

Edgar Filing: Eaton Vance Risk-Managed Diversified Equity Income Fund - Form N-PX

Eaton Vance Risk-Managed Diversified Equity Income Fund
Form N-PX
August 17, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-22044

NAME OF REGISTRANT: Eaton Vance Risk-Managed
Diversified Equity Income
Fund

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: Two International Place
Boston, MA 02110

NAME AND ADDRESS OF AGENT FOR SERVICE: Maureen A. Gemma, Esq.
Two International Place
Boston, MA 02110

REGISTRANT'S TELEPHONE NUMBER: 617-482-8260

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2015 - 06/30/2016

Eaton Vance Risk-Managed Diversified Equity Income Fund

AFLAC INCORPORATED

Agen

Security: 001055102
Meeting Type: Annual
Meeting Date: 02-May-2016
Ticker: AFL
ISIN: US0010551028

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DANIEL P. AMOS | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: PAUL S. AMOS II | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: W. PAUL BOWERS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: KRISS CLONINGER III | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: TOSHIHIKO FUKUZAWA | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1F. | ELECTION OF DIRECTOR: ELIZABETH J. HUDSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DOUGLAS W. JOHNSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT B. JOHNSON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: THOMAS J. KENNY | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: CHARLES B. KNAPP | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOSEPH L. MOSKOWITZ | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: BARBARA K. RIMER, DRPH | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: MELVIN T. STITH | Mgmt | For |
| 2. | TO CONSIDER THE FOLLOWING NON-BINDING ADVISORY PROPOSAL: "RESOLVED, THAT THE SHAREHOLDERS APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, INCLUDING AS DISCLOSED IN THE COMPENSATION DISCUSSION AND ANALYSIS, EXECUTIVE COMPENSATION TABLES AND ACCOMPANYING NARRATIVE DISCUSSION IN THE PROXY STATEMENT" | Mgmt | Against |
| 3. | TO CONSIDER AND ACT UPON THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2016 | Mgmt | For |

ALLERGAN PLC

Agen

Security: G0177J108
Meeting Type: Annual
Meeting Date: 05-May-2016
Ticker: AGN
ISIN: IE00BY9D5467

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-------------------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | NESLI BASGOZ, M.D. | Mgmt | For |
| | PAUL M. BISARO | Mgmt | For |
| | JAMES H. BLOEM | Mgmt | For |
| | CHRISTOPHER W. BODINE | Mgmt | For |
| | CHRISTOPHER J. COUGHLIN | Mgmt | For |
| | MICHAEL R. GALLAGHER | Mgmt | For |
| | CATHERINE M. KLEMA | Mgmt | For |
| | PETER J. MCDONNELL, M.D | Mgmt | For |
| | PATRICK J. O'SULLIVAN | Mgmt | For |

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| | | | |
|-----|--|------|----------|
| | BRENTON L. SAUNDERS | Mgmt | For |
| | RONALD R. TAYLOR | Mgmt | Withheld |
| | FRED G. WEISS | Mgmt | For |
| 2. | TO APPROVE, IN A NON-BINDING VOTE, NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | Against |
| 3. | TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT AND COMPLIANCE COMMITTEE, TO DETERMINE PRICEWATERHOUSECOOPERS LLP'S REMUNERATION | Mgmt | For |
| 4A. | TO APPROVE THE AMENDMENT OF THE COMPANY'S: MEMORANDUM OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE AMENDMENTS | Mgmt | For |
| 4B. | TO APPROVE THE AMENDMENT OF THE COMPANY'S: ARTICLES OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE AMENDMENTS | Mgmt | For |
| 5A. | TO APPROVE THE AMENDMENT OF THE COMPANY'S ARTICLES OF ASSOCIATION IN ORDER TO: PROVIDE FOR A PLURALITY VOTING STANDARD IN THE EVENT OF A CONTESTED ELECTION | Mgmt | For |
| 5B. | TO APPROVE THE AMENDMENT OF THE COMPANY'S ARTICLES OF ASSOCIATION IN ORDER TO: GRANT THE BOARD OF DIRECTORS SOLE AUTHORITY TO DETERMINE ITS SIZE | Mgmt | For |
| 6. | TO APPROVE THE REDUCTION OF COMPANY CAPITAL | Mgmt | For |
| 7. | TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING AN ANNUAL REPORT ON LOBBYING ACTIVITIES, IF PROPERLY PRESENTED AT THE MEETING | Shr | Against |
| 8. | TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN, IF PROPERLY PRESENTED AT THE MEETING | Shr | For |

ALTRIA GROUP, INC.

Agen

Security: 02209S103
 Meeting Type: Annual
 Meeting Date: 19-May-2016
 Ticker: MO
 ISIN: US02209S1033

| Prop.# Proposal | Proposal Type | Proposal Vote |
|-----------------|---------------|---------------|
|-----------------|---------------|---------------|

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| | | | |
|-----|--|------|---------|
| 1A. | ELECTION OF DIRECTOR: GERALD L. BALILES | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARTIN J. BARRINGTON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOHN T. CASTEEN III | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DINYAR S. DEVITRE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: THOMAS F. FARRELL II | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: THOMAS W. JONES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DEBRA J. KELLY-ENNIS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: W. LEO KIELY III | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: KATHRYN B. MCQUADE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: GEORGE MUNOZ | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: NABIL Y. SAKKAB | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL - REPORT ON TOBACCO PRODUCT CONSTITUENTS AND INGREDIENTS AND THEIR POTENTIAL HEALTH CONSEQUENCES | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL - PARTICIPATION IN MEDIATION OF ANY ALLEGED HUMAN RIGHTS VIOLATIONS INVOLVING ALTRIA'S OPERATIONS | Shr | Against |

 AMAZON.COM, INC.

Agen

 Security: 023135106
 Meeting Type: Annual
 Meeting Date: 17-May-2016
 Ticker: AMZN
 ISIN: US0231351067

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JEFFREY P. BEZOS | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: TOM A. ALBERG | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOHN SEELY BROWN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: WILLIAM B. GORDON | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1E. | ELECTION OF DIRECTOR: JAMIE S. GORELICK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JUDITH A. MCGRATH | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: THOMAS O. RYDER | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: WENDELL P. WEEKS | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS | Mgmt | For |
| 3. | SHAREHOLDER PROPOSAL REGARDING SUSTAINABILITY REPORTING | Shr | Against |
| 4. | SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING HUMAN RIGHTS | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING CORPORATE POLITICAL CONTRIBUTIONS | Shr | Against |

 AMERICAN FINANCIAL GROUP, INC.

Agen

 Security: 025932104
 Meeting Type: Annual
 Meeting Date: 17-May-2016
 Ticker: AFG
 ISIN: US0259321042

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR CARL H. LINDNER III S. CRAIG LINDNER KENNETH C. AMBRECHT JOHN B. BERDING JOSEPH E. CONSOLINO VIRGINIA C. DROSOS JAMES E. EVANS TERRY S. JACOBS GREGORY G. JOSEPH WILLIAM W. VERITY JOHN I. VON LEHMAN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 2. | PROPOSAL TO RATIFY THE AUDIT COMMITTEE'S APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt | For |
| 3. | ADVISORY VOTE ON COMPENSATION OF NAMED | Mgmt | For |

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EXECUTIVE OFFICERS.

4. APPROVAL OF SENIOR EXECUTIVE LONG TERM INCENTIVE COMPENSATION PLAN. Mgmt For

 APPLE INC. Agen

Security: 037833100
 Meeting Type: Annual
 Meeting Date: 26-Feb-2016
 Ticker: AAPL
 ISIN: US0378331005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JAMES BELL | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: TIM COOK | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: AL GORE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: BOB IGER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ANDREA JUNG | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ART LEVINSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RON SUGAR | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: SUE WAGNER | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS APPLE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt | For |
| 3. | AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | APPROVAL OF THE AMENDED AND RESTATED APPLE INC. 2014 EMPLOYEE STOCK PLAN | Mgmt | For |
| 5. | A SHAREHOLDER PROPOSAL ENTITLED "NET-ZERO GREENHOUSE GAS EMISSIONS BY 2030" | Shr | Against |
| 6. | A SHAREHOLDER PROPOSAL REGARDING DIVERSITY AMONG OUR SENIOR MANAGEMENT AND BOARD OF DIRECTORS | Shr | Against |
| 7. | A SHAREHOLDER PROPOSAL ENTITLED "HUMAN RIGHTS REVIEW - HIGH RISK REGIONS" | Shr | Against |
| 8. | A SHAREHOLDER PROPOSAL ENTITLED "SHAREHOLDER PROXY ACCESS" | Shr | For |

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 BANK OF AMERICA CORPORATION

Agen

 Security: 060505104
 Meeting Type: Special
 Meeting Date: 22-Sep-2015
 Ticker: BAC
 ISIN: US0605051046

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01 | RESOLVED, THAT THE BANK OF AMERICA CORPORATION STOCKHOLDERS HEREBY RATIFY THE OCTOBER 1, 2014 AMENDMENTS TO THE COMPANY'S BYLAWS THAT PERMIT THE COMPANY'S BOARD OF DIRECTORS THE DISCRETION TO DETERMINE THE BOARD'S LEADERSHIP STRUCTURE, INCLUDING APPOINTING AN INDEPENDENT CHAIRMAN, OR APPOINTING A LEAD INDEPENDENT DIRECTOR WHEN THE CHAIRMAN IS NOT AN INDEPENDENT DIRECTOR. | Mgmt | Against |

 BRISTOL-MYERS SQUIBB COMPANY

Agen

 Security: 110122108
 Meeting Type: Annual
 Meeting Date: 03-May-2016
 Ticker: BMY
 ISIN: US1101221083

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: L. ANDREOTTI | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: P.J. ARDUINI | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: G. CAFORIO, M.D. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: M. GROBSTEIN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: A.J. LACY | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: T.J. LYNCH, JR., M.D. | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: D.C. PALIWAL | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: V.L. SATO, PH.D. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: G.L. STORCH | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: T.D. WEST, JR. | Mgmt | For |

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|----|--|------|-----|
| 2. | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS | Mgmt | For |
| 3. | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 4. | SPECIAL SHAREOWNER MEETINGS | Shr | For |

C.H. ROBINSON WORLDWIDE, INC.

