt	For	For
1.11	Elect Director Gary D. "Joe" Sweeney	Mgmt	For	For
1.12	Elect Director Karin Gustafson Teglia	Mgmt	For	For
1.13	Elect Director Alex E. Washington, III	Mgmt	For	For
1.14	Elect Director Edward J. Wehmer	Mgmt	For	For
2	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. The majority of annual bonus incentives should be quantitative. 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young 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.			

Wolters Kluwer NV

Meeting Date: 05/10/2023 | Country: Netherlands | Ticker: WKL
Meeting Type: Annual
Primary ISIN: NL0000395903 | Primary SEDOL: 5671519

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Executive Board (Non-Voting)	Mgmt		
2.b	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
2.c	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: The policy flags the remuneration for concern on the quantum received. This is not a new concern and we voted in support last year. Although it the quantum is high the pay for performance is in line.			
3.a	Adopt Financial Statements and Statutory Reports	Mgmt	For	For

Wolters Kluwer NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.b	Receive Explanation on Company's Dividend Policy	Mgmt		
3.c	Approve Dividends	Mgmt	For	For
4.a	Approve Discharge of Executive Board	Mgmt	For	For
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Reelect Chris Vogelzang to Supervisory Board	Mgmt	For	For
6.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
6.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
7	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
8	Approve Cancellation of Shares	Mgmt	For	For
9	Approve KPMG Accountants N.V as Auditors	Mgmt	For	For
10	Other Business (Non-Voting)	Mgmt		
11	Close Meeting	Mgmt		

Woodside Energy Group Ltd.

Meeting Date: 04/28/2023 Country: Australia Ticker: WDS

Meeting Type: Annual

Primary ISIN: AU0000224040 Primary SEDOL: BMGT167

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Ian Macfarlane as Director	Mgmt	For	Against
	Voter Rationale: Woodside's current strategy and approach to responding to investors' concerns on climate issues has been inadequate. Not only does the company have significant gaps in the strategy, it has also failed to acknowledge and address them despite significant and ongoing engagement through collaborative and bilateral efforts via initiatives we support. We believe this constitutes a failure of risk management and are therefore holding members of the sustainability committee to account.			
2b	Elect Larry Archibald as Director	Mgmt	For	Against
	Voter Rationale: Woodside's current strategy and approach to responding to investors' concerns on climate issues has been inadequate. Not only does the company have significant gaps in the strategy, it has also failed to acknowledge and address them despite significant and ongoing engagement through collaborative and bilateral efforts via initiatives we support. We believe this constitutes a failure of risk management and are therefore holding members of the sustainability committee to account.			
2c	Elect Swee Chen Goh as Director	Mgmt	For	Against
	Voter Rationale: Woodside's current strategy and approach to responding to investors' concerns on climate issues has been inadequate. Not only does the company have significant gaps in the strategy, it has also failed to acknowledge and address them despite significant and ongoing engagement through collaborative and bilateral efforts via initiatives we support. We believe this constitutes a failure of risk management and are therefore holding members of the sustainability committee to account.			

Woodside Energy Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2d	Elect Arnaud Breuillac as Director	Mgmt	For	For
2e	Elect Angela Minas as Director	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
	Voter Rationale: 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.			
4	Approve Grant of Restricted Shares and Performance Rights to Meg O'Neill	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	None	For
6a	Approve the Amendments to the Company's Constitution	SH	Against	For
	Voter Rationale: We support efforts to increase disclosure on the impact of the energy transition on companies' assets, particularly in sectors with high potential exposure to stranded asset risks. This request would strengthen Woodside's current disclosure and provide investors with better information for assessing company performance.			
6b	Approve Contingent Resolution - Capital Protection	SH	Against	For
	Voter Rationale: We support efforts to increase disclosure on the impact of the energy transition on companies' assets, particularly in sectors with high potential exposure to stranded asset risks. This request would strengthen Woodside's current disclosure and provide investors with better information for assessing company performance.			

Workday, Inc.

Meeting Date: 06/22/2023 | Country: USA | Ticker: WDAY

Meeting Type: Annual

Primary ISIN: US98138H1014 | Primary SEDOL: B8K6ZD1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christa Davies	Mgmt	For	For
1b	Elect Director Wayne A.I. Frederick	Mgmt	For	For
1c	Elect Director Mark J. Hawkins	Mgmt	For	For
1d	Elect Director George J. Still, Jr.	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Workday, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: The company granted the new co-CEO a significant sign-on award, the majority of which are completely time-vesting and set his total compensation at over $100 million. Furthermore, there is no disclosure of the specific performance targets underlying the annual incentive plan, and the company's regular equity awards remain entirely time-based. We expect companies to disclose performance targets so that shareholders can tie payouts directly to performance and strategy. We also expect long-term incentive plans to utilize performance-based equity as a significant portion of long-term grants.			
4	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against
	Voter Rationale: The proposal language may result in a bylaw amendment that is both overly restrictive of the board's ability to amend the bylaws, and not necessarily in the interest of shareholders. Further, there do not appear to have been any problematic bylaw amendments unilaterally adopted by the board.			

Workhorse Group Inc.

Meeting Date: 05/02/2023 | Country: USA | Ticker: WKHS

Meeting Type: Annual

Primary ISIN: US98138J2069 | Primary SEDOL: BYPLQF2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Raymond J. Chess	Mgmt	For	For
1b	Elect Director Richard F. Dauch	Mgmt	For	For
1c	Elect Director Jacqueline A. Dedo	Mgmt	For	Abstain
	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.			
1d	Elect Director Pamela S. Mader	Mgmt	For	For
1e	Elect Director William G. Quigley, III	Mgmt	For	For
1f	Elect Director Austin Scott Miller	Mgmt	For	For
1g	Elect Director Brandon Torres Declet	Mgmt	For	For
1h	Elect Director Jean Botti	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. 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.			

Workiva Inc.

Meeting Date: 05/30/2023 | Country: USA | Ticker: WK
Meeting Type: Annual
Primary ISIN: US98139A1051 | Primary SEDOL: BSS6HY8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael M. Crow	Mgmt	For	Withhold
	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.			
1.2	Elect Director Julie Iskow	Mgmt	For	For
2	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. 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.			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Workman Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 7564
Meeting Type: Annual
Primary ISIN: JP3990100004 | Primary SEDOL: 6053194

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 68	Mgmt	For	For
2.1	Elect Director Kohama, Hideyuki	Mgmt	For	For
2.2	Elect Director Tsuchiya, Tetsuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Iizuka, Yukitaka	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Hamaya, Risa	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			

Workman Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director and Audit Committee Member Kato, Masahiro	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
3.2	Elect Director and Audit Committee Member Horiguchi, Hitoshi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Nobusawa, Takahiro	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Goto, Michitaka	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			

World Wrestling Entertainment, Inc.

