Proposal Type Report

International voting statistics year ending 30 June 2020-21

From 7/1/2020 to 6/30/2021

Proposal Types - All Votes

					Take No						
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
Total for all categories		10096	1559	157	442	0	0	14	0	0	12268
Audit/Financials		1239	192	9	61	0	0	0	0	0	1492
	Accounts and Reports (Bundled Issues)	31	19	0	2	0	0	0	0	0	52
	Allocation of Profits/Dividends	305	0	4	23	0	0	0	0	0	332
	Appointment of Auditor	148	23	2	18	0	0	0	0	0	191
	Appointment of Auditor and Authority to Set Fees	98	16	0	0	0	0	0	0	0	114
	Appointment of Special Auditor	2	0	0	0	0	0	0	0	0	2
	Approval of Non-Financial Reports	80	0	0	0	0	0	0	0	0	80
	Approve Payment of Fees to Special Auditors	9	0	0	0	0	0	0	0	0	9
	Authority to Set Auditor's Fees	69	1	0	2	0	0	0	0	0	72
	Bonus Dividend/Bonus Share Issue	13	0	0	1	0	0	0	0	0	14

	Take No												
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total		
	Financial Statements	325	1	3	15	0	0	0	0	0	344		
	Number of Auditors	6	0	0	0	0	0	0	0	0	6		
	Ratification of Alternate Auditor	6	0	0	0	0	0	0	0	0	6		
	Ratification of Auditor	124	132	0	0	0	0	0	0	0	256		
	Ratification of Auditor's Acts	5	0	0	0	0	0	0	0	0	5		
	Stock Dividend/Dividend Reinvestment	18	0	0	0	0	0	0	0	0	18		
Board Related		5448	782	57	251	0	0	0	0	0	6481		
	Approval of Nominating Committee Guidelines/Appointment of Nominating	12	0	0	1	0	0	0	0	0	13		
	Approve Censor	1	0	0	0	0	0	0	0	0	1		
	Approve Special Auditor's Report	20	0	0	0	0	0	0	0	0	20		
	Approve Supervisory Council	41	14	10	0	0	0	0	0	0	65		
	Approve Supervisory Council Size	2	0	0	0	0	0	0	0	0	2		
	Board Size	32	1	0	0	0	0	0	0	0	33		
	Board Spill	0	16	0	0	0	0	0	0	0	16		
	Board Term Length	1	0	1	0	0	0	0	0	0	2		
	Election of Alternate Statutory Auditor	7	0	0	0	0	0	0	0	0	7		
	Election of Board Committee Members	77	10	2	54	0	0	0	0	0	143		
	Election of Directors	4646	684	12	176	0	0	0	0	0	5518		
	Election of Directors (Bundled Issues)	1	1	0	0	0	0	0	0	0	2		
	Election of Directors (Slate)	11	7	2	0	0	0	0	0	0	20		

	Take No													
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total			
	Election of Directors (Slate) Bundled with Other Items	2	1	3	0	0	0	0	0	0	6			
	Election of Minority or Preferred Shareholder Nominee	7	0	6	0	0	0	0	0	0	13			
	Election of Non-Management Nominee	0	13	0	0	0	0	0	0	0	13			
	Election of Non-Principal Members (Chairman, alternates)	35	7	1	4	0	0	0	0	0	47			
	Election of Shareholder Representatives	6	0	0	0	0	0	0	0	0	6			
	Election of Statutory Auditor Slate	2	0	4	0	0	0	0	0	0	6			
	Election of Statutory Auditors	31	6	0	0	0	0	0	0	0	37			
	Election of Supervisory Board	92	5	2	0	0	0	0	0	0	99			
	Election of Supervisory Board Members (Slate)	1	0	2	0	0	0	0	0	0	3			
	Election of the Chair of Statutory Auditors	1	0	2	0	0	0	0	0	0	3			
	Indemnification of Directors/Officers	8	0	0	0	0	0	0	0	0	8			
	Misc. Management Proposal Regarding Board	15	0	2	0	0	0	0	0	0	17			
	Post-Employment /Severance Agreements	12	1	0	0	0	0	0	0	0	13			
	Ratification of Board Acts - Legal	248	6	2	3	0	0	0	0	0	259			
	Ratification of Co-Option of a Director	19	1	0	0	0	0	0	0	0	20			
	Ratification of Management Acts - Legal	62	0	2	13	0	0	0	0	0	77			
	Related Party Transactions	53	5	4	0	0	0	0	0	0	62			
	Retention as Independent Director	3	4	0	0	0	0	0	0	0	7			
Capital Management		770	116	31	19	0	0	0	0	0	905			
	Amendment to Borrowing Powers	3	0	0	0	0	0	0	0	0	3			

	Take No													
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total			
	Approval of Borrowing	1	0	0	0	0	0	0	0	0	1			
	Authority to Give Guarantees	7	2	2	0	0	0	0	0	0	11			
	Authority to Increase Capital in Case of Exchange Offers (France)	4	4	0	0	0	0	0	0	0	8			
	Authority to Increase Capital in Consideration for Contributions in Kind (13	4	0	0	0	0	0	0	0	17			
	Authority to Issue Preferred Stock	0	1	0	0	0	0	0	0	0	1			
	Authority to Issue Shares and Convertible Debt w or w/o Preemptive Rights	8	1	0	0	0	0	0	0	0	9			
	Authority to Issue Shares and Convertible Debt w/ Preemptive Rights	20	2	0	0	0	0	0	0	0	22			
	Authority to Issue Shares and Convertible Debt w/o Preemptive Rights	23	10	0	0	0	0	0	0	0	33			
	Authority to Issue Shares w/ Preemptive Rights	63	0	0	0	0	0	0	0	0	63			
	Authority to Issue Shares w/o Preemptive Rights	132	48	0	0	0	0	0	0	0	180			
	Authority to Issue Stock w/ or w/out Preemptive Rights	21	1	0	0	0	0	0	0	0	22			
	Authority to Repurchase and Re-Issue Shares	50	3	0	0	0	0	0	0	0	53			
	Authority to Repurchase Shares	151	2	2	7	0	0	0	0	0	162			
	Authority to Set Offering Price of Shares	7	1	0	0	0	0	0	0	0	8			
	Authority to Trade in Company Stock	3	0	0	0	0	0	0	0	0	3			
	Authorize Overallotment/Greenshoe	10	3	0	0	0	0	0	0	0	13			
	Cancellation of Authorized Stock	47	0	0	7	0	0	0	0	0	54			
	Creation of New Share Class	3	0	0	0	0	0	0	0	0	3			
	Increase in Authorized Capital	31	4	0	5	0	0	0	0	0	40			
	Increase in Authorized Common Stock	1	0	0	0	0	0	0	0	0	1			

	Take No Issue Short Taxt Example a structure Universe of Manager 2 Years 2 Years Tat													
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total			
	Increase in/Authorization of Preferred	1	0	0	0	0	0	0	0	0	1			
	Stock	1	0	0	0	0	0	0	0	0	1			
	Issuance of Common Stock	1	0	0	0	0	0	0	0	0	1			
	Issuance of Convertible Debt Instruments	1	0	0	0	0	0	0	0	0	1			
	Issuance of Debt Instruments	75	2	1	0	0	0	0	0	0	78			
	Issuance of Repurchased Shares	7	25	0	0	0	0	0	0	0	32			
	Issuance of Stock w/ or w/out Preemptive Rights	33	2	25	0	0	0	0	0	0	60			
	Issuance of Stock w/ Preemptive Rights	1	0	0	0	0	0	0	0	0	1			
	Issuance of Stock w/out Preemptive Rights	16	1	0	0	0	0	0	0	0	17			
	Limit to Capital Increase	3	0	0	0	0	0	0	0	0	3			
	Misc. Proposal Regarding Capital	6	0	0	0	0	0	0	0	0	6			
	Reduction in Authorized Capital	5	0	0	0	0	0	0	0	0	5			
	Reduction in Share Premium Account	3	0	0	0	0	0	0	0	0	3			
	Repurchase of Shares	1	0	1	0	0	0	0	0	0	2			
	Reverse Stock Split	2	0	0	0	0	0	0	0	0	2			
	Stock Split	11	0	0	0	0	0	0	0	0	11			
	Use/Transfer of Reserves	6	0	0	0	0	0	0	0	0	6			
hanges to Company Statutes		408	56	5	6	0	0	0	0	0	470			
	Adoption of Majority Vote for Election of Directors	1	0	0	0	0	0	0	0	0	1			
	Adoption of New Articles	25	1	0	0	0	0	0	0	0	26			
	Adoption of Shareholder Rights' Plan	1	0	0	0	0	0	0	0	0	1			

	ue Short Text	For	Against	Abstain	Take No Issue Short Text For Against Abstain Action Unvoted Mixed 1 Year 2 Years 3 Years Tota												
0				Abstain	Action	Unvoled	Mixed	1 Year	2 Years	3 Years	Total						
	end Articles, Constitution, Bylaws - ndled	138	5	0	0	0	0	0	0	0	143						
Am	endment to Poison Pill	1	0	0	0	0	0	0	0	0	1						
Am	endments to Articles (Technical)	82	0	0	4	0	0	0	0	0	86						
Am	endments to Articles, Constitution,																
Byl	aws	86	8	0	2	0	0	0	0	0	96						
Am	endments to Charter/Bylaw - Bundled	2	0	0	0	0	0	0	0	0	2						
Am	endments to Procedural Rules	25	2	3	0	0	0	0	0	0	30						
	thority to Set General Meeting Notice riod at 14 Days	0	31	0	0	0	0	0	0	0	31						
Cha	ange in State of Incorporation	1	0	0	0	0	0	0	0	0	1						
Со	mpany Name Change	1	0	0	0	0	0	0	0	0	1						
Со	nstitution of Procedural Rules	6	1	0	0	0	0	0	0	0	7						
Elir	nination of Cumulative Voting	2	0	0	0	0	0	0	0	0	2						
	nination of Supermajority quirement	12	0	0	0	0	0	0	0	0	12						
Mis	sc. Article Amendments	2	2	0	0	0	0	0	0	0	4						
	sc. Proposal Regarding Antitakeover vices	7	6	0	0	0	0	0	0	0	13						
Rej	oeal of Classified Board	6	0	0	0	0	0	0	0	0	6						
	storation of Right to Call a Special seting	5	0	1	0	0	0	0	0	0	6						
Res	storation of Written Consent	1	0	1	0	0	0	0	0	0	2						
Тес	chnical Amendments to Charter/Bylaw	2	0	0	0	0	0	0	0	0	2						
	iving of Mandatory Takeover quirement	2	0	0	0	0	0	0	0	0	2						

	Take No												
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total		
	Adoption of Employee Stock Purchase										-		
	Plan	6	0	0	0	0	0	0	0	0	6		
	Adoption of Equity Compensation Plan	20	1	0	0	0	0	0	0	0	21		
			-	Ū	Ū	0	0	0	Ū	U U			
	Adoption of Restricted Stock Plan	2	1	0	0	0	0	0	0	0	3		
	Adoption of Short Term Incentive Plan	2	0	0	0	0	0	0	0	0	2		
	Advisory Vote on Executive	245		0			0			0			
	Compensation	215	37	0	0	0	0	0	0	0	252		
	Advisory Vote on Severance	1	0	0	0	0	0	0	0	0	1		
	Amendment to Director Equity												
	Compensation Plan	4	1	0	0	0	0	0	0	0	5		
	Amendment to Employee Stock Purchase												
	Plan	7	0	0	0	0	0	0	0	0	7		
	Amendment to Equity Compensation	20	0	0	0	0	0	0	0	0	20		
	Plan	30	0	0	0	0	0	0	0	0	30		
	Amendment to Restricted Stock Plan	1	0	0	0	0	0	0	0	0	1		
		-			0		0	0	0	0			
	Amendment to Stock Option Plan	21	4	0	0	0	0	0	0	0	25		
	Amendment to Stock Purchase Plan	2	1	0	0	0	0	0	0	0	3		
	_			0			0		0	0	40		
	Bonus	8	4	0	0	0	0	0	0	0	12		
	Bonus/162(m) Plan	1	0	0	0	0	0	0	0	0	1		
			-	-	-	-	-	-	-	-			
	Bonuses for Retiring Directors (JP)	0	1	0	0	0	0	0	0	0	1		
	Capital Proposal to Implement Equity												
	Compensation Plan	25	6	0	1	0	0	0	0	0	32		
		474	40		2	0	0	0	0	0	407		
	Directors' Fees	171	13	1	2	0	0	0	0	0	187		
	Directors' Stock Option Plan	3	0	0	0	0	0	0	0	0	3		
		3	0	0	0	0	0	0	0	5			
	Employment Agreement	11	4	0	0	0	0	0	0	0	15		
	Misc. Proposal Regarding Compensation	36	5	0	2	0	0	0	0	0	43		

	Take No													
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total			
	Non-Executive Remuneration Policy (Forward-Looking)	104	4	0	15	0	0	0	0	0	123			
	Remuneration Policy (Forward-Looking)	73	24	0	21	0	0	0	0	0	118			
	Remuneration Report (Retrospective)	371	109	0	20	0	0	0	0	0	500			
	Say When on Pay	0	0	0	0	0	0	14	0	0	14			
	Statutory Auditors' Fees	8	1	0	0	0	0	0	0	0	9			
	Stock Option Grants	273	50	0	0	0	0	0	0	0	323			
	Stock Option Plan	74	12	0	0	0	0	0	0	0	86			
	Stock Purchase Plan	46	1	0	0	0	0	0	0	0	47			
	Supervisory Board/ Corp Assembly Fees	14	3	1	1	0	0	0	0	0	19			
	Trust Type Equity Plans (JP)	3	0	0	0	0	0	0	0	0	3			
M&A		130	2	4	1	0	0	0	0	0	133			
	Divestiture/Spin-off	20	0	1	0	0	0	0	0	0	21			
	Intra-company Contracts/Control Agreements	57	0	1	0	0	0	0	0	0	58			
	Merger by Absorption between Parent and Subsidiary	12	0	2	1	0	0	0	0	0	15			
	Merger/Acquisition	32	2	0	0	0	0	0	0	0	34			
	Misc. Proposal Regarding Restructuring	1	0	0	0	0	0	0	0	0	1			
	Restructuring/Capitalization	8	0	0	0	0	0	0	0	0	8			
Meeting Administration		185	7	4	28	0	0	0	0	0	220			
	Appointment of Independent Proxy (Switzerland)	1	0	0	14	0	0	0	0	0	15			
	Authorization of Legal Formalities	78	2	4	0	0	0	0	0	0	84			

					Take No						
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
	Right to Adjourn Meeting	7	0	0	0	0	0	0	0	0	7
	Routine Meeting Item	99	0	0	9	0	0	0	0	0	108
	Transact Other Business	0	5	0	5	0	0	0	0	0	10
Other		152	48	43	1		0	0	0	0	201
other		152			-	U	0	U	0	0	201
	Approval of Political Donation	1	22	0	0	0	0	0	0	0	23
	Approve Technical Vote Requirements	46	21	24	0	0	0	0	0	0	91
	Authorization of Charitable Donations	7	2	0	0	0	0	0	0	0	9
	Bondholder/Bankruptcy Proposal	0	0	14	0	0	0	0	0	0	14
	Declaration of Material Interest	1	0	0	0	0	0	0	0	0	1
	Management Proposal Regarding ESG Issues	6	1	0	1	0	0	0	0	0	8
	Misc. Management Proposal	64	2	5	0	0	0	0	0	0	71
	wise. wanagement roposa	04	2	5	0	0	0	0	0	0	/1
	Renew Proportional Takeover Provisions	27	0	0	0	0	0	0	0	0	27
SHP: Compensation		16	7	0	0	0	0	0	0	0	23
	SHP Recoupment of Unearned Bonuses (Clawback)	2	0	0	0	0	0	0	0	0	2
	SHP Regarding Golden Parachutes	0	1	0	0	0	0	0	0	0	1
	SHP Regarding Linking Executive Pay to Social Criteria	3	0	0	0	0	0	0	0	0	3
	SHP Regarding Misc. Compensation	2	4	0	0	0	0	0	0	0	6
	SHP regarding Misc. Compensation	0	2	0	0	0	0	0	0	0	2
	SHP Regarding Race and/or Gender Pay		0	0			0	0	0	0	
	Equity Report SHP Regarding Report on Ratio Between	4									4
	CEO and Employee Pay	5	0	0	0	0	0	0	0	0	5

					Take No	_				_	
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
SHP: Environment		42	2	0	6	0	0	0	0	0	50
	SHP Regarding Climate Lobbying	3	0	0	0	0	0	0	0	0	3
	SHP Regarding Environmental Report	3	0	0	0	0	0	0	0	0	3
	SHP Regarding Formation of Environmental/Social Committee of the	1	0	0	0	0	0	0	0	0	1
	SHP Regarding Misc. Energy/Environmental Issues	6	0	0	0	0	0	0	0	0	6
	SHP Regarding Misc. Environmental Issue	2	0	0	4	0	0	0	0	0	6
	SHP Regarding Report on Antibiotics in Animal Agriculture	1	0	0	0	0	0	0	0	0	1
	SHP Regarding Report/Action on Climate Change	20	2	0	0	0	0	0	0	0	22
	SHP Regarding Reporting and Reducing Greenhouse Gas Emissions	6	0	0	1	0	0	0	0	0	7
	SHP Regarding Sustainability or Environmental Reports	0	0	0	1	0	0	0	0	0	1
SHP: Governance		102	58	2	6	0	0	0	0	0	166
	SHP Regarding Additional or Amended Shareholder Proposals	0	2	0	3	0	0	0	0	0	5
	SHP Regarding Board Composition	1	6	0	0	0	0	0	0	0	7
	SHP Regarding Election of Board Member (s) During a Contested Election – Disside	10	2	0	0	0	0	0	0	0	12
	SHP Regarding Election of Dissident Board Member(s)	2	4	0	0	0	0	0	0	0	6
	SHP Regarding Election of Dissident Supervisory Board Member(s)	0	0	1	0	0	0	0	0	0	1
	SHP Regarding Eliminating Supermajority Provisions	8	0	0	0	0	0	0	0	0	8
	SHP Regarding Facilitation of Shareholder Proposals	11	0	0	0	0	0	0	0	0	11
	SHP Regarding Improving in Disclosure	1	0	0	0	0	0	0	0	0	1
	SHP Regarding Increase in Dividend/Redistribution of Profits	0	2	1	0	0	0	0	0	0	3

	Take No												
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total		
	SHP Regarding Independent Board	20	4	0	0	0	0	0	0	0	24		
	Chairman/Seperation of Chair and CEO	20	4	0	0	0	0	0	0	0	24		
	SHP Regarding Misc. Board Issue	1	2	0	0	0	0	0	0	0	3		
	SHP Regarding Misc. Board/Shareholder												
	Rights Issue	1	0	0	0	0	0	0	0	0	1		
	SHP Regarding Misc. Capital Issue	0	1	0	0	0	0	0	0	0	1		
	SHP Regarding Misc. Governance Issue	0	1	0	0	0	0	0	0	0	1		
	SHP Regarding Misc. Issue	2	3	0	0	0	0	0	0	0	5		
	SHP Regarding Misc. Meeting/Voting Issue	2	0	0	0	0	0	0	0	0	2		
	SHP Regarding Misc. Restructuring Issue	0	0	0	2	0	0	0	0	0	2		
	SHP Regarding Recapitalization	3	0	0	0	0	0	0	0	0	3		
	SHP Regarding Reincorporation	0	12	0	0	0	0	0	0	0	12		
	SHP Regarding Removal of Director(s)	0	1	0	0	0	0	0	0	0	1		
	SHP Regarding Right to Act by Written Consent	14	14	0	0	0	0	0	0	0	28		
	SHP Regarding Right to Call a Special Meeting	12	4	0	0	0	0	0	0	0	16		
	SHP Regarding Special Audit	0	0	0	1	0	0	0	0	0	1		
	SHP Regarding Trained, Qualified Directors on Environment, Health and Sa	3	0	0	0	0	0	0	0	0	3		
	SHP Shareholder Access to the Nomination Process (Proxy Access)	11	0	0	0	0	0	0	0	0	11		
SHP: Misc		0	1	0	0	0	0	0	0	0	1		
	SHP: Misc. Issues	0	1	0	0	0	0	0	0	0	1		
SHP: Social		72	6	0	1	0	0	0	0	0	79		
	SHP Regarding Drug Pricing/Distribution	3	0	0	0	0	0	0	0	0	3		

	Take No												
Issue Code Category	Issue Short Text	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total		
	SHP Regarding Independent Verification of Contractors' Compliance with Labor an	1	0	0	0	0	0	0	0	0	1		
	SHP Regarding Limiting or Ending Political Spending	2	0	0	0	0	0	0	0	0	2		
	SHP Regarding Misc. Human Capital Management	11	2	0	0	0	0	0	0	0	13		
	SHP Regarding Misc. Labor Issues/Policies	1	0	0	0	0	0	0	0	0	1		
	SHP Regarding Misc. Nuclear Issue	0	0	0	1	0	0	0	0	0	1		
	SHP Regarding Misc. Social Issue	25	3	0	0	0	0	0	0	0	28		
	SHP Regarding Report on EEO	2	0	0	0	0	0	0	0	0	2		
	SHP Regarding Reporting on Company's Compliance with International Human Ri	5	0	0	0	0	0	0	0	0	5		
	SHP Regarding Reviewing Charitable Spending	0	1	0	0	0	0	0	0	0	1		
	SHP Regarding Reviewing Political Spending or Lobbying	22	0	0	0	0	0	0	0	0	22		