Agen

Security: 12541W209
 Meeting Type: Annual
 Meeting Date: 12-May-2016
 Ticker: CHRW
 ISIN: US12541W2098

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SCOTT P. ANDERSON | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ROBERT EZRILOV | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: WAYNE M. FORTUN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MARY J. STEELE GUILFOILE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JODEE A. KOZLAK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: REBECCA KOENIG ROLOFF | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: BRIAN P. SHORT | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JAMES B. STAKE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JOHN P. WIEHOFF | Mgmt | For |
| 2. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | TO APPROVE AMENDMENT TO AND RESTATEMENT OF THE C.H. ROBINSON WORLDWIDE, INC. 2013 EQUITY INCENTIVE PLAN. | Mgmt | For |
| 4. | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |

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CELGENE CORPORATION

Agen

Security: 151020104
 Meeting Type: Annual
 Meeting Date: 15-Jun-2016
 Ticker: CELG
 ISIN: US1510201049

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR ROBERT J. HUGIN MARK J. ALLES RICHARD W BARKER D PHIL MICHAEL W. BONNEY MICHAEL D. CASEY CARRIE S. COX JACQUALYN A. FOUSE, PHD MICHAEL A. FRIEDMAN, MD JULIA A. HALLER, M.D. GILLA S. KAPLAN, PH.D. JAMES J. LOUGHLIN ERNEST MARIO, PH.D. | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For |
| 2. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 3. | APPROVAL OF AN AMENDMENT TO THE COMPANY'S 2008 STOCK INCENTIVE PLAN. | Mgmt | For |
| 4. | APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 5. | RATIFICATION OF AN AMENDMENT TO THE COMPANY'S BY-LAWS. | Mgmt | Against |
| 6. | STOCKHOLDER PROPOSAL TO REQUEST A BY-LAW PROVISION GRANTING STOCKHOLDERS THE RIGHT TO CALL SPECIAL MEETINGS, DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT. | Shr | For |
| 7. | STOCKHOLDER PROPOSAL TO REQUEST A PROXY ACCESS BY-LAW PROVISION, DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT. | Shr | For |

CHEVRON CORPORATION

Agen

Security: 166764100
 Meeting Type: Annual
 Meeting Date: 25-May-2016
 Ticker: CVX
 ISIN: US1667641005

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: A.B. CUMMINGS JR. | Mgmt | Abstain |
| 1B. | ELECTION OF DIRECTOR: L.F. DEILY | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: R.E. DENHAM | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: A.P. GAST | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: E. HERNANDEZ JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: J.M. HUNTSMAN JR. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: C.W. MOORMAN IV | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: J.G. STUMPF | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: R.D. SUGAR | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: I.G. THULIN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: J.S. WATSON | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF PWC AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | Against |
| 4. | AMENDMENT TO THE CHEVRON CORPORATION NON-EMPLOYEE DIRECTORS' EQUITY COMPENSATION AND DEFERRAL PLAN | Mgmt | For |
| 5. | REPORT ON LOBBYING | Shr | Against |
| 6. | ADOPT TARGETS TO REDUCE GHG EMISSIONS | Shr | Against |
| 7. | REPORT ON CLIMATE CHANGE IMPACT ASSESSMENT | Shr | Against |
| 8. | REPORT ON RESERVE REPLACEMENTS | Shr | Against |
| 9. | ADOPT DIVIDEND POLICY | Shr | Against |
| 10. | REPORT ON SHALE ENERGY OPERATIONS | Shr | Against |
| 11. | RECOMMEND INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE | Shr | Against |
| 12. | SET SPECIAL MEETINGS THRESHOLD AT 10% | Shr | For |

COMCAST CORPORATION

Agen

Security: 20030N101
Meeting Type: Special

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Meeting Date: 10-Dec-2015
 Ticker: CMCSA
 ISIN: US20030N1019

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | VOTE ON A PROPOSAL TO AMEND AND RESTATE OUR AMENDED AND RESTATED ARTICLES OF INCORPORATION AS DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT, AND IN CONNECTION THEREWITH, TO RECLASSIFY EACH ISSUED SHARE OF OUR CLASS A SPECIAL COMMON STOCK INTO ONE SHARE OF CLASS A COMMON STOCK | Mgmt | For |

CONSTELLATION BRANDS, INC.

Agen

Security: 21036P108
 Meeting Type: Annual
 Meeting Date: 22-Jul-2015
 Ticker: STZ
 ISIN: US21036P1084

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 1. | DIRECTOR JERRY FOWDEN BARRY A. FROMBERG ROBERT L. HANSON ERNESTO M. HERNANDEZ JAMES A. LOCKE III RICHARD SANDS ROBERT SANDS JUDY A. SCHMELING KEITH E. WANDELL | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For Withheld For For For For |
| 2. | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 29, 2016. | Mgmt | For |
| 3. | PROPOSAL TO APPROVE, BY AN ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT. | Mgmt | For |

CORNING INCORPORATED

Agen

Security: 219350105
 Meeting Type: Annual

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Meeting Date: 28-Apr-2016
 Ticker: GLW
 ISIN: US2193501051

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DONALD W. BLAIR | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: STEPHANIE A. BURNS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOHN A. CANNING, JR. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: RICHARD T. CLARK | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT F. CUMMINGS, JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DEBORAH A. HENRETTA | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DANIEL P. HUTTENLOCHER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: KURT M. LANDGRAF | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: KEVIN J. MARTIN | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DEBORAH D. RIEMAN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: HANSEL E. TOOKES II | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: WENDELL P. WEEKS | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: MARK S. WRIGHTON | Mgmt | For |
| 2. | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CORNING'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |

CREDIT SUISSE GROUP AG, ZUERICH

Agen

Security: H3698D419
 Meeting Type: EGM
 Meeting Date: 19-Nov-2015
 Ticker:
 ISIN: CH0012138530

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | PART 2 OF THIS MEETING IS FOR VOTING ON | Non-Voting | |

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AGENDA AND MEETING ATTENDANCE REQUESTS ONLY. PLEASE ENSURE THAT YOU HAVE FIRST VOTED IN FAVOUR OF THE REGISTRATION OF SHARES IN PART 1 OF THE MEETING. IT IS A MARKET REQUIREMENT FOR MEETINGS OF THIS TYPE THAT THE SHARES ARE REGISTERED AND MOVED TO A REGISTERED LOCATION AT THE CSD, AND SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF THE VOTE INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. THEREFORE WHILST THIS DOES NOT PREVENT THE TRADING OF SHARES, ANY THAT ARE REGISTERED MUST BE FIRST DEREGISTERED IF REQUIRED FOR SETTLEMENT. DEREGISTRATION CAN AFFECT THE VOTING RIGHTS OF THOSE SHARES. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT REPRESENTATIVE

| | | | |
|-------|---|------------|---------|
| 1 | ORDINARY SHARE CAPITAL INCREASE WITHOUT PRE-EMPTIVE RIGHTS (CONDITIONAL RESOLUTION) | Mgmt | For |
| 2 | ORDINARY SHARE CAPITAL INCREASE WITH PRE-EMPTIVE RIGHTS | Mgmt | For |
| III | IF, AT THE EXTRAORDINARY GENERAL MEETING, SHAREHOLDERS OR THE BOARD OF DIRECTORS PUT FORWARD ANY ADDITIONAL PROPOSALS OR AMENDMENTS TO PROPOSALS ALREADY SET OUT IN THE PUBLISHED AGENDA OR ANY PROPOSALS UNDER ART. 700 PARA. 3 OF THE SWISS CODE OF OBLIGATIONS, I HEREBY AUTHORIZE THE INDEPENDENT PROXY TO VOTE ON SUCH PROPOSALS AS FOLLOWS: | Non-Voting | |
| III.a | PROPOSALS OF SHAREHOLDERS | Shr | Against |
| III.b | PROPOSALS OF THE BOARD OF DIRECTORS | Mgmt | Against |

DANAHER CORPORATION

Agen

Security: 235851102
Meeting Type: Annual
Meeting Date: 10-May-2016
Ticker: DHR
ISIN: US2358511028

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DONALD J. EHRLICH | Mgmt | Against |
| 1B. | ELECTION OF DIRECTOR: LINDA HEFNER FILLER | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: THOMAS P. JOYCE, JR. | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1D. | ELECTION OF DIRECTOR: TERI LIST-STOLL | Mgmt | Against |
| 1E. | ELECTION OF DIRECTOR: WALTER G. LOHR, JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MITCHELL P. RALES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: STEVEN M. RALES | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOHN T. SCHWIETERS | Mgmt | Against |
| 1I. | ELECTION OF DIRECTOR: ALAN G. SPOON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ELIAS A. ZERHOUNI, M.D. | Mgmt | For |
| 2. | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS DANAHER'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 4. | TO ACT UPON A SHAREHOLDER PROPOSAL REQUESTING THAT DANAHER ISSUE A REPORT DISCLOSING ITS POLITICAL EXPENDITURE POLICIES AND DIRECT AND INDIRECT POLITICAL EXPENDITURES. | Shr | Against |
| 5. | TO ACT UPON A SHAREHOLDER PROPOSAL REQUESTING THAT DANAHER ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Shr | For |

DOLLAR GENERAL CORPORATION

Agen

Security: 256677105
Meeting Type: Annual
Meeting Date: 25-May-2016
Ticker: DG
ISIN: US2566771059

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: WARREN F. BRYANT | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MICHAEL M. CALBERT | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: SANDRA B. COCHRAN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: PATRICIA D. FILI-KRUSHEL | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: PAULA A. PRICE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: WILLIAM C. RHODES, | Mgmt | For |

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III

- | | | | |
|-----|---|------|-----|
| 1G. | ELECTION OF DIRECTOR: DAVID B. RICKARD | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: TODD J. VASOS | Mgmt | For |
| 2. | TO RATIFY ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016. | Mgmt | For |

ELI LILLY AND COMPANY

Agen

Security: 532457108
 Meeting Type: Annual
 Meeting Date: 02-May-2016
 Ticker: LLY
 ISIN: US5324571083

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: R. ALVAREZ | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: R.D. HOOVER | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: J.R. LUCIANO | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: F.G. PRENDERGAST | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: K.P. SEIFERT | Mgmt | For |
| 2. | APPROVE ADVISORY VOTE ON COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2016. | Mgmt | For |
| 4. | CONSIDERATION OF A SHAREHOLDER PROPOSAL SEEKING A REPORT REGARDING HOW WE SELECT THE COUNTRIES IN WHICH WE OPERATE OR INVEST. | Shr | Against |

EOG RESOURCES, INC.

Agen

Security: 26875P101
 Meeting Type: Annual

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Meeting Date: 26-Apr-2016
 Ticker: EOG
 ISIN: US26875P1012

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JANET F. CLARK | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: CHARLES R. CRISP | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JAMES C. DAY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: H. LEIGHTON STEWARD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DONALD F. TEXTOR | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: WILLIAM R. THOMAS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: FRANK G. WISNER | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF DELOITTE & TOUCHE LLP, INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS AUDITORS FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 3. | TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |

EQUITY RESIDENTIAL

Agen

Security: 29476L107
 Meeting Type: Annual
 Meeting Date: 16-Jun-2016
 Ticker: EQR
 ISIN: US29476L1070

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---------------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | JOHN W. ALEXANDER | Mgmt | For |
| | CHARLES L. ATWOOD | Mgmt | For |
| | LINDA WALKER BYNOE | Mgmt | For |
| | CONNIE K. DUCKWORTH | Mgmt | For |
| | MARY KAY HABEN | Mgmt | For |
| | BRADLEY A. KEYWELL | Mgmt | For |
| | JOHN E. NEAL | Mgmt | For |
| | DAVID J. NEITHERCUT | Mgmt | For |
| | MARK S. SHAPIRO | Mgmt | For |
| | GERALD A. SPECTOR | Mgmt | For |
| | STEPHEN E. STERRETT | Mgmt | For |
| | B. JOSEPH WHITE | Mgmt | For |

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|----|---|------|-----|
| | SAMUEL ZELL | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR 2016. | Mgmt | For |
| 3. | APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |

 FACEBOOK INC.