Meeting Date: 05/31/2023 Country: USA Ticker: WWE

Meeting Type: Annual

Primary ISIN: US98156Q1085 Primary SEDOL: 2503529

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Vincent K. Mcmahon	Mgmt	For	Withhold
	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			
1.2	Elect Director Nick Khan	Mgmt	For	For
1.3	Elect Director Paul "Triple H" Levesque	Mgmt	For	For
1.4	Elect Director George A. Barrios	Mgmt	For	Withhold
	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. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.			
1.5	Elect Director Steve Koonin	Mgmt	For	For
1.6	Elect Director Michelle R. McKenna	Mgmt	For	For

World Wrestling Entertainment, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Steve Pamon	Mgmt	For	Withhold
	Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. 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.			
1.8	Elect Director Michelle D. Wilson	Mgmt	For	Withhold
	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. The nominee is a former executive and considered to be non-independent.			
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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. Variable remuneration should not contain a significant overlap of 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Worldline SA

Meeting Date: 06/08/2023 | Country: France | Ticker: WLN

Meeting Type: Annual/Special

Primary ISIN: FR0011981968 | Primary SEDOL: BNFWR44

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For

Worldline SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Reelect Bernard Bourigeaud as Director	Mgmt	For	For
	Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.			
6	Reelect Gilles Grapinet as Director	Mgmt	For	For
7	Reelect Gilles Arditti as Director	Mgmt	For	For
8	Reelect Aldo Cardoso as Director	Mgmt	For	For
9	Reelect Giulia Fitzpatrick as Director	Mgmt	For	Against
	Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			
10	Reelect Thierry Sommelet as Director	Mgmt	For	For
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For
12	Approve Compensation of Bernard Bourigeaud, Chairman of the Board	Mgmt	For	For
13	Approve Compensation of Gilles Grapinet, CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
14	Approve Compensation of Marc-Henri Desportes, Vice-CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
15	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
16	Approve Remuneration Policy of CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
18	Approve Remuneration Policy of Non-Executive Directors	Mgmt	For	For
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
20	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
21	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights Up to 50 Percent of Issued Capital	Mgmt	For	For
22	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights With a Binding Priority Right Up to 10 Percent of Issued Capital	Mgmt	For	For
23	Approve Issuance of Equity or Equity-Linked Securities for Up to 10 Percent of Issued Capital Per Year for Private Placements	Mgmt	For	For
24	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 21-23	Mgmt	For	For
25	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
26	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
27	Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate Nominal Amount of EUR 270,000	Mgmt	For	For
28	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			
29	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	Against
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.			

Worldline SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
30	Authorize up to 2 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
31	Authorize up to 0.7 Percent of Issued Capital for Use in Restricted Stock Plans With Performance Conditions Attached	Mgmt	For	Against
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. 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.			
32	Amend Article 19 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For
33	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

WSP Global Inc.

Meeting Date: 05/11/2023 | Country: Canada | Ticker: WSP

Meeting Type: Annual/Special

Primary ISIN: CA92938W2022 | Primary SEDOL: BHR3R21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Louis-Philippe Carriere	Mgmt	For	For
1.2	Elect Director Christopher Cole	Mgmt	For	Against
	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 nominee is a former executive and considered to be non-independent.			
1.3	Elect Director Alexandre L'Heureux	Mgmt	For	For
1.4	Elect Director Birgit Norgaard	Mgmt	For	For
1.5	Elect Director Suzanne Rancourt	Mgmt	For	For
1.6	Elect Director Paul Raymond	Mgmt	For	For
1.7	Elect Director Pierre Shoiry	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.8	Elect Director Linda Smith-Galipeau	Mgmt	For	For
	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.			

WSP Global Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Macky Tall	Mgmt	For	For
	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.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Withhold
	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.			
3	Amend Stock Option 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. 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.			
4	Approve Share Unit 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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Advisory Vote on Executive Compensation Approach	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.			

Wuliangye Yibin Co., Ltd.

Meeting Date: 05/26/2023 | Country: China | Ticker: 000858

Meeting Type: Annual

Primary ISIN: CNE000000VQ8 | Primary SEDOL: 6109901

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report	Mgmt	For	Against
	Voter Rationale: We encourage the company to set decarbonisation targets on at least scope 1&2 emissions as soon as possible, and disclose a clear plan for achieving them			
2	Approve Report of the Board of Directors	Mgmt	For	For
3	Approve Report of the Board of Supervisors	Mgmt	For	For
4	Approve Financial Statements	Mgmt	For	For
5	Approve Profit Distribution	Mgmt	For	For
6	Approve Daily Related-party Transactions	Mgmt	For	For
7	Approve Supplementary Agreement of Financial Services Agreement	Mgmt	For	Against
	Voter Rationale: The proposed investment may expose the company to unnecessary risks.			

Wuliangye Yibin Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve to Appoint Auditor	Mgmt	For	Against
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.			
9	Approve Comprehensive Budget	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Wuxi Biologics (Cayman) Inc.

Meeting Date: 06/27/2023 | Country: Cayman Islands | Ticker: 2269

Meeting Type: Annual

Primary ISIN: KYG970081173 | Primary SEDOL: BL6B9P1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Ge Li as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. 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 13.5 pct of the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. 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.			
2b	Elect Zhisheng Chen as Director	Mgmt	For	For
2c	Elect Kenneth Walton Hitchner III as Director	Mgmt	For	Against
	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. 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.			
2d	Elect Jackson Peter Tai as Director	Mgmt	For	For
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5a	Approve Amendments to the Restricted Share Award Scheme and Related Transactions	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			

Wuxi Biologics (Cayman) Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5b	Approve Amendments to the Share Award Scheme for Global Partner Program and Related Transactions	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
6	Adopt Scheme Mandate Limit	Mgmt	For	Against
	Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. 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.			
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			
8	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
9	Adopt Third Amended and Restated Memorandum and Articles of Association	Mgmt	For	For

Wyndham Hotels & Resorts, Inc.

Meeting Date: 05/09/2023 Country: USA Ticker: WH

Meeting Type: Annual

Primary ISIN: US98311A1051 Primary SEDOL: BF108P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stephen P. Holmes	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1b	Elect Director Geoffrey A. Ballotti	Mgmt	For	For
1c	Elect Director Myra J. Biblowit	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
1d	Elect Director James E. Buckman	Mgmt	For	For
1e	Elect Director Bruce B. Churchill	Mgmt	For	For
1f	Elect Director Mukul V. Deoras	Mgmt	For	For
1g	Elect Director Ronald L. Nelson	Mgmt	For	For
1h	Elect Director Pauline D.E. Richards	Mgmt	For	For

Wyndham Hotels & Resorts, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	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. 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.			
3	Amend Certificate of Incorporation To Provide for Exculpation of Certain Officers	Mgmt	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Wynn Resorts, Limited

Meeting Date: 05/04/2023 | Country: USA | Ticker: WYNN

Meeting Type: Annual

Primary ISIN: US9831341071 | Primary SEDOL: 2963811

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard J. Byrne	Mgmt	For	For
	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.			
1.2	Elect Director Patricia Mulroy	Mgmt	For	For
1.3	Elect Director Philip G. Satre	Mgmt	For	For
	Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. Severance payments should not exceed two years 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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Xenia Hotels & Resorts, Inc.

Meeting Date: 05/16/2023 | Country: USA | Ticker: XHR
Meeting Type: Annual
Primary ISIN: US9840171030 | Primary SEDOL: BVV6CY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marcel Verbaas	Mgmt	For	For
1b	Elect Director Keith E. Bass	Mgmt	For	For
1c	Elect Director Thomas M. Gartland	Mgmt	For	For
1d	Elect Director Beverly K. Goulet	Mgmt	For	For
1e	Elect Director Arlene Isaacs-Lowe	Mgmt	For	For
1f	Elect Director Mary E. McCormick	Mgmt	For	For
1g	Elect Director Terrence Moorehead	Mgmt	For	For
1h	Elect Director Dennis D. Oklak	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	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.			
5	Ratify KPMG LLP as Auditors	Mgmt	For	For

Xenon Pharmaceuticals Inc.