Proposal Types – Votes Versus Management

Issue Code Category	Issue Code Description	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
Total for all Categories		9870	1750	442	0	206	0	12268
Audit/Financials		1238	201	61	0	1	0	1501
	Accounts and Reports (Bundled Issues)	31	19	2	0	0	0	52
	Allocation of Profits/Dividends	305	4	23	0	0	0	332
	Appointment of Auditor	148	25	18	0	0	0	191
	Appointment of Auditor and Authority to Set Fees	98	16	0	0	0	0	114

Issue Code Category	Issue Code Description	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	Appointment of Special Auditor	2	0	0	0	0	0	2
	Approval of Non-Financial Reports	80	0	0	0	0	0	80
	Approve Payment of Fees to Special Auditors	9	0	0	0	0	0	9
	Authority to Set Auditor's Fees	68	1	2	0	1	0	72
	Bonus Dividend/Bonus Share Issue	13	0	1	0	0	0	14
	Financial Statements	325	4	15	0	0	0	344
	Number of Auditors	6	0	0	0	0	0	6
	Ratification of Alternate Auditor	6	0	0	0	0	0	6
	Ratification of Auditor	124	132	0	0	0	0	256
	Ratification of Auditor's Acts	5	0	0	0	0	0	5
	Stock Dividend/Dividend Reinvestment	18	0	0	0	0	0	18
Board Related		5448	779	251	0	60	0	6538
	Approval of Nominating Committee Guidelines/Appointment of Nominating	12	0	1	0	0	0	13
	Approve Censor	1	0	0	0	0	0	1
	Approve Special Auditor's Report	20	0	0	0	0	0	20
	Approve Supervisory Council	31	19	0	0	15	0	65
	Approve Supervisory Council Size	2	0	0	0	0	0	2
	Board Size	31	1	0	0	1	0	33
	Board Spill	15	0	0	0	1	0	16
	Board Term Length	1	1	0	0	0	0	2

scription	Management	Management	Take No Action	Unvoted	N/A	Mixed	Total
ernate Statutory Auditor	7	0	0	0	0	0	7
ard Committee Members	76	12	54	0	1	0	143
ectors	4640	684	176	0	18	0	5518
ectors (Bundled Issues)	1	1	0	0	0	0	2
	11	9	0	0	0	0	20
	2	4	0	0	0	0	6
	0	0	0	0	13	0	13
n-Management Nominee	13	0	0	0	0	0	13
	35	6	4	0	2	0	47
reholder Representatives	6	0	0	0	0	0	6
tutory Auditor Slate	0	0	0	0	6	0	6
tutory Auditors	31	6	0	0	0	0	37
pervisory Board	92	7	0	0	0	0	99
ervisory Board Members	1	2	0	0	0	0	3
Chair of Statutory	0	0	0	0	3	0	3
n of Directors/Officers	8	0	0	0	0	0	8
ment Proposal Regarding	15	2	0	0	0	0	17
ent /Severance	12	1	0	0	0	0	13
Board Acts - Legal	248	8	3	0	0	0	259
Co-Option of a Director	19	1	0	0	0	0	20
	ernate Statutory Auditor and Committee Members ectors ectors (Bundled Issues) ectors (Slate) ectors (Slate) Bundled ms nority or Preferred ominee n-Management Nominee n-Principal Members ernates) areholder Representatives tutory Auditor Slate tutory Auditor Slate tutory Auditors pervisory Board pervisory Board Members echair of Statutory an of Directors/Officers ment Proposal Regarding eent /Severance Board Acts - Legal Co-Option of a Director	ernate Statutory Auditor 7 ard Committee Members 76 ectors (Bundled Issues) 1 ectors (Bundled Issues) 1 ectors (Slate) Bundled ms 2 nority or Preferred 0 n-Management Nominee 13 n-Principal Members ernates) 35 areholder Representatives 6 tutory Auditor Slate 0 tutory Auditor Slate 0 tutory Auditors 31 ecrvisory Board Members 1 ecrvisory Board Members 1 echair of Statutory 0 n of Directors/Officers 8 ment Proposal Regarding 15 eent /Severance 12 Board Acts - Legal 248	ernate Statutory Auditor70ard Committee Members7612ectors4640684ectors (Bundled Issues)11ectors (Slate)119ectors (Slate) Bundled ms24nority or Preferred ominee00n-Management Nominee130n-Principal Members ernates)356areholder Representatives60tutory Auditor Slate00tutory Auditors316pervisory Board927pervisory Board Members ernates12etchair of Statutory00on of Directors/Officers80ment Proposal Regarding152ent /Severance121Board Acts - Legal2488	ernate Statutory Auditor700ard Committee Members761254ectors4640684176ectors (Bundled Issues)110ectors (Slate)1190ectors (Slate) Bundled ms240nority or Preferred ominee000n-Management Nominee1300n-Principal Members ernates)3564areholder Representatives600tutory Auditor Slate000tutory Auditors3160chair of Statutory000on of Directors/Officers800ment Proposal Regarding1520enent /Severance1210Board Acts - Legal24883	ernate Statutory Auditor 7 0 0 0 ard Committee Members 76 12 54 0 ectors (Bundled Issues) 1 1 0 0 ectors (Bundled Issues) 1 1 0 0 ectors (Slate) 11 9 0 0 ectors (Slate) Bundled 2 4 0 0 nority or Preferred 0 0 0 0 0 n-Management Nominee 13 0 0 0 n-Principal Members 35 6 4 0 tutory Auditor Slate 0 0 0 0 tutory Auditor Slate 0 0 0 0 tutory Auditors 31 6 0 0 ectors (Statutory 0 0 0 0 chair of Statutory 0 0 0 0 in of Directors/Officers 8 0 0 ment Proposal Regarding 15 2 0 ment Proposal Regarding 15 2 0 Board Acts - Legal 248 8 3 0	ernate Statutory Auditor 7 0 0 0 0 0 and Committee Members 76 12 54 0 1 ectors 4640 684 176 0 18 ectors (Bundled Issues) 1 1 0 0 0 0 ectors (Slate) 11 9 0 0 0 0 ectors (Slate) Bundled ms 2 4 0 0 0 nority or Preferred 0 0 0 0 0 13 n-Management Nominee 13 0 0 0 0 13 n-Management Nominee 13 0 0 0 0 0 n-Principal Members errates) 35 6 4 0 2 ureholder Representatives 6 0 0 0 0 0 tutory Auditor Slate 0 0 0 0 0 tutory Auditor Slate 0 0 0 0 0 ervisory Board 92 7 0 0 cervisory Board 92 7 0 0 cervisory Board Members 1 2 0 0 ervisory Board Members 1 2 0 0 chair of Statutory 0 0 0 0 0 chair of Statutory 0 0 0 0 cervisory Board Members 1 2 0 0 ervisory Board Members 1 2 0 0 ervisory Board Members 1 2 0 0 ervisory Board Members 1 2 0 0 chair of Statutory 0 0 0 0 chair of Statutory 0 0 0 0 cervisory Board Members 1 2 0 0 cervisory Board Members 1 0 0 0 0 cervisory	ernate Statutory Auditor 7 0

Issue Code Category	Issue Code Description	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	Ratification of Management Acts - Legal	62	2	13	0	0	0	77
	Related Party Transactions	53	9	0	0	0	0	62
	Retention as Independent Director	3	4	0	0	0	0	7
Capital Management		770	147	19	0	0	0	936
	Amendment to Borrowing Powers	3	0	0	0	0	0	3
	Approval of Borrowing	1	0	0	0	0	0	1
	Authority to Give Guarantees	7	4	0	0	0	0	11
	Authority to Increase Capital in Case of Exchange Offers (France)	4	4	0	0	0	0	8
	Authority to Increase Capital in Consideration for Contributions in Kind (13	4	0	0	0	0	17
	Authority to Issue Preferred Stock	0	1	0	0	0	0	1
	Authority to Issue Shares and Convertible Debt w or w/o Preemptive R	8	1	0	0	0	0	9
	Authority to Issue Shares and Convertible Debt w/ Preemptive Rights	20	2	0	0	0	0	22
	Authority to Issue Shares and Convertible Debt w/o Preemptive Rights	23	10	0	0	0	0	33
	Authority to Issue Shares w/ Preemptive Rights	63	0	0	0	0	0	63
	Authority to Issue Shares w/o Preemptive Rights	132	48	0	0	0	0	180
	Authority to Issue Stock w/ or w/out Preemptive Rights	21	1	0	0	0	0	22
	Authority to Repurchase and Re-Issue Shares	50	3	0	0	0	0	53
	Authority to Repurchase Shares	151	4	7	0	0	0	162
	Authority to Set Offering Price of Shares	7	1	0	0	0	0	8
	Authority to Trade in Company Stock	3	0	0	0	0	0	3

Issue Code Category	Issue Code Description	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	Authorize Overallotment/Greenshoe	10	3	0	0	0	0	13
	Cancellation of Authorized Stock	47	0	7	0	0	0	54
	Creation of New Share Class	3	0	0	0	0	0	3
	Increase in Authorized Capital	31	4	5	0	0	0	40
	Increase in Authorized Common Stock	1	0	0	0	0	0	1
	Increase in/Authorization of Preferred Stock	1	0	0	0	0	0	1
	Issuance of Common Stock	1	0	0	0	0	0	1
	Issuance of Convertible Debt Instruments	1	0	0	0	0	0	1
	Issuance of Debt Instruments	75	3	0	0	0	0	78
	Issuance of Repurchased Shares	7	25	0	0	0	0	32
	Issuance of Stock w/ or w/out Preemptive Rights	33	27	0	0	0	0	60
	Issuance of Stock w/ Preemptive Rights	1	0	0	0	0	0	1
	Issuance of Stock w/out Preemptive Rights	16	1	0	0	0	0	17
	Limit to Capital Increase	3	0	0	0	0	0	3
	Misc. Proposal Regarding Capital	6	0	0	0	0	0	6
	Reduction in Authorized Capital	5	0	0	0	0	0	5
	Reduction in Share Premium Account	3	0	0	0	0	0	3
	Repurchase of Shares	1	1	0	0	0	0	2
	Reverse Stock Split	2	0	0	0	0	0	2
	Stock Split	11	0	0	0	0	0	11

Issue Code Category	Issue Code Description	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	Use/Transfer of Reserves	6	0	0	0	0	0	6
Changes to Company Statutes		408	61	6	0	0	0	475
	Adoption of Majority Vote for Election of Directors	1	0	0	0	0	0	1
	Adoption of New Articles	25	1	0	0	0	0	26
	Adoption of Shareholder Rights' Plan	1	0	0	0	0	0	1
	Amend Articles, Constitution, Bylaws - Bundled	138	5	0	0	0	0	143
	Amendment to Poison Pill	1	0	0	0	0	0	1
	Amendments to Articles (Technical)	82	0	4	0	0	0	86
	Amendments to Articles, Constitution, Bylaws	86	8	2	0	0	0	96
	Amendments to Charter/Bylaw - Bundled	2	0	0	0	0	0	2
	Amendments to Procedural Rules	25	5	0	0	0	0	30
	Authority to Set General Meeting Notice Period at 14 Days	0	31	0	0	0	0	31
	Change in State of Incorporation	1	0	0	0	0	0	1
	Company Name Change	1	0	0	0	0	0	1
	Constitution of Procedural Rules	6	1	0	0	0	0	7
	Elimination of Cumulative Voting	2	0	0	0	0	0	2
	Elimination of Supermajority Requirement	12	0	0	0	0	0	12
	Misc. Article Amendments	2	2	0	0	0	0	4
	Misc. Proposal Regarding Antitakeover Devices	7	6	0	0	0	0	13
	Repeal of Classified Board	6	0	0	0	0	0	6

Issue Code Category	Issue Code Description	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	Restoration of Right to Call a Special Meeting	5	1	0	0	0	0	6
	Restoration of Written Consent	1	1	0	0	0	0	2
	Technical Amendments to Charter/Bylaw	2	0	0	0	0	0	2
	Waiving of Mandatory Takeover Requirement	2	0	0	0	0	0	2
Compensation		1510	290	62	0	30	0	1892
	Adoption of Employee Stock Purchase Plan	6	0	0	0	0	0	6
	Adoption of Equity Compensation Plan	20	1	0	0	0	0	21
	Adoption of Restricted Stock Plan	2	1	0	0	0	0	3
	Adoption of Short Term Incentive Plan	2	0	0	0	0	0	2
	Advisory Vote on Executive Compensation	214	38	0	0	0	0	252
	Advisory Vote on Severance	1	0	0	0	0	0	1
	Amendment to Director Equity Compensation Plan	4	1	0	0	0	0	5
	Amendment to Employee Stock Purchase Plan	7	0	0	0	0	0	7
	Amendment to Equity Compensation Plan	30	0	0	0	0	0	30
	Amendment to Restricted Stock Plan	1	0	0	0	0	0	1
	Amendment to Stock Option Plan	21	4	0	0	0	0	25
	Amendment to Stock Purchase Plan	2	1	0	0	0	0	3
	Bonus	8	4	0	0	0	0	12
	Bonus/162(m) Plan	1	0	0	0	0	0	1
	Bonuses for Retiring Directors (JP)	0	1	0	0	0	0	1

Issue Code Category	Issue Code Description	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	Capital Proposal to Implement Equity Compensation Plan	25	6	1	0	0	0	32
	Directors' Fees	162	15	2	0	8	0	187
	Directors' Stock Option Plan	3	0	0	0	0	0	3
	Employment Agreement	11	4	0	0	0	0	15
	Misc. Proposal Regarding Compensation	36	5	2	0	0	0	43
	Non-Executive Remuneration Policy (Forward-Looking)	103	4	15	0	1	0	123
	Remuneration Policy (Forward-Looking)	73	24	21	0	0	0	118
	Remuneration Report (Retrospective)	360	105	20	0	15	0	500
	Say When on Pay	12	2	0	0	0	0	14
	Statutory Auditors' Fees	8	1	0	0	0	0	9
	Stock Option Grants	269	51	0	0	3	0	323
	Stock Option Plan	66	17	0	0	3	0	86
	Stock Purchase Plan	46	1	0	0	0	0	47
	Supervisory Board/ Corp Assembly Fees	14	4	1	0	0	0	19
	Trust Type Equity Plans (JP)	3	0	0	0	0	0	3
M&A		130	6	1	0	0	0	137
	Divestiture/Spin-off	20	1	0	0	0	0	21
	Intra-company Contracts/Control Agreements	57	1	0	0	0	0	58
	Merger by Absorption between Parent and Subsidiary	12	2	1	0	0	0	15
	Merger/Acquisition	32	2	0	0	0	0	34

Dther	Issue Code Description	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	Misc. Proposal Regarding Restructuring	1	0	0	0	0	0	1
	Restructuring/Capitalization	8	0	0	0	0	0	8
Meeting Administration		185	10	28	0	1	0	224
	Appointment of Independent Proxy (Switzerland)	1	0	14	0	0	0	15
	Authorization of Legal Formalities	78	6	0	0	0	0	84
	Right to Adjourn Meeting	7	0	0	0	0	0	7
	Routine Meeting Item	99	0	9	0	0	0	108
	Transact Other Business	0	4	5	0	1	0	10
Other		105	34	1	0	104	0	244
	Approval of Political Donation	1	22	0	0	0	0	23
	Approve Technical Vote Requirements	0	2	0	0	89	0	91
	Authorization of Charitable Donations	7	2	0	0	0	0	9
	Bondholder/Bankruptcy Proposal	0	0	0	0	14	0	14
	Declaration of Material Interest	0	0	0	0	1	0	1
	Management Proposal Regarding ESG Issues	6	1	1	0	0	0	8
	Misc. Management Proposal	64	7	0	0	0	0	71
	Renew Proportional Takeover Provisions	27	0	0	0	0	0	27
SHP: Compensation		7	16	0	0	0	0	23
	SHP Recoupment of Unearned Bonuses (Clawback)	0	2	0	0	0	0	2
	SHP Regarding Golden Parachutes	1	0	0	0	0	0	1

Issue Code Category	Issue Code Description	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Linking Executive Pay to Social Criteria	0	3	0	0	0	0	3
	SHP Regarding Misc. Compensation	4	2	0	0	0	0	6
	SHP regarding Misc. Compensation	2	0	0	0	0	0	2
	SHP Regarding Race and/or Gender Pay Equity Report	0	4	0	0	0	0	4
	SHP Regarding Report on Ratio Between CEO and Employee Pay	0	5	0	0	0	0	5
SHP: Environment		5	35	6	0	4	0	50
	SHP Regarding Climate Lobbying	1	2	0	0	0	0	3
	SHP Regarding Environmental Report	1	2	0	0	0	0	3
	SHP Regarding Formation of Environmental/Social Committee of the	0	1	0	0	0	0	1
	SHP Regarding Misc. Energy/Environmental Issues	0	6	0	0	0	0	6
	SHP Regarding Misc. Environmental Issue	0	2	4	0	0	0	6
	SHP Regarding Report on Antibiotics in Animal Agriculture	0	1	0	0	0	0	1
	SHP Regarding Report/Action on Climate Change	2	16	0	0	4	0	22
	SHP Regarding Reporting and Reducing Greenhouse Gas Emissions	1	5	1	0	0	0	7
	SHP Regarding Sustainability or Environmental Reports	0	0	1	0	0	0	1
SHP: Governance		56	101	6	0	5	0	168
	SHP Regarding Additional or Amended Shareholder Proposals	0	2	3	0	0	0	5
	SHP Regarding Board Composition	6	1	0	0	0	0	7
	SHP Regarding Election of Board Member(s) During a Contested Election	0	12	0	0	0	0	12
	SHP Regarding Election of Dissident Board Member(s)	4	2	0	0	0	0	6

Issue Code Category	Issue Code Description	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Election of Dissident Supervisory Board Member(s)	0	0	0	0	1	0	1
	SHP Regarding Eliminating Supermajority Provisions	1	6	0	0	1	0	8
	SHP Regarding Facilitation of Shareholder Proposals	0	11	0	0	0	0	11
	SHP Regarding Improving in Disclosure	0	1	0	0	0	0	1
	SHP Regarding Increase in Dividend/Redistribution of Profits	2	0	0	0	1	0	3
	SHP Regarding Independent Board Chairman/Seperation of Chair and CEO	4	20	0	0	0	0	24
	SHP Regarding Misc. Board Issue	3	0	0	0	0	0	3
	SHP Regarding Misc. Board/Shareholder Rights Issue	1	0	0	0	0	0	1
	SHP Regarding Misc. Capital Issue	1	0	0	0	0	0	1
	SHP Regarding Misc. Governance Issue	1	0	0	0	0	0	1
	SHP Regarding Misc. Issue	3	0	0	0	2	0	5
	SHP Regarding Misc. Meeting/Voting Issue	0	2	0	0	0	0	2
	SHP Regarding Misc. Restructuring Issue	0	0	2	0	0	0	2
	SHP Regarding Recapitalization	0	3	0	0	0	0	3
	SHP Regarding Reincorporation	12	0	0	0	0	0	12
	SHP Regarding Removal of Director(s)	1	0	0	0	0	0	1
	SHP Regarding Right to Act by Written Consent	14	14	0	0	0	0	28
	SHP Regarding Right to Call a Special Meeting	3	13	0	0	0	0	16
	SHP Regarding Special Audit	0	0	1	0	0	0	1
	SHP Regarding Trained, Qualified Directors on Environment, Health and S	0	3	0	0	0	0	3

		With	Against	Take No				
Issue Code Category	Issue Code Description	Management	Management	Action	Unvoted	N/A	Mixed	Total
	SHP Shareholder Access to the					•		
	Nomination Process (Proxy Access)	0	11	0	0	0	0	11
SHP: Misc		1	0	0	0	0	0	1
	SHP: Misc. Issues	1	0	0	0	0	0	1
SHP: Social		7	70	1	0	1	0	79
	SHP Regarding Drug Pricing/Distribution	0	3	0	0	0	0	3
	SHP Regarding Independent Verification of Contractors' Compliance with Labor a	0	1	0	0	0	0	1
	SHP Regarding Limiting or Ending Political Spending	0	2	0	0	0	0	2
	SHP Regarding Misc. Human Capital Management	3	9	0	0	1	0	13
	SHP Regarding Misc. Labor Issues/Policies	0	1	0	0	0	0	1
	SHP Regarding Misc. Nuclear Issue	0	0	1	0	0	0	1
	SHP Regarding Misc. Social Issue	3	25	0	0	0	0	28
	SHP Regarding Report on EEO	0	2	0	0	0	0	2
	SHP Regarding Reporting on Company's Compliance with International Human R	0	5	0	0	0	0	5
	SHP Regarding Reviewing Charitable Spending	1	0	0	0	0	0	1
	SHP Regarding Reviewing Political Spending or Lobbying	0	22	0	0	0	0	22

Proposal Types – Votes Versus Policy

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
Total for all Categories		10193	9	1620	442	0	0	4	12268
Audit/Financials		1407	0	32	61	0	0	1	1501