Agen

 Security: 30303M102
 Meeting Type: Annual
 Meeting Date: 20-Jun-2016
 Ticker: FB
 ISIN: US30303M1027

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR MARC L. ANDREESSEN ERSKINE B. BOWLES S.D. DESMOND-HELLMANN REED HASTINGS JAN KOUM SHERYL K. SANDBERG PETER A. THIEL MARK ZUCKERBERG | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | Withheld Withheld Withheld For Withheld For For Withheld |
| 2. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS FACEBOOK, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 3. | TO HOLD A NON-BINDING ADVISORY VOTE ON THE COMPENSATION PROGRAM FOR OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN OUR PROXY STATEMENT. | Mgmt | For |
| 4. | TO RATIFY OUR GRANT OF RESTRICTED STOCK UNITS (RSUS) TO OUR NON-EMPLOYEE DIRECTORS DURING THE YEAR ENDED DECEMBER 31, 2013. | Mgmt | Against |
| 5. | TO RATIFY OUR GRANT OF RSUS TO OUR NON-EMPLOYEE DIRECTORS DURING THE YEARS ENDED DECEMBER 31, 2014 AND 2015. | Mgmt | Against |
| 6. | TO APPROVE OUR ANNUAL COMPENSATION PROGRAM FOR NON-EMPLOYEE DIRECTORS. | Mgmt | Against |
| 7A. | TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO ESTABLISH THE CLASS C CAPITAL STOCK AND TO MAKE CERTAIN CLARIFYING CHANGES. | Mgmt | Against |

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|-----|---|------|---------|
| 7B. | TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS A COMMON STOCK FROM 5,000,000,000 TO 20,000,000,000. | Mgmt | Against |
| 7C. | TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR THE EQUAL TREATMENT OF SHARES OF CLASS A COMMON STOCK, CLASS B COMMON STOCK, AND CLASS C CAPITAL STOCK IN CONNECTION WITH DIVIDENDS AND DISTRIBUTIONS, CERTAIN TRANSACTIONS, AND UPON OUR LIQUIDATION, DISSOLUTION, OR WINDING UP. | Mgmt | For |
| 7D. | TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR ADDITIONAL EVENTS UPON WHICH ALL OF OUR SHARES OF CLASS B COMMON STOCK WILL AUTOMATICALLY CONVERT TO CLASS A COMMON STOCK, TO PROVIDE FOR ADDITIONAL INSTANCES WHERE CLASS B COMMON STOCK WOULD NOT CONVERT TO CLASS A COMMON STOCK IN CONNECTION WITH CERTAIN TRANSFERS, AND TO MAKE CERTAIN RELATED CHANGES TO THE CLASS B COMMON STOCK CONVERSION PROVISIONS. | Mgmt | For |
| 8. | TO AMEND AND RESTATE OUR 2012 EQUITY INCENTIVE PLAN. | Mgmt | Against |
| 9. | A STOCKHOLDER PROPOSAL REGARDING CHANGE IN STOCKHOLDER VOTING. | Shr | For |
| 10. | A STOCKHOLDER PROPOSAL REGARDING AN ANNUAL SUSTAINABILITY REPORT. | Shr | Against |
| 11. | A STOCKHOLDER PROPOSAL REGARDING A LOBBYING REPORT. | Shr | Against |
| 12. | A STOCKHOLDER PROPOSAL REGARDING AN INTERNATIONAL PUBLIC POLICY COMMITTEE. | Shr | Against |
| 13. | A STOCKHOLDER PROPOSAL REGARDING A GENDER PAY EQUITY REPORT. | Shr | Against |

FEDERAL REALTY INVESTMENT TRUST

Agen

Security: 313747206
Meeting Type: Annual

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Meeting Date: 04-May-2016
 Ticker: FRT
 ISIN: US3137472060

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1 | DIRECTOR JON E. BORTZ DAVID W. FAEDER KRISTIN GAMBLE GAIL P. STEINEL WARREN M. THOMPSON JOSEPH S. VASSALLUZZO DONALD C. WOOD | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2 | THE RATIFICATION OF THE APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31. 2016. | Mgmt | For |
| 3 | TO HOLD AN ADVISORY VOTE APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |

GENERAL ELECTRIC COMPANY

Agen

Security: 369604103
 Meeting Type: Annual
 Meeting Date: 27-Apr-2016
 Ticker: GE
 ISIN: US3696041033

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| A1 | ELECTION OF DIRECTOR: SEBASTIEN M. BAZIN | Mgmt | For |
| A2 | ELECTION OF DIRECTOR: W.GEOFFREY BEATTIE | Mgmt | For |
| A3 | ELECTION OF DIRECTOR: JOHN J. BRENNAN | Mgmt | For |
| A4 | ELECTION OF DIRECTOR: FRANCISCO D'SOUZA | Mgmt | For |
| A5 | ELECTION OF DIRECTOR: MARIJN E. DEKKERS | Mgmt | For |
| A6 | ELECTION OF DIRECTOR: PETER B. HENRY | Mgmt | For |
| A7 | ELECTION OF DIRECTOR: SUSAN J. HOCKFIELD | Mgmt | For |
| A8 | ELECTION OF DIRECTOR: JEFFREY R. IMMELT | Mgmt | For |
| A9 | ELECTION OF DIRECTOR: ANDREA JUNG | Mgmt | For |
| A10 | ELECTION OF DIRECTOR: ROBERT W. LANE | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| A11 | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Mgmt | For |
| A12 | ELECTION OF DIRECTOR: LOWELL C. MCADAM | Mgmt | For |
| A13 | ELECTION OF DIRECTOR: JAMES J. MULVA | Mgmt | For |
| A14 | ELECTION OF DIRECTOR: JAMES E. ROHR | Mgmt | For |
| A15 | ELECTION OF DIRECTOR: MARY L. SCHAPIRO | Mgmt | For |
| A16 | ELECTION OF DIRECTOR: JAMES S. TISCH | Mgmt | For |
| B1 | ADVISORY APPROVAL OF OUR NAMED EXECUTIVES' COMPENSATION | Mgmt | For |
| B2 | RATIFICATION OF KPMG AS INDEPENDENT AUDITOR FOR 2016 | Mgmt | For |
| C1 | LOBBYING REPORT | Shr | Against |
| C2 | INDEPENDENT CHAIR | Shr | Against |
| C3 | HOLY LAND PRINCIPLES | Shr | Abstain |
| C4 | CUMULATIVE VOTING | Shr | Against |
| C5 | PERFORMANCE-BASED OPTIONS | Shr | Against |
| C6 | HUMAN RIGHTS REPORT | Shr | Against |

 GENERAL MILLS, INC.

Agen

 Security: 370334104
 Meeting Type: Annual
 Meeting Date: 29-Sep-2015
 Ticker: GIS
 ISIN: US3703341046

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A) | ELECTION OF DIRECTOR: BRADBURY H. ANDERSON | Mgmt | For |
| 1B) | ELECTION OF DIRECTOR: R. KERRY CLARK | Mgmt | For |
| 1C) | ELECTION OF DIRECTOR: DAVID M. CORDANI | Mgmt | For |
| 1D) | ELECTION OF DIRECTOR: PAUL DANOS | Mgmt | For |
| 1E) | ELECTION OF DIRECTOR: HENRIETTA H. FORE | Mgmt | For |
| 1F) | ELECTION OF DIRECTOR: HEIDI G. MILLER | Mgmt | For |
| 1G) | ELECTION OF DIRECTOR: STEVE ODLAND | Mgmt | For |
| 1H) | ELECTION OF DIRECTOR: KENDALL J. POWELL | Mgmt | For |

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| | | | |
|-----|---|------|-----|
| 1I) | ELECTION OF DIRECTOR: MICHAEL D. ROSE | Mgmt | For |
| 1J) | ELECTION OF DIRECTOR: ROBERT L. RYAN | Mgmt | For |
| 1K) | ELECTION OF DIRECTOR: DOROTHY A. TERRELL | Mgmt | For |
| 2. | CAST AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFY THE APPOINTMENT OF KPMG LLP AS GENERAL MILLS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |

HANESBRANDS INC.

Agen

Security: 410345102
Meeting Type: Annual
Meeting Date: 25-Apr-2016
Ticker: HBI
ISIN: US4103451021

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: BOBBY J. GRIFFIN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JAMES C. JOHNSON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JESSICA T. MATHEWS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: FRANCK J. MOISON | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT F. MORAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RONALD L. NELSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RICHARD A. NOLL | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ANDREW J. SCHINDLER | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DAVID V. SINGER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ANN E. ZIEGLER | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS HANESBRANDS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR HANESBRANDS' 2016 FISCAL YEAR. | Mgmt | For |
| 3. | TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION AS DESCRIBED IN THE PROXY STATEMENT FOR THE ANNUAL MEETING. | Mgmt | For |

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INTEL CORPORATION

Agen

Security: 458140100
 Meeting Type: Annual
 Meeting Date: 19-May-2016
 Ticker: INTC
 ISIN: US4581401001

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ANEEL BHUSRI | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ANDY D. BRYANT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JOHN J. DONAHOE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: REED E. HUNDT | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: BRIAN M. KRZANICH | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JAMES D. PLUMMER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DAVID S. POTTRUCK | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: FRANK D. YEARY | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DAVID B. YOFFIE | Mgmt | For |
| 2. | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL ON IMPLEMENTING PRINCIPLES ENTITLED "HOLY LAND PRINCIPLES" | Shr | Against |
| 5. | STOCKHOLDER PROPOSAL ON WHETHER TO ALLOW STOCKHOLDERS TO ACT BY WRITTEN CONSENT | Shr | For |
| 6. | STOCKHOLDER PROPOSAL ON WHETHER TO ADOPT AN ALTERNATIVE VOTE COUNTING STANDARD | Shr | Against |

JOHNSON & JOHNSON

Agen

Security: 478160104
 Meeting Type: Annual
 Meeting Date: 28-Apr-2016
 Ticker: JNJ
 ISIN: US4781601046

| Prop.# | Proposal | Proposal | Proposal Vote |
|--------|----------|----------|---------------|
|--------|----------|----------|---------------|

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| | Type | |
|--|------|---------|
| 1A. ELECTION OF DIRECTOR: MARY C. BECKERLE | Mgmt | For |
| 1B. ELECTION OF DIRECTOR: D. SCOTT DAVIS | Mgmt | For |
| 1C. ELECTION OF DIRECTOR: IAN E.L. DAVIS | Mgmt | For |
| 1D. ELECTION OF DIRECTOR: ALEX GORSKY | Mgmt | For |
| 1E. ELECTION OF DIRECTOR: SUSAN L. LINDQUIST | Mgmt | For |
| 1F. ELECTION OF DIRECTOR: MARK B. MCCLELLAN | Mgmt | For |
| 1G. ELECTION OF DIRECTOR: ANNE M. MULCAHY | Mgmt | For |
| 1H. ELECTION OF DIRECTOR: WILLIAM D. PEREZ | Mgmt | For |
| 1I. ELECTION OF DIRECTOR: CHARLES PRINCE | Mgmt | For |
| 1J. ELECTION OF DIRECTOR: A. EUGENE WASHINGTON | Mgmt | For |
| 1K. ELECTION OF DIRECTOR: RONALD A. WILLIAMS | Mgmt | For |
| 2. ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 3. RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt | For |
| 4. SHAREHOLDER PROPOSAL - POLICY FOR SHARE REPURCHASE PREFERENCE | Shr | Against |
| 5. SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN | Shr | For |
| 6. SHAREHOLDER PROPOSAL - REPORT ON LOBBYING DISCLOSURE | Shr | Against |
| 7. SHAREHOLDER PROPOSAL - TAKE-BACK PROGRAMS FOR UNUSED MEDICINES | Shr | Against |

 JPMORGAN CHASE & CO.