Meeting Date: 06/01/2023 | Country: Canada | Ticker: XENE
Meeting Type: Annual
Primary ISIN: CA98420N1050 | Primary SEDOL: BRJ3GY4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Simon N. Pimstone	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1.2	Elect Director Dawn Svoronos	Mgmt	For	For

Xenon Pharmaceuticals Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Mohammad Azab	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. 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.			
1.4	Elect Director Steven Gannon	Mgmt	For	For
1.5	Elect Director Elizabeth Garofalo	Mgmt	For	For
1.6	Elect Director Patrick Machado	Mgmt	For	For
	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.			
1.7	Elect Director Ian Mortimer	Mgmt	For	For
1.8	Elect Director Gary Patou	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 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. 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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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.			
3	Ratify KPMG 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.			
4	Authorize the Audit Committee to Fix Remuneration of 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.			

Xerox Holdings Corporation

Meeting Date: 05/25/2023 Country: USA Ticker: XRX

Meeting Type: Annual

Primary ISIN: US98421M1062 Primary SEDOL: BJJD5G3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven J. Bandrowczak	Mgmt	For	For
1b	Elect Director Philip V. Giordano	Mgmt	For	For
1c	Elect Director Scott Letier	Mgmt	For	For
1d	Elect Director Jesse A. Lynn	Mgmt	For	For

Xerox Holdings Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Nichelle Maynard-Elliott	Mgmt	For	For
1f	Elect Director Steven D. Miller	Mgmt	For	For
1g	Elect Director James L. Nelson	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1h	Elect Director Margarita Palau-Hernandez	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	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. 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
5	Amend Omnibus Stock Plan	Mgmt	For	For
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For

Xinyi Glass Holdings Ltd.

Meeting Date: 06/02/2023 | Country: Cayman Islands | Ticker: 868

Meeting Type: Annual

Primary ISIN: KYG9828G1082 | Primary SEDOL: B05NXN7

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 Lee Yin Yee as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 13.5 pct of the board. 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 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. 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.			
3A2	Elect Lee Shing Kan as Director	Mgmt	For	For

Xinyi Glass Holdings Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3A3	Elect Ng Ngan Ho as Director	Mgmt	For	Against
	Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.			
3A4	Elect Wong Chat Chor Samuel as Director	Mgmt	For	Against
	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 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.			
3B	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5A	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5B	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
5C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Approve Amendments to the Existing Memorandum and Articles of Association and Adopt the Amended and Restated Memorandum and Articles of Association	Mgmt	For	For

Xometry, Inc.

Meeting Date: 06/20/2023 | Country: USA | Ticker: XMTR

Meeting Type: Annual

Primary ISIN: US98423F1093 | Primary SEDOL: BP7L5C7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George Hornig	Mgmt	For	Withhold
	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.			

Xometry, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Fabio Rosati	Mgmt	For	Withhold
	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.			
1.3	Elect Director Katharine Weymouth	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

XPEL, Inc.

Meeting Date: 05/24/2023 Country: USA Ticker: XPEL

Meeting Type: Annual

Primary ISIN: US98379L1008 Primary SEDOL: BJV2ZZ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ryan L. Pape	Mgmt	For	For
1.2	Elect Director Mark E. Adams	Mgmt	For	For
1.3	Elect Director Stacy L. Bogart	Mgmt	For	For
1.4	Elect Director Richard K. Crumly	Mgmt	For	Withhold
	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.			
1.5	Elect Director Michael A. Klonne	Mgmt	For	For

XPEL, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			

Xperi Inc.

Meeting Date: 04/27/2023 | Country: USA | Ticker: XPER

Meeting Type: Annual

Primary ISIN: US98423J1016 | Primary SEDOL: BQV3RS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Darcy Antonellis	Mgmt	For	For
	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. However, given that this is the company's first annual meeting post-spin off, we will monitor this situation.			
1b	Elect Director Laura J. Durr	Mgmt	For	For
1c	Elect Director David C. Habiger	Mgmt	For	For
1d	Elect Director Jon E. Kirchner	Mgmt	For	For
1e	Elect Director Christopher Seams	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

XPO, Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: XPO

Meeting Type: Annual

Primary ISIN: US9837931008 | Primary SEDOL: B6Z1355

XPO, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brad Jacobs	Mgmt	For	For
	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.			
1.2	Elect Director Jason Aiken	Mgmt	For	For
1.3	Elect Director Bella Allaire	Mgmt	For	For
1.4	Elect Director Wes Frye	Mgmt	For	For
1.5	Elect Director Mario Harik	Mgmt	For	For
1.6	Elect Director Michael Jesselson	Mgmt	For	For
1.7	Elect Director Allison Landry	Mgmt	For	For
1.8	Elect Director Irene Moshouris	Mgmt	For	For
1.9	Elect Director Johnny C. Taylor, Jr.	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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.			

Xtrackers MSCI Europe Mid Cap UCITS ETF

Meeting Date: 04/21/2023 | Country: Luxembourg | Ticker: DX2I

Meeting Type: Annual

Primary ISIN: LU0322253732 | Primary SEDOL: B2PJX40

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	Do Not Vote
2	Approve Financial Statements	Mgmt	For	Do Not Vote
3	Approve Allocation of Income and Dividends	Mgmt	For	Do Not Vote
4	Renew Appointment of KPMG as Auditor	Mgmt	For	Do Not Vote

Xtrackers MSCI Europe Mid Cap UCITS ETF

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Discharge of Directors	Mgmt	For	Do Not Vote
6	Re-elect Philippe Ah-Sun as Director	Mgmt	For	Do Not Vote
7	Re-elect Freddy Brausch as Director	Mgmt	For	Do Not Vote
8	Re-elect Thilo Wendenburg as Director	Mgmt	For	Do Not Vote
9	Re-elect Julien Boulliat as Director	Mgmt	For	Do Not Vote
10	Elect Stefan Kreuzkamp as Director	Mgmt	For	Do Not Vote
11	Approve Remuneration of Directors Freddy Brausch and Thilo Wendenburg	Mgmt	For	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	For
2	Approve Financial Statements	Mgmt	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For
4	Renew Appointment of KPMG as Auditor	Mgmt	For	For
5	Approve Discharge of Directors	Mgmt	For	For
6	Re-elect Philippe Ah-Sun as Director	Mgmt	For	For
7	Re-elect Freddy Brausch as Director	Mgmt	For	For
8	Re-elect Thilo Wendenburg as Director	Mgmt	For	For
9	Re-elect Julien Boulliat as Director	Mgmt	For	For
10	Elect Stefan Kreuzkamp as Director	Mgmt	For	For
11	Approve Remuneration of Directors Freddy Brausch and Thilo Wendenburg	Mgmt	For	For

Xtrackers MSCI Europe Small Cap UCITS ETF

Meeting Date: 04/21/2023 Country: Luxembourg Ticker: XXSC

Meeting Type: Annual

Primary ISIN: LU0322253906 Primary SEDOL: B2PJX51

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	Do Not Vote
2	Approve Financial Statements	Mgmt	For	Do Not Vote
3	Approve Allocation of Income and Dividends	Mgmt	For	Do Not Vote
4	Renew Appointment of KPMG as Auditor	Mgmt	For	Do Not Vote
5	Approve Discharge of Directors	Mgmt	For	Do Not Vote
6	Re-elect Philippe Ah-Sun as Director	Mgmt	For	Do Not Vote
7	Re-elect Freddy Brausch as Director	Mgmt	For	Do Not Vote
8	Re-elect Thilo Wendenburg as Director	Mgmt	For	Do Not Vote
9	Re-elect Julien Boulliat as Director	Mgmt	For	Do Not Vote
10	Elect Stefan Kreuzkamp as Director	Mgmt	For	Do Not Vote
11	Approve Remuneration of Directors Freddy Brausch and Thilo Wendenburg	Mgmt	For	Do Not Vote

Xylem Inc.