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Accounts and Reports (Bundled Issues)	50	0	0	2	0	0	0	52
	Allocation of Profits/Dividends	309	0	0	23	0	0	0	332
	Appointment of Auditor	162	0	11	18	0	0	0	191
	Appointment of Auditor and Authority to Set Fees	111	0	3	0	0	0	0	114
	Appointment of Special Auditor	2	0	0	0	0	0	0	2
	Approval of Non-Financial Reports	80	0	0	0	0	0	0	80
	Approve Payment of Fees to Special Auditors	9	0	0	0	0	0	0	9
	Authority to Set Auditor's Fees	59	0	11	2	0	0	0	72
	Bonus Dividend/Bonus Share Issue	13	0	0	1	0	0	0	14
	Financial Statements	323	0	6	15	0	0	0	344
	Number of Auditors	6	0	0	0	0	0	0	6
	Ratification of Alternate Auditor	6	0	0	0	0	0	0	6
	Ratification of Auditor	254	0	1	0	0	0	1	256
	Ratification of Auditor's Acts	5	0	0	0	0	0	0	5
	Stock Dividend/Dividend Reinvestment	18	0	0	0	0	0	0	18
Board Related		5578	6	701	251	0	0	2	6538
	Approval of Nominating Committee Guidelines/Appointment of Nominating	12	0	0	1	0	0	0	13
	Approve Censor	1	0	0	0	0	0	0	1
	Approve Special Auditor's Report	20	0	0	0	0	0	0	20
	Approve Supervisory Council	65	0	0	0	0	0	0	65

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Approve Supervisory Council Size	2	0	0	0	0	0	0	2
	Board Size	32	0	1	0	0	0	0	33
	Board Spill	0	0	16	0	0	0	0	16
	Board Term Length	2	0	0	0	0	0	0	2
	Election of Alternate Statutory Auditor	7	0	0	0	0	0	0	7
	Election of Board Committee Members	89	0	0	54	0	0	0	143
	Election of Directors	4684	0	656	176	0	0	2	5518
	Election of Directors (Bundled Issues)	2	0	0	0	0	0	0	2
	Election of Directors (Slate)	20	0	0	0	0	0	0	20
	Election of Directors (Slate) Bundled with Other Items	6	0	0	0	0	0	0	6
	Election of Minority or Preferred Shareholder Nominee	13	0	0	0	0	0	0	13
	Election of Non-Management Nominee	6	0	7	0	0	0	0	13
	Election of Non-Principal Members (Chairman, alternates)	43	0	0	4	0	0	0	47
	Election of Shareholder Representatives	6	0	0	0	0	0	0	6
	Election of Statutory Auditor Slate	2	4	0	0	0	0	0	6
	Election of Statutory Auditors	37	0	0	0	0	0	0	37
	Election of Supervisory Board	99	0	0	0	0	0	0	99
	Election of Supervisory Board Members (Slate)	3	0	0	0	0	0	0	3
	Election of the Chair of Statutory Auditors	1	2	0	0	0	0	0	3
	Indemnification of Directors/Officers	8	0	0	0	0	0	0	8

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Misc. Management Proposal Regarding Board	17	0	0	0	0	0	0	17
	Post-Employment /Severance Agreements	1	0	12	0	0	0	0	13
	Ratification of Board Acts - Legal	256	0	0	3	0	0	0	259
	Ratification of Co-Option of a Director	20	0	0	0	0	0	0	20
	Ratification of Management Acts - Legal	64	0	0	13	0	0	0	77
	Related Party Transactions	53	0	9	0	0	0	0	62
	Retention as Independent Director	7	0	0	0	0	0	0	7
Capital Management		827	0	90	19	0	0	0	936
	Amendment to Borrowing Powers	3	0	0	0	0	0	0	3
	Approval of Borrowing	1	0	0	0	0	0	0	1
	Authority to Give Guarantees	11	0	0	0	0	0	0	11
	Authority to Increase Capital in Case of Exchange Offers (France)	8	0	0	0	0	0	0	8
	Authority to Increase Capital in Consideration for Contributions in Kind (17	0	0	0	0	0	0	17
	Authority to Issue Preferred Stock	1	0	0	0	0	0	0	1
	Authority to Issue Shares and Convertible Debt w or w/o Preemptive Rights	9	0	0	0	0	0	0	9
	Authority to Issue Shares and Convertible Debt w/ Preemptive Rights	22	0	0	0	0	0	0	22
	Authority to Issue Shares and Convertible Debt w/o Preemptive Rights	33	0	0	0	0	0	0	33
	Authority to Issue Shares w/ Preemptive Rights	58	0	5	0	0	0	0	63
	Authority to Issue Shares w/o Preemptive Rights	169	0	11	0	0	0	0	180
	Authority to Issue Stock w/ or w/out Preemptive Rights	22	0	0	0	0	0	0	22

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Authority to Repurchase and Re-Issue Shares	53	0	0	0	0	0	0	53
	Authority to Repurchase Shares	148	0	7	7	0	0	0	162
	Authority to Set Offering Price of Shares	8	0	0	0	0	0	0	8
	Authority to Trade in Company Stock	3	0	0	0	0	0	0	3
	Authorize Overallotment/Greenshoe	13	0	0	0	0	0	0	13
	Cancellation of Authorized Stock	45	0	2	7	0	0	0	54
	Creation of New Share Class	3	0	0	0	0	0	0	3
	Increase in Authorized Capital	35	0	0	5	0	0	0	40
	Increase in Authorized Common Stock	1	0	0	0	0	0	0	1
	Increase in/Authorization of Preferred Stock	1	0	0	0	0	0	0	1
	Issuance of Common Stock	1	0	0	0	0	0	0	1
	Issuance of Convertible Debt Instruments	1	0	0	0	0	0	0	1
	Issuance of Debt Instruments	78	0	0	0	0	0	0	78
	Issuance of Repurchased Shares	32	0	0	0	0	0	0	32
	Issuance of Stock w/ or w/out Preemptive Rights	0	0	60	0	0	0	0	60
	Issuance of Stock w/ Preemptive Rights	1	0	0	0	0	0	0	1
	Issuance of Stock w/out Preemptive Rights	17	0	0	0	0	0	0	17
	Limit to Capital Increase	3	0	0	0	0	0	0	3
	Misc. Proposal Regarding Capital	6	0	0	0	0	0	0	6
	Reduction in Authorized Capital	2	0	3	0	0	0	0	5

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Reduction in Share Premium Account	3	0	0	0	0	0	0	3
	Repurchase of Shares	2	0	0	0	0	0	0	2
	Reverse Stock Split	0	0	2	0	0	0	0	2
	Stock Split	11	0	0	0	0	0	0	11
	Use/Transfer of Reserves	6	0	0	0	0	0	0	6
Changes to Company Statutes		395	0	74	6	0	0	0	475
	Adoption of Majority Vote for Election of Directors	1	0	0	0	0	0	0	1
	Adoption of New Articles	16	0	10	0	0	0	0	26
	Adoption of Shareholder Rights' Plan	1	0	0	0	0	0	0	1
	Amend Articles, Constitution, Bylaws - Bundled	104	0	39	0	0	0	0	143
	Amendment to Poison Pill	1	0	0	0	0	0	0	1
	Amendments to Articles (Technical)	77	0	5	4	0	0	0	86
	Amendments to Articles, Constitution, Bylaws	81	0	13	2	0	0	0	96
	Amendments to Charter/Bylaw - Bundled	2	0	0	0	0	0	0	2
	Amendments to Procedural Rules	30	0	0	0	0	0	0	30
	Authority to Set General Meeting Notice Period at 14 Days	31	0	0	0	0	0	0	31
	Change in State of Incorporation	1	0	0	0	0	0	0	1
	Company Name Change	1	0	0	0	0	0	0	1
	Constitution of Procedural Rules	7	0	0	0	0	0	0	7
	Elimination of Cumulative Voting	2	0	0	0	0	0	0	2

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Elimination of Supermajority Requirement	12	0	0	0	0	0	0	12
	Misc. Article Amendments	4	0	0	0	0	0	0	4
	Misc. Proposal Regarding Antitakeover Devices	7	0	6	0	0	0	0	13
	Repeal of Classified Board	6	0	0	0	0	0	0	6
	Restoration of Right to Call a Special Meeting	6	0	0	0	0	0	0	6
	Restoration of Written Consent	2	0	0	0	0	0	0	2
	Technical Amendments to Charter/Bylaw	2	0	0	0	0	0	0	2
	Waiving of Mandatory Takeover Requirement	1	0	1	0	0	0	0	2
Compensation		1201	0	628	62	0	0	1	1892
	Adoption of Employee Stock Purchase Plan	6	0	0	0	0	0	0	6
	Adoption of Equity Compensation Plan	21	0	0	0	0	0	0	21
	Adoption of Restricted Stock Plan	3	0	0	0	0	0	0	3
	Adoption of Short Term Incentive Plan	2	0	0	0	0	0	0	2
	Advisory Vote on Executive Compensation	250	0	1	0	0	0	1	252
	Advisory Vote on Severance	1	0	0	0	0	0	0	1
	Amendment to Director Equity Compensation Plan	5	0	0	0	0	0	0	5
	Amendment to Employee Stock Purchase Plan	7	0	0	0	0	0	0	7
	Amendment to Equity Compensation Plan	30	0	0	0	0	0	0	30
	Amendment to Restricted Stock Plan	0	0	1	0	0	0	0	1
	Amendment to Stock Option Plan	24	0	1	0	0	0	0	25

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Amendment to Stock Purchase Plan	2	0	1	0	0	0	0	3
	Bonus	12	0	0	0	0	0	0	12
	Bonus/162(m) Plan	1	0	0	0	0	0	0	1
	Bonuses for Retiring Directors (JP)	1	0	0	0	0	0	0	1
	Capital Proposal to Implement Equity Compensation Plan	31	0	0	1	0	0	0	32
	Directors' Fees	171	0	14	2	0	0	0	187
	Directors' Stock Option Plan	0	0	3	0	0	0	0	3
	Employment Agreement	15	0	0	0	0	0	0	15
	Misc. Proposal Regarding Compensation	40	0	1	2	0	0	0	43
	Non-Executive Remuneration Policy (Forward-Looking)	107	0	1	15	0	0	0	123
	Remuneration Policy (Forward-Looking)	96	0	1	21	0	0	0	118
	Remuneration Report (Retrospective)	216	0	264	20	0	0	0	500
	Say When on Pay	14	0	0	0	0	0	0	14
	Statutory Auditors' Fees	9	0	0	0	0	0	0	9
	Stock Option Grants	25	0	298	0	0	0	0	323
	Stock Option Plan	47	0	39	0	0	0	0	86
	Stock Purchase Plan	44	0	3	0	0	0	0	47
	Supervisory Board/ Corp Assembly Fees	18	0	0	1	0	0	0	19
	Trust Type Equity Plans (JP)	3	0	0	0	0	0	0	3
M&A		115	0	21	1	0	0	0	137

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Divestiture/Spin-off	18	0	3	0	0	0	0	21
	Intra-company Contracts/Control Agreements	58	0	0	0	0	0	0	58
	Merger by Absorption between Parent and Subsidiary	14	0	0	1	0	0	0	15
	Merger/Acquisition	18	0	16	0	0	0	0	34
	Misc. Proposal Regarding Restructuring	0	0	1	0	0	0	0	1
	Restructuring/Capitalization	7	0	1	0	0	0	0	8
Meeting Administration		196	0	0	28	0	0	0	224
	Appointment of Independent Proxy (Switzerland)	1	0	0	14	0	0	0	15
	Authorization of Legal Formalities	84	0	0	0	0	0	0	84
	Right to Adjourn Meeting	7	0	0	0	0	0	0	7
	Routine Meeting Item	99	0	0	9	0	0	0	108
	Transact Other Business	5	0	0	5	0	0	0	10
Other		199	1	43	1	0	0	0	244
	Approval of Political Donation	22	0	1	0	0	0	0	23
	Approve Technical Vote Requirements	91	0	0	0	0	0	0	91
	Authorization of Charitable Donations	9	0	0	0	0	0	0	9
	Bondholder/Bankruptcy Proposal	0	0	14	0	0	0	0	14
	Declaration of Material Interest	0	0	1	0	0	0	0	1
	Management Proposal Regarding ESG Issues	6	1	0	1	0	0	0	8
	Misc. Management Proposal	71	0	0	0	0	0	0	71

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Renew Proportional Takeover Provisions	0	0	27	0	0	0	0	27
SHP: Compensation		23	0	0	0	0	0	0	23
	SHP Recoupment of Unearned Bonuses (Clawback)	2	0	0	0	0	0	0	2
	SHP Regarding Golden Parachutes	1	0	0	0	0	0	0	1
	SHP Regarding Linking Executive Pay to Social Criteria	3	0	0	0	0	0	0	3
	SHP Regarding Misc. Compensation	6	0	0	0	0	0	0	6
	SHP regarding Misc. Compensation	2	0	0	0	0	0	0	2
	SHP Regarding Race and/or Gender Pay Equity Report	4	0	0	0	0	0	0	4
	SHP Regarding Report on Ratio Between CEO and Employee Pay	5	0	0	0	0	0	0	5
SHP: Environment		32	1	11	6	0	0	0	50
	SHP Regarding Climate Lobbying	2	0	1	0	0	0	0	3
	SHP Regarding Environmental Report	3	0	0	0	0	0	0	3
	SHP Regarding Formation of Environmental/Social Committee of the	1	0	0	0	0	0	0	1
	SHP Regarding Misc. Energy/Environmental Issues	5	1	0	0	0	0	0	6
	SHP Regarding Misc. Environmental Issue	1	0	1	4	0	0	0	6
	SHP Regarding Report on Antibiotics in Animal Agriculture	1	0	0	0	0	0	0	1
	SHP Regarding Report/Action on Climate Change	14	0	8	0	0	0	0	22
	SHP Regarding Reporting and Reducing Greenhouse Gas Emissions	5	0	1	1	0	0	0	7
	SHP Regarding Sustainability or Environmental Reports	0	0	0	1	0	0	0	1
SHP: Governance		148	0	14	6	0	0	0	168

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Additional or Amended Shareholder Proposals	2	0	0	3	0	0	0	5
	SHP Regarding Board Composition	7	0	0	0	0	0	0	7
	SHP Regarding Election of Board Member (s) During a Contested Election – Disside	12	0	0	0	0	0	0	12
	SHP Regarding Election of Dissident Board Member(s)	4	0	2	0	0	0	0	6
	SHP Regarding Election of Dissident Supervisory Board Member(s)	1	0	0	0	0	0	0	1
	SHP Regarding Eliminating Supermajority Provisions	8	0	0	0	0	0	0	8
	SHP Regarding Facilitation of Shareholder Proposals	0	0	11	0	0	0	0	11
	SHP Regarding Improving in Disclosure	1	0	0	0	0	0	0	1
	SHP Regarding Increase in Dividend/Redistribution of Profits	3	0	0	0	0	0	0	3
	SHP Regarding Independent Board Chairman/Seperation of Chair and CEO	24	0	0	0	0	0	0	24
	SHP Regarding Misc. Board Issue	3	0	0	0	0	0	0	3
	SHP Regarding Misc. Board/Shareholder Rights Issue	1	0	0	0	0	0	0	1
	SHP Regarding Misc. Capital Issue	0	0	1	0	0	0	0	1
	SHP Regarding Misc. Governance Issue	1	0	0	0	0	0	0	1
	SHP Regarding Misc. Issue	5	0	0	0	0	0	0	5
	SHP Regarding Misc. Meeting/Voting Issue	2	0	0	0	0	0	0	2
	SHP Regarding Misc. Restructuring Issue	0	0	0	2	0	0	0	2
	SHP Regarding Recapitalization	3	0	0	0	0	0	0	3
	SHP Regarding Reincorporation	12	0	0	0	0	0	0	12
	SHP Regarding Removal of Director(s)	1	0	0	0	0	0	0	1

Issue Code Category	Issue Code Description	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Right to Act by Written Consent	28	0	0	0	0	0	0	28
	SHP Regarding Right to Call a Special Meeting	16	0	0	0	0	0	0	16
	SHP Regarding Special Audit	0	0	0	1	0	0	0	1
	SHP Regarding Trained, Qualified Directors on Environment, Health and Sa	3	0	0	0	0	0	0	3
	SHP Shareholder Access to the Nomination Process (Proxy Access)	11	0	0	0	0	0	0	11
SHP: Misc		1	0	0	0	0	0	0	1
	SHP: Misc. Issues	1	0	0	0	0	0	0	1
SHP: Social		71	1	6	1	0	0	0	79
	SHP Regarding Drug Pricing/Distribution	3	0	0	0	0	0	0	3
	SHP Regarding Independent Verification of Contractors' Compliance with Labor an	1	0	0	0	0	0	0	1
	SHP Regarding Limiting or Ending Political Spending	0	0	2	0	0	0	0	2
	SHP Regarding Misc. Human Capital Management	13	0	0	0	0	0	0	13
	SHP Regarding Misc. Labor Issues/Policies	1	0	0	0	0	0	0	1
	SHP Regarding Misc. Nuclear Issue	0	0	0	1	0	0	0	1
	SHP Regarding Misc. Social Issue	25	0	3	0	0	0	0	28
	SHP Regarding Report on EEO	2	0	0	0	0	0	0	2
	SHP Regarding Reporting on Company's Compliance with International Human Ri	4	0	1	0	0	0	0	5
	SHP Regarding Reviewing Charitable Spending	1	0	0	0	0	0	0	1
	SHP Regarding Reviewing Political Spending or Lobbying	21	1	0	0	0	0	0	22

Proposal Types – Votes Versus Glass Lewis

Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
Total for all Categories		10967	844	442	0	15	0	12268
Audit/Financials		1278	162	61	0	0	0	1501
	Accounts and Reports (Bundled Issues)	50	0	2	0	0	0	52
	Allocation of Profits/Dividends	309	0	23	0	0	0	332
	Appointment of Auditor	150	23	18	0	0	0	191
	Appointment of Auditor and Authority to Set Fees	105	9	0	0	0	0	114
	Appointment of Special Auditor	2	0	0	0	0	0	2
	Approval of Non-Financial Reports	80	0	0	0	0	0	80
	Approve Payment of Fees to Special Auditors	9	0	0	0	0	0	9
	Authority to Set Auditor's Fees	70	0	2	0	0	0	72
	Bonus Dividend/Bonus Share Issue	13	0	1	0	0	0	14
	Financial Statements	329	0	15	0	0	0	344
	Number of Auditors	6	0	0	0	0	0	6
	Ratification of Alternate Auditor	6	0	0	0	0	0	6
	Ratification of Auditor	126	130	0	0	0	0	256
	Ratification of Auditor's Acts	5	0	0	0	0	0	5
	Stock Dividend/Dividend Reinvestment	18	0	0	0	0	0	18
Board Related		5851	436	251	0	0	0	6538
	Approval of Nominating Committee Guidelines/Appointment of Nominating	12	0	1	0	0	0	13

Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	Approve Censor	1	0	0	0	0	0	1
	Approve Special Auditor's Report	20	0	0	0	0	0	20
	Approve Supervisory Council	65	0	0	0	0	0	65
	Approve Supervisory Council Size	2	0	0	0	0	0	2
	Board Size	33	0	0	0	0	0	33
	Board Spill	16	0	0	0	0	0	16
	Board Term Length	2	0	0	0	0	0	2
	Election of Alternate Statutory Auditor	7	0	0	0	0	0	7
	Election of Board Committee Members	89	0	54	0	0	0	143
	Election of Directors	4915	427	176	0	0	0	5518
	Election of Directors (Bundled Issues)	2	0	0	0	0	0	2
	Election of Directors (Slate)	20	0	0	0	0	0	20
	Election of Directors (Slate) Bundled with Other Items	6	0	0	0	0	0	6
	Election of Minority or Preferred Shareholder Nominee	13	0	0	0	0	0	13
	Election of Non-Management Nominee	13	0	0	0	0	0	13
	Election of Non-Principal Members (Chairman, alternates)	43	0	4	0	0	0	47
	Election of Shareholder Representatives	6	0	0	0	0	0	6
	Election of Statutory Auditor Slate	2	4	0	0	0	0	6
	Election of Statutory Auditors	37	0	0	0	0	0	37
	Election of Supervisory Board	99	0	0	0	0	0	99

Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	Election of Supervisory Board Members (Slate)	3	0	0	0	0	0	3
	Election of the Chair of Statutory Auditors	1	2	0	0	0	0	3
	Indemnification of Directors/Officers	8	0	0	0	0	0	8
	Misc. Management Proposal Regarding Board	17	0	0	0	0	0	17
	Post-Employment /Severance Agreements	11	2	0	0	0	0	13
	Ratification of Board Acts - Legal	256	0	3	0	0	0	259
	Ratification of Co-Option of a Director	20	0	0	0	0	0	20
	Ratification of Management Acts - Legal	64	0	13	0	0	0	77
	Related Party Transactions	61	1	0	0	0	0	62
	Retention as Independent Director	7	0	0	0	0	0	7
Capital Management		891	26	19	0	0	0	936
	Amendment to Borrowing Powers	3	0	0	0	0	0	3
	Approval of Borrowing	1	0	0	0	0	0	1
	Authority to Give Guarantees	11	0	0	0	0	0	11
	Authority to Increase Capital in Case of Exchange Offers (France)	8	0	0	0	0	0	8
	Authority to Increase Capital in Consideration for Contributions in Kind (17	0	0	0	0	0	17
	Authority to Issue Preferred Stock	1	0	0	0	0	0	1
	Authority to Issue Shares and Convertible Debt w or w/o Preemptive Rights	9	0	0	0	0	0	9
	Authority to Issue Shares and Convertible Debt w/ Preemptive Rights	22	0	0	0	0	0	22
	Authority to Issue Shares and Convertible Debt w/o Preemptive Rights	33	0	0	0	0	0	33

Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	Authority to Issue Shares w/ Preemptive Rights	63	0	0	0	0	0	63
	Authority to Issue Shares w/o Preemptive Rights	180	0	0	0	0	0	180
	Authority to Issue Stock w/ or w/out Preemptive Rights	22	0	0	0	0	0	22
	Authority to Repurchase and Re-Issue Shares	53	0	0	0	0	0	53
	Authority to Repurchase Shares	155	0	7	0	0	0	162
	Authority to Set Offering Price of Shares	8	0	0	0	0	0	8
	Authority to Trade in Company Stock	3	0	0	0	0	0	3
	Authorize Overallotment/Greenshoe	13	0	0	0	0	0	13
	Cancellation of Authorized Stock	47	0	7	0	0	0	54
	Creation of New Share Class	3	0	0	0	0	0	3
	Increase in Authorized Capital	35	0	5	0	0	0	40
	Increase in Authorized Common Stock	1	0	0	0	0	0	1
	Increase in/Authorization of Preferred Stock	1	0	0	0	0	0	1
	Issuance of Common Stock	1	0	0	0	0	0	1
	Issuance of Convertible Debt Instruments	1	0	0	0	0	0	1
	Issuance of Debt Instruments	78	0	0	0	0	0	78
	Issuance of Repurchased Shares	32	0	0	0	0	0	32
	Issuance of Stock w/ or w/out Preemptive Rights	34	26	0	0	0	0	60
	Issuance of Stock w/ Preemptive Rights	1	0	0	0	0	0	1
	Issuance of Stock w/out Preemptive Rights	17	0	0	0	0	0	17

Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	Limit to Capital Increase	3	0	0	0	0	0	3
	Misc. Proposal Regarding Capital	6	0	0	0	0	0	6
	Reduction in Authorized Capital	5	0	0	0	0	0	5
	Reduction in Share Premium Account	3	0	0	0	0	0	3
	Repurchase of Shares	2	0	0	0	0	0	2
	Reverse Stock Split	2	0	0	0	0	0	2
	Stock Split	11	0	0	0	0	0	11
	Use/Transfer of Reserves	6	0	0	0	0	0	6
Changes to Company Statutes		438	31	6	0	0	0	475
	Adoption of Majority Vote for Election of Directors	1	0	0	0	0	0	1
	Adoption of New Articles	26	0	0	0	0	0	26
	Adoption of Shareholder Rights' Plan	1	0	0	0	0	0	1
	Amend Articles, Constitution, Bylaws - Bundled	143	0	0	0	0	0	143
	Amendment to Poison Pill	1	0	0	0	0	0	1
	Amendments to Articles (Technical)	82	0	4	0	0	0	86
	Amendments to Articles, Constitution, Bylaws	94	0	2	0	0	0	96
	Amendments to Charter/Bylaw - Bundled	2	0	0	0	0	0	2
	Amendments to Procedural Rules	30	0	0	0	0	0	30
	Authority to Set General Meeting Notice Period at 14 Days	0	31	0	0	0	0	31
	Change in State of Incorporation	1	0	0	0	0	0	1
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Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	Company Name Change	1	0	0	0	0	0	1
	Constitution of Procedural Rules	7	0	0	0	0	0	7
	Elimination of Cumulative Voting	2	0	0	0	0	0	2
	Elimination of Supermajority Requirement	12	0	0	0	0	0	12
	Misc. Article Amendments	4	0	0	0	0	0	4
	Misc. Proposal Regarding Antitakeover Devices	13	0	0	0	0	0	13
	Repeal of Classified Board	6	0	0	0	0	0	6
	Restoration of Right to Call a Special Meeting	6	0	0	0	0	0	6
	Restoration of Written Consent	2	0	0	0	0	0	2
	Technical Amendments to Charter/Bylaw	2	0	0	0	0	0	2
	Waiving of Mandatory Takeover Requirement	2	0	0	0	0	0	2
Compensation		1760	70	62	0	0	0	1892
	Adoption of Employee Stock Purchase Plan	6	0	0	0	0	0	6
	Adoption of Equity Compensation Plan	21	0	0	0	0	0	21
	Adoption of Restricted Stock Plan	3	0	0	0	0	0	3
	Adoption of Short Term Incentive Plan	2	0	0	0	0	0	2
	Advisory Vote on Executive Compensation	251	1	0	0	0	0	252
	Advisory Vote on Severance	1	0	0	0	0	0	1
	Amendment to Director Equity Compensation Plan	5	0	0	0	0	0	5
	Amendment to Employee Stock Purchase Plan	7	0	0	0	0	0	7

Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	Amendment to Equity Compensation Plan	30	0	0	0	0	0	30
	Amendment to Restricted Stock Plan	1	0	0	0	0	0	1
	Amendment to Stock Option Plan	25	0	0	0	0	0	25
	Amendment to Stock Purchase Plan	3	0	0	0	0	0	3
	Bonus	12	0	0	0	0	0	12
	Bonus/162(m) Plan	1	0	0	0	0	0	1
	Bonuses for Retiring Directors (JP)	1	0	0	0	0	0	1
	Capital Proposal to Implement Equity Compensation Plan	31	0	1	0	0	0	32
	Directors' Fees	184	1	2	0	0	0	187
	Directors' Stock Option Plan	3	0	0	0	0	0	3
	Employment Agreement	15	0	0	0	0	0	15
	Misc. Proposal Regarding Compensation	41	0	2	0	0	0	43
	Non-Executive Remuneration Policy (Forward-Looking)	108	0	15	0	0	0	123
	Remuneration Policy (Forward-Looking)	97	0	21	0	0	0	118
	Remuneration Report (Retrospective)	447	33	20	0	0	0	500
	Say When on Pay	14	0	0	0	0	0	14
	Statutory Auditors' Fees	9	0	0	0	0	0	9
	Stock Option Grants	288	35	0	0	0	0	323
	Stock Option Plan	86	0	0	0	0	0	86
	Stock Purchase Plan	47	0	0	0	0	0	47

Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	Supervisory Board/ Corp Assembly Fees	18	0	1	0	0	0	19
	Trust Type Equity Plans (JP)	3	0	0	0	0	0	3
M&A		136	0	1	0	0	0	137
	Divestiture/Spin-off	21	0	0	0	0	0	21
	Intra-company Contracts/Control Agreements	58	0	0	0	0	0	58
	Merger by Absorption between Parent and Subsidiary	14	0	1	0	0	0	15
	Merger/Acquisition	34	0	0	0	0	0	34
	Misc. Proposal Regarding Restructuring	1	0	0	0	0	0	1
	Restructuring/Capitalization	8	0	0	0	0	0	8
Meeting Administration		196	0	28	0	0	0	224
	Appointment of Independent Proxy (Switzerland)	1	0	14	0	0	0	15
	Authorization of Legal Formalities	84	0	0	0	0	0	84
	Right to Adjourn Meeting	7	0	0	0	0	0	7
	Routine Meeting Item	99	0	9	0	0	0	108
	Transact Other Business	5	0	5	0	0	0	10
Other		204	24	1	0	15	0	244
	Approval of Political Donation	1	22	0	0	0	0	23
	Approve Technical Vote Requirements	91	0	0	0	0	0	91
	Authorization of Charitable Donations	9	0	0	0	0	0	9
	Bondholder/Bankruptcy Proposal	0	0	0	0	14	0	14

0	0				
	0	0	1	0	1
2	1	0	0	0	8
0	0	0	0	0	71
0	0	0	0	0	27
11	0	0	0	0	23
1	0	0	0	0	2
0	0	0	0	0	1
2	0	0	0	0	3
0	0	0	0	0	6
0	0	0	0	0	2
3	0	0	0	0	4
5	0	0	0	0	5
27	6	0	0	0	50
0	0	0	0	0	3
2	0	0	0	0	3
1	0	0	0	0	1
6	0	0	0	0	6
1	4	0	0	0	6
1	0	0	0	0	1
11	0	0	0	0	22
	0 11 1 0 2 0 0 3 3 5 27 0 0 2 1 0 2 1 1 6 1 1	0 0 11 0 1 0 0 0 2 0 0 0 0 0 0 0 0 0 3 0 5 0 2 0 1 0 2 0 1 0 1 4 1 0	0 0 0 11 0 0 1 0 0 0 0 0 2 0 0 0 0 0 0 0 0 0 0 0 1 0 0 0 0 0 3 0 0 5 0 0 2 0 0 3 0 0 1 0 0 1 0 0 1 4 0 1 0 0	0 0 0 0 11 0 0 0 1 0 0 0 0 0 0 0 2 0 0 0 0 0 0 0 0 0 0 0 1 0 0 0 1 0 0 0 1 0 0 0 1 0 0 0 1 0 0 0 1 0 0 0 1 1 0 0 1 0 0 0	00000110000100000000020000000000000000000300005000020000100001400010000

Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Reporting and Reducing Greenhouse Gas Emissions	1	5	1	0	0	0	7
	SHP Regarding Sustainability or Environmental Reports	0	0	1	0	0	0	1
SHP: Governance		137	25	6	0	0	0	168
	SHP Regarding Additional or Amended Shareholder Proposals	2	0	3	0	0	0	5
	SHP Regarding Board Composition	6	1	0	0	0	0	7
	SHP Regarding Election of Board Member (s) During a Contested Election – Disside	12	0	0	0	0	0	12
	SHP Regarding Election of Dissident Board Member(s)	4	2	0	0	0	0	6
	SHP Regarding Election of Dissident Supervisory Board Member(s)	1	0	0	0	0	0	1
	SHP Regarding Eliminating Supermajority Provisions	8	0	0	0	0	0	8
	SHP Regarding Facilitation of Shareholder Proposals	0	11	0	0	0	0	11
	SHP Regarding Improving in Disclosure	1	0	0	0	0	0	1
	SHP Regarding Increase in Dividend/Redistribution of Profits	3	0	0	0	0	0	3
	SHP Regarding Independent Board Chairman/Seperation of Chair and CEO	24	0	0	0	0	0	24
	SHP Regarding Misc. Board Issue	3	0	0	0	0	0	3
	SHP Regarding Misc. Board/Shareholder Rights Issue	1	0	0	0	0	0	1
	SHP Regarding Misc. Capital Issue	1	0	0	0	0	0	1
	SHP Regarding Misc. Governance Issue	1	0	0	0	0	0	1
	SHP Regarding Misc. Issue	5	0	0	0	0	0	5
	SHP Regarding Misc. Meeting/Voting Issue	2	0	0	0	0	0	2
	SHP Regarding Misc. Restructuring Issue	0	0	2	0	0	0	2

Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Recapitalization	3	0	0	0	0	0	3
	SHP Regarding Reincorporation	12	0	0	0	0	0	12
	SHP Regarding Removal of Director(s)	1	0	0	0	0	0	1
	SHP Regarding Right to Act by Written Consent	28	0	0	0	0	0	28
	SHP Regarding Right to Call a Special Meeting	16	0	0	0	0	0	16
	SHP Regarding Special Audit	0	0	1	0	0	0	1
	SHP Regarding Trained, Qualified Directors on Environment, Health and Sa	2	1	0	0	0	0	3
	SHP Shareholder Access to the Nomination Process (Proxy Access)	1	10	0	0	0	0	11
SHP: Misc		1	0	0	0	0	0	1
	SHP: Misc. Issues	1	0	0	0	0	0	1
SHP: Social		46	32	1	0	0	0	79
	SHP Regarding Drug Pricing/Distribution	0	3	0	0	0	0	3
	SHP Regarding Independent Verification of Contractors' Compliance with Labor an	0	1	0	0	0	0	1
	SHP Regarding Limiting or Ending Political Spending	0	2	0	0	0	0	2
	SHP Regarding Misc. Human Capital Management	13	0	0	0	0	0	13
	SHP Regarding Misc. Labor Issues/Policies	0	1	0	0	0	0	1
	SHP Regarding Misc. Nuclear Issue	0	0	1	0	0	0	1
	SHP Regarding Misc. Social Issue	14	14	0	0	0	0	28
	SHP Regarding Report on EEO	2	0	0	0	0	0	2
	SHP Regarding Reporting on Company's Compliance with International Human Ri	4	1	0	0	0	0	5

Issue Code Category	Issue Code Description	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Reviewing Charitable Spending	1	0	0	0	0	0	1
	SHP Regarding Reviewing Political Spending or Lobbying	12	10	0	0	0	0	22

Proposal Type Report

International voting statistics year ending 30 June 2020-21

From 7/1/2020 to 6/30/2021

Proposal Reasons - All Votes

Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Take No Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
Total for all Categories			10096	1559	157	442	0	0	14	0	0	12268
Audit/Financials			1239	192	9	61	0	0	0	0	0	1492
	Accounts and Reports (Bundled Issues)											
		No Stated Reason	28	0	0	2	0	0	0	0	0	30
		Unaudited financial statements	3	19	0	0	0	0	0	0	0	22
	Allocation of Profits/Dividends											
		Insufficient information										
		provided	0	0	4	0	0	0	0	0	0	4
		No Stated Reason	305	0	0	23	0	0	0	0	0	328
	Appointment of Auditor											
		Excessive auditor tenure.	3	22	0	0	0	0	0	0	0	25
		Insufficient information										
		provided	0	0	2	0	0	0	0	0	0	2
		No Stated Reason	145	1	0	18	0	0	0	0	0	164

		_			Take No						
	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
Appointment of Auditor and Authority to Set Fees											
	Excessive auditor										
	tenure.	0	10	0	0	0	0	0	0	0	10
	Excessive non-audit			_	_						
		0	1	0	0	0	0	0	0	0	1
	Failure to disclose breakdown of fees; Appointment of the auditor is for										
	multiple years	0	1	0	0	0	0	0	0	0	1
	Insufficient information provided	0	3	0	0	0	0	0	0	0	3
	Insufficient information provided; Failure to disclose breakdown										
	of fees	0	1	0	0	0	0	0	0	0	1
	No Stated Reason	98	0	0	0	0	0	0	0	0	98
Appointment of Special Auditor											
	No Stated Reason	2	0	0	0	0	0	0	0	0	2
Approval of Non-Financial Reports											
	No Stated Reason	80	0	0	0	0	0	0	0	0	80
Approve Payment of Fees to Special Auditors											
	No Stated Reason	9	0	0	0	0	0	0	0	0	9
Authority to Set Auditor's Fees											
	Excessive non-audit fees	0	1	0	0	0	0	0	0	0	1
	No Stated Reason	69	0	0	2	0	0	0	0	0	71
Bonus Dividend/Bonus Share Issue											
	Appointment of Special Auditor Approval of Non-Financial Reports Approve Payment of Fees to Special Auditors Authority to Set Auditor's Fees Bonus Dividend/Bonus Share	Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. Excessive non-audit fees Excessive non-audit fees Failure to disclose breakdown of fees; Appointment of the auditor is for multiple years Insufficient information provided Insufficient information provided Insufficient information provided; Failure to disclose breakdown of fees Appointment of Special Auditor No Stated Reason Approval of Non-Financial Reports No Stated Reason Approve Payment of Fees to Special Auditors No Stated Reason Authority to Set Auditor's Fees No Stated Reason Authority to Set Auditor's Fees Excessive non-audit fees No Stated Reason No Stated Reason	Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 Excessive non-audit fees 0 0 Failure to disclose breakdown of fees; Appointment of the auditor is for multiple years 0 Insufficient information provided 0 Insufficient information provided; Failure to disclose breakdown of fees 0 No Stated Reason 98 Appointment of Special Auditor No Stated Reason 2 Approval of Non-Financial Reports No Stated Reason 80 Approve Payment of Fees to Special Auditors No Stated Reason 9 Authority to Set Auditor's Fees Excessive non-audit fees 0 No Stated Reason 9 9 3 Authority to Set Auditor's Fees Excessive non-audit fees 0 No Stated Reason 6 9 Bonus Dividend/Bonus Share 69 0	Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 Excessive non-audit fees 0 1 Failure to disclose breakdown of fees; Appointment of the auditor is for multiple years 0 1 Insufficient information provided 0 3 Insufficient information provided; Failure to disclose breakdown of fees 0 1 No Stated Reason 98 0 Appointment of Special Auditor No Stated Reason 2 0 Approval of Non-Financial Reports No Stated Reason 90 0 Approve Payment of Fees to Special Auditors No Stated Reason 9 0 Authority to Set Auditor's Fees Excessive non-audit fees 0 1 No Stated Reason 6 0 1	Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 0 Excessive non-audit fees 0 1 0 0 Failure to disclose breakdown of fees; Appointment of the auditor is for multiple years 0 1 0 Insufficient information provided 0 3 0 Insufficient information provided, Failure to disclose breakdown of fees 0 1 0 Appointment of Special Auditor No Stated Reason 98 0 0 No Stated Reason 2 0 0 0 Approval of Non-Financial Reports No Stated Reason 9 0 0 No Stated Reason 9 0 0 0 0 Approval of Non-Financial Reports No Stated Reason 9 0 0 Authority to Set Auditor's Fees Excessive non-audit fees 0 1 0 No Stated Reason 9 0 1 0 Authority to Set Auditor's Fees Excessive non-audit fees 0 1 0	Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 0 Excessive non-audit fees 0 1 0 0 Failure to disclose breakdown of fees; Appointment of the auditor is for multiple years 0 1 0 0 Insufficient information provided 0 3 0 0 0 No Stated Reason 98 0 0 0 Appointment of Special Auditor No Stated Reason 2 0 0 No Stated Reason 9 0 0 0 Approval of Non-Financial Reports No Stated Reason 9 0 0 No Stated Reason 9 0 0 0 Approve Payment of Fees to Special Auditors Stated Reason 9 0 0 No Stated Reason 9 0 0 0 0 Approve Payment of Fees to Special Auditors Stated Reason 9 0 0 No Stated Reason 9 0 1 0 0 Authority to Set Auditor's Fees Excessive non-audit fees 0 1 0 </td <td>Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 0 0 0 Excessive non-audit fees 0 1 0 0 0 0 Failure to disclose breakdown of fees; Appointment of the auditor is for multiple years 0 1 0 0 0 Insufficient information provided 0 3 0 0 0 0 Insufficient information provided; Failure to disclose breakdown of fees 0 1 0 0 0 No Stated Reason 98 0 0 0 0 0 Appointment of Special Auditor No Stated Reason 2 0 0 0 0 No Stated Reason 9 0 0 0 0 0 0 Approve Payment of Fees to Special Auditors No Stated Reason 9 0 0 0 0 No Stated Reason 9 0 0 0 0 0 Approve Payment of Fees to Special Auditors No Stated Reason 9 0 0 0 No Stated Reason 9</td> <td>Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 0 0 0 0 0 Excessive non-audit fees 0 1 0</td> <td>Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 0</td> <td>Appointment of Auditor and Authority to Set Frees Excessive auditor tenure. 0 10 0</td> <td>Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 0</td>	Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 0 0 0 Excessive non-audit fees 0 1 0 0 0 0 Failure to disclose breakdown of fees; Appointment of the auditor is for multiple years 0 1 0 0 0 Insufficient information provided 0 3 0 0 0 0 Insufficient information provided; Failure to disclose breakdown of fees 0 1 0 0 0 No Stated Reason 98 0 0 0 0 0 Appointment of Special Auditor No Stated Reason 2 0 0 0 0 No Stated Reason 9 0 0 0 0 0 0 Approve Payment of Fees to Special Auditors No Stated Reason 9 0 0 0 0 No Stated Reason 9 0 0 0 0 0 Approve Payment of Fees to Special Auditors No Stated Reason 9 0 0 0 No Stated Reason 9	Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 0 0 0 0 0 Excessive non-audit fees 0 1 0	Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 0	Appointment of Auditor and Authority to Set Frees Excessive auditor tenure. 0 10 0	Appointment of Auditor and Authority to Set Fees Excessive auditor tenure. 0 10 0

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		No Stated Reason	13	0	0	1	0	0	0	0	0	14
	Financial Statements											
		Insufficient										
		information provided	0	0	3	0	0	0	0	0	0	3
		provided	0	0	5	0	0	0	0	0	0	3
		No Stated Reason	325	0	0	15	0	0	0	0	0	340
		Unaudited financial										
		statements	0	1	0	0	0	0	0	0	0	1
	Number of Auditors											
		No Stated Reason	6	0	0	0	0	0	0	0	0	6
	Ratification of Alternate Auditor											
	Additor											
		No Stated Reason	6	0	0	0	0	0	0	0	0	6
	Ratification of Auditor											
		Auditor contract										
		contains alternative										
		dispute resolution procedures	0	1	0	0	0	0	0	0	0	1
		Excessive auditor	0	-	0	0	0	0	0	0	0	-
		tenure.	0	131	0	0	0	0	0	0	0	131
		No Stated Reason	124	0	0	0	0	0	0	0	0	124
	Ratification of Auditor's Acts											
		No Stated Reason	5	0	0	0	0	0	0	0	0	5
	Stock Dividend/Dividend Reinvestment											
		No Stated Reason	18	0	0	0	0	0	0	0	0	18
Poard Polato-			F440	707		254	•	•	•	•	•	6404
Board Related	Approval of Nominating Committee Guidelines/Appoi		5448	782	57	251	0	0	0	0	0	6481