Agen

 Security: 46625H100
 Meeting Type: Annual
 Meeting Date: 17-May-2016
 Ticker: JPM
 ISIN: US46625H1005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LINDA B. BAMMANN | Mgmt | For |

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|-----|--|------|---------|
| 1B. | ELECTION OF DIRECTOR: JAMES A. BELL | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CRANDALL C. BOWLES | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEPHEN B. BURKE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JAMES S. CROWN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JAMES DIMON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: TIMOTHY P. FLYNN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LABAN P. JACKSON, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MICHAEL A. NEAL | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: LEE R. RAYMOND | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: WILLIAM C. WELDON | Mgmt | For |
| 2. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 3. | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 4. | INDEPENDENT BOARD CHAIRMAN - REQUIRE AN INDEPENDENT CHAIR | Shr | For |
| 5. | HOW VOTES ARE COUNTED - COUNT VOTES USING ONLY FOR AND AGAINST AND IGNORE ABSTENTIONS | Shr | Against |
| 6. | VESTING FOR GOVERNMENT SERVICE -PROHIBIT VESTING OF EQUITY-BASED AWARDS FOR SENIOR EXECUTIVES DUE TO VOLUNTARY RESIGNATION TO ENTER GOVERNMENT SERVICE | Shr | For |
| 7. | APPOINT A STOCKHOLDER VALUE COMMITTEE - ADDRESS WHETHER DIVESTITURE OF ALL NON-CORE BANKING BUSINESS SEGMENTS WOULD ENHANCE SHAREHOLDER VALUE | Shr | Against |
| 8. | CLAWBACK AMENDMENT - DEFER COMPENSATION FOR 10 YEARS TO HELP SATISFY ANY MONETARY PENALTY ASSOCIATED WITH VIOLATION OF LAW | Shr | Against |
| 9. | EXECUTIVE COMPENSATION PHILOSOPHY - ADOPT A BALANCED EXECUTIVE COMPENSATION PHILOSOPHY WITH SOCIAL FACTORS TO IMPROVE THE FIRM'S ETHICAL CONDUCT AND PUBLIC REPUTATION | Shr | Against |

 LOWE'S COMPANIES, INC.

Agen

 Security: 548661107
 Meeting Type: Annual
 Meeting Date: 27-May-2016
 Ticker: LOW
 ISIN: US5486611073

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR RAUL ALVAREZ ANGELA F. BRALY SANDRA B. COCHRAN LAURIE Z. DOUGLAS RICHARD W. DREILING ROBERT L. JOHNSON MARSHALL O. LARSEN JAMES H. MORGAN ROBERT A. NIBLOCK BERTRAM L. SCOTT ERIC C. WISEMAN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 2. | APPROVAL OF THE LOWE'S COMPANIES, INC. 2016 ANNUAL INCENTIVE PLAN. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF LOWE'S NAMED EXECUTIVE OFFICER COMPENSATION IN FISCAL 2015. | Mgmt | For |
| 4. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS LOWE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016. | Mgmt | For |
| 5. | PROPOSAL REQUESTING LOWE'S BOARD OF DIRECTORS ISSUE AN ANNUAL SUSTAINABILITY REPORT. | Shr | Against |
| 6. | PROPOSAL REQUESTING LOWE'S BOARD OF DIRECTORS ADOPT, AND PRESENT FOR SHAREHOLDER APPROVAL, A PROXY ACCESS BYLAW. | Shr | For |

MEDTRONIC PLC

Agen

Security: G5960L103
Meeting Type: Annual
Meeting Date: 11-Dec-2015
Ticker: MDT
ISIN: IE00BTN1Y115

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RICHARD H. ANDERSON | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: CRAIG ARNOLD | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: SCOTT C. DONNELLY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: RANDALL HOGAN III | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: OMAR ISHRAK | Mgmt | For |

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| | | | |
|-----|--|------|--------|
| 1F. | ELECTION OF DIRECTOR: SHIRLEY A. JACKSON, PH.D. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MICHAEL O. LEAVITT | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JAMES T. LENEHAN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: ELIZABETH NABEL, M.D. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DENISE M. O'LEARY | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: KENDALL J. POWELL | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: ROBERT C. POZEN | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: PREETHA REDDY | Mgmt | For |
| 2. | TO RATIFY THE RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS MEDTRONIC'S INDEPENDENT AUDITOR FOR FISCAL YEAR 2016 AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO SET ITS REMUNERATION. | Mgmt | For |
| 3. | TO APPROVE IN A NON-BINDING ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION (A "SAY-ON-PAY" VOTE). | Mgmt | For |
| 4. | TO APPROVE, IN A NON-BINDING ADVISORY VOTE, THE FREQUENCY OF SAY-ON-PAY VOTES. | Mgmt | 1 Year |

METLIFE, INC.

Agen

Security: 59156R108
Meeting Type: Annual
Meeting Date: 14-Jun-2016
Ticker: MET
ISIN: US59156R1086

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHERYL W. GRISE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: R. GLENN HUBBARD | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEVEN A. KANDARIAN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: EDWARD J. KELLY, III | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1H. | ELECTION OF DIRECTOR: JAMES M. KILTS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CATHERINE R. KINNEY | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DENISE M. MORRISON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: KENTON J. SICCHITANO | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: LULU C. WANG | Mgmt | For |
| 2. | ADVISORY VOTE TO ADOPT A BY-LAW DESIGNATING DELAWARE THE EXCLUSIVE FORUM FOR CERTAIN LEGAL ACTIONS | Mgmt | Against |
| 3. | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2016 | Mgmt | For |
| 4. | ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS | Mgmt | For |
| 5. | SHAREHOLDER PROPOSAL TO ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD BE AN INDEPENDENT DIRECTOR | Shr | For |
| 6. | SHAREHOLDER PROPOSAL TO ADOPT SHAREHOLDER RIGHT TO ACT BY WRITTEN CONSENT | Shr | For |

 MONDELEZ INTERNATIONAL, INC.

Agen

 Security: 609207105
 Meeting Type: Annual
 Meeting Date: 18-May-2016
 Ticker: MDLZ
 ISIN: US6092071058

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: LEWIS W.K. BOOTH | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: LOIS D. JULIBER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MARK D. KETCHUM | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JORGE S. MESQUITA | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JOSEPH NEUBAUER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: NELSON PELTZ | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: IRENE B. ROSENFELD | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1J. | ELECTION OF DIRECTOR: CHRISTIANA S. SHI | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: PATRICK T. SIEWERT | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: RUTH J. SIMMONS | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JEAN-FRANCOIS M.L. VAN BOXMEER | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL: REPORT ON PACKAGING. | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL: VESTING OF EQUITY AWARDS IN A CHANGE IN CONTROL. | Shr | For |
| 6. | SHAREHOLDER PROPOSAL: POLICY ON MEDIATION. | Shr | Against |

 NEWELL RUBBERMAID INC.

Agen

Security: 651229106
 Meeting Type: Special
 Meeting Date: 15-Apr-2016
 Ticker: NWL
 ISIN: US6512291062

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | APPROVAL OF THE ISSUANCE OF SHARES OF NEWELL RUBBERMAID INC. ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Mgmt | For |
| 2. | ADJOURNMENT OF THE NEWELL RUBBERMAID ANNUAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF, IMMEDIATELY PRIOR TO SUCH ADJOURNMENT, SUFFICIENT VOTES TO APPROVE PROPOSAL 1 HAVE NOT BEEN OBTAINED. | Mgmt | For |
| 3A. | ELECTION OF DIRECTOR: THOMAS E. CLARKE | Mgmt | For |
| 3B. | ELECTION OF DIRECTOR: KEVIN C. CONROY | Mgmt | For |
| 3C. | ELECTION OF DIRECTOR: SCOTT S. COWEN | Mgmt | For |
| 3D. | ELECTION OF DIRECTOR: MICHAEL T. COWHIG | Mgmt | For |
| 3E. | ELECTION OF DIRECTOR: DOMENICO DE SOLE | Mgmt | For |

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| | | | |
|-----|--|------|-----|
| 3F. | ELECTION OF DIRECTOR: MICHAEL B. POLK | Mgmt | For |
| 3G. | ELECTION OF DIRECTOR: STEVEN J. STROBEL | Mgmt | For |
| 3H. | ELECTION OF DIRECTOR: MICHAEL A. TODMAN | Mgmt | For |
| 3I. | ELECTION OF DIRECTOR: RAYMOND G. VIAULT | Mgmt | For |
| 4. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |

NEXTERA ENERGY, INC.

Agem

Security: 65339F101
Meeting Type: Annual
Meeting Date: 19-May-2016
Ticker: NEE
ISIN: US65339F1012

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SHERRY S. BARRAT | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JAMES L. CAMAREN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KENNETH B. DUNN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: NAREN K. GURSAHANEY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: KIRK S. HACHIGIAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: TONI JENNINGS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: AMY B. LANE | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JAMES L. ROBO | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: RUDY E. SCHUPP | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN L. SKOLDS | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: WILLIAM H. SWANSON | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: HANSEL E. TOOKES, II | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS NEXTERA ENERGY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt | For |
| 3. | APPROVAL, BY NON-BINDING ADVISORY VOTE, OF NEXTERA ENERGY'S COMPENSATION OF ITS NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT | Mgmt | For |
| 4. | APPROVAL OF THE MATERIAL TERMS FOR PAYMENT OF PERFORMANCE-BASED COMPENSATION UNDER THE | Mgmt | For |

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NEXTERA ENERGY, INC. AMENDED AND RESTATED
2011 LONG TERM INCENTIVE PLAN

- | | | | |
|----|--|-----|---------|
| 5. | A PROPOSAL BY THE COMPTROLLER OF THE STATE OF NEW YORK, THOMAS P. DINAPOLI, ENTITLED "POLITICAL CONTRIBUTION DISCLOSURE" TO REQUEST SEMIANNUAL REPORTS DISCLOSING POLITICAL CONTRIBUTION POLICIES AND EXPENDITURES | Shr | Against |
| 6. | A PROPOSAL BY MYRA YOUNG ENTITLED "SHAREHOLDER PROXY ACCESS" TO REQUEST THE NEXTERA ENERGY BOARD OF DIRECTORS TO ADOPT, AND PRESENT FOR SHAREHOLDER APPROVAL, A "PROXY ACCESS" BYLAW | Shr | For |
| 7. | A PROPOSAL BY ALAN FARAGO AND LISA VERSACI ENTITLED "REPORT ON RANGE OF PROJECTED SEA LEVEL RISE/CLIMATE CHANGE IMPACTS" TO REQUEST AN ANNUAL REPORT OF MATERIAL RISKS AND COSTS OF SEA LEVEL RISE TO COMPANY OPERATIONS, FACILITIES AND MARKETS | Shr | Against |

NIKE, INC.