Meeting Date: 05/11/2023 | Country: USA | Ticker: XYL

Meeting Type: Special

Primary ISIN: US98419M1009 | Primary SEDOL: B3P2CN8

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

Xylem Inc.

Meeting Date: 05/18/2023 | Country: USA | Ticker: XYL

Meeting Type: Annual

Primary ISIN: US98419M1009 | Primary SEDOL: B3P2CN8

Xylem Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For
1b	Elect Director Patrick K. Decker	Mgmt	For	For
1c	Elect Director Earl R. Ellis	Mgmt	For	For
1d	Elect Director Robert F. Friel	Mgmt	For	For
1e	Elect Director Victoria D. Harker	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
1f	Elect Director Steven R. Loranger	Mgmt	For	For
	Voter Rationale: The nominee is a former executive and considered to be non-independent.			
1g	Elect Director Mark D. Morelli	Mgmt	For	For
1h	Elect Director Jerome A. Peribere	Mgmt	For	For
1i	Elect Director Lila Tretikov	Mgmt	For	For
	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.			
1j	Elect Director Uday Yadav	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Require Independent Board Chair	SH	Against	For
	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 managements performance.			

Yakult Honsha Co., Ltd.

Meeting Date: 06/21/2023 Country: Japan Ticker: 2267

Meeting Type: Annual

Primary ISIN: JP3931600005 Primary SEDOL: 6985112

Yakult Honsha Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Narita, Hiroshi	Mgmt	For	For
	Voter Rationale: .			
1.2	Elect Director Wakabayashi, Hiroshi	Mgmt	For	For
1.3	Elect Director Doi, Akifumi	Mgmt	For	For
1.4	Elect Director Imada, Masao	Mgmt	For	For
1.5	Elect Director Hirano, Koichi	Mgmt	For	For
1.6	Elect Director Yasuda, Ryuji	Mgmt	For	For
1.7	Elect Director Tobe, Naoko	Mgmt	For	For
1.8	Elect Director Shimbo, Katsuyoshi	Mgmt	For	For
1.9	Elect Director Nagasawa, Yumiko	Mgmt	For	For
1.10	Elect Director Akutsu, Satoshi	Mgmt	For	For
1.11	Elect Director Naito, Manabu	Mgmt	For	For
1.12	Elect Director Nagira, Masatoshi	Mgmt	For	For
1.13	Elect Director Hoshiko, Hideaki	Mgmt	For	For
1.14	Elect Director Shimada, Junichi	Mgmt	For	For
1.15	Elect Director Matthew Digby	Mgmt	For	For
2	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.			
3	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Yamaha Corp.

Meeting Date: 06/23/2023 Country: Japan Ticker: 7951

Meeting Type: Annual

Primary ISIN: JP3942600002 Primary SEDOL: 6642387

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 33	Mgmt	For	For
2.1	Elect Director Nakata, Takuya	Mgmt	For	For
2.2	Elect Director Yamahata, Satoshi	Mgmt	For	For
2.3	Elect Director Hidaka, Yoshihiro	Mgmt	For	For

Yamaha Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Fujitsuka, Mikio	Mgmt	For	For
2.5	Elect Director Paul Candland	Mgmt	For	For
2.6	Elect Director Shinohara, Hiromichi	Mgmt	For	For
2.7	Elect Director Yoshizawa, Naoko	Mgmt	For	For
2.8	Elect Director Ebata, Naho	Mgmt	For	For

Yamato Holdings Co., Ltd.

Meeting Date: 06/23/2023 Country: Japan Ticker: 9064
Meeting Type: Annual
Primary ISIN: JP3940000007 Primary SEDOL: 6985565

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nagao, Yutaka	Mgmt	For	Against
	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.			
1.2	Elect Director Kurisu, Toshizo	Mgmt	For	For
1.3	Elect Director Kosuge, Yasuharu	Mgmt	For	For
1.4	Elect Director Tokuno, Mariko	Mgmt	For	For
1.5	Elect Director Kobayashi, Yoichi	Mgmt	For	For
1.6	Elect Director Sugata, Shiro	Mgmt	For	For
1.7	Elect Director Kuga, Noriyuki	Mgmt	For	For
1.8	Elect Director Yin Chuanli Charles	Mgmt	For	For
2	Appoint Statutory Auditor Shoji, Yoshito	Mgmt	For	Against
	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.			

Yamato Kogyo Co., Ltd.

Meeting Date: 06/29/2023 Country: Japan Ticker: 5444
Meeting Type: Annual
Primary ISIN: JP3940400009 Primary SEDOL: 6985446

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For

Yamato Kogyo Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Inoue, Hiroyuki	Mgmt	For	Against
	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.			
2.2	Elect Director Kohata, Katsumasa	Mgmt	For	For
2.3	Elect Director Tsukamoto, Kazuhiro	Mgmt	For	For
2.4	Elect Director Yonezawa, Kazumi	Mgmt	For	For
2.5	Elect Director Damri Tunshevavong	Mgmt	For	For
2.6	Elect Director Yasufuku, Takenosuke	Mgmt	For	For
2.7	Elect Director Takeda, Kunitoshi	Mgmt	For	For
2.8	Elect Director Takahashi, Motomu	Mgmt	For	For
3.1	Appoint Statutory Auditor Katayama, Shigeaki	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Nakajo, Mikio	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Tanibayashi, Kazunori	Mgmt	For	For
5	Approve Compensation Ceiling for Directors	Mgmt	For	For

Yandex NV

Meeting Date: 05/15/2023 | Country: Netherlands | Ticker: YNDX

Meeting Type: Extraordinary Shareholders

Primary ISIN: NL0009805522 | Primary SEDOL: B5BSZB3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt		
1	Accept Binding Nomination by the Holder of the Priority Share, Andrey Betin as Non-Executive Member of the Board of Directors	Mgmt	For	Do Not Vote
2	Ratify Reanda Audit & Assurance B.V. as Auditors	Mgmt	For	Do Not Vote

Yandex NV

Meeting Date: 06/30/2023 | Country: Netherlands | Ticker: YNDX

Meeting Type: Annual

Primary ISIN: NL0009805522 | Primary SEDOL: B5BSZB3

Yandex NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Class A Meeting Agenda	Mgmt		
1	Approve Legal Merger with Yandex Media Services B.V. in Accordance with Merger Proposal 1	Mgmt	For	For
2	Approve Legal Merger with Yandex.Classifieds Holding B.V. in Accordance with Merger Proposal 2	Mgmt	For	For
3	Approve Legal Merger with MLU B.V. in Accordance with Merger Proposal 3	Mgmt	For	For
4	Approve Legal Merger with Foodtech & Delivery Ops B.V. in Accordance with Merger Proposal 4	Mgmt	For	For
	Annual Meeting Agenda	Mgmt		
5	Approve Discharge of Directors	Mgmt	For	For
6	Reelect Alexei Yakovitsky as Director	Mgmt	For	Against
	Voter Rationale: A vote AGAINST the election of Alexei Yakovitsky is warranted as a signal of concern for the lacking gender diversity on the board, whereas Alexei Yakovitsky is an incumbent director.			
7	Ratify "Technologies of Trust - Audit" JSC as Auditors	Mgmt	For	For
8	Ratify Reanda Audit & Assurance B.V. as Auditors	Mgmt	For	For
9	Grant Board Authority to Issue Class A Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
10	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
11	Authorize Repurchase of Issued Share Capital	Mgmt	For	Against
	Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.			