		Dette vela D	-			Take No			a 17	2.1	2.14	
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		No Stated Reason	12	0	0	1	0	0	0	0	0	13
	Approve Censor											
		Insufficient										
		Justification	1	0	0	0	0	0	0	0	0	1
	Approve Special Auditor's Report											
		No Stated Reason	20	0	0	0	0	0	0	0	0	20
	Approve Supervisory Council											
		Insufficient										
		information provided	0	0	3	0	0	0	0	0	0	3
		•	0	0	5	0	0	U	0	0	0	3
		Minority candidate is supported over										
		management/contr										
		oller candidate/s	0	0	7	0	0	0	0	0	0	7
		No Stated Reason	41	0	0	0	0	0	0	0	0	41
		Other governance										
		concerns	0	1	0	0	0	0	0	0	0	1
		Potential unknown										
		nominees w/o shareholder										
		approval	0	2	0	0	0	0	0	0	0	2
		Supervisors are not										
		sufficiently										
		independent	0	10	0	0	0	0	0	0	0	10
		Support Other										
		Candidate	0	1	0	0	0	0	0	0	0	1
	Approve Supervisory Council Size											
		No Stated Reason	2	0	0	0	0	0	0	0	0	2
	Board Size											
		Board size is above										
		maximum threshold	0	1	0	0	0	0	0	0	0	1

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Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		No Stated Reason	32	0	0	0	0	0	0	0	0	32
	Board Spill											
		No Stated Reason	0	16	0	0	0	0	0	0	0	16
	Board Term Length											
		Insufficient										
		information										
		provided	0	0	1	0	0	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Election of Alternate Statutory Auditor											
		No Stated Reason	7	0	0	0	0	0	0	0	0	
	Election of Board Committee Members											
		Affiliate/Insider on a										
		committee	0	1	0	0	0	0	0	0	0	1
		Affiliate/Insider on a committee; Affiliate/Insider on audit committee; Affiliate/Insider on compensation committee; Affiliate/Insider on nominating/governa										
		nce committee	0	1	0	0	0	0	0	0	0	:
		Audit committee										
		chair not	0		0	0	0	0	0	0	0	
		independent	0	1	0	0	0	0	0	0	0	:
		Board size	0	1	0	0	0	0	0	0	0	:
		Director serves on excessive audit										
		committees	0	1	0	0	0	0	0	0	0	-
		Insufficient audit committee										
		independence	0	1	0	0	0	0	0	0	0	-
			0	-	0	0	5	v	5	3	v	

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Insufficient audit										
		committee										
		independence;										
		Board is not										
		sufficiently										
		independent;										
		Professional Services										
		Relationship	1	0	0	0	0	0	0	0	0	
			T	0	U	0	0	0	0	0	0	
		Insufficient										
		information										
		provided	0	0	2	0	0	0	0	0	0	
		No independent										
		lead or presiding										
		director	0	1	0	0	0	0	0	0	0	
		No Stated Reason	76	0	0	54	0	0	0	0	0	13
		Serves on more										
		than three public										
		company audit										
		committees	0	1	0	0	0	0	0	0	0	
		Serves on too many										
		boards	0	2	0	0	0	0	0	0	0	
	Election of Directors											
		Adopted forum										
		selection clause in										
		past year w/o										
		shareholder										
		approval	0	10	0	0	0	0	0	0	0	1
		Affiliate/Insider on										
		audit committee	0	1	0	0	0	0	0	0	0	
		Affiliate/Insider on										
		compensation										
		committee	0	1	0	0	0	0	0	0	0	
		Affiliate/Insider on										
		compensation										
		committee;										
		Affiliate/Insider on										
		nominating/governa				-	_	-	-	-	-	
		nce committee	1	1	0	0	0	0	0	0	0	

ua Cada Catazami	Iccus Short Tout	Rationale Reason	F~~	A	Abetair	Take No	أممغميرها ا	NA	1	2 Vaara	2 Veere	т
ue Code Category	Issue Short Text		For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	То
		Affiliate/Insider on										
		nominating/governa nce committee	0	1	0	0	0	0	0	0	0	
		As Chair of Rio	0	-	0	0	•	•	•	•	0	
		Tinto's										
		Sustainability										
		Committee they										
		failed to adequately										
		manage social &										
		environmental risks										
		with respect to the										
		destruction of the										
		Juukan Gorge rock										
		shelters.										
		As a consequence,										
		the Chair should be										
		held responsible for										
		this event & loss of	0	1	0	0	0	0	0	0	0	
		cultural significance.	0	1	0	0	0	0	0	0	0	
		As Chair of the										
		Audit Committee										
		and a Member of										
		the Sustainability										
		Committee, they should have been										
		aware of the										
		deficiency in										
		controls and										
		process which										
		ultimately resulted										
		in the destruction of										
		the Juukan Gorge.	0	1	0	0	0	0	0	0	0	
		Attended less than										
		75% of board										
		meetings; Less than										
		75% Attendance	0	1	0	0	0	0	0	0	0	
		Audit committee										
		chair not										
		independent;										
		Insufficient audit										
		committee										
		independence	0	1	0	0	0	0	0	0	0	
		Audit committee										
		met an insufficient										
		number of times	0	5	0	0	0	0	0		0	

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Audit committee met an insufficient number of times; Less than 75% Attendance	0	1	0	0	0	0	0	0	0	1
		Audit fees or breakdown not disclosed; No financial expert	0	1	0	0	0	0	0	0	0	1
		Auditor not up for ratification	0	3	0	0	0	0	0	0	0	3
		Auditor not up for ratification; No compensation committee; Vote results not disclosed	0	1	0	0	0	0	0	0	0	1
		Auditor not up for ratification; No financial expert; Serves on too many boards	0	1	0	0	0	0	0	0	0	1
		Beneficial owner on audit committee	0	1	0	0	0	0	0	0	0	1
		Board is not sufficiently independent	0	10	0	0	0	0	0	0	0	10
		Board is not sufficiently independent; Extensive strategic shareholdings; Insufficient gender diversity/no diversity policy; Responsible for lack of board independence	0	1	0	0	0	0	0	0	0	1

Code Cotecom						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Board is not sufficiently independent; Extensive strategic shareholdings; Responsible for lack of board independence	0	1	0	0	0	0	0	0	0	1
		Board is not sufficiently independent; Responsible for lack of board independence	0	5	0	0	0	0	0	0	0	5
		Board is not sufficiently independent; Serves on too many boards; Insufficient risk committee independence	0	1	0	0	0	0	0	0	0	1
		Candidate withdrawn	0	0	2	0	0	0	0	0	0	2
		CFO on board	0	3	0	0	0	0	0	0	0	3

						Take No						
ssue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain		Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
ue Code Category	Issue Short Text	Rationale ReasonCompensation committee chair not independent; Insider on compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent; Insufficient nominating committee independence requirement; Non- director on remuneration committee independent; Insufficient nominating committee independence requirement; Nominating committee chair not independent; Non- director on nomination committee co	For	Against	Abstain	Action	1 Unvoted	Mixed	1 Year	2 Years	3 Years	Tot
		Responsible for lack of board										
		independence Did not implement SHP passed by a majority; Director received excessive against/withhold votes	0	0	0	C		0	0	0	0	
		Director serves on excessive audit committees	0	3	0	C) 0	0	0	0	0	
		Excessive board size	0	1	0	C) 0	0	0	0	0	

ssue Code Category						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Extensive strategic shareholdings; Responsible for lack of board independence	0	1	0	0	0	0	0	0	0	1
		In Australia, vote case-by-case.	4	0	0	0	0	0	0	0	0	4
		Incomplete committee meeting and/or attendance disclosure	0	1	0	0	0	0	0	0	0	1
		Insufficient audit committee independence	0	1	0	0		0	0	0	0	1
		Insufficient information provided	0	0	1	0	0	0	0	0	0	1
		Insufficient response to shareholder dissent	0	1	0	0	0	0	0	0	0	1
		Insufficient shareholder protections for virtual-only meeting; Lack of board gender diversity	0	2	0	0	0	0	0	0	0	2
		IPO governance										
		concerns	0	2	0	0	0	0	0	0	0	2
		Lack of board gender diversity	0	1	0	0	0	0	0	0	0	1
		Less than 75% Attendance	1	2	0	0	0	0	0	0	0	3
		Less than 75% Attendance; Potential overcommitment	0	1	0	0	0	0	0	0	0	1
		No independent lead or presiding director	0	6	0	0	0	0	0	0	0	6
		No Stated Reason	4632	53	2	176		0	0	0	0	4863

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Non-audit fees exceed audit fees	0	3	0	0	0	0	0	0	0	3
		Non-audit fees exceed audit fees; Serves on too many boards	0	1	0	0	0	0	0	0	0	1
		Ongoing compensation concerns	0	2	0	0	0	0	0	0	0	2
		Ongoing compensation concerns; Did not implement SHP passed by a majority	0	0	2	0	0	0	0	0	0	2
		Ongoing compensation concerns; Insufficient response to shareholder dissent	0	4	0	0	0	0	0	0	0	4
		Ongoing compensation concerns; Insufficient response to shareholder dissent; Less than 75% Attendance	0	0	1	0	0	0	0	0	0	1
		Other compensation issues	2	0	0	0	0	0	0	0	0	2
		Other governance issue	0	3	0	0	0	0	0	0	0	3
		Other unique issue	0	3	0	0	0	0	0	0	0	3
		Potential overcommitment	1	1	0	0		0	0		0	2
		Professional Services Relationship	0	3	0	0	0	0	0	0	0	3
		Related party transactions	0	5	0	0	0	0	0	0	0	5

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Related party transactions; Related party transactions disclosure concern	0	1	0	0	0	0	0	0	0	1
		Responsible for lack of board independence	1	0	0	0	0	0	0	0	0	1
		Serves on too many boards	2	34	0	0	0	0	0	0	0	36
		Serves on too many boards; Did not implement SHP passed by a majority	0	0	1	0	0	0	0	0	0	1
		The company has had no new board nominees in the past 5 years.	0	15	0	0	0	0	0	0	0	15
		The compensation committee is not majority independent.	0	7	0	0	0	0	0	0	0	7
		The nominating governance committee is not majority independent.	0	5	0	0	0	0	0	0	0	5
		The nominating governance committee is not majority independent. The compensation committee is not majority independent.	0	1	0	0	0	0	0	0	0	1

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		The nominating governance committee is not majority independent. The compensation committee is not majority independent.	0	9	0	0	0	0	0	0	0	
		The nominating governance committee is not majority independent. The compensation committee is not majority independent. The nominee is not independent and the board does not have at least a majority of non- independent directors.	0	0	1	0		0	0	0	0	
		The nominating governance committee is not majority independent. There are no women serving on the board. Vote against a non- independent nominee if at least a majority of the board is not independent.	0	1	0	0	0	0	0	0	0	

						Take No						
ssue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		The nominating governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not independent.	0	7	0	0	0	0	0	0	0	7
		The nominating governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not independent. The compensation committee is not majority independent.	0	18	0	0	0	0	0	0	0	18
		The nominee is not independent and the board does not have at least a majority of non- independent directors.	0	5	1	0	0	0	0	0	0	6
		There are no women serving on the board and the new nominee to the board is male.	0	11	0	0	0	0	0	0	0	11

						Take No						
ssue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		There are no women serving on the board and the new nominee to the board is male. The company has had no new board nominees in the past 5 years.	0	1	0	0	0	0	0	0	0	
		There are no women serving on the board and the new nominee to the board is male. There are no women serving on the board. The company has had no new board nominees in the past 5 years.	0	2	0	0	0	0	0	0	0	
		There are no women serving on the board.	0	6	0	0	0	0	0	0	0	
		There are no women serving on the board. The compensation committee is not majority independent.	0	1	0	0		0	0	0	0	
		There are no women serving on the board. The nominee is not independent and the board does not have at least a majority of non- independent directors.	0	1	0	0	0	0	0	0	0	

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		There are no women serving on the board. Vote against a non- independent nominee if at least a majority of the board is not independent.	0	5	0	0	0	0	0	0	0	5
		Unaudited financial statements	0	1	0	0	0	0	0	0	0	1
		Virtual-only meeting limits shareholder participation	2	1	0	0	0	0	0	0	0	3
		Vote against a non- independent nominee if at least a majority of the board is not independent.	0	372	0	0		0	0	0	0	372
		Vote against a non- independent nominee if at least a majority of the board is not independent. The company has had no new board nominees in the past 5 years.	0	3	0	0		0	0	0	0	3
		Vote against a non- independent nominee if at least a majority of the board is not independent. The compensation committee is not majority independent.	0	8	0	0	0	0	0	0	0	8

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain		Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Vote against a non-										
		independent										
		nominee if at least a										
		majority of the										
		board is not										
		independent.										
		There are no										
		women serving on										
		the board and the										
		new nominee to the										
		board is male.	0	16	0	0	0	0	0	0	0	16
	Election of Directors (Bundled	d										
	lssues)	•										
		Compensation										
		policy is not in best										
		interests of										
		shareholders; Other										
		compensation										
		issues	0	1	0	0	0	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Election of Directors (Slate)											
		Board is not										
		sufficiently										
		independent	1	3	0	0	0	0	0	0	0	4
		Insufficient										
		information										
		provided	0	4	2	0	0	0	0	0	0	6
		No Stated Reason	10	0	0	0	0	0	0	0	0	10
	Election of Directors (Slate)											
	Bundled with Other Items											
		Insufficient										
		information										
		provided	0	1	3	0	0	0	0	0	0	4
		No Stated Reason	2	0	0	0	0	0	0	0	0	2
	Election of Minority or Preferred Shareholder Nomir	1										
		Insufficient										
		information										
		provided	0	0	5	0	0	0	0	0	0	5
				3	5	•		~	•	3	•	•

Issue Short Text	Rationale Reason	For	Against	Abstain	Take No	Unvoted	Mixed	1 Voor	2 Voars	2 Voars	Total
issue short rext	Rationale Reason	FUI	Agailist	ADStall	Action	Unvoled	wiixed	1 fear	2 Tedis	5 fears	TOLAI
	No Stated Reason	7	0	0	0	0	0	0	0	0	7
				_							_
	See Proposal 7.00	0	0	1	0	0	0	0	0	0	1
Election of Non-Management Nominee											
	No Stated Reason	0	13	0	0	0	0	0	0	0	13
Election of Non-Principal Members (Chairman, alternat											
	Affiliate/Insider on										
		0	1	0	0	0	0	0	0	0	1
	of shareholders	0	2	0	0	0	0	0	0	0	2
	Board is not sufficiently independent; No audit committee; No compensation committee; Potential overcommitment	0	1	0	0	0	0	0	0	0	1
		0	1	0	0	U	U	0	U	0	1
	members on compensation committee	0	1	0	0	0	0	0	0	0	1
	Insufficient										
		0	0	1	0	0	0	0	0	0	1
	No independent	0	0	Ţ	0	0	0	0	0	0	1
	director	0	1	0	0	0	0	0	0	0	1
	No Stated Reason	35	0	0	4	0	0	0	0	0	39
	Related party transactions	0	1	0	0	0	0	0	0	0	1
Election of Shareholder Representatives											
	No Stated Reason	6	0	0	0	0	0	0	0	0	6
	Election of Non-Principal Members (Chairman, alternat	No Stated ReasonSee Proposal 7.00Election of Non-Management NomineeNo Stated ReasonElection of Non-Principal Members (Chairman, alternatAffiliate/Insider on audit committeeAlternate nominees in the best interests of shareholdersBoard is not sufficiently independent; No audit committee; No compensation committeeNo Stated ReasonElection of Non-Principal Members (Chairman, alternatFewer than three sof shareholdersBoard is not sufficiently independent; No audit committee; No compensation committeeInsufficient information providedInsufficient information providedNo Stated Reason Related party transactionsElection of Shareholder Representatives	No Stated Reason7See Proposal 7.000Election of Non-Management NomineeNo Stated Reason0Election of Non-Principal Members (Chairman, alternatAffiliate/Insider on audit committee0Alternate nominees in the best interests of shareholders0Board is not sufficiently independent; No audit committee; No compensation committee; Potential overcommitment0Fewer than three members on compensation committee0Insufficientl information provided0No independent lead or presiding director0No Stated Reason35Related party transactions0Election of Shareholder Representatives0	No Stated Reason70See Proposal 7.0000Election of Non-Management NomineeNo Stated Reason013Election of Non-Principal Members (Chairman, alternatAffiliate/Insider on audit committee01Alternate nominees in the best interests of shareholders02Board is not sufficiently independent; No audit committee; Potential overcommitment01Fewer than three members on compensation committee01Insufficient information provided00No Stated Reason01Fewer than three members on compensation committee01Insufficient information provided00No Stated Reason350Related party transactions01Election of Shareholder Representatives01	Issue Short TextRationale ReasonForAgainstAbstainNo Stated Reason700See Proposal 7.00001Election of Non-Management NomineeNo Stated Reason0130Election of Non-Principal Members (Chairman, alternatAffiliate/Insider on audit committee010Alternate nominees in the best interests of shareholders0200Board is not sufficiently independent, No audit committee; No compensation committee; Potential overcommittee010Fewer than three members on committee; No independent information provided010Insufficient information provided010No Stated Reason010Related party transactions010Related party transactions010	Issue Short TextRationale ReasonForAgainstAbstainActionNo Stated Reason7000See Proposal 7.000010Election of Non-Management NomineeNo Stated Reason01300Election of Non-Principal Members (Chairman, alternatAffiliate/Insider on audit committee0100Alternate nominees in the best interests of shareholders02000Board is not sufficiently independent; No audit committee; No compensation committee; No compensation committee;0100Fewer than three members on compensation compensation director0100No Stated Reason01000Related party transactions0100No Stated Reason0100Election of Shareholder Representatives0100	Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedNo Stated Reason700000Election of Non-Management NomineeNo Stated Reason013000Election of Non-Management NomineeNo Stated Reason013000Election of Non-Principal Members (Chairman, alternatAffiliate/Insider on audit committee011000Affiliate/Insider on audit committee0120000Board is not sufficiently independent, No audit committee; No compensation commensation commensation commensation committee;01000Potential overcommitment0100000Insufficient information provided0100000No Stated Reason compensation compensation committee0100000No Stated Reason director01000 <td>Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedMixedNo Stated Reason7001000Election of Non-Management NomineeNo Stated Reason0130000Election of Non-Principal Members (Chairman, alternatNo Stated Reason0130000Election of Non-Principal Members (Chairman, alternatAffiliate/Insider on audit committee01300000Board is not sufficiently independent, No audit committee; No compensation committee; Potential overcommittee;01000000Fewer than three members on committee; No independent, No information information provided01000</td> <td>Issue Short TextRationale ReasonFor AgainstAbstainActionUnvotedMixed1 YearNo Stated Reason70000000000See Proposal 7.000</td> <td>Issue Short Text Rationale Reason For Against Abstain Action Unvoted Wised 1 Year 2 Years No Stated Reason 7 0</td> <td>Issue Short Text Rationale Reason For Against Abstain Action Unvoted Mixed 1 Year 2 Years 3 Years No Stated Reason 7 0</td>	Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedMixedNo Stated Reason7001000Election of Non-Management NomineeNo Stated Reason0130000Election of Non-Principal Members (Chairman, alternatNo Stated Reason0130000Election of Non-Principal Members (Chairman, alternatAffiliate/Insider on audit committee01300000Board is not sufficiently independent, No audit committee; No compensation committee; Potential overcommittee;01000000Fewer than three members on committee; No independent, No information information provided01000	Issue Short TextRationale ReasonFor AgainstAbstainActionUnvotedMixed1 YearNo Stated Reason70000000000See Proposal 7.000	Issue Short Text Rationale Reason For Against Abstain Action Unvoted Wised 1 Year 2 Years No Stated Reason 7 0	Issue Short Text Rationale Reason For Against Abstain Action Unvoted Mixed 1 Year 2 Years 3 Years No Stated Reason 7 0

			_			Take No						
Issue Code Category	Issue Short Text Election of Statutory Auditor	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
	Slate											
		No Stated Reason	2	0	4	0	0	0	0	0	0	
	Election of Statutory Auditors											
		No Stated Reason	31	0	0	0	0	0	0	0	0	3:
		Professional Services Relationship	0	1	0	0	0	0	0	0	0	
		Statutory auditor board is not sufficiently										
		independent	0	3	0	0	0	0	0	0	0	:
		Statutory auditor board is not sufficiently independent; Board is not sufficiently independent	0	2	0	0	0	0	0	0	0	
		independent	U	-	0	0	Ū	0	U	0	0	
	Election of Supervisory Board	Affiliate/Insider on a committee; Affiliate/Insider on audit committee; Affiliate/Insider on compensation committee; Affiliate/Insider on nominating/governa nce committee	0	1	0	0	0	0	0	0	0	
		Affiliate/Insider on audit committee; Audit committee chair not independent	0	1	0	0	0	0	0	0	0	