Agen

Security: 654106103
Meeting Type: Annual
Meeting Date: 17-Sep-2015
Ticker: NKE
ISIN: US6541061031

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------------------|--------------------------|
| 1. | DIRECTOR ALAN B. GRAF, JR. JOHN C. LECHLEITER MICHELLE A. PELUSO PHYLLIS M. WISE | Mgmt Mgmt Mgmt Mgmt | For For For For |
| 2. | TO APPROVE EXECUTIVE COMPENSATION BY AN ADVISORY VOTE. | Mgmt | For |
| 3. | TO AMEND THE ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK. | Mgmt | For |
| 4. | TO RE-APPROVE THE EXECUTIVE PERFORMANCE SHARING PLAN AS AMENDED. | Mgmt | For |
| 5. | TO APPROVE THE AMENDED AND RESTATED STOCK INCENTIVE PLAN. | Mgmt | For |
| 6. | TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS DISCLOSURE. | Shr | Against |

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7. TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. Mgmt For

 NXP SEMICONDUCTORS NV. Agen

Security: N6596X109
 Meeting Type: Special
 Meeting Date: 02-Jul-2015
 Ticker: NXPI
 ISIN: NL0009538784

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1 | A) THE PROPOSAL TO APPROVE (WITHIN THE MEANING OF ARTICLE 2:107A OF THE DUTCH CIVIL CODE) THE COMPLETION BY NXP OF THE MERGER (THE "MERGER") OF NIMBLE ACQUISITION LIMITED, A WHOLLY-OWNED, INDIRECT SUBSIDIARY OF NXP ("MERGER SUB"), WITH AND INTO FREESCALE SEMICONDUCTOR, LTD. ("FREESCALE"), WITH FREESCALE SURVIVING THE MERGER AS A WHOLLY-OWNED, INDIRECT SUBSIDIARY OF NXP AND THE OTHER TRANSACTIONS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER (THE "MERGER AGREEMENT"), DATED AS OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Mgmt | For |
| 2A | THE PROPOSAL TO APPOINT GREGORY L. SUMME AS NON-EXECUTIVE DIRECTOR OF NXP, EFFECTIVE AS OF THE EFFECTIVE TIME OF THE MERGER AND FOR A TERM ENDING AT THE CLOSE OF THE FIRST NXP ANNUAL GENERAL MEETING HELD AFTER SUCH EFFECTIVE TIME. | Mgmt | For |
| 2B | THE PROPOSAL TO APPOINT PETER SMITHAM AS NON-EXECUTIVE DIRECTOR OF NXP, EFFECTIVE AS OF THE EFFECTIVE TIME OF THE MERGER AND FOR A TERM ENDING AT THE CLOSE OF THE FIRST NXP ANNUAL GENERAL MEETING HELD AFTER SUCH EFFECTIVE TIME. | Mgmt | For |

 NXP SEMICONDUCTORS NV. Agen

Security: N6596X109
 Meeting Type: Annual
 Meeting Date: 02-Jun-2016
 Ticker: NXPI
 ISIN: NL0009538784

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 2C. | ADOPTION OF THE 2015 STATUTORY ANNUAL ACCOUNTS | Mgmt | For |
| 2D. | GRANTING DISCHARGE TO THE DIRECTORS FOR THEIR RESPONSIBILITIES IN THE FINANCIAL YEAR 2015 | Mgmt | For |
| 3A. | PROPOSAL TO RE-APPOINT MR. RICHARD L. CLEMMER AS EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3B. | PROPOSAL TO RE-APPOINT SIR PETER BONFIELD AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3C. | PROPOSAL TO RE-APPOINT MR. JOHANNES P. HUTH AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3D. | PROPOSAL TO RE-APPOINT MR. KENNETH A. GOLDMAN AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3E. | PROPOSAL TO RE-APPOINT DR. MARION HELMES AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3F. | PROPOSAL TO RE-APPOINT MR. JOSEPH KAESER AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3G. | PROPOSAL TO RE-APPOINT MR. IAN LORING AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3H. | PROPOSAL TO RE-APPOINT MR. ERIC MEURICE AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3I. | PROPOSAL TO RE-APPOINT MR. PETER SMITHAM AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3J. | PROPOSAL TO RE-APPOINT MS. JULIE SOUTHERN AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3K. | PROPOSAL TO RE-APPOINT MR. GREGORY SUMME AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 3L. | PROPOSAL TO APPOINT DR. RICK TSAI AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt | For |
| 4. | PROPOSAL TO DETERMINE THE REMUNERATION OF THE MEMBERS OF THE AUDIT COMMITTEE AND THE NOMINATING AND COMPENSATION COMMITTEE OF | Mgmt | For |

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THE BOARD OF DIRECTORS

| | | | |
|-----|---|------|-----|
| 5A. | AUTHORIZATION OF THE BOARD OF DIRECTORS TO ISSUE SHARES OR GRANT RIGHTS TO ACQUIRE SHARES | Mgmt | For |
| 5B. | AUTHORIZATION OF THE BOARD OF DIRECTORS TO RESTRICT OR EXCLUDE PRE-EMPTION RIGHTS | Mgmt | For |
| 6. | AUTHORIZATION OF THE BOARD OF DIRECTORS TO REPURCHASE SHARES IN THE COMPANY'S CAPITAL | Mgmt | For |
| 7. | AUTHORIZATION TO CANCEL REPURCHASED SHARES IN THE COMPANY'S CAPITAL | Mgmt | For |

OCCIDENTAL PETROLEUM CORPORATION

Agen

Security: 674599105
Meeting Type: Annual
Meeting Date: 29-Apr-2016
Ticker: OXY
ISIN: US6745991058

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SPENCER ABRAHAM | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: HOWARD I. ATKINS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: EUGENE L. BATCHELDER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEPHEN I. CHAZEN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JOHN E. FEICK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MARGARET M. FORAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: VICKI A. HOLLUB | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: WILLIAM R. KLESSE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: AVEDICK B. POLADIAN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ELISSE B. WALTER | Mgmt | For |
| 2. | ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION | Mgmt | For |
| 3. | RATIFICATION OF SELECTION OF KPMG LLP AS INDEPENDENT AUDITORS | Mgmt | For |
| 4. | REVIEW PUBLIC POLICY ADVOCACY ON CLIMATE | Shr | Against |
| 5. | CARBON LEGISLATION IMPACT ASSESSMENT | Shr | Against |

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|----|-------------------------------|-----|---------|
| 6. | SPECIAL SHAREOWNER MEETINGS | Shr | For |
| 7. | METHANE EMISSIONS AND FLARING | Shr | Against |

 ORACLE CORPORATION

 Agen

Security: 68389X105
 Meeting Type: Annual
 Meeting Date: 18-Nov-2015
 Ticker: ORCL
 ISIN: US68389X1054

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR JEFFREY S. BERG H. RAYMOND BINGHAM MICHAEL J. BOSKIN SAFRA A. CATZ BRUCE R. CHIZEN GEORGE H. CONRADES LAWRENCE J. ELLISON HECTOR GARCIA-MOLINA JEFFREY O. HENLEY MARK V. HURD LEON E. PANETTA NAOMI O. SELIGMAN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | Withheld Withheld Withheld Withheld Withheld Withheld Withheld Withheld Withheld Withheld For Withheld |
| 2. | RE-APPROVAL OF THE ORACLE CORPORATION EXECUTIVE BONUS PLAN. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | Against |
| 4. | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2016. | Mgmt | For |
| 5. | STOCKHOLDER PROPOSAL REGARDING RENEWABLE ENERGY TARGETS. | Shr | Against |
| 6. | STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS. | Shr | For |
| 7. | STOCKHOLDER PROPOSAL REGARDING QUANTIFIABLE PERFORMANCE METRICS. | Shr | For |
| 8. | STOCKHOLDER PROPOSAL REGARDING AMENDMENT OF THE GOVERNANCE GUIDELINES. | Shr | For |
| 9. | STOCKHOLDER PROPOSAL REGARDING VOTE TABULATION. | Shr | Against |
| 10. | STOCKHOLDER PROPOSAL REGARDING LOBBYING REPORT. | Shr | Against |

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PERRIGO COMPANY PLC

Agen

Security: G97822103
 Meeting Type: Annual
 Meeting Date: 04-Nov-2015
 Ticker: PRGO
 ISIN: IE00BGH1M568

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LAURIE BRLAS | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: GARY M. COHEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: MARC COUCKE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JACQUALYN A. FOUSE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ELLEN R. HOFFING | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MICHAEL J. JANDERNOA | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: GERARD K. KUNKLE, JR. | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: HERMAN MORRIS, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DONAL O'CONNOR | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOSEPH C. PAPA | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: SHLOMO YANAI | Mgmt | For |
| 2. | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE PERIOD ENDING DECEMBER 31, 2015, AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO FIX THE REMUNERATION OF THE AUDITORS. | Mgmt | For |
| 3. | AN ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | AUTHORIZE PERRIGO COMPANY PLC AND/OR ANY SUBSIDIARY OF PERRIGO COMPANY PLC TO MAKE MARKET PURCHASES OF PERRIGO COMPANY PLC'S ORDINARY SHARES. | Mgmt | For |
| 5. | DETERMINE THE REISSUE PRICE RANGE FOR PERRIGO COMPANY PLC TREASURY SHARES. | Mgmt | For |
| 6. | APPROVE AMENDMENTS TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY. | Mgmt | For |
| 7. | ADOPT REVISED ARTICLES OF ASSOCIATION OF | Mgmt | For |

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THE COMPANY.

PERRIGO COMPANY PLC

Agen

Security: G97822103
 Meeting Type: Annual
 Meeting Date: 26-Apr-2016
 Ticker: PRGO
 ISIN: IE00BGH1M568

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LAURIE BRLAS | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: GARY M. COHEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: MARC COUCKE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ELLEN R. HOFFING | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MICHAEL J. JANDERNOA | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: GERALD K. KUNKLE, JR. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: HERMAN MORRIS, JR. | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DONAL O'CONNOR | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JOSEPH C. PAPA | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: SHLOMO YANAI | Mgmt | For |
| 2. | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITOR FOR THE PERIOD ENDING DECEMBER 31, 2016, AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO FIX THE REMUNERATION OF THE AUDITOR | Mgmt | For |
| 3. | APPROVE IN AN ADVISORY VOTE THE COMPANY'S EXECUTIVE COMPENSATION | Mgmt | Against |
| 4. | AUTHORIZE PERRIGO COMPANY PLC AND/OR ANY SUBSIDIARY TO MAKE MARKET PURCHASES OF PERRIGO COMPANY PLC'S ORDINARY SHARES | Mgmt | For |
| 5. | DETERMINE THE REISSUE PRICE RANGE FOR PERRIGO COMPANY PLC TREASURY SHARES | Mgmt | For |

PPG INDUSTRIES, INC.

Agen

Security: 693506107

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Meeting Type: Annual
 Meeting Date: 21-Apr-2016
 Ticker: PPG
 ISIN: US6935061076

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JAMES G. BERGES | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JOHN V. FARACI | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: VICTORIA F. HAYNES | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MICHAEL H. MCGARRY | Mgmt | For |
| 2. | APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS ON AN ADVISORY BASIS | Mgmt | For |
| 3. | REAPPROVE THE PERFORMANCE GOALS UNDER THE AMENDED AND RESTATED OMNIBUS INCENTIVE PLAN | Mgmt | For |
| 4. | APPROVE THE AMENDMENT AND RESTATEMENT OF THE AMENDED AND RESTATED OMNIBUS INCENTIVE PLAN | Mgmt | For |
| 5. | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt | For |
| 6. | SHAREHOLDER PROPOSAL REQUESTING THAT THE BOARD ADOPT A POLICY THAT GIVES PREFERENCE TO SHARE REPURCHASES RELATIVE TO CASH DIVIDENDS | Shr | Against |

ROYAL DUTCH SHELL PLC, LONDON

Agen

Security: G7690A118
 Meeting Type: OGM
 Meeting Date: 27-Jan-2016
 Ticker:
 ISIN: GB00B03MM408

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1 | (A) THE PROPOSED ACQUISITION BY THE COMPANY OF THE ENTIRE ISSUED ORDINARY SHARE CAPITAL OF BG GROUP PLC ("BG"), TO BE EFFECTED PURSUANT TO A SCHEME OF ARRANGEMENT OF BG UNDER PART 26 OF THE COMPANIES ACT 2006 (THE ''SCHEME'') (OR BY WAY OF A TAKEOVER OFFER AS DEFINED IN CHAPTER 3 OF PART 28 OF THE COMPANIES ACT 2006 IN THE CIRCUMSTANCES | Mgmt | Against |