Yangzijiang Financial Holding Ltd.

Meeting Date: 04/21/2023 Country: Singapore Ticker: YF8

Meeting Type: Annual

Primary ISIN: SGXE77102635 Primary SEDOL: BNZKT97

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

Yangzijiang Financial Holding Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Final Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Elect Ren Yuanlin as Director	Mgmt	For	For
5	Elect Chew Sutat as Director	Mgmt	For	For
6	Elect Yee Kee Shian, Leon as Director	Mgmt	For	Abstain
	Voter Rationale: The Company should put in place a policy that aims to increase gender diversity on the board.			
7	Elect Chua Kim Leng as Director	Mgmt	For	For
8	Elect Toe Teow Heng as Director	Mgmt	For	For
9	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
10	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
11	Authorize Share Repurchase Program	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			

Yangzijiang Shipbuilding (Holdings) Ltd.

Meeting Date: 04/24/2023 Country: Singapore Ticker: BS6

Meeting Type: Annual

Primary ISIN: SG1U76934819 Primary SEDOL: B1VT035

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Audited Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	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.			
2	Approve Final Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Elect Yee Kee Shian, Leon 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 audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy that aims to increase gender diversity on the board. Given that the number of female directors has increased since the last AGM, we will keep this matter under review.			
5	Elect Liu Hua 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 audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.			

Yangzijiang Shipbuilding (Holdings) Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Elect Poh Boon Hu, Raymond as Director	Mgmt	For	For
7	Elect Ren Letian as Director	Mgmt	For	For
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.			
8	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			
9	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
10	Authorize Share Repurchase Program	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			

Yanlord Land Group Limited

Meeting Date: 04/28/2023 | Country: Singapore | Ticker: Z25

Meeting Type: Annual

Primary ISIN: SG1T57930854 | Primary SEDOL: B17KMY7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	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.			
2	Approve Directors' Fees	Mgmt	For	For
3a	Elect Hee Theng Fong as Director	Mgmt	For	Abstain
	Voter Rationale: The Company should put in place a policy that aims to increase gender diversity on the board.			
3b	Elect Teo Ser Luck as Director	Mgmt	For	Against
	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.			
3c	Elect Zhong Sheng Jian as Director	Mgmt	For	For
4	Approve Deloitte & Touche LLP, Singapore as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Yanlord Land Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Authorize Share Repurchase Program	Mgmt	For	Against
	Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.			

Yaoko Co., Ltd.

Meeting Date: 06/27/2023 | Country: Japan | Ticker: 8279

Meeting Type: Annual

Primary ISIN: JP3930200005 | Primary SEDOL: 6985899

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For
2.1	Elect Director Kawano, Yukio	Mgmt	For	Against
	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.			
2.2	Elect Director Kawano, Sumito	Mgmt	For	Against
	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.			
2.3	Elect Director Kamiike, Masanobu	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Ishizuka, Takanori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Kozawa, Mitsuo	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Yagihashi, Hiroaki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kurokawa, Shigeyuki	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.8	Elect Director Saito, Asako	Mgmt	For	For
2.9	Elect Director Kuzuhara, Takashi	Mgmt	For	For

YASKAWA Electric Corp.

Meeting Date: 05/24/2023 | Country: Japan | Ticker: 6506
Meeting Type: Annual
Primary ISIN: JP3932000007 | Primary SEDOL: 6986041

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ogasawara, Hiroshi	Mgmt	For	For
1.2	Elect Director Ogawa, Masahiro	Mgmt	For	For
1.3	Elect Director Murakami, Shuji	Mgmt	For	For
1.4	Elect Director Morikawa, Yasuhiko	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Nakayama, Yuji	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.2	Elect Director and Audit Committee Member Ikuyama, Takeshi	Mgmt	For	Against
	Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.			
2.3	Elect Director and Audit Committee Member Koike, Toshikazu	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Matsuhashi, Kaori	Mgmt	For	For
2.5	Elect Director and Audit Committee Member Nishio, Keiji	Mgmt	For	For
2.6	Elect Director and Audit Committee Member Hodaka, Yaeko	Mgmt	For	For

Yelp Inc.

Meeting Date: 06/09/2023 | Country: USA | Ticker: YELP
Meeting Type: Annual
Primary ISIN: US9858171054 | Primary SEDOL: B7KCD72

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fred D. Anderson, Jr.	Mgmt	For	For
1.2	Elect Director Christine Barone	Mgmt	For	For
1.3	Elect Director Robert Gibbs	Mgmt	For	For
1.4	Elect Director George Hu	Mgmt	For	For
1.5	Elect Director Diane Irvine	Mgmt	For	For
1.6	Elect Director Sharon Rothstein	Mgmt	For	For
1.7	Elect Director Jeremy Stoppelman	Mgmt	For	For
1.8	Elect Director Chris Terrill	Mgmt	For	For

Yelp Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Tony Wells	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. 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.			
4	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	Against

YETI Holdings, Inc.

Meeting Date: 05/04/2023 | Country: USA | Ticker: YETI

Meeting Type: Annual

Primary ISIN: US98585X1046 | Primary SEDOL: BGR7KH2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mary Lou Kelley	Mgmt	For	Withhold
	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.			
1.2	Elect Director Dustan E. McCoy	Mgmt	For	For
1.3	Elect Director Robert K. Shearer	Mgmt	For	Withhold
	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.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Yokogawa Bridge Holdings Corp.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 5911

Meeting Type: Annual

Primary ISIN: JP3955200005 | Primary SEDOL: 6986405

Yokogawa Bridge Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For
2.1	Elect Director Takata, Kazuhiko	Mgmt	For	Abstain
	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.			
2.2	Elect Director Miyamoto, Hidenori	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.3	Elect Director Kobayashi, Akira	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.4	Elect Director Yoshida, Akihito	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.5	Elect Director Kuwahara, Kazuya	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.6	Elect Director Nakamura, Yuzuru	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.7	Elect Director Kuromoto, Kazunori	Mgmt	For	For
2.8	Elect Director Amano, Reiko	Mgmt	For	Against
	Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.			
2.9	Elect Director Jinno, Hidema	Mgmt	For	For
3.1	Appoint Statutory Auditor Hirokawa, Ryogo	Mgmt	For	Against
	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.			
3.2	Appoint Statutory Auditor Osaki, Shoji	Mgmt	For	For
4	Approve Performance-Based Cash Compensation Ceiling for Directors	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Yokogawa Electric Corp.