						Take No						
ssue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain		Unvoted	Mixed	1 Year	2 Years	3 Years	Tot
		Affiliate/Insider on compensation committee; Board is not sufficiently independent; Serves on too many										
		boards; Affiliate/Insider on nominating/governa										
		nce committee	0	1	0	0	0	0	0	0	0	
		Insufficient information provided	0	0	1	0	0	0	0	0	0	
		Lack of board gender diversity	0	0	1	0		0	0	0	0	
		No Stated Reason	92	0	0	0	0	0	0	0	0	
		Supervisors are not sufficiently independent	0	2	0	0	0	0	0	0	0	
	Election of Supervisory Board Members (Slate)											
		Insufficient information provided	0	0	2	0	0	0	0	0	0	
		No Stated Reason	1	0	0	0	0	0	0	0	0	
	Election of the Chair of Statutory Auditors											
		No Stated Reason	1	0	2	0	0	0	0	0	0	
	Indemnification of Directors/Officers											
		No Stated Reason	8	0	0	0	0	0	0	0	0	
	Misc. Management Proposal Regarding Board											
		Insufficient information provided	0	0	2	0	0	0	0	0	0	
		No Stated Reason	15	0	0	0	0	0	0	0	0	

ssue Code Category	Issue Short Text	Pationalo Passon	For	Against		Take No	linveted	N.(1 Voor	2 Voore	2 Voore	Tota
ssue Code Category	Issue Short Text Post-Employment /Severance Agreements	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		No Stated Reason	12	1	0	0	0	0	0	0	0	1
	Ratification of Board Acts - Legal											
		Insufficient response to										
		shareholder dissent	0	2	0	0	0	0	0	0	0	
		No Stated Reason	248	0	0	3	0	0	0	0	0	25
		Not in shareholders'' best										
		interests	0	2	0	0	0	0	0	0	0	
		Ongoing investigations	0	0	2	0	0	0	0	0	0	
		Poor response to prior year dissent	0	1	0	0	0	0	0	0	0	
		Potential conflict of interests	0	1	0	0	0	0	0	0	0	
	Ratification of Co-Option of a Director											
		Board is not sufficiently independent; Attendance; Serves on too many boards; Board is not sufficiently										
		independent; Less than 75% Attendance; Serves										
		on too many boards	0	1	0	0	0	0	0	0	0	
		No Stated Reason	18	0	0	0	0	0	0	0	0	
		Serves on too many boards	1	0	0	0	0	0	0	0	0	
	Ratification of Management Acts - Legal											
		No Stated Reason	62	0	0	13	0	0	0	0	0	7

			_			Take No				• •	• •	
e Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Ongoing	0	0	2	0	0	0	0	0	0	
		investigations	0	0	2	0	0	0	0	0	0	
	Related Party Transactions											
		Granting unfettered										
		discretion is unwise;										
		Potential conflict of										
		interests	0	1	0	0	0	0	0	0	0	
		Insufficient										
		information										
		provided	0	0	4	0	0	0	0	0	0	
		No Stated Reason	53	1	0	0	0	0	0	0	0	54
		Potential conflict of										
		interests; Granting										
		unfettered										
		discretion is unwise	0	3	0	0	0	0	0	0	0	:
	Retention as Independent											
	Director											
		No Stated Reason	3	0	0	0	0	0	0	0	0	3
		Not in		-	-		-	-	-	_		
		shareholders" best										
		interests	0	4	0	0	0	0	0	0	0	
			0					Ū	0	Ū	, , , , , , , , , , , , , , , , , , ,	
oital Management			770	116	31	19	0	0	0	0	0	90
	Amendment to Borrowing Powers											
		No Stated Reason	3	0	0	0	0	0	0	0	0	3
	Approval of Borrowing											
		No Stated Reason	1	0	0	0	0	0	0	0	0	:
	Authority to Give Guarantee	S										
		Guarantees exceed										
		net assets	0	2	0	0	0	0	0	0	0	2
		Insufficient										
		information										
		provided	0	0	2	0	0	0	0	0	0	2
	Authority to Give Guarantee	Guarantees exceed net assets Insufficient information	0	2								

ssue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Take No Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tot
				0		, letton						
		No Stated Reason	7	0	0	0	0	0	0	0	0	
	Authority to Increase Capital											
	in Case of Exchange Offers (Fr											
		May be used as										
		anti-takeover device	0	2	0	0	0	0	0	0	0	
		No Stated Reason	4	0	0	0	0	0	0	0	0	
		Potential dilution										
		exceeds										
		recommended										
		threshold	0	2	0	0	0	0	0	0	0	
	Authority to Increase Capital											
	in Consideration for Contribut											
		May be used as										
		anti-takeover device	0	1	0	0	0	0	0	0	0	
		No Stated Reason	13	0	0	0	0	0	0	0	0	
		Potential dilution										
		exceeds										
		recommended										
		threshold	0	3	0	0	0	0	0	0	0	
	Authority to Issue Preferred											
	Stock											
		Supports dual-class structure	0	1	0	0	0	0	0	0	0	
		Structure	0	I	0	0	0	0	0	0	0	
	Authority to Issue Shares and Convertible Debt w or w/o Pr											
	Convertible Debt w or w/o Pr											
		No Stated Reason	8	0	0	0	0	0	0	0	0	
		Potential dilution										
		exceeds										
		recommended										
		threshold	0	1	0	0	0	0	0	0	0	
	Authority to Issue Shares and											
	Convertible Debt w/ Preempti											
		May be used as										
		anti-takeover device	0	2	0	0	0	0	0	0	0	
		No Stated Reason	20	0	0	0	0	0	0	0	0	
	Authority to Issue Shares and											
	AULIULIU LU ISSUE SITATES AUL											

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		May be used as										
		anti-takeover device	0	4	0	0	0	0	0	0	0	2
		No Stated Reason	22	0	0	0	0	0	0	0	0	.
			23	0	0	0	0	0	0	0	0	23
		Potential dilution exceeds										
		recommended										
		threshold	0	6	0	0	0	0	0	0	0	
	Authority to Issue Shares w/ Preemptive Rights											
		No Stated Reason	63	0	0	0	0	0	0	0	0	6
	Authority to Issue Shares w/o Preemptive Rights											
		Discount exceeds										
		reasonable limits	0	2	0	0	0	0	0	0	0	2
		Excessive issuance	0	4	0	0	0	0	0	0	0	
		Excessive issuance; Issue price discount not disclosed	0	32	0	0	0	0	0	0	0	33
		Issue price discount not disclosed	0	3	0	0	0	0	0	0	0	3
		lssue price discount not disclosed; Excessive issuance	0	5	0	0	0	0	0	0	0	!
		No Stated Reason	132	1	0	0	0	0	0	0	0	13
		Not in favor of related transaction	0	1	0	0	0	0	0	0	0	
	Authority to Issue Stock w/ or w/out Preemptive Rights			_								
		No Stated Reason	21	0	0	0	0	0	0	0	0	2
		Potential dilution exceeds recommended threshold	0	1	0	0	0	0	0	0	0	
	Authority to Repurchase and Re-Issue Shares		-					-		-	-	

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tot
		Amendment is not										
		in best interests of		_								
		shareholders	0	1	0	0	0	0	0	0	0	
		May be used as										
		anti-takeover device; Not in										
		shareholders" best										
		interests	0	1	0	0	0	0	0	0	0	
		interests	0	-	0	0	0	0	0	0	0	
		No Stated Reason	50	0	0	0	0	0	0	0	0	!
		Potential dilution										
		exceeds										
		recommended										
		threshold	0	1	0	0	0	0	0	0	0	
	Authority to Repurchase Shares											
		Insufficient										
		information										
		provided	0	1	2	0	0	0	0	0	0	
		No Stated Reason	151	0	0	7	0	0	0	0	0	1
		Not in										
		shareholders" best										
		interests	0	1	0	0	0	0	0	0	0	
	Authority to Set Offering Price of Shares	2										
		No Stated Reason	7	0	0	0	0	0	0	0	0	
		Potential dilution										
		exceeds										
		recommended										
		threshold	0	1	0	0	0	0	0	0	0	
	Authority to Trade in											
	Company Stock											
		No Stated Reason	3	0	0	0	0	0	0	0	0	
	Authorize Overallotment/Greenshoe											
		May be used as										
		anti-takeover device	0	1	0	0	0	0	0	0	0	
						-	-	-	-	-	-	
		No Stated Reason	10	0	0	0	0	0	0	0	0	
			10	5	5	0	Ũ	0	5	5	.	

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain		Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Potential dilution exceeds recommended										
		threshold	0	2	0	0	0	0	0	0	0	2
	Cancellation of Authorized Stock											
		No Stated Reason	47	0	0	7	0	0	0	0	0	54
	Creation of New Share Class											
		No Stated Reason	3	0	0	0	0	0	0	0	0	3
	Increase in Authorized Capita	I										
		Excessively dilutive	0	1	0	0	0	0	0	0	0	1
		No Stated Reason	31	0	0	5	0	0	0	0	0	36
		Potential dilution exceeds recommended										
		threshold	0	3	0	0	0	0	0	0	0	3
	Increase in Authorized Common Stock											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Increase in/Authorization of Preferred Stock											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Issuance of Common Stock											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Issuance of Convertible Debt Instruments											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Issuance of Debt Instruments											
		Excessive debt	0	1	0	0	0	0	0	0	0	1

Issue Code Category						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Granting unfettered	0		~	^	0	0	0	<u> </u>	0	
		discretion is unwise	0	1	0	0	0	0	0	0	0	1
		Insufficient information										
		provided	0	0	1	0	0	0	0	0	0	-
		•										
		No Stated Reason	75	0	0	0	0	0	0	0	0	75
	Issuance of Repurchased Shares											
		Issue price discount										
		not disclosed	0	25	0	0	0	0	0	0	0	2
			_									_
		No Stated Reason	7	0	0	0	0	0	0	0	0	
	Issuance of Stock w/ or w/out Preemptive Rights											
		No Stated Reason	33	2	25	0	0	0	0	0	0	6
	Issuance of Stock w/ Preemptive Rights											
		No Stated Reason	1	0	0	0	0	0	0	0	0	
	Issuance of Stock w/out Preemptive Rights											
		Issue price discount										
		not disclosed	0	1	0	0	0	0	0	0	0	
		No Stated Reason	16	0	0	0	0	0	0	0	0	1
	Limit to Capital Increase											
		No Stated Reason	3	0	0	0	0	0	0	0	0	:
	Misc. Proposal Regarding Capital											
		No Stated Reason	6	0	0	0	0	0	0	0	0	(
	Reduction in Authorized Capital											
		No Stated Reason	5	0	0	0	0	0	0	0	0	!
	Reduction in Share Premium Account											

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		No Stated Reason	3	0	0	0	0	0	0	0	0	:
	Repurchase of Shares											
		No Stated Reason	1	0	0	0	0	0	0	0	0	
		Repurchase price not disclosed	0	0	1	0	0	0	0	0	0	
	Reverse Stock Split											
		No Stated Reason	2	0	0	0	0	0	0	0	0	
	Stock Split											
		No Stated Reason	11	0	0	0	0	0	0	0	0	1
	Use/Transfer of Reserves											
		No Stated Reason	6	0	0	0	0	0	0	0	0	(
Changes to Company Statutes			408	56	5	6	0	0	0	0	0	47
	Adoption of Majority Vote for Election of Directors											
		No Stated Reason	1	0	0	0	0	0	0	0	0	
	Adoption of New Articles											
		Limits shareholder rights	0	1	0	0	0	0	0	0	0	:
		No Stated Reason	25	0	0	0	0	0	0	0	0	2
	Adoption of Shareholder Rights' Plan											
		No Stated Reason	1	0	0	0	0	0	0	0	0	:
	Amend Articles, Constitution, Bylaws - Bundled											
		Amendment is not in best interests of	0	4	0	0	0	0	0	0	0	
		shareholders	0	1	0	0	0	0	0	0	0	

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Insufficient										
		information	0	1	0	0	0	0	0	0	0	
		provided	0	1	0	0	0	0	0	0	0	1
		No Stated Reason	138	0	0	0	0	0	0	0	0	138
		Not in										
		shareholders" best										
		interests	0	2	0	0	0	0	0	0	0	2
		Shortened notice										
		period could										
		disenfranchise										
		shareholders	0	1	0	0	0	0	0	0	0	1
	Amendment to Poison Pill											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Amendments to Articles (Technical)											
		No Stated Reason	82	0	0	4	0	0	0	0	0	86
	Amendments to Articles, Constitution, Bylaws											
		Amendment is not										
		in best interests of										
		shareholders	0	2	0	0	0	0	0	0	0	2
		In Australia, vote										
		case-by-case.	2	0	0	0	0	0	0	0	0	2
		Insufficient										
		information										
		provided	0	4	0	0	0	0	0	0	0	4
		No Stated Reason	84	1	0	2	0	0	0	0	0	87
		Not in										
		shareholders" best										
		interests	0	1	0	0	0	0	0	0	0	1
	Amendments to Charter/Bylaw - Bundled											
		No Stated Reason	2	0	0	0	0	0	0	0	0	2
	Amendments to Procedural Rules											

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain		Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Amendment is not										
		in best interests of shareholders	0	1	0	0	0	0	0	0	0	1
		Insufficient										
		information										
		provided	0	0	3	0	0	0	0	0	0	3
		No Stated Reason	25	0	0	0	0	0	0	0	0	25
		Shortened notice period could										
		disenfranchise shareholders	0	1	0	0	0	0	0	0	0	1
	Authority to Set General Meeting Notice Period at 14 D		Ū	1	0	0	U	0	0	5	0	
		No Stated Reason	0	31	0	0	0	0	0	0	0	31
	Change in State of Incorporation											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Company Name Change											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Constitution of Procedural Rules											
		No Stated Reason	6	0	0	0	0	0	0	0	0	6
		Not in shareholders'' best	0	1	0	0	0	0	0	0	0	
	Elimination of Cumulative Voting	interests	0	1	0	0	0	0	0	0	0	1
	0											
		No Stated Reason	2	0	0	0	0	0	0	0	0	2
	Elimination of Supermajority Requirement											
		No Stated Reason	12	0	0	0	0	0	0	0	0	12
	Misc. Article Amendments											

			_	.		Take No				• •		
ssue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Amendment is not										
		in best interests of			0		0	0		0	0	
		shareholders	0	1	0	0	0	0	0	0	0	1
		Limits shareholder	-		_					_	_	
		rights	0	1	0	0	0	0	0	0	0	1
		No Stated Reason	2	0	0	0	0	0	0	0	0	2
		NO Stateu Reason	2	0	0	0	0	0	0	0	0	4
	Misc. Proposal Regarding Antitakeover Devices											
		Insufficient										
		information										
		provided	0	3	0	0	0	0	0	0	0	3
		May be used as										
		anti-takeover device	0	2	0	0	0	0	0	0	0	2
		No Stated Reason	7	0	0	0	0	0	0	0	0	7
		Poor disclosure	0	1	0	0	0	0	0	0	0	1
	Repeal of Classified Board											
		No Stated Reason	6	0	0	0	0	0	0	0	0	6
	Restoration of Right to Call a Special Meeting											
		A 10% threshold for										
		calling a special										
		meeting is										
		appropriate	0	0	1	0	0	0	0	0	0	1
		No Stated Reason	5	0	0	0	0	0	0	0	0	5
	Restoration of Written											
	Consent											
		A 25% threshold is										
		too high	0	0	1	0	0	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Technical Amendments to											
	Charter/Bylaw											
		No Stated Reason	2	0	0	0	0	0	0	0	0	2

		Dette sele D	_		A b c c c	Take No			A 34	2.1	2.24	- .
Issue Code Category	Issue Short Text Waiving of Mandatory	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
	Takeover Requirement											
		No Stated Reason	2	0	0	0	0	0	0	0	0	:
Compensation			1532	282	2	62	0	0	14	0	0	189
	Adoption of Employee Stock Purchase Plan											
		No Stated Reason	6	0	0	0	0	0	0	0	0	
	Adoption of Equity Compensation Plan											
		Cost of plan is excessive	0	1	0	0	0	0	0	0	0	
		No Stated Reason	20	0	0	0	0	0	0	0	0	2
	Adoption of Restricted Stock Plan											
		No Stated Reason	2	0	0	0	0	0	0	0	0	:
		Potential for excessive pay	0	1	0	0	0	0	0	0	0	:
	Adoption of Short Term Incentive Plan											
		No Stated Reason	2	0	0	0	0	0	0	0	0	:
	Advisory Vote on Executive Compensation											
		Concerning pay practices	0	12	0	0	0	0	0	0	0	1
		Concerning pay practices; Excessive compensation; Pay and performance disconnect	0	1	0	0	0	0	0	0	0	
		Concerning pay practices; Pay and performance disconnect	0	1	0	0	0	0	0	0	0	
		Excessive compensation	0	1	0	0		0	0	0	0	

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Excessive granting practices in light of										
		COVID-19	0	1	0	0	0	0	0	0	0	1
		Grants are excessive	0	2	0	0	0	0	0	0	0	2
		Insufficient response to shareholder dissent; Pay and performance disconnect	0	1	0	0	0	0	0	0	0	1
		Insufficient response to shareholder dissent; Poor overall design	0	1	0	0	0	0	0	0	0	1
		roor overall design	0	1	0	0	0	0	0	0	0	
		No Stated Reason	214	1	0	0	0	0	0	0	0	215
		Pay and performance disconnect	1	2	0	0	0	0	0	0	0	3
		Pay and performance disconnect; Concerning pay practices	0	2	0	0	0	0	0	0	0	2
		Pay and performance disconnect; Insufficient response to shareholder dissent	0	2	0	0	0	0	0	0	0	2
		Pay and performance disconnect; Poorly justified adjustments relating to COVID- 19	0	1	0	0	0	0	0	0	0	1
		Poor compensation	0	1	5	0	0	0	0	5	0	-
		structure/performa nce conditions	0	1	0	0	0	0	0	0	0	1
		Poor overall design	0	4	0	0		0	0		0	4

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Poorly justified adjustments										
		relating to COVID-										
		19	0	2	0	0	0	0	0	0	0	2
		Poorly justified										
		adjustments relating to COVID-										
		19; Concerning pay										
		practices	0	1	0	0	0	0	0	0	0	1
		Substantial										
		retention awards	0	1	0	0	0	0	0	0	0	1
	Advisory Vote on Severance											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Amendment to Director Equity Compensation Plan											
		Excessive										
		compensation; Poor										
		overall										
		compensation disclosure	0	1	0	0	0	0	0	0	0	1
							-					
		No Stated Reason	4	0	0	0	0	0	0	0	0	4
	Amendment to Employee Stock Purchase Plan											
		No Stated Reason	7	0	0	0	0	0	0	0	0	7
	Amendment to Equity Compensation Plan											
		No Stated Reason	30	0	0	0	0	0	0	0	0	30
	Amendment to Restricted Stock Plan											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Amendment to Stock Option Plan											
		Excessively dilutive;										
		NEDs may participate in										
		executive plan	0	1	0	0	0	0	0	0	0	1
				-				-		3	-	

			_			Take No				• •	.	
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Excessively dilutive; Poor overall design	0	1	0	0	0	0	0	0	0	1
		POOL OVER all design	0	T	0	0	U	0	0	0	0	1
		No Stated Reason	21	1	0	0	0	0	0	0	0	22
		Poorly justified adjustments										
		relating to COVID-										
		19	0	1	0	0	0	0	0	0	0	1
	Amendment to Stock Purchase Plan											
		No Stated Reason	2	1	0	0	0	0	0	0	0	3
	Bonus											
		Compensation policy is not in best interests of										
		shareholders	0	1	0	0	0	0	0	0	0	1
		Excessive bonus	0	1	0	0	0	0	0	0	0	1
		Grants made to										
		outsiders and/or statutory auditors	0	1	0	0	0	0	0	0	0	1
			0	1	0	0	0	0	0	0	0	
		No Stated Reason	8	0	0	0	0	0	0	0	0	8
		Not in										
		shareholders" best	_			_						
		interests	0	1	0	0	0	0	0	0	0	1
	Bonus/162(m) Plan											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Bonuses for Retiring Directors (JP)											
		Not linked to performance	0	1	0	0	0	0	0	0	0	1
	Capital Proposal to Implement Equity Compensat		5	1	5	0	3	•	3	3	•	
		No Stated Reason	25	0	0	1	0	0	0	0	0	26
				5	3	1	0	v	5	3	•	0

cua Cada Catagori	Issue Short Text	Pationalo Passan	Far	A animat		Take No	لامدمدما	NA11	1	2 Years	2 Voore	T .++
ssue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tot
		Not in shareholders'' best										
		interests	0	1	0	0	0	0	0	0	0	
		Not linked to	0	-	•		0	0	Ū	•	•	
		performance; Short										
		vesting period	0	1	0	0	0	0	0	0	0	
		Poor overall										
		compensation										
		disclosure	0	2	0	0	0	0	0	0	0	
		Poor overall	0	-	•		Ū	0	Ū	Ŭ	Ū	
		compensation										
		disclosure; Poor										
		overall design	0	1	0	0	0	0	0	0	0	
			0	-	0	0	0	0	0	0	0	
		Short vesting period	0	1	0	0	0	0	0	0	0	
	Directors' Fees											
		Compensation										
		policy is not in best										
		interests of										
		shareholders	0	1	0	0	0	0	0	0	0	
		Excessive Bonus	0	1	0	0	0	0	0	0	0	
		Excessive bonus	0	2	0	0	0	0	0	0	0	
			0	2	0	0	0	0	0	0	0	
		Excessive	0	-	0	0	0	0	0	0	0	
		compensation	0	5	0	0	0	0	0	0	0	
		Insufficient										
		information										
		provided	0	3	1	0	0	0	0	0	0	
		No Stated Reason	171	0	0	2	0	0	0	0	0	
		Non-executive										
		participation linked										
		to performance	0	1	0	0	0	0	0	0	0	
	Directors' Stock Option Plan											
		No Stated Reason	3	0	0	0	0	0	0	0	0	
			3	U	U	0	U	U	0	U	U	
	Employment Agreement											