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SET OUT IN THE CO-OPERATION AGREEMENT ENTERED INTO BETWEEN THE COMPANY AND BG DATED 8 APRIL 2015 (AN "OFFER")) (THE "RECOMMENDED COMBINATION") SUBSTANTIALLY ON THE TERMS AND SUBJECT TO THE CONDITIONS SET OUT IN: (I) THE CIRCULAR TO SHAREHOLDERS OF THE COMPANY DATED 22 DECEMBER 2015 (THE "CIRCULAR") OUTLINING THE RECOMMENDED COMBINATION, OF WHICH THIS NOTICE CONVENING THIS GENERAL MEETING (THE "NOTICE") FORMS PART; AND (II) THE PROSPECTUS PREPARED BY THE COMPANY IN CONNECTION WITH ADMISSION (DEFINED BELOW) DATED 22 DECEMBER 2015, BE AND IS HEREBY APPROVED AND THE DIRECTORS OF THE COMPANY (THE "DIRECTORS") (OR A DULY AUTHORISED COMMITTEE THEREOF) BE AND ARE HEREBY AUTHORISED TO DO OR PROCURE TO BE DONE ALL SUCH ACTS AND THINGS AS THEY CONSIDER NECESSARY, EXPEDIENT OR APPROPRIATE IN CONNECTION WITH THE RECOMMENDED COMBINATION AND THIS RESOLUTION AND TO AGREE SUCH MODIFICATIONS, VARIATIONS, REVISIONS, WAIVERS OR AMENDMENTS TO THE TERMS AND CONDITIONS OF THE RECOMMENDED COMBINATION (PROVIDED THAT SUCH MODIFICATIONS, VARIATIONS, REVISIONS, WAIVERS OR AMENDMENTS DO NOT MATERIALLY CHANGE THE TERMS OF THE RECOMMENDED COMBINATION FOR THE PURPOSES OF THE UK LISTING AUTHORITY'S LISTING RULE 10.5.2) AND TO ANY DOCUMENTS AND ARRANGEMENTS RELATING THERETO, AS THE DIRECTORS (OR A DULY AUTHORISED COMMITTEE THEREOF) MAY IN THEIR ABSOLUTE DISCRETION THINK FIT; AND (B) SUBJECT TO AND CONDITIONAL UPON: (I) THE SCHEME BECOMING EFFECTIVE, EXCEPT FOR THE CONDITIONS RELATING TO: (A) THE DELIVERY OF THE ORDER OF THE HIGH COURT OF JUSTICE IN ENGLAND AND WALES SANCTIONING THE SCHEME TO THE REGISTRAR OF COMPANIES IN ENGLAND AND WALES; (B) THE UK LISTING AUTHORITY HAVING ACKNOWLEDGED TO THE COMPANY OR ITS AGENT (AND SUCH ACKNOWLEDGMENT NOT HAVING BEEN WITHDRAWN) THAT THE APPLICATION FOR THE ADMISSION OF THE NEW SHELL SHARES TO THE OFFICIAL LIST MAINTAINED BY THE UK LISTING AUTHORITY WITH A PREMIUM LISTING HAS BEEN APPROVED AND (AFTER SATISFACTION OF ANY CONDITIONS TO WHICH SUCH APPROVAL IS EXPRESSED TO BE SUBJECT (THE "LISTING CONDITIONS")) WILL BECOME EFFECTIVE AS SOON AS A DEALING NOTICE HAS BEEN ISSUED BY THE FINANCIAL CONDUCT AUTHORITY AND ANY LISTING CONDITIONS HAVING BEEN SATISFIED AND THE LONDON STOCK EXCHANGE PLC HAVING ACKNOWLEDGED TO THE COMPANY OR ITS AGENT (AND SUCH ACKNOWLEDGMENT NOT HAVING BEEN WITHDRAWN) THAT THE NEW SHELL SHARES WILL BE ADMITTED TO TRADING ON THE MAIN MARKET OF THE LONDON STOCK EXCHANGE PLC; AND (C) THE COMPANY OR ITS AGENT HAVING RECEIVED

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CONFIRMATION (AND SUCH CONFIRMATION NOT HAVING BEEN WITHDRAWN) THAT THE APPLICATION FOR LISTING AND TRADING OF THE NEW SHELL SHARES ON EURONEXT AMSTERDAM, A REGULATED MARKET OF EURONEXT AMSTERDAM N.V., HAS BEEN APPROVED AND (AFTER SATISFACTION OF ANY CONDITIONS TO WHICH SUCH APPROVAL IS EXPRESSED TO BE SUBJECT) WILL BECOME EFFECTIVE SHORTLY AFTER THE SCHEME BECOMES EFFECTIVE (THE ADMISSION OF THE NEW SHELL SHARES TO LISTING AND TRADING IN RELATION TO (B) AND (C) TOGETHER BEING "ADMISSION"); OR, AS THE CASE MAY BE, (II) THE OFFER BECOMING OR BEING DECLARED WHOLLY UNCONDITIONAL (EXCEPT FOR ADMISSION), THE DIRECTORS BE AND HEREBY ARE GENERALLY AND UNCONDITIONALLY AUTHORISED PURSUANT TO SECTION 551 OF THE COMPANIES ACT 2006 (IN ADDITION, TO THE EXTENT UNUTILISED, TO THE AUTHORITY GRANTED TO THE DIRECTORS AT THE COMPANY'S ANNUAL GENERAL MEETING HELD ON 19 MAY 2015, WHICH REMAINS IN FULL FORCE AND EFFECT) TO EXERCISE ALL THE POWERS OF THE COMPANY TO ALLOT NEW SHELL A ORDINARY SHARES AND SHELL B ORDINARY SHARES OF EUR 0.07 EACH IN THE CAPITAL OF THE COMPANY TO BE ISSUED PURSUANT TO THE RECOMMENDED COMBINATION (THE "NEW SHELL SHARES") AND GRANT RIGHTS TO SUBSCRIBE FOR OR TO CONVERT ANY SECURITY INTO SHARES IN THE COMPANY, UP TO AN AGGREGATE NOMINAL AMOUNT OF EUR 106,854,604, IN EACH CASE, CREDITED AS FULLY PAID, WITH AUTHORITY TO DEAL WITH FRACTIONAL ENTITLEMENTS ARISING OUT OF SUCH ALLOTMENT AS THEY THINK FIT AND TO TAKE ALL SUCH OTHER STEPS AS THEY MAY IN THEIR ABSOLUTE DISCRETION DEEM NECESSARY, EXPEDIENT OR APPROPRIATE TO IMPLEMENT SUCH ALLOTMENTS IN CONNECTION WITH THE RECOMMENDED COMBINATION, AND WHICH AUTHORITY SHALL EXPIRE AT THE CLOSE OF BUSINESS ON 31 DECEMBER 2016 (UNLESS PREVIOUSLY REVOKED, RENEWED OR VARIED BY THE COMPANY IN GENERAL MEETING), SAVE THAT THE COMPANY MAY BEFORE SUCH EXPIRY MAKE AN OFFER OR ENTER INTO AN AGREEMENT WHICH WOULD OR MIGHT REQUIRE SHARES TO BE ALLOTTED, OR RIGHTS TO SUBSCRIBE FOR OR TO CONVERT SECURITIES INTO SHARES TO BE GRANTED, AFTER SUCH EXPIRY AND THE DIRECTORS MAY ALLOT SHARES OR GRANT SUCH RIGHTS IN PURSUANCE OF SUCH AN OFFER OR AGREEMENT AS IF THE AUTHORITY CONFERRED BY THIS RESOLUTION HAD NOT EXPIRED

ROYAL DUTCH SHELL PLC, LONDON

Agen

Security: G7690A118

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Meeting Type: AGM
 Meeting Date: 24-May-2016
 Ticker:
 ISIN: GB00B03MM408

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1 | THAT THE COMPANY'S ANNUAL ACCOUNTS FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2015, TOGETHER WITH THE DIRECTORS' REPORT AND THE AUDITOR'S REPORT ON THOSE ACCOUNTS, BE RECEIVED | Mgmt | For |
| 2 | THAT THE DIRECTORS' REMUNERATION REPORT, EXCLUDING THE DIRECTORS' REMUNERATION POLICY SET OUT ON PAGES 98 TO 105 OF THE DIRECTORS' REMUNERATION REPORT, FOR THE YEAR ENDED DECEMBER 31, 2015, BE APPROVED | Mgmt | For |
| 3 | THAT BEN VAN BEURDEN BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 4 | THAT GUY ELLIOTT BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 5 | THAT EULEEN GOH BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 6 | THAT SIMON HENRY BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 7 | THAT CHARLES O. HOLLIDAY BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 8 | THAT GERARD KLEISTERLEE BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 9 | THAT SIR NIGEL SHEINWALD BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 10 | THAT LINDA G. STUNTZ BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 11 | THAT HANS WIJERS BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 12 | THAT PATRICIA A. WOERTZ BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 13 | THAT GERRIT ZALM BE REAPPOINTED AS A DIRECTOR OF THE COMPANY | Mgmt | For |
| 14 | THAT ERNST & YOUNG LLP BE REAPPOINTED AS AUDITOR OF THE COMPANY TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY | Mgmt | For |
| 15 | THAT THE AUDIT COMMITTEE OF THE BOARD BE AUTHORISED TO DETERMINE THE REMUNERATION OF THE AUDITOR FOR 2016 | Mgmt | For |

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| | | | |
|----|---|------|---------|
| 16 | AUTHORITY TO ALLOT SHARES | Mgmt | For |
| 17 | DISAPPLICATION OF PRE-EMPTION RIGHTS | Mgmt | For |
| 18 | AUTHORITY TO PURCHASE OWN SHARES | Mgmt | For |
| 19 | PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: SHELL WILL BECOME A RENEWABLE ENERGY COMPANY BY INVESTING THE PROFITS FROM FOSSIL FUELS IN RENEWABLE ENERGY; WE SUPPORT SHELL TO TAKE THE LEAD IN CREATING A WORLD WITHOUT FOSSIL FUELS AND EXPECT A NEW STRATEGY WITHIN ONE YEAR | Shr | Against |

 SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

Agen

 Security: 806857108
 Meeting Type: Annual
 Meeting Date: 06-Apr-2016
 Ticker: SLB
 ISIN: AN8068571086

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: PETER L.S. CURRIE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: V. MAUREEN KEMPSTON DARKES | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: PAAL KIBSGAARD | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: NIKOLAY KUDRYAVTSEV | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MICHAEL E. MARKS | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: INDRA K. NOOYI | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: LUBNA S. OLAYAN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LEO RAFAEL REIF | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: TORE I. SANDVOLD | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: HENRI SEYDOUX | Mgmt | For |
| 2. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | Against |
| 3. | TO APPROVE THE COMPANY'S 2015 FINANCIAL STATEMENTS AND THE BOARD'S 2015 DECLARATIONS OF DIVIDENDS. | Mgmt | For |
| 4. | TO APPROVE THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING | Mgmt | For |

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FIRM FOR 2016.