Meeting Date: 06/27/2023 Country: Japan Ticker: 6841

Meeting Type: Annual

Primary ISIN: JP3955000009 Primary SEDOL: 6986427

Yokogawa Electric Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 17	Mgmt	For	For
2.1	Elect Director Nara, Hitoshi	Mgmt	For	Against
	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.			
2.2	Elect Director Anabuki, Junichi	Mgmt	For	For
2.3	Elect Director Yu Dai	Mgmt	For	For
2.4	Elect Director Sugata, Shiro	Mgmt	For	For
2.5	Elect Director Uchida, Akira	Mgmt	For	For
2.6	Elect Director Urano, Kuniko	Mgmt	For	For
2.7	Elect Director Hirano, Takuya	Mgmt	For	For
2.8	Elect Director Goto, Yujiro	Mgmt	For	For
3	Appoint Statutory Auditor Hasegawa, Kenji	Mgmt	For	Against
	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.			

Yokowo Co. Ltd.

Meeting Date: 06/28/2023 Country: Japan Ticker: 6800

Meeting Type: Annual

Primary ISIN: JP3954200006 Primary SEDOL: 6986728

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2	Amend Articles to Change Location of Head Office	Mgmt	For	For
3.1	Elect Director Tokuma, Takayuki	Mgmt	For	For
3.2	Elect Director Fukagawa, Koichi	Mgmt	For	For
3.3	Elect Director Yoko, Kenji	Mgmt	For	For
3.4	Elect Director Odani, Naohito	Mgmt	For	For
3.5	Elect Director Muramatsu, Kuniko	Mgmt	For	For
3.6	Elect Director Tobari, Makoto	Mgmt	For	For
3.7	Elect Director Byeongwoo Kang	Mgmt	For	For

Yokowo Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Donation of Treasury Shares to Yokowo Scholarship Foundation	Mgmt	For	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.			

Yonex Co., Ltd.

Meeting Date: 06/23/2023 | Country: Japan | Ticker: 7906
Meeting Type: Annual
Primary ISIN: JP3960000002 | Primary SEDOL: 6993784

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 7	Mgmt	For	For
2.1	Elect Director Yoneyama, Ben	Mgmt	For	For
2.2	Elect Director Alyssa Yoneyama	Mgmt	For	For
2.3	Elect Director Yoneyama, Shuichi	Mgmt	For	For
2.4	Elect Director Hirokawa, Wataru	Mgmt	For	For
2.5	Elect Director Iwano, Miyuki	Mgmt	For	For
2.6	Elect Director Michael N. Morizumi	Mgmt	For	For
2.7	Elect Director Otsubo, Fukiko	Mgmt	For	For
2.8	Elect Director Duncan Ryuken Williams	Mgmt	For	For
3	Approve Fixed Cash Compensation Ceiling and Performance-Based Cash Compensation Ceiling for Directors	Mgmt	For	For
4	Approve Bonus Related to Retirement Bonus System Abolition	Mgmt	For	Against
	Voter Rationale: A vote AGAINST this proposal is warranted because: - The bonus amounts are not disclosed.			

Yum China Holdings, Inc.

Meeting Date: 05/25/2023 | Country: USA | Ticker: YUMC
Meeting Type: Annual
Primary ISIN: US98850P1093 | Primary SEDOL: BYW4289

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Fred Hu	Mgmt	For	For
1b	Elect Director Joey Wat	Mgmt	For	For
1c	Elect Director Peter A. Bassi	Mgmt	For	For

Yum China Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Edouard Ettedgui	Mgmt	For	For
1e	Elect Director Ruby Lu	Mgmt	For	For
1f	Elect Director Zili Shao	Mgmt	For	For
1g	Elect Director William Wang	Mgmt	For	For
1h	Elect Director Min (Jenny) Zhang	Mgmt	For	For
1i	Elect Director Christina Xiaojing Zhu	Mgmt	For	Against
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.			
2	Ratify KPMG Huazhen LLP and KPMG as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Approve Issuance of Shares for a Private Placement	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
6	Authorize Share Repurchase Program	Mgmt	For	For

Yum! Brands, Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: YUM

Meeting Type: Annual

Primary ISIN: US9884981013 Primary SEDOL: 2098876

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paget L. Alves	Mgmt	For	For
1b	Elect Director Keith Barr	Mgmt	For	For
1c	Elect Director Christopher M. Connor	Mgmt	For	For
1d	Elect Director Brian C. Cornell	Mgmt	For	For
	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.			
1e	Elect Director Tanya L. Domier	Mgmt	For	For
1f	Elect Director David W. Gibbs	Mgmt	For	For
1g	Elect Director Mirian M. Graddick-Weir	Mgmt	For	For

Yum! Brands, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Thomas C. Nelson	Mgmt	For	For
1i	Elect Director P. Justin Skala	Mgmt	For	For
1j	Elect Director Annie Young-Scrivner	Mgmt	For	For
2	Ratify KPMG 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
5	Report on Efforts to Reduce Plastic Use	SH	Against	For
	Voter Rationale: We are supportive of this request to enhance disclosure and transparency waste management as it 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.			
6	Report on Lobbying Payments and Policy	SH	Against	For
	Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporations behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.			
7	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			
8	Adopt Share Retention Policy For Senior Executives	SH	Against	Against
	Voter Rationale: At this time, we believe discretion is best left to the compensation committee.			
9	Report on Paid Sick Leave	SH	Against	Against
	Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.			

Z Holdings Corp.

Meeting Date: 06/16/2023 Country: Japan Ticker: 4689

Meeting Type: Annual

Primary ISIN: JP3933800009 Primary SEDOL: 6084848

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Change Company Name - Amend Business Lines	Mgmt	For	For

Z Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Kawabe, Kentaro	Mgmt	For	Against
	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.			
2.2	Elect Director Idezawa, Takeshi	Mgmt	For	Against
	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.			
2.3	Elect Director Jungho Shin	Mgmt	For	For
2.4	Elect Director Ozawa, Takao	Mgmt	For	For
2.5	Elect Director Masuda, Jun	Mgmt	For	For
2.6	Elect Director Oketani, Taku	Mgmt	For	For
3	Elect Director and Audit Committee Member Usumi, Yoshio	Mgmt	For	For

Zalando SE

Meeting Date: 05/24/2023 | Country: Germany | Ticker: ZAL

Meeting Type: Annual

Primary ISIN: DE000ZAL1111 | Primary SEDOL: BQV0SV7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For
5.1	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For
	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.			
5.2	Ratify KPMG AG as Auditors for the Review of Interim Financial Statements Until 2024 AGM	Mgmt	For	For
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.			