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Compensation policy is not in best interests of shareholders	0	2	0	0	0	0	0	0	0	
		Compensation policy is not in best interests of shareholders; Concerning pay practices	0	1	0	0	0	0	0	0	0	
		procees	Ū	-	0	0	Ŭ	Ŭ	Ū	0		
		No Stated Reason	11	0	0	0	0	0	0	0	0	1
		Short vesting period; One-time bonus	0	1	0	0	0	0	0	0	0	
	Misc. Proposal Regarding Compensation											
		No Stated Reason	36	1	0	2	0	0	0	0	0	:
		Not in shareholders'' best interests	0	1	0	0	0	0	0	0	0	
		Poor response to prior year dissent	0	1	0	0	0	0	0	0	0	
		Poor response to prior year dissent; Poor overall design; Poor overall compensation disclosure	0	1	0	0	0	0	0	0	0	
		Poor response to	<u> </u>		•	•	2	<u>^</u>	2	•		
		shareholder dissent	0	1	0	0	0	0	0	0	0	
	Non-Executive Remuneration Policy (Forward-Looking)											
		Equity grant to major shareholder	0	1	0	0	0	0	0	0	0	
		Excessive compensation	0	1	0	0	0	0	0	0	0	
		Insufficient justification	0	1	0	0	0	0	0	0	0	

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		NEDs may										
		participate in executive plan	0	1	0	0	0	0	0	0	0	1
			0	1	0	0	0	0	0	0	0	-
		No Stated Reason	104	0	0	15	0	0	0	0	0	119
	Remuneration Policy (Forward-Looking)											
		Compensation policy is not in best interests of shareholders	0	1	0	0	0	0	0	0	0	1
		Equity awards to	0	1	0	0	0	0	0	0	0	-
		controlling										
		shareholder	0	1	0	0	0	0	0	0	0	1
		Equity grant to major shareholder; Poor response to										
		shareholder dissent	0	1	0	0	0	0	0	0	0	1
		Increase is excessive	0	1	0	0	0	0	0	0	0	1
		Increase is excessive; Poor overall design; Poor overall compensation disclosure; Poor response to shareholder dissent	0	1	0	0	0	0	0	0	0	1
		Increase is excessive; Poor response to shareholder dissent; Poor overall design; Poor overall compensation disclosure	0	1	0	0	0	0	0	0	0	-
		Insufficient										
		response to shareholder dissent	0	1	0	0	0	0	0	0	0	:
		Introduction of Transaction Bonus	0	1	0	0	0	0	0	0	0	1

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		NEDs may participate in	0	1	0	0	0	0	0	0	0	
		executive plan	0	1	0	0	0	0	0	0	0	1
		No individual payout limits under LTI	0	1	0	0	0	0	0	0	0	1
		No limits on LTI awards; STI metrics	0		0	0	0		0		0	-
		not disclosed	0	1	0	0	0	0	0	0	0	1
		No Stated Reason	73	0	0	21	0	0	0	0	0	94
		No variable pay	0	1	0	0	0	0	0	0	0	1
		Poor compensation structure/performa nce conditions; Poor overall										
		compensation disclosure; Poor response to prior year dissent	0	1	0	0	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor compensation structure/performa nce conditions	0	1	0	0	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor	0	1	0	0	0	0	0	0	0	
		overall design Poor overall compensation disclosure; Poor overall design; Poor response to prior	0	1	0	0	0	0	0	0	0	1
		year dissent Poor overall	0	1	0	0	0	0	0	0	0	1
		compensation disclosure; Poor overall design; Poor response to										
		shareholder dissent	0	1	0	0	0	0	0	0	0	1

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Poor overall design; Pay-for- performance disconnect in light of COVID-19	0	1	0	0	0	0	0	0	0	1
		Poor overall design; Poor overall compensation disclosure; Equity awards to controlling shareholder	0	1	0	0	0	0	0	0	0	
		Potential for	_	_	<u>^</u>		•	•				
		excessive pay Short performance period for LTIP; Poor response to prior year dissent	0	1	0	0		0	0	0	0	1
	Remuneration Report (Retrospective)											
		CEO pay that is unreasonable compared with other members of the executive team, as it's more than twice the pay of the next most highly paid executive.	0	2	0	0	0	0	0	0	0	2
		Concerning pay practices	0	1	0	0	0	0	0	0	0	1
		Discretionary performance assessment	0	1	0	0		0	0	0	0	1
		Equity award to major shareholder; Poorly justified adjustments relating to COVID- 19	0	1	0	0	0	0	0	0	0	1
		Equity awards to controlling shareholder; Poor overall design	0	1	0	0	0	0	0	0	0	1

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Equity grant to major shareholder; Poor response to shareholder dissent;										
		Increase is excessive	0	1	0	0	0	0	0	0	0	1
		Excessive compensation; Concerning pay practices	0	1	0	0	0	0	0	0	0	1
		Excessive compensation; Poor overall design; Poor overall compensation										
		disclosure	0	1	0	0	0	0	0	0	0	1
		Excessive discretionary	0	1	0	0	0	0	0	0	0	
		awards	0	1	0	0	0	0	0	0	0	1
		Excessive LTI grants	0	1	0	0	0	0	0	0	0	1
		In Australia, vote case-by-case.	1	1	0	0	0	0	0	0	0	2
		Increase is excessive	0	1	0	0	0	0	0	0	0	1
		Insufficient response to shareholder dissent	0	1	0	0	0	0	0	0	0	1
		Insufficient response to shareholder dissent; Pay and performance disconnect	0	1	0	0	0	0	0	0	0	1
		Insufficient response to shareholder dissent; Poor compensation structure/performa nce conditions; Poor overall compensation										
		disclosure	0	1	0	0	0	0	0	0	0	1

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain		Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Insufficient response to shareholder dissent; Unchallenging performance targets	0	1	0	0	0	0	0	0	0	1
		Lacks long-term incentive plan	0	1	0	0	0	0	0	0	0	1
		Lowered STI performance targets; Awarded discretionary STI increase	0	1	0	0	0	0	0	0	0	1
		NEDs may participate in executive plan	0	2	0	0	0	0	0	0	0	2
		No performance targets; Short vesting period; Poor response to shareholder dissent	0	1	0	0	0	0	0	0	0	1
		No Stated Reason	370	45	0	20	0	0	0	0	0	435
		No variable pay	0	1	0	0	0	0	0	0	0	1
		Pay and performance disconnect	0	1	0	0	0	0	0	0	0	1
		Pay-for- performance disconnect in light of COVID-19	0	1	0	0	0	0	0	0	0	1
		Poor compensation structure/performa nce conditions	0	2	0	0	0	0	0	0	0	2
		Poor overall compensation disclosure	0	2	0	0	0	0	0	0	0	2
		Poor overall compensation disclosure; Lacks long-term incentive plan	0	1	0	0	0	0	0	0	0	1

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain		Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Poor overall compensation disclosure; Poor overall design; Equity awards to controlling shareholder	0	1	0	0	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design; Increase is excessive; Poor response to shareholder dissent	0	1	0	0	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design; Poor response to shareholder dissent	0	1	0	0		0	0	0	0	
		shareholder dissent	0	T	0	0	0	0	0	0	0	1
		Poor overall design	0	11	0	0	0	0	0	0	0	11
		Poor overall design; Poor overall compensation disclosure; Poor response to shareholder dissent	0	3	0	0	0	0	0	0	0	3
		Poor overall design; Poor response to prior year dissent	0	1	0	0	0	0	0	0	0	1
		Poor response to shareholder dissent; Poor overall compensation disclosure; Poor overall design	0	2	0	0		0	0	0	0	2
		Poor response to shareholder dissent; Poor overall design; Poor overall compensation disclosure	0	1	0	0	0	0	0	0	0	1

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Poorly justified adjustments relating to COVID-										
		19	0	5	0	0	0	0	0	0	0	5
		Same Performance Metrics for LTI and STI; Removal of performance conditions	0	2	0	0	0	0	0	0	0	2
		Short performance period for LTIP	0	4	0	0	0	0	0	0	0	4
		Upward discretion exercised	0	2	0	0	0	0	0	0	0	2
	Say When on Pay											
		An annual advisory vote on executive compensation is in the best interests of										
		shareholders	0	0	0	0	0	0	2	0	0	2
		No Stated Reason	0	0	0	0	0	0	12	0	0	12
	Statutory Auditors' Fees											
		Excessive compensation	0	1	0	0	0	0	0	0	0	1
		No Stated Reason	8	0	0	0	0	0	0	0	0	8
	Stock Option Grants											
		CEO pay that is unreasonable compared with other members of the executive team, as it's more than twice the pay of the next most highly paid executive.	0	2	0	0	0	0	0	0	0	2
		Change of control provision	0	1	0	0	0	0	0	0	0	1

					Take No						
Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
	Change of control provision; Excessive range of participants	0	1	0	0	0	0	0	0	0	1
			_	Ū	Ū	Ū	Ū	0	0	Ū.	
	case-by-case.	1	1	0	0	0	0	0	0	0	2
	No Stated Reason	272	43	0	0	0	0	0	0	0	31!
	Pay and performance disconnect; Equity grant to major shareholder	0	1	0	0	0	0	0	0	0	1
	Plan is not in best interests of shareholders	0	1	0	0	0	0	0	0	0	1
Stock Option Plan											
	Change of control provision	0	1	0	0	0	0	0	0	0	1
	Discount exceeds reasonable limits	0	2	0	0	0	0	0	0	0	2
	Discount exceeds reasonable limits; Potential conflict of interests	0	1	0	0	0	0	0	0	0	:
	Excessive range of participants	0	1	0	0	0	0	0	0	0	
	No Stated Reason	74	0	0	0	0	0	0	0	0	7
	Non-executive participation linked to performance	0	1	0	0	0	0	0	0	0	:
	Not in shareholders'' best interests	0	2	0	0	0	0	0	0	0	
	Poor overall design	0	2	0	0	0	0	0	0	0	2
		Change of control provision; Excessive range of participantsIn Australia, vote case-by-case.No Stated ReasonPay and performance disconnect; Equity grant to major shareholderPlan is not in best interests of shareholdersStock Option PlanChange of control provisionDiscount exceeds reasonable limits; Potential conflict of interestsDiscount exceeds reasonable limits; Potential conflict of interestsNo Stated ReasonNo Stated ReasonNo Stated ReasonNo Stated ReasonNon-executive participantsNo Stated ReasonNon-executive participantsNot in shareholders" best interests	Change of control provision; Excessive range of participants0In Australia, vote case-by-case.1No Stated Reason272Pay and performance disconnect; Equity grant to major shareholder272Pay and performance disconnect; Equity grant to major shareholder0Plan is not in best interests of shareholders0Stock Option PlanChange of control provision0Stock Option PlanDiscount exceeds reasonable limits; Potential conflict of interests0Discount exceeds reasonable limits; Potential conflict of interests0No Stated Reason74No Stated Reason74No Stated Reason74No Stated Reason0Not in shareholders" best interests0	Change of control provision; Excessive range of participants01In Australia, vote case-by-case.11No Stated Reason27243Pay and performance disconnect; Equity grant to major shareholder01Plan is not in best interests of shareholders01Stock Option Plan01Change of control provision01Discount exceeds reasonable limits; Potential conflict of interests01Discount exceeds reasonable limits; Potential conflict of interests01No Stated Reason740No Stated Reason740No Stated Reason740Not in shareholders'' best interests01	Change of control provision; Excessive range of participants010In Australia, vote case-by-case.110No Stated Reason272430Pay and performance disconnect; Equity grant to major shareholder010Plan is not in best interests of shareholders010Stock Option Plan010Discount exceeds reasonable limits; Potential conflict of interests010Discount exceeds reasonable limits; Potential conflict of interests010No Stated Reason7400No Stated Reason7400No Stated Reason7400Non-executive participation linked to performance010Not in shareholders'' best interests020	Issue Short TextRationale ReasonForAgainstAbstainActionChange of control provision; Excessive range of participants0100In Australia, vote case-by-case.1100No Stated Reason2724300Pay and performance disconnect; Equity grant to major shareholder0100Stock Option Plan01000Stock Option PlanChange of control provision0100Stock Option PlanChange of control provision to cost reasonable limits; Potential conflict of interests0100Excessive range of participants01000Stock Option PlanChange of control provision0100Stock Option Plan01000Stock Option Plan<	Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedChange of control provision; Excessive range of participants01000In Australia, vote case-by-case.110000No Stated Reason2724300000Pay and performance disconnect; Equity grant to major shareholders272430000Plan is not in best interests of shareholders0100000Stock Option PlanChange of control provision0100000Stock Option PlanChange of control provision0100000Stock Option PlanChange of control provision0100000Stock Option PlanChange of control provision01000000Stock Option PlanChange of control provision01000 <td>Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedMixedChange of control provision; Excessive range of participants0100000In Australia, vote case-by-case.110000000No Stated Reason272430.00000000Pay and performance disconnet; Equity grant to major shareholder01000</td> <td>Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedMixed1 YearChange of control provisionChange of control participants01000<td>Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedMixed1 very2 YearsChange of control provision/ anticipants01000<</td><td>Issue Short TextRetionale ReasonForAgainsAbstainActionUnvoteNiked1 Year2 Years3 YearsChange of control participants010000000000In Australia, vote case-by-case.1100</td></td>	Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedMixedChange of control provision; Excessive range of participants0100000In Australia, vote case-by-case.110000000No Stated Reason272430.00000000Pay and performance disconnet; Equity grant to major shareholder01000	Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedMixed1 YearChange of control provisionChange of control participants01000 <td>Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedMixed1 very2 YearsChange of control provision/ anticipants01000<</td> <td>Issue Short TextRetionale ReasonForAgainsAbstainActionUnvoteNiked1 Year2 Years3 YearsChange of control participants010000000000In Australia, vote case-by-case.1100</td>	Issue Short TextRationale ReasonForAgainstAbstainActionUnvotedMixed1 very2 YearsChange of control provision/ anticipants01000<	Issue Short TextRetionale ReasonForAgainsAbstainActionUnvoteNiked1 Year2 Years3 YearsChange of control participants010000000000In Australia, vote case-by-case.1100

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Poor overall design;										
		Pay-for- performance										
		disconnect in light										
		of COVID-19	0	1	0	0	0	0	0	0	0	1
		Potential for										
		excessive grants	0	1	0	0	0	0	0	0	0	1
	Stock Purchase Plan											
		No Stated Reason	46	0	0	0	0	0	0	0	0	46
		Potential dilution										
		exceeds										
		recommended										
		threshold	0	1	0	0	0	0	0	0	0	1
	Supervisory Board/ Corp Assembly Fees											
		Increase is excessive	0	1	0	0	0	0	0	0	0	1
		Insufficient										
		information										
		provided	0	0	1	0	0	0	0	0	0	1
		Insufficient										
		justification	0	1	0	0	0	0	0	0	0	1
		No Stated Reason	14	0	0	1	0	0	0	0	0	15
		Non-executive										
		participation linked										
		to performance;										
		Poor response to			_							
		shareholder dissent	0	1	0	0	0	0	0	0	0	1
	Trust Type Equity Plans (JP)											
		No Stated Reason	3	0	0	0	0	0	0	0	0	3
M&A			130	2	4	1	0	0	0	0	0	133
	Divestiture/Spin-off											
	Divestiture/Spin-off	Insufficient										
		information										
		provided	0	0	1	0	0	0	0	0	0	1
		F 1.000	0	•	-	•	Ū	0	0	•		-

Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Take No	Unvoted	Minad	1 Year	2 Years	3 Years	Tot
issue code category	Issue short Text	Rationale Reason	FOR	Against	Abstain	Action	Unvoled	Mixed	1 fear	z rears	5 fears	101
		No Stated Reason	20	0	0	0	0	0	0	0	0	2
	Intra-company											
	Contracts/Control Agreement											
		Insufficient										
		information	0	0	1	0	0	0	0	0	0	
		provided	0	0	1	0	0	0	0	0	0	
		No Stated Reason	57	0	0	0	0	0	0	0	0	
	Merger by Absorption											
	between Parent and Subsidiar	•										
		Insufficient										
		information										
		provided	0	0	2	0	0	0	0	0	0	
		No Stated Reason	12	0	0	1	0	0	0	0	0	
	Merger/Acquisition											
		Excessive value of										
		merger	0		0		0	0	•	0	0	
		consideration	0	1	0	0	0	0	0	0	0	
		Insufficient										
		information provided	0	1	0	0	0	0	0	0	0	
		provided	0	1	0	0	0	0	0	0	0	
		No Stated Reason	32	0	0	0	0	0	0	0	0	
	Misc. Proposal Regarding											
	Restructuring											
		No Stated Reason	1	0	0	0	0	0	0	0	0	
	Restructuring/Capitalization											
		No Stated Reason	8	0	0	0	0	0	0	0	0	
		NO Stated Reason	0	0	0	0	0	0	0	0	0	
Neeting Administration			185	7	4	28	0	0	0	0	0	2
	Appointment of Independent Proxy (Switzerland)											
		No Stated Reason	1	0	0	14	0	0	0	0	0	
	Authorization of Legal Formalities											

Issue Code Category	Issue Short Text	Rationale Reason	For	Against		Take No	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
issue coue category	וסטע סווטוג ופגנ		FUI	Against	ADSIGIN	Action	Unvoted	Mixed	Tiedl	Ziedis	5 Tears	TULA
		Insufficient information										
		provided	0	0	4	0	0	0	0	0	0	
		provided	•	•	•	0		•	•	•		
		No Stated Reason	78	0	0	0	0	0	0	0	0	78
		Not in										
		shareholders" best										
		interests	0	2	0	0	0	0	0	0	0	:
	Right to Adjourn Meeting											
		No Stated Reason	7	0	0	0	0	0	0	0	0	7
	Deutine Meetine Item											
	Routine Meeting Item											
		No Stated Reason	99	0	0	9	0	0	0	0	0	10
			00						0		0	
	Transact Other Business											
		Granting unfettered										
		discretion is unwise	0	5	0	0	0	0	0	0	0	Į
		No Stated Reason	0	0	0	5	0	0	0	0	0	ļ
Other			152	48	43	1	0	0	0	0	0	20:
other			152	40	-12	-	U	0	U	0	U	20.
	Approval of Political Donation	on										
		Generally vote										
		Against proposals to										
		approve political										
		donations.	0	22	0	0	0	0	0	0	0	22
		No Stated Desser	4	0	0	0	0	0	0	0	0	
		No Stated Reason	1	0	0	0	0	0	0	0	0	-
	Approve Technical Vote Requirements											
		Affiliate/Insider on a										
		committee	0	2	0	0	0	0	0	0	0	2
		Affiliate/Insider on a										
		committee; Board is										
		not sufficiently										
		independent	0	1	0	0	0	0	0	0	0	2