- | | | | |
|----|--|------|-----|
| 5. | TO APPROVE AMENDMENTS TO THE COMPANY'S ARTICLES OF INCORPORATION TO ALLOW THE BOARD TO FIX THE AUTHORIZED NUMBER OF DIRECTORS AT A MEETING SUBJECT TO STOCKHOLDER APPROVAL AND TO REFLECT CHANGES TO THE CURACAO CIVIL CODE. | Mgmt | For |
| 6. | TO APPROVE A RESOLUTION TO FIX THE NUMBER OF DIRECTORS CONSTITUTING THE BOARD OF DIRECTORS AT NOT MORE THAN 12, SUBJECT TO APPROVAL OF ITEM 5. | Mgmt | For |
| 7. | TO APPROVE OUR AMENDED AND RESTATED FRENCH SUB-PLAN FOR PURPOSES OF QUALIFICATION UNDER FRENCH LAW, TO PROVIDE RECIPIENTS OF EQUITY GRANTS THEREUNDER WITH PREFERENTIAL TAX TREATMENT UNDER FRENCH LAW. | Mgmt | For |

SEMPRA ENERGY

Agen

Security: 816851109
 Meeting Type: Annual
 Meeting Date: 12-May-2016
 Ticker: SRE
 ISIN: US8168511090

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: ALAN L. BOECKMANN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: KATHLEEN L. BROWN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: PABLO A. FERRERO | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: WILLIAM D. JONES | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: WILLIAM G. OUCHI | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DEBRA L. REED | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: WILLIAM C. RUSNACK | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: WILLIAM P. RUTLEDGE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: LYNN SCHENK | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JACK T. TAYLOR | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JAMES C. YARDLEY | Mgmt | For |
| 2. | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF OUR EXECUTIVE | Mgmt | Against |

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COMPENSATION.

 TARGET CORPORATION

Agen

Security: 87612E106
 Meeting Type: Annual
 Meeting Date: 08-Jun-2016
 Ticker: TGT
 ISIN: US87612E1064

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: ROXANNE S. AUSTIN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: DOUGLAS M. BAKER, JR. | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: BRIAN C. CORNELL | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: CALVIN DARDEN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: HENRIQUE DE CASTRO | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ROBERT L. EDWARDS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MELANIE L. HEALEY | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DONALD R. KNAUSS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MONICA C. LOZANO | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: MARY E. MINNICK | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ANNE M. MULCAHY | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DERICA W. RICE | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: KENNETH L. SALAZAR | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: JOHN G. STUMPF | Mgmt | For |
| 2. | COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | COMPANY PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, OUR EXECUTIVE COMPENSATION ("SAY-ON-PAY"). | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL TO REPORT ON CRITERIA FOR SELECTING COUNTRIES FOR OPERATIONS. | Shr | Against |

 TEVA PHARMACEUTICAL INDUSTRIES LIMITED

Agen

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 Security: 881624209
 Meeting Type: Annual
 Meeting Date: 03-Sep-2015
 Ticker: TEVA
 ISIN: US8816242098

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: ROGER ABRAVANEL | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: ROSEMARY A. CRANE | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: GERALD M. LIEBERMAN | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: GALIA MAOR | Mgmt | For |
| 2 | TO APPOINT GABRIELLE GREENE-SULZBERGER TO SERVE AS A STATUTORY INDEPENDENT DIRECTOR FOR A TERM OF THREE YEARS, COMMENCING FOLLOWING THE MEETING, AND TO APPROVE HER REMUNERATION AND BENEFITS. | Mgmt | For |
| 3A | TO APPROVE AN AMENDMENT TO THE COMPANY'S COMPENSATION POLICY WITH RESPECT TO DIRECTOR REMUNERATION. | Mgmt | For |
| 3A1 | DO YOU HAVE A "PERSONAL INTEREST" IN PROPOSAL 3A? NOTE: PROPOSAL 3A1, FOR=YES AGAINST=NO | Mgmt | Against |
| 3B | TO APPROVE THE REMUNERATION TO BE PROVIDED TO THE COMPANY'S DIRECTORS. | Mgmt | For |
| 3C | TO APPROVE THE REMUNERATION TO BE PROVIDED TO PROF. YITZHAK PETERBURG, CHAIRMAN OF THE BOARD OF DIRECTORS. | Mgmt | For |
| 4A | TO APPROVE AN AMENDMENT TO THE TERMS OF OFFICE AND EMPLOYMENT OF THE COMPANY'S PRESIDENT AND CHIEF EXECUTIVE OFFICER, MR. EREZ VIGODMAN. | Mgmt | For |
| 4B | TO APPROVE THE PAYMENT OF A SPECIAL BONUS TO THE COMPANY'S PRESIDENT AND CHIEF EXECUTIVE OFFICER, MR. EREZ VIGODMAN. | Mgmt | For |
| 5 | TO APPROVE THE COMPANY'S 2015 LONG-TERM EQUITY-BASED INCENTIVE PLAN. | Mgmt | For |
| 6 | TO APPOINT KESSELMAN & KESSELMAN, A MEMBER OF PRICEWATERHOUSECOOPERS INTERNATIONAL LTD., AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM UNTIL THE 2016 ANNUAL MEETING OF SHAREHOLDERS. | Mgmt | For |

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TEVA PHARMACEUTICAL INDUSTRIES LIMITED

Agen

Security: 881624209
 Meeting Type: Special
 Meeting Date: 05-Nov-2015
 Ticker: TEVA
 ISIN: US8816242098

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1 | APPROVAL OF THE CREATION OF A NEW CLASS OF MANDATORY CONVERTIBLE PREFERRED SHARES, NOMINAL (PAR) VALUE NIS 0.1 PER SHARE AND THE DEFINITION OF THEIR TERMS, AND CERTAIN RELATED AMENDMENTS TO TEVA'S ARTICLES OF ASSOCIATION AND MEMORANDUM OF ASSOCIATION. | Mgmt | For |

TEVA PHARMACEUTICAL INDUSTRIES LIMITED

Agen

Security: 881624209
 Meeting Type: Annual
 Meeting Date: 18-Apr-2016
 Ticker: TEVA
 ISIN: US8816242098

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2019 ANNUAL MEETING: PROF. YITZHAK PETERBURG | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2019 ANNUAL MEETING: DR. ARIE BELLDEGRUN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2019 ANNUAL MEETING: MR. AMIR ELSTEIN | Mgmt | For |
| 2. | TO APPROVE AN AMENDED COMPENSATION POLICY WITH RESPECT TO THE TERMS OF OFFICE AND EMPLOYMENT OF THE COMPANY'S "OFFICE HOLDERS" (AS DEFINED IN THE ISRAELI COMPANIES LAW), SUBSTANTIALLY IN THE FORM ATTACHED AS EXHIBIT A TO THE PROXY STATEMENT. | Mgmt | For |
| 2A. | PLEASE INDICATE WHETHER OR NOT YOU ARE A "CONTROLLING SHAREHOLDER" OF THE COMPANY OR WHETHER OR NOT YOU HAVE A PERSONAL BENEFIT OR OTHER INTEREST IN THIS PROPOSAL: FOR = YES AND AGAINST = NO. | Mgmt | Against |
| 3A. | WITH RESPECT TO THE TERMS OF OFFICE AND EMPLOYMENT OF THE COMPANY'S PRESIDENT AND CHIEF EXECUTIVE OFFICER, MR. EREZ VIGODMAN: | Mgmt | For |

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TO APPROVE INCREASES IN HIS BASE SALARY.

| | | | |
|-----|--|------|-----|
| 3B. | WITH RESPECT TO THE TERMS OF OFFICE AND EMPLOYMENT OF THE COMPANY'S PRESIDENT AND CHIEF EXECUTIVE OFFICER, MR. EREZ VIGODMAN: TO APPROVE AN AMENDMENT TO HIS ANNUAL CASH BONUS OBJECTIVES AND PAYOUT TERMS FOR 2016 AND GOING FORWARD. | Mgmt | For |
| 3C. | WITH RESPECT TO THE TERMS OF OFFICE AND EMPLOYMENT OF THE COMPANY'S PRESIDENT AND CHIEF EXECUTIVE OFFICER, MR. EREZ VIGODMAN: TO APPROVE AN AMENDMENT TO HIS ANNUAL EQUITY AWARDS FOR EACH YEAR COMMENCING IN 2016. | Mgmt | For |
| 4. | TO APPROVE AN AMENDMENT TO THE 2015 LONG-TERM EQUITY-BASED INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER. | Mgmt | For |
| 5. | TO APPOINT KESSELMAN & KESSELMAN, A MEMBER OF PRICEWATERHOUSECOOPERS INTERNATIONAL LTD., AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM UNTIL THE 2017 ANNUAL MEETING OF SHAREHOLDERS. | Mgmt | For |

 THE CHARLES SCHWAB CORPORATION

Agen

 Security: 808513105
 Meeting Type: Annual
 Meeting Date: 17-May-2016
 Ticker: SCHW
 ISIN: US8085131055

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JOHN K. ADAMS, JR. | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: STEPHEN A. ELLIS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ARUN SARIN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: CHARLES R. SCHWAB | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: PAULA A. SNEED | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS | Mgmt | For |
| 3. | ADVISORY APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL REQUESTING DISCLOSURE OF LOBBYING POLICY, PROCEDURES AND OVERSIGHT; LOBBYING EXPENDITURES; AND | Shr | Against |

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PARTICIPATION IN ORGANIZATIONS ENGAGED IN LOBBYING

| | | | |
|----|---|-----|---------|
| 5. | STOCKHOLDER PROPOSAL REQUESTING ANNUAL DISCLOSURE OF EEO-1 DATA | Shr | Against |
|----|---|-----|---------|

THE GOLDMAN SACHS GROUP, INC.

Agen

Security: 38141G104
 Meeting Type: Annual
 Meeting Date: 20-May-2016
 Ticker: GS
 ISIN: US38141G1040

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LLOYD C. BLANKFEIN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: M. MICHELE BURNS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: GARY D. COHN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MARK FLAHERTY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: WILLIAM W. GEORGE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JAMES A. JOHNSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: LAKSHMI N. MITTAL | Mgmt | Against |
| 1H. | ELECTION OF DIRECTOR: ADEBAYO O. OGUNLESI | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PETER OPPENHEIMER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DEBORA L. SPAR | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MARK E. TUCKER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DAVID A. VINIAR | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: MARK O. WINKELMAN | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (SAY ON PAY) | Mgmt | Against |
| 3. | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL TO PROHIBIT VESTING OF EQUITY AWARDS UPON ENTERING GOVERNMENT SERVICE | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL TO CHANGE THE VOTE COUNTING STANDARD FOR SHAREHOLDER PROPOSALS | Shr | Against |

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| | | | |
|----|---|-----|-----|
| 6. | SHAREHOLDER PROPOSAL TO REQUIRE AN INDEPENDENT BOARD CHAIRMAN | Shr | For |
|----|---|-----|-----|

 THE KROGER CO.

Agen

 Security: 501044101
 Meeting Type: Annual
 Meeting Date: 23-Jun-2016
 Ticker: KR
 ISIN: US5010441013

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: NORA A. AUFREITER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ROBERT D. BEYER | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ANNE GATES | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: SUSAN J. KROFF | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: W. RODNEY MCMULLEN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JORGE P. MONTOYA | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: CLYDE R. MOORE | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: SUSAN M. PHILLIPS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JAMES A. RUNDE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: RONALD L. SARGENT | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: BOBBY S. SHACKOULS | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP, AS AUDITORS. | Mgmt | For |
| 4. | A SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED, TO PUBLISH A REPORT ON HUMAN RIGHTS RISKS OF OPERATIONS AND SUPPLY CHAIN. | Shr | Against |
| 5. | A SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED, TO ISSUE A REPORT ASSESSING THE ENVIRONMENTAL IMPACTS OF USING UNRECYCLABLE PACKAGING FOR PRIVATE LABEL BRANDS. | Shr | Against |
| 6. | A SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED, TO ISSUE A REPORT ASSESSING THE CLIMATE BENEFITS AND FEASIBILITY OF ADOPTING ENTERPRISE-WIDE, QUANTITATIVE, TIME BOUND TARGETS FOR INCREASING RENEWABLE | Shr | Against |

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ENERGY SOURCING.