Zalando SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Remuneration Report	Mgmt	For	Against
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 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. 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 should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.			
7.1	Elect Kelly Bennett to the Supervisory Board	Mgmt	For	For
7.2	Elect Jennifer Hyman to the Supervisory Board	Mgmt	For	Abstain
	Voter Rationale: The policy considers the director overboarded due to there 2 NED roles and executive role. Although there is concern around the capacity to perform the roles under extreme circumstances, the executive role is for a USD 158 million company. ABSTENTION of voting is warranted.			
7.3	Elect Niklas Oestberg to the Supervisory Board	Mgmt	For	Abstain
	Voter Rationale: The policy considers the director overboarded due to there 2 NED roles and executive role. Although there is concern around the capacity to perform the roles under extreme circumstances, one of the NED roles is for a USD 410 million company. ABSTENTION of voting is warranted			
7.4	Elect Anders Povlsen to the Supervisory Board	Mgmt	For	For
	Voter Rationale: The policy flags concern that the director is not considered independent and sits on the remuneration committee. The director is considered non-independent as they have a c. 10% shareholding. The directors independence is not due to entrenchment or relationship with the CEO. A vote FOR is warranted.			
7.5	Elect Mariella Roehm-Kottmann to the Supervisory Board	Mgmt	For	For
7.6	Elect Susanne Schroeter-Crossan to the Supervisory Board	Mgmt	For	For
8	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
9	Approve Virtual-Only Shareholder Meetings Until 2025; Amend Articles Re: Online Participation	Mgmt	For	For
10	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For

Zebra Technologies Corporation

Meeting Date: 05/11/2023 Country: USA Ticker: ZBRA

Meeting Type: Annual

Primary ISIN: US9892071054 Primary SEDOL: 2989356

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William J. Burns	Mgmt	For	For

Zebra Technologies Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Linda M. Connly	Mgmt	For	For
1c	Elect Director Anders Gustafsson	Mgmt	For	For
1d	Elect Director Janice M. Roberts	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	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.			

Zenkoku Hosho Co., Ltd.

Meeting Date: 06/16/2023 | Country: Japan | Ticker: 7164
Meeting Type: Annual
Primary ISIN: JP3429250008 | Primary SEDOL: B92MT10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 148	Mgmt	For	For

Zenrin Co., Ltd.

Meeting Date: 06/16/2023 | Country: Japan | Ticker: 9474
Meeting Type: Annual
Primary ISIN: JP3430400006 | Primary SEDOL: 6991120

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 13.5	Mgmt	For	For
2.1	Elect Director Takayama, Zenshi	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			

Zenrin Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Amita, Junya	Mgmt	For	For
2.3	Elect Director Matsuo, Masami	Mgmt	For	For
2.4	Elect Director Fujisawa, Hideyuki	Mgmt	For	For
2.5	Elect Director Yamamoto, Masaru	Mgmt	For	For
2.6	Elect Director Osako, Masuo	Mgmt	For	For
2.7	Elect Director Shimizu, Tatsuhiko	Mgmt	For	For
2.8	Elect Director Ryu, Miki	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Ryu, Miki	Mgmt	For	For

Zeria Pharmaceutical Co., Ltd.

Meeting Date: 06/29/2023 | Country: Japan | Ticker: 4559

Meeting Type: Annual

Primary ISIN: JP3428850006 | Primary SEDOL: 6137731

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For
2.1	Elect Director Ibe, Sachiaki	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.2	Elect Director Ibe, Mitsuhiro	Mgmt	For	Against
	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. Top management is responsible for the companys unfavourable ROE performance.			
2.3	Elect Director Komori, Tetsuo	Mgmt	For	For
2.4	Elect Director Nomoto, Kikuo	Mgmt	For	For
2.5	Elect Director Morimoto, Seiji	Mgmt	For	For
2.6	Elect Director Okazawa, Yuki	Mgmt	For	For
3.1	Appoint Statutory Auditor Naka, Yukiko	Mgmt	For	For
3.2	Appoint Statutory Auditor Kamisuki, Masaru	Mgmt	For	For
3.3	Appoint Statutory Auditor Endo, Hirokazu	Mgmt	For	Against
	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.			

Zeta Global Holdings Corp.

Meeting Date: 06/09/2023 | Country: USA | Ticker: ZETA
Meeting Type: Annual
Primary ISIN: US98956A1051 | Primary SEDOL: BN0TQF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William Landman	Mgmt	For	Withhold
	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 reasonable sunset requirement, the classified board structure and the multi-class capital structure, each of which adversely impacts shareholder rights.			
1.2	Elect Director Robert Niehaus	Mgmt	For	For
1.3	Elect Director Jeanine Silberblatt	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Zhejiang Supor Co., Ltd.

Meeting Date: 04/25/2023 | Country: China | Ticker: 002032
Meeting Type: Annual
Primary ISIN: CNE000001KS5 | Primary SEDOL: B02JCS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Annual Report and Summary	Mgmt	For	For
4	Approve Financial Statements	Mgmt	For	For
5	Approve Profit Distribution	Mgmt	For	For
6	Approve to Appoint Auditor	Mgmt	For	For
7	Approve Use of Working Capital for Short-term Financial Products	Mgmt	For	Against
	Voter Rationale: The proposed investment could expose the company to unnecessary risks.			
8	Approve Provision of Guarantee	Mgmt	For	For
9	Approve Prepayment Financing Business	Mgmt	For	For
10	Approve Repurchase and Cancellation of Performance Shares	Mgmt	For	For
	APPROVE REPURCHASE OF THE COMPANY'S SHARES	Mgmt		
11.1	Approve Purpose and Use	Mgmt	For	For
11.2	Approve Manner of Share Repurchase	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11.3	Approve Price and Pricing Principle of the Share Repurchase	Mgmt	For	For
11.4	Approve Type, Number and Proportion of the Total Share Repurchase	Mgmt	For	For
11.5	Approve Total Capital Used for the Share Repurchase	Mgmt	For	For
11.6	Approve Capital Source Used for the Share Repurchase	Mgmt	For	For
11.7	Approve Implementation Period	Mgmt	For	For
11.8	Approve Resolution Validity Period	Mgmt	For	For
11.9	Approve Authorization Matters	Mgmt	For	For
12	Amend Articles of Association	Mgmt	For	For
13	Elect Philippe SUMEIRE as Supervisor	Mgmt	For	For
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
14.1	Elect Thierry de LA TOUR D'ARTAISE as Director	Mgmt	For	For
	Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). 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.			
14.2	Elect Stanislas de GRAMONT as Director	Mgmt	For	For
14.3	Elect Nathalie LOMON as Director	Mgmt	For	Against
	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.			
14.4	Elect Delphine SEGURA VAYLET as Director	Mgmt	For	For
	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.			
14.5	Elect Dai Huaizong as Director	Mgmt	For	For
14.6	Elect Su Xianze as Director	Mgmt	For	For
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
15.1	Elect Herve MACHENAUD as Director	Mgmt	For	For
15.2	Elect Jean-Michel PIVETEAU as Director	Mgmt	For	For
15.3	Elect Chen Jun as Director	Mgmt	For	Against
	Voter Rationale: We expect companies to explicitly prohibit child and forced labour in their Supplier Code of Conduct.			

Ziff Davis, Inc.

Meeting Date: 05/05/2023 | Country: USA | Ticker: ZD
Meeting Type: Annual
Primary ISIN: US48123V1026 | Primary SEDOL: B75DGJ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vivek Shah	Mgmt	For	For
1b	Elect Director Sarah Fay	Mgmt	For	For
1c	Elect Director Trace Harris	Mgmt	For	For
1d	Elect Director W. Brian Kretzmer	Mgmt	For	Against
	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.			
1e	Elect Director Jonathan F. Miller	Mgmt	For	For
1f	Elect Director Scott C. Taylor	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: 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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Zimmer Biomet Holdings, Inc.