Issue Code Category						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Allocate votes										
		proportionally										
		among all directors	0	0	21	0	0	0	0	0	0	21
		Alternate nominees										
		in the best interests										
		of shareholders	0	0	3	0	0	0	0	0	0	
		No Chatad Dessar	10	0	0	0	0	0	0	0	0	
		No Stated Reason	46	0	0	0	0	0	0	0	0	4
		Not in shareholders'										
		best interests	0	2	0	0	0	0	0	0	0	2
		Not in										
		shareholders" best										
		interests	0	11	0	0	0	0	0	0	0	11
		Potential unknown										
		nominees w/o										
		shareholder										
		approval	0	3	0	0	0	0	0	0	0	3
		Serves on too many										
		boards	0	2	0	0	0	0	0	0	0	2
	Authorization of Charitable Donations											
		Insufficient										
		information										
		provided	0	2	0	0	0	0	0	0	0	2
		No Stated Reason	7	0	0	0	0	0	0	0	0	7
	Bondholder/Bankruptcy Proposal											
		No Stated Reason	0	0	14	0	0	0	0	0	0	14
	Declaration of Material Interest											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	Management Proposal Regarding ESG Issues											
		No Stated Reason	6	0	0	1	0	0	0	0	0	-
			0	0	0	T	0	U	0	0	U	-

ssue Code Category	Issue Short Text	Rationale Reason	For	Agains+	Abstain	Take No	Unvoted	Mixed	1 Year	2 Years	3 Years	То
sue coue category			FUI	Agailist	Abstain	Action	Unvoleu	wixed	Tieai	2 16013	5 Tears	10
		The Transition Plan										
		does have many										
		positive elements										
		and is a step										
		forward. However,										
		we don't believe										
		their plans go far										
		enough to meet the										
		Paris climate target										
		initiatives. Targets										
		over the next ten										
		critical years do not										
		meet what the										
		science is telling us										
		is needed. We are										
		also sceptical on the										
		use of offsets to										
		meet zero carbon										
		targets, particularly										
		where used in large										
		quantities.	0	1	0	C	0	0	0	0	0	
	Misc. Management Proposal											
		Insufficient										
		information										
		provided	0	0	5	C	0	0	0	0	0	
		No Stated Reason	64	0	0	C	0	0	0	0	0	
		Not in										
		shareholders" best										
		interests	0	2	0	0	0	0	0	0	0	
	Renew Proportional Takeover		-				-	-		-	-	
	Provisions											
		No Stated Reason	27	0	0	C	0	0	0	0	0	
HP: Compensation			16	7	0	C	0	0	0	0	0	
n . compensation	SHP Recoupment of		10	/	U	U	, U	U	0	U	U	
	Unearned Bonuses (Clawback											
		No Stated Reason	2	0	0	C	0	0	0	0	0	
	SHP Regarding Golden Parachutes											

ssue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Take No	Unvoted	Mixed	1 Year	2 Years	3 Years	Tot
ssue coue category	Issue Short Text	Nationale Neason	101	Agamst	Abstan	Action	Univoled	wixeu	Ticai	2 10013	5 16413	100
		No Stated Reason	0	1	0	0	0	0	0	0	0	
	SHP Regarding Linking											
	Executive Pay to Social Criteri											
		Favor linking										
		executive										
		compensation to	2	0	0	0	0	0	0	0	0	
		social criteria.	3	0	0	0	0	0	0	0	0	
	SHP Regarding Misc. Compensation											
	SHP regarding Misc.											
	Compensation											
		Adoption of a bonus										
		deferral policy										
		represents best										
		practice and helps										
		to mitigate risks	2	0	0	0	0	0	0	0	0	
		No Stated Reason	0	4	0	0	0	0	0	0	0	
		No Stated Reason	0	2	0	0	0	0	0	0	0	
	CLID Degarding Dage and /or		0	-	Ŭ		•	Ŭ	0	•	Ū	
	SHP Regarding Race and/or Gender Pay Equity Report											
	Gender Pay Equity Report											
		No Stated Reason	4	0	0	0	0	0	0	0	0	
	SHP Regarding Report on											
	Ratio Between CEO and Empl											
		No Stated Reason	5	0	0	0	0	0	0	0	0	
HP: Environment			42	2	0	6	0	0	0	0	0	
	SHP Regarding Climate Lobbying											
	, ,	Additional reporting										
		would provide										
		shareholders with										
		assurance that										
		Company funds										
		were being spent in										
		a manner that										
		furthered its stated										

						Take No					_	
ssue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		No Stated Reason	1	0	0	0	0	0	0	0	0	
		We believe that										
		companies who										
		position themselves										
		as 'climate-aware'										
		should avoid										
		industry										
		associations and										
		lobby groups whose										
		policies are										
		inconsistent with										
		the Paris climate										
		change agreement.	1	0	0	0	0	0	0	0	0	
	SHP Regarding Environmental Report											
		No Stated Reason	3	0	0	0	0	0	0	0	0	-
	SHP Regarding Formation of Environmental/Social Commit											
		Favor the										
		establishment of a										
		board										
		environmental										
		committee	1	0	0	0	0	0	0	0	0	
	SHP Regarding Misc.											
	Energy/Environmental Issues											
		Favor increased										
		environmental										
		reporting/responsib										
		ility.	5	0	0	0	0	0	0	0	0	!
		No Stated Reason	1	0	0	0	0	0	0	0	0	
			T	U	U	0	U	U	0	U	U	
	SHP Regarding Misc. Environmental Issue											
		No Stated Reason	1	0	0	4	0	0	0	0	0	!

Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Take No	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Shareholders are likely to benefit from a regular review and additional disclosure on how the company's capital expenditure and operations are managed in a manner consistent with the climate goals of the Paris				Action						
		Agreement.	1	0	0	0	0	0	0	0	0	1
	SHP Regarding Report on Antibiotics in Animal Agricult											
		Favor report on animal antibiotics.	1	0	0	0	0	0	0	0	0	1
	SHP Regarding Report/Action on Climate Change											
		Audited climate reporting could provide actionable information for shareholders.	1	0	0	0	0	0	0	0	0	1
		Favor increased environmental reporting/responsib ility.	6	0	0	0	0	0	0	0	0	6
		No Stated Reason	10	2	0	0	0	0	0	0	0	12

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		Shareholders are										
		likely to benefit										
		from a regular										
		review and										
		additional										
		disclosure on how										
		the company's										
		capital expenditure and operations are										
		managed in a										
		manner consistent										
		with the climate										
		goals of the Paris										
		Agreement.	1	0	0	0	0	0	0	0	0	1
		Shareholders are										
		likely to benefit										
		from a regular										
		review and										
		additional										
		disclosure on how										
		the company's										
		capital expenditure										
		and operations are										
		managed in a										
		manner consistent with the climate										
		goals of the Paris										
		Agreement.	1	0	0	0	0	0	0	0	0	1
		Agreement.	1	0	0	0	0	0	0	0	U	-

sue Code Category	Issue Short Text	Rationale Reason	For	Agains+	Abstain	Take No	Unvoted	Mixed	1 Year	2 Years	3 Years	Tot
sue coue category	issue short rext		FUI	Against	ADSLAIN	Action	Unvoled	Mixed	Tiegi	ZTEdis	5 Tedis	10
		The adoption of										
		targets to reduce										
		the company's exposure to fossil										
		fuels is warranted.										
		Adoption of										
		reduction targets										
		aimed to limit the										
		company's exposure										
		to fossil fuels would										
		enable shareholders										
		to better										
		understand how the										
		company is										
		managing climate										
		change related-risks										
		and assess the										
		effectiveness of the										
		company's related										
		efforts.	1	0	0	0	0	0	0	0	0	
	SHP Regarding Reporting and Reducing Greenhouse Gas Em											
		Favor increased										
		environmental										
		reporting/responsib										
		ility.	5	0	0	0	0	0	0	0	0	
		-										
		No Stated Reason	0	0	0	1	0	0	0	0	0	
		We will push for										
		companies to										
		provide										
		independent										
		evidence of action										
		taken to progress										
		towards the Paris										
		climate change										
		agreement										
		emissions reduction	4	0	0	0	0	0	0	0	0	
		target.	1	0	0	0	0	0	0	0	0	
	SHP Regarding Sustainability											
	or Environmental Reports											
		No Stated Reason	0	0	0	1	0	0	0	0	0	
							_	_		_	_	
P: Governance			102	58	2	6	0	0	0	0	0	

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Total
	SHP Regarding Additional or Amended Shareholder Propos											
		Granting unfettered										
		discretion is unwise	0	2	0	0	0	0	0	0	0	2
		No Stated Reason	0	0	0	3	0	0	0	0	0	3
	SHP Regarding Board Composition											
		No Stated Reason	1	6	0	0	0	0	0	0	0	7
	SHP Regarding Election of Board Member(s) During a Co											
		Adds relevant oil and gas experience	1	0	0	0	0	0	0	0	0	1
		Adds relevant regulatory, technological and										
		energy experience	1	0	0	0	0	0	0	0	0	1
		Election of partial Dissident slate	0	2	0	0	0	0	0	0	0	-
		sufficient	0	2	0	0	0	0	0	0	0	2
		No Stated Reason	8	0	0	0	0	0	0	0	0	8
	SHP Regarding Election of Dissident Board Member(s)											
		No Stated Reason	2	4	0	0	0	0	0	0	0	6
	SHP Regarding Election of Dissident Supervisory Board											
		Insufficient information provided	0	0	1	0	0	0	0	0	0	1
	SHP Regarding Eliminating Supermajority Provisions				_				3			_

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Supermajority vote requirements can act as impediments to takeover proposals and impede shareholders'' ability to approve ballot items that are in their interests	3	0	0	0	0	0	0	0	0	
		Supermajority vote requirements can impede shareholders'' ability to approve ballot items that are										
		in their interests	5	0	0	0	0	0	0	0	0	
	SHP Regarding Facilitation of Shareholder Proposals											
		No Stated Reason	11	0	0	0	0	0	0	0	0	-
	SHP Regarding Improving in Disclosure											
		Favor improved disclosure around shareholder rights.	1	0	0	0	0	0	0	0	0	
	SHP Regarding Increase in Dividend/Redistribution of Pr											
		No Stated Reason	0	2	1	0	0	0	0	0	0	
	SHP Regarding Independent Board Chairman/Seperation o											
		An independent chair is better able to oversee the executives of a company and set a pro-shareholder										
		chair is better able to oversee the executives of a company and set a	19	0	0	0	0	0		0	0 0	0 0 0

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain		Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		An independent chair is better able to oversee the executives of a company and set a										
		pro-shareholder										
		agenda	1	0	0	0	0	0	0	0	0	1
		No Stated Reason	0	4	0	0	0	0	0	0	0	2
	SHP Regarding Misc. Board Issue											
		No Stated Reason	1	2	0	0	0	0	0	0	0	3
	SHP Regarding Misc. Board/Shareholder Rights Iss											
		No Stated Reason	1	0	0	0	0	0	0	0	0	1
	SHP Regarding Misc. Capital Issue											
		No Stated Reason	0	1	0	0	0	0	0	0	0	1
	SHP Regarding Misc. Governance Issue											
		No Stated Reason	0	1	0	0	0	0	0	0	0	:
	SHP Regarding Misc. Issue											
		No Stated Reason	2	2	0	0	0	0	0	0	0	2
		Not in shareholders'' best interests	0	1	0	0	0	0	0	0	0	1
	SHP Regarding Misc. Meeting/Voting Issue		0	1	Ū	0	0	0	0	0	0	-
		In the best interests of shareholders	2	0	0	0	0	0	0	0	0	2
	SHP Regarding Misc. Restructuring Issue											
		No Stated Reason	0	0	0	2	0	0	0	0	0	2
	SHP Regarding Recapitalization											

Cada Catagony						Take No						
ssue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Allowing one vote per share generally operates as a safeguard for common										
		shareholders	3	0	0	0	0	0	0	0	0	3
	SHP Regarding Reincorporation											
		No Stated Reason	0	12	0	0	0	0	0	0	0	12
	SHP Regarding Removal of Director(s)											
		No Stated Reason	0	1	0	0	0	0	0	0	0	1
	SHP Regarding Right to Act by Written Consent											
		Management- proposed 25% ownership										
		threshold is too high	1	0	0	0	0	0	0	0	0	1
		No Stated Reason	0	14	0	0	0	0	0	0	0	14
		Shareholder action by written consent enables shareholders to take action on important issues that arise between annual meetings	11	0	0	0	0	0	0	0	0	11
		The Company''s 20% ownership threshold is too high to provide shareholders with a meaningful right to action by written consent	1	0	0	0	0	0	0	0	0	1

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain		Unvoted	Mixed	1 Year	2 Years	3 Years	Total
		The Company''s 25% ownership threshold is too high to provide										
		shareholders with a meaningful right to										
		action by written consent	1	0	0	0	0	0	0	0	0	1
	SHP Regarding Right to Call a Special Meeting											
		A 10% threshold for calling a special meeting is										
		appropriate	8	0	0	0	0	0	0	0	0	8
		A 15% threshold for calling a special meeting is	2								0	
		appropriate	3	0	0	0	0	0	0	0	0	3
		A 20% special meeting right is preferable to a 25%										
		right	1	0	0	0	0	0	0	0	0	1
		No Stated Reason	0	3	0	0	0	0	0	0	0	3
		Not in the best interests of shareholders	0	1	0	0	0	0	0	0	0	1
	SHP Regarding Special Audit											
		No Stated Reason	0	0	0	1	0	0	0	0	0	1
	SHP Regarding Trained, Qualified Directors on Environ											
		No Stated Reason	3	0	0	0	0	0	0	0	0	3
	SHP Shareholder Access to the Nomination Process (Prox											
		No Stated Reason	11	0	0	0	0	0	0	0	0	11
SHP: Misc			0	1	0	0	0	0	0	0	0	1
	SHP: Misc. Issues											

Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Take No Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		No Stated Reason	0	1	0	0	0	0	0	0	0	1
SHP: Social			72	6	0	1	0	0	0	0	0	79
	SHP Regarding Drug Pricing/Distribution											
		Favor reporting/improving drug										
		pricing/distribution.	3	0	0	0	0	0	0	0	0	3
	SHP Regarding Independent Verification of Contractors' Co											
		Favor improved labor reporting/monitorin										
		g.	1	0	0	0	0	0	0	0	0	1
	SHP Regarding Limiting or Ending Political Spending											
		No Stated Reason	2	0	0	0	0	0	0	0	0	2
	SHP Regarding Misc. Human Capital Management											
		Additional disclosure will allow shareholders to better assess the risks faced by the Company on account of its use of mandatory arbitration	1	0	0	0	0	0	0	0	0	1
		Additional disclosure would benefit shareholders by allowing them to gain more insight as to how the Company approaches issues of management- level diversity	1	0	0	0	0	0	0	0	0	1

Additional reporting on diversity and inclusion is necessary for shareholders to understand how the Company is managing this issue 1 0 <td< th=""><th></th><th></th><th></th><th></th><th></th><th></th><th>Take No</th><th></th><th></th><th></th><th></th><th></th><th></th></td<>							Take No						
on diversity and inclusion is	Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
shareholders assess the Company''s response and handling of mandatory arbitration in employee disputes 1 0 0 0 0 0 0 0 0 0 0 0 Employees and shareholders would benefit from an independent independen			on diversity and inclusion is necessary for shareholders to understand how the Company is	1	0	0	0	0	0	0	0	0	
shareholders would benefit from an independent investigation into harassment 1 0 0 0 0 0 0 0 0 0 0 0 0 Enhanced disclosure would allow shareholders a better understanding of how the issue of diversity was being managed 1 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 Enhanced disclosure would allow shareholders a better understanding of how the issue of diversity was being managed and			shareholders assess the Company"s response and handling of mandatory arbitration in	1	0	0	0	0	0	0	0	0	
would allow shareholders a better understanding of how the issue of diversity was being managed 1 0 0 0 0 0 0 0 0 0 0 0 0 0 Enhanced disclosure would allow shareholders a better understanding of how the issue of diversity was being managed and			shareholders would benefit from an independent investigation into	1	0	0	0	0	0	0	0	0	
would allow shareholders a better understanding of how the issue of diversity was being managed and			would allow shareholders a better understanding of how the issue of diversity was being	1	0	0	0	0	0	0	0	0	
			Enhanced disclosure would allow shareholders a better understanding of how the issue of diversity was being	3	0	0	0	0	0	0	0	0	
No Stated Reason 1 2 0 0 0 0 0 0			No Stated Basser	4	2	0	0	0	0	0	0	0	

ue Code Catogory	Issue Short Text	Rationale Reason	For	Against	Abstain	Take No	Unvoted	Missad	1 Year	2 Years	3 Years	То
ue Code Category	Issue Short Text		For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	10
		Production of										
		requested report										
		would give										
		shareholders critical										
		information										
		concerning the										
		Company"s										
		management of										
		diversity-related										
		issues	1	0	0	0	0	0	0	0	0	
	SHP Regarding Misc. Labor			-	-	-	-	-	-	-	-	
	Issues/Policies											
		Favor improved										
		labor										
		reporting/monitorin										
			1	0	0	0	0	0	0	0	0	
		g.	T	0	0	0	0	0	0	0	0	
	SHP Regarding Misc. Nuclear											
	Issue											
		No Stated Reason	0	0	0	1	0	0	0	0	0	
	SHP Regarding Misc. Social											
	Issue											
		Additional										
		disclosure is										
		reasonable in light										
		of the Company"s										
		unique										
		circumstances	1	0	0	0	0	0	0	0	0	
		circumstances	Ŧ	0	0	0	0	0	0	0	0	
		No Stated Reason	24	2	0	0	0	0	0	0	0	
		Shareholder										
		proposal is anti-										
		social.	0	1	0	0	0	0	0	0	0	
	SHP Regarding Report on EEO											
		Favor improved										
		labor										
		reporting/monitorin										
		g.	2	0	0	0	0	0	0	0	0	
	SHP Regarding Reporting on											
	Company's Compliance with I											

						Take No						
Issue Code Category	Issue Short Text	Rationale Reason	For	Against	Abstain	Action	Unvoted	Mixed	1 Year	2 Years	3 Years	Tota
		Favor improved human/political rights										
		policies/disclosure.	4	0	0	0	0	0	0	0	0	4
		No Stated Reason	1	0	0	0	0	0	0	0	0	
	SHP Regarding Reviewing Charitable Spending											
		Shareholder proposal is anti-	0	4	0	0	0	0	0	0	0	
		social.	0	1	0	0	0	0	0	0	0	:
	SHP Regarding Reviewing Political Spending or Lobbyin	g										
		Favor review/limit political spending.	20	0	0	0	0	0	0	0	0	20
		Increased disclosure would allow shareholders to more fully assess risks presented by the Company's indirect lobbying activities	1	0	0	0	0	0	0	0	0	
			1	0	0	0	0	0	0	0	U	
		No Stated Reason	1	0	0	0	0	0	0	0	0	:

Proposal Reasons – Votes Versus Management

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
Total for all Categories			9870	1750	442	0	206	0	12268
Audit/Financials			1238	201	61	0	1	0	1501
	Accounts and Reports (Bundle Issues)	d							
		No Stated Reason	28	0	2	0	0	0	30

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Tota
		Unaudited financial statements	3	19	0	0	0	0	22
	Allocation of Profits/Dividends								
		No Stated Reason	305	0	23	0	0	0	328
		Insufficient information provided	0	4	0	0	0	0	4
	Appointment of Auditor								
		No Stated Reason	145	1	18	0	0	0	164
		Excessive auditor tenure.	3	22	0	0	0	0	25
		Insufficient information provided	0	2	0	0	0	0	2
	Appointment of Auditor and Authority to Set Fees								
		No Stated Reason	98	0	0	0	0	0	98
		Excessive auditor tenure.	0	10	0	0	0	0	10
		Failure to disclose breakdown of fees; Appointment of the auditor is for multiple years	0	1	0	0	0	0	
		Insufficient information provided	0	3	0	0	0	0	3
		Insufficient information provided; Failure to disclose breakdown of fees	0	1	0	0	0	0	1
		Excessive non-audit fees	0	1	0	0	0	0	1

Appointment of Special Auditor

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	2	0	0	0	0	0	2
	Approval of Non-Financial Reports								
		No Stated Reason	80	0	0	0	0	0	80
	Approve Payment of Fees to Special Auditors								
		No Stated Reason	9	0	0	0	0	0	9
	Authority to Set Auditor's Fees								
		No Stated Reason	68	0	2	0	1	0	71
		Excessive non-audit fees	0	1	0	0	0	0	1
	Bonus Dividend/Bonus Share Issue								
		No Stated Reason	13	0	1	0	0	0	14
	Financial Statements								
		No Stated Reason	325	0	15	0	0	0	340
		Unaudited financial statements	0	1	0	0	0	0	1
		Insufficient information provided	0	3	0	0	0	0	3
	Number of Auditors								
		No Stated Reason	6	0	0	0	0	0	6
	Ratification of Alternate Auditor								
		No Stated Reason	6	0	0	0	0	0	6
	Ratification of Auditor								
		No Stated Reason	124	0	0	0	0	0	124

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Excessive auditor tenure.	0	131	0	0	0	0	131
		Auditor contract contains alternative dispute resolution	0	131	0	0	0	0	131
		procedures	0	1	0	0	0	0	1
	Ratification of Auditor's Acts								
		No Stated Reason	5	0	0	0	0	0	5
	Stock Dividend/Dividend Reinvestment								
		No Stated Reason	18	0	0	0	0	0	18
Board Related			5448	779	251	0	60	0	6538
	Approval of Nominating Committee Guidelines/Appoint								
		No Stated Reason	12	0	1	0	0	0	13
	Approve Censor								
		Insufficient Justification	1	0	0	0	0	0	1
	Approve Special Auditor's Report								
		No Stated Reason	20	0	0	0	0	0	20
	Approve Supervisory Council								
		Insufficient information							
		provided	0	1	0	0	2	0	3
		No Stated Reason	31	0	0	0	10	0	41
		Support Other Candidate	0	0	0	0	1	0	1
		Minority candidate is supported over management/contr							
		oller candidate/s	0	7	0	0	0	0	7

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Potential unknown nominees w/o shareholder							
		approval	0	0	0	0	2	0	2
		Supervisors are not sufficiently independent	0	10	0	0	0	0	10
		Other governance concerns	0	1	0	0	0	0	1
	Approve Supervisory Council Size								
		No Stated Reason	2	0	0	0	0	0	2
	Board Size								
		No Stated Reason	31	0	0	0	1	0	32
		Board size is above maximum threshold	0	1	0	0	0	0	1
	Board Spill								
		No Stated Reason	15	0	0	0	1	0	16
	Board Term Length								
		Insufficient							
		information provided	0	1	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	1
	Election of Alternate Statutory Auditor								
		No Stated Reason	7	0	0	0	0	0	7
	Election of Board Committee Members								
		No Stated Reason	75	0	54	0	1	0	130
		Affiliate/Insider on a committee	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Board size	0	1	0	0	0	0	1
		Serves on too many boards	0	2	0	0	0	0	2
		Serves