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| 7. | A SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED, TO ADOPT A GENERAL PAYOUT POLICY THAT GIVES PREFERENCE TO SHARE REPURCHASES (RELATIVE TO CASH DIVIDENDS) AS A METHOD TO RETURN CAPITAL TO SHAREHOLDERS. | Shr | Against |
|----|--|-----|---------|

 THE PNC FINANCIAL SERVICES GROUP, INC.

Agen

Security: 693475105
 Meeting Type: Annual
 Meeting Date: 26-Apr-2016
 Ticker: PNC
 ISIN: US6934751057

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHARLES E. BUNCH | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARJORIE RODGERS CHESHIRE | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ANDREW T. FELDSTEIN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DANIEL R. HESSE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: KAY COLES JAMES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RICHARD B. KELSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JANE G. PEPPER | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DONALD J. SHEPARD | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: LORENE K. STEFFES | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: DENNIS F. STRIGL | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: MICHAEL J. WARD | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: GREGORY D. WASSON | Mgmt | For |
| 2. | RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt | For |
| 3. | APPROVAL OF 2016 INCENTIVE AWARD PLAN. | Mgmt | For |
| 4. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |

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 THE WALT DISNEY COMPANY

Agen

Security: 254687106
 Meeting Type: Annual
 Meeting Date: 03-Mar-2016
 Ticker: DIS
 ISIN: US2546871060

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SUSAN E. ARNOLD | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JOHN S. CHEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JACK DORSEY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ROBERT A. IGER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: FRED H. LANGHAMMER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: AYLWIN B. LEWIS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MARK G. PARKER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: SHERYL K. SANDBERG | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ORIN C. SMITH | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2016. | Mgmt | For |
| 3. | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | TO APPROVE THE AMENDMENT TO THE RESTATED CERTIFICATE OF INCORPORATION. | Mgmt | For |
| 5. | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO SIMPLE MAJORITY VOTE. | Shr | For |
| 6. | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO LOBBYING DISCLOSURE. | Shr | Against |

 TIME WARNER INC.

Agen

Security: 887317303
 Meeting Type: Annual

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Meeting Date: 17-Jun-2016
 Ticker: TWX
 ISIN: US8873173038

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JAMES L. BARKSDALE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: WILLIAM P. BARR | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JEFFREY L. BEWKES | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT C. CLARK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MATHIAS DOPFNER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JESSICA P. EINHORN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: FRED HASSAN | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: PAUL D. WACHTER | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: DEBORAH C. WRIGHT | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITOR. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |

UNITED TECHNOLOGIES CORPORATION

Agen

Security: 913017109
 Meeting Type: Annual
 Meeting Date: 25-Apr-2016
 Ticker: UTX
 ISIN: US9130171096

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JOHN V. FARACI | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JEAN-PIERRE GARNIER | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: GREGORY J. HAYES | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: EDWARD A. KANGAS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ELLEN J. KULLMAN | Mgmt | For |

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|-----|--|------|-----|
| 1F. | ELECTION OF DIRECTOR: MARSHALL O. LARSEN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: HAROLD MCGRAW III | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: RICHARD B. MYERS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: BRIAN C. ROGERS | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: H. PATRICK SWYGERT | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: ANDRE VILLENEUVE | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: CHRISTINE TODD WHITMAN | Mgmt | For |
| 2. | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP TO SERVE AS INDEPENDENT AUDITOR FOR 2016. | Mgmt | For |
| 3. | AMENDMENT TO OUR RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING FOR DIRECTORS. | Mgmt | For |
| 4. | AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |

 VERIZON COMMUNICATIONS INC.

Agen

Security: 92343V104
 Meeting Type: Annual
 Meeting Date: 05-May-2016
 Ticker: VZ
 ISIN: US92343V1044

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARK T. BERTOLINI | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: RICHARD L. CARRION | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MELANIE L. HEALEY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: M. FRANCES KEETH | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: KARL-LUDWIG KLEY | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: LOWELL C. MCADAM | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CLARENCE OTIS, JR. | Mgmt | For |

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|-----|--|------|---------|
| 1J. | ELECTION OF DIRECTOR: RODNEY E. SLATER | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: KATHRYN A. TESIJA | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: GREGORY D. WASSON | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: GREGORY G. WEAVER | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | RENEWABLE ENERGY TARGETS | Shr | Against |
| 5. | INDIRECT POLITICAL SPENDING REPORT | Shr | Against |
| 6. | LOBBYING ACTIVITIES REPORT | Shr | Against |
| 7. | INDEPENDENT CHAIR POLICY | Shr | Against |
| 8. | SEVERANCE APPROVAL POLICY | Shr | For |
| 9. | STOCK RETENTION POLICY | Shr | Against |

VISA INC.

Agen

Security: 92826C839
Meeting Type: Annual
Meeting Date: 03-Feb-2016
Ticker: V
ISIN: US92826C8394

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LLOYD A. CARNEY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARY B. CRANSTON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: FRANCISCO JAVIER FERNANDEZ-CARBAJAL | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: CATHY E. MINEHAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DAVID J. PANG | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CHARLES W. SCHARF | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN A.C. SWAINSON | Mgmt | For |

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|-----|--|------|-----|
| 1K. | ELECTION OF DIRECTOR: MAYNARD G. WEBB, JR. | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | APPROVAL OF VISA INC. 2007 EQUITY INCENTIVE COMPENSATION PLAN, AS AMENDED AND RESTATED. | Mgmt | For |
| 4. | APPROVAL OF VISA INC. INCENTIVE PLAN, AS AMENDED AND RESTATED. | Mgmt | For |
| 5. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2016 FISCAL YEAR. | Mgmt | For |

VODAFONE GROUP PLC, NEWBURY

Agen

Security: G93882192
Meeting Type: AGM
Meeting Date: 28-Jul-2015
Ticker:
ISIN: GB00BH4HKS39

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1 | TO RECEIVE THE COMPANY'S ACCOUNTS, THE STRATEGIC REPORT AND REPORTS OF THE DIRECTORS AND THE AUDITOR FOR THE YEAR ENDED 31 MARCH 2015 | Mgmt | For |
| 2 | TO RE-ELECT GERARD KLEISTERLEE AS A DIRECTOR | Mgmt | For |
| 3 | TO RE-ELECT VITTORIO COLAO AS A DIRECTOR | Mgmt | For |
| 4 | TO RE-ELECT NICK READ AS A DIRECTOR | Mgmt | For |
| 5 | TO RE-ELECT SIR CRISPIN DAVIS AS A DIRECTOR | Mgmt | For |
| 6 | TO ELECT DR MATHIAS DOPFNER AS A DIRECTOR IN ACCORDANCE WITH THE COMPANY'S ARTICLES OF ASSOCIATION | Mgmt | For |
| 7 | TO RE-ELECT DAME CLARA FURSE AS A DIRECTOR | Mgmt | For |
| 8 | TO RE-ELECT VALERIE GOODING AS A DIRECTOR | Mgmt | For |
| 9 | TO RE-ELECT RENEE JAMES AS A DIRECTOR | Mgmt | For |
| 10 | TO RE-ELECT SAMUEL JONAH AS A DIRECTOR | Mgmt | For |
| 11 | TO RE-ELECT NICK LAND AS A DIRECTOR | Mgmt | For |
| 12 | TO RE-ELECT PHILIP YEA AS A DIRECTOR | Mgmt | For |

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|----|---|------|-----|
| 13 | TO DECLARE A FINAL DIVIDEND OF 7.62 PENCE PER ORDINARY SHARE FOR THE YEAR ENDED 31 MARCH 2015 | Mgmt | For |
| 14 | TO APPROVE THE REMUNERATION REPORT OF THE BOARD FOR THE YEAR ENDED 31 MARCH 2015 | Mgmt | For |
| 15 | TO REAPPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITOR TO THE COMPANY UNTIL THE END OF THE NEXT GENERAL MEETING AT WHICH ACCOUNTS ARE LAID BEFORE THE COMPANY | Mgmt | For |
| 16 | TO AUTHORISE THE AUDIT AND RISK COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITOR | Mgmt | For |
| 17 | TO AUTHORISE THE DIRECTORS TO ALLOT SHARES | Mgmt | For |
| 18 | TO AUTHORISE THE DIRECTORS TO DIS-APPLY PRE-EMPTION RIGHTS | Mgmt | For |
| 19 | TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN SHARES | Mgmt | For |
| 20 | TO AUTHORISE POLITICAL DONATIONS AND EXPENDITURE | Mgmt | For |
| 21 | TO AUTHORISE THE COMPANY TO CALL GENERAL MEETINGS (OTHER THAN AGM'S) ON 14 CLEAR DAYS' NOTICE | Mgmt | For |

 XL GROUP PLC

 Agen

 Security: G98290102
 Meeting Type: Annual
 Meeting Date: 13-May-2016
 Ticker: XL
 ISIN: IE00B5LRLL25

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RAMANI AYER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: STEPHEN CATLIN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: DALE R. COMEY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: CLAU-MICHAEL DILL | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT R. GLAUBER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: EDWARD J. KELLY, III | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: SUZANNE B. LABARGE | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOSEPH MAURIELLO | Mgmt | For |

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|-----|---|------|-----|
| 1I. | ELECTION OF DIRECTOR: EUGENE M. MCQUADE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: MICHAEL S. MCGAVICK | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: CLAYTON S. ROSE | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: ANNE STEVENS | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JOHN M. VEREKER | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP TO ACT AS THE INDEPENDENT AUDITOR OF XL GROUP PLC FOR THE YEAR ENDING DECEMBER 31, 2016, AND TO AUTHORIZE THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO DETERMINE PRICEWATERHOUSECOOPERS LLP'S REMUNERATION. | Mgmt | For |
| 3. | TO PROVIDE A NON-BINDING, ADVISORY VOTE APPROVING THE COMPENSATION OF XL GROUP PLC'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | TO RENEW THE BOARD OF DIRECTORS' EXISTING AUTHORITY TO ISSUE SHARES, WARRANTS, CONVERTIBLE INSTRUMENTS AND OPTIONS UNDER IRISH LAW. | Mgmt | For |
| 5. | TO RENEW THE BOARD OF DIRECTORS' EXISTING AUTHORITY TO ISSUE SHARES FOR CASH WITHOUT FIRST OFFERING SHARES TO EXISTING SHAREHOLDERS UNDER IRISH LAW. | Mgmt | For |
| 6. | TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE 1991 PERFORMANCE INCENTIVE PROGRAM, INCLUDING THE INCREASE IN THE NUMBER OF SHARES AVAILABLE UNDER THE PROGRAM. | Mgmt | For |

ZAYO GROUP HOLDINGS INC

Agen

Security: 98919V105
Meeting Type: Annual
Meeting Date: 02-Nov-2015
Ticker: ZAYO
ISIN: US98919V1052

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|----------------------|-------------------|
| 1. | DIRECTOR DANIEL CARUSO DON GIPS NINA RICHARDSON | Mgmt Mgmt Mgmt | For For For |
| 2. | RATIFICATION OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR ITS FISCAL YEAR ENDING JUNE 30, | Mgmt | For |

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|----|--|------|--------|
| 3. | APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT. | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |

* Management position unknown

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

| | |
|----------------|---|
| (Registrant) | Eaton Vance Risk-Managed Diversified Equity Income Fund |
| By (Signature) | /s/ Michael A. Allison |
| Name | Michael A. Allison |
| Title | President |
| Date | 08/17/2016 |