Meeting Date: 05/12/2023 | Country: USA | Ticker: ZBH
Meeting Type: Annual
Primary ISIN: US98956P1021 | Primary SEDOL: 2783815

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christopher B. Begley	Mgmt	For	For
1b	Elect Director Betsy J. Bernard	Mgmt	For	For
1c	Elect Director Michael J. Farrell	Mgmt	For	For
1d	Elect Director Robert A. Hagemann	Mgmt	For	Against
	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.			
1e	Elect Director Bryan C. Hanson	Mgmt	For	For

Zimmer Biomet Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Arthur J. Higgins	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.			
1g	Elect Director Maria Teresa Hilado	Mgmt	For	For
1h	Elect Director Syed Jafry	Mgmt	For	For
1i	Elect Director Sreelakshmi Kolli	Mgmt	For	For
1j	Elect Director Michael W. Michelson	Mgmt	For	For
2	Ratify PricewaterhouseCoopers 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.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	Voter Rationale: We support an annual say on pay frequency.			

Zions Bancorporation, N.A.

Meeting Date: 05/05/2023 | Country: USA | Ticker: ZION

Meeting Type: Annual

Primary ISIN: US9897011071 | Primary SEDOL: 2989828

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Maria Contreras-Sweet	Mgmt	For	For
1B	Elect Director Gary L. Crittenden	Mgmt	For	For
1C	Elect Director Suren K. Gupta	Mgmt	For	For
1D	Elect Director Claire A. Huang	Mgmt	For	For
1E	Elect Director Vivian S. Lee	Mgmt	For	For
1F	Elect Director Scott J. McLean	Mgmt	For	For
1G	Elect Director Edward F. Murphy	Mgmt	For	For
1H	Elect Director Stephen D. Quinn	Mgmt	For	For
1I	Elect Director Harris H. Simmons	Mgmt	For	For
1J	Elect Director Aaron B. Skonnard	Mgmt	For	For
1K	Elect Director Barbara A. Yastine	Mgmt	For	For

Zions Bancorporation, N.A.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young 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.			
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. 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. 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.			

Zoetis Inc.

Meeting Date: 05/18/2023 Country: USA Ticker: ZTS

Meeting Type: Annual

Primary ISIN: US98978V1035 Primary SEDOL: B95WG16

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paul M. Bisaro	Mgmt	For	For
1b	Elect Director Vanessa Broadhurst	Mgmt	For	For
1c	Elect Director Frank A. D'Amelio	Mgmt	For	For
	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.			
1d	Elect Director Michael B. McCallister	Mgmt	For	For
1e	Elect Director Gregory Norden	Mgmt	For	For
1f	Elect Director Louise M. Parent	Mgmt	For	For
1g	Elect Director Kristin C. Peck	Mgmt	For	For
1h	Elect Director Robert W. Scully	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	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.			
4	Provide Right to Call Special Meeting	Mgmt	For	For
5	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For
	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.			

Zoom Video Communications, Inc.

Meeting Date: 06/15/2023 | Country: USA | Ticker: ZM
Meeting Type: Annual
Primary ISIN: US98980L1017 | Primary SEDOL: BGSP7M9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eric S. Yuan	Mgmt	For	For
	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.			
1.2	Elect Director Peter Gassner	Mgmt	For	For
1.3	Elect Director H.R. McMaster	Mgmt	For	Withhold
	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 reasonable sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	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. 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. 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. 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.			

ZoomInfo Technologies Inc.

Meeting Date: 05/17/2023 | Country: USA | Ticker: ZI
Meeting Type: Annual
Primary ISIN: US98980F1049 | Primary SEDOL: BMWF095

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Todd Crockett	Mgmt	For	Withhold

ZoomInfo Technologies Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Voter Rationale: 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 classified board and the pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.			
1.2	Elect Director Patrick McCarter	Mgmt	For	Withhold
	Voter Rationale: 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 classified board and the pop-up supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. 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.			
1.3	Elect Director D. Randall Winn	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	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.			

ZOZO, Inc.

Meeting Date: 06/28/2023 | Country: Japan | Ticker: 3092

Meeting Type: Annual

Primary ISIN: JP3399310006 | Primary SEDOL: B292RC1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 41	Mgmt	For	For
2	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 - Authorize Board to Determine Income Allocation	Mgmt	For	Against
	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.			
3.1	Elect Director Sawada, Kotaro	Mgmt	For	For
3.2	Elect Director Yanagisawa, Koji	Mgmt	For	For
3.3	Elect Director Hirose, Fuminori	Mgmt	For	For
3.4	Elect Director Ozawa, Takao	Mgmt	For	For
3.5	Elect Director Nagata, Yuko	Mgmt	For	For

ZOZO, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.6	Elect Director Hotta, Kazunori	Mgmt	For	For
3.7	Elect Director Saito, Taro	Mgmt	For	For
3.8	Elect Director Kansai, Takako	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Igarashi, Hiroko	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Utsunomiya, Junko	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Nishiyama, Kumiko	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Hattori, Shichiro	Mgmt	For	For
6	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
7	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
8	Approve Restricted Stock Plan	Mgmt	For	Against
	Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.			

ZTO Express (Cayman) Inc.

Meeting Date: 04/14/2023 Country: Cayman Islands Ticker: 2057

Meeting Type: Extraordinary Shareholders

Primary ISIN: KYG9897K1058 Primary SEDOL: BMZ1C83

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders	Mgmt		
1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
2	Authorize Share Repurchase Program	Mgmt	For	For
3	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Treasury stock, when re-issued without pre-emption rights, should be subject to the same limitations as newly issued stock.			
4	Amend Articles of Association	Mgmt	For	For

ZTO Express (Cayman) Inc.

Meeting Date: 06/14/2023 | Country: Cayman Islands | Ticker: 2057
Meeting Type: Annual
Primary ISIN: KYG9897K1058 | Primary SEDOL: BMZ1C83

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders	Mgmt		
1	Accept Financial Statements	Mgmt	For	For
	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.			
2	Re-Elect Hongqun Hu as Director	Mgmt	For	For
3	Re-Elect Xing Liu as Director	Mgmt	For	For
4	Re-Elect Frank Zhen Wei as Director	Mgmt	For	Against
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.			
5	Approve Remuneration of Directors	Mgmt	For	For
6	Ratify Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			
8	Authorize Share Repurchase Program	Mgmt	For	For
9	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.			

Zumiez Inc.

Meeting Date: 05/31/2023 | Country: USA | Ticker: ZUMZ
Meeting Type: Annual
Primary ISIN: US9898171015 | Primary SEDOL: B081QB7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas D. Campion	Mgmt	For	For

Zumiez Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Liliana Gil Valletta	Mgmt	For	Abstain
	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			
1c	Elect Director Carmen R. Bauza	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	Voter Rationale: We support an annual say on pay frequency.			
4	Approve 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. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Ratify Moss Adams LLP as Auditors	Mgmt	For	For
	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.			

Zurn Elkay Water Solutions Corporation

Meeting Date: 05/04/2023 Country: USA Ticker: ZWS

Meeting Type: Annual

Primary ISIN: US98983L1089 Primary SEDOL: BMV1ZD3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas D. Christopoul	Mgmt	For	For
1.2	Elect Director Emma M. McTague	Mgmt	For	For
1.3	Elect Director Peggy N. Troy	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.			
3	Ratify Ernst & Young 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.			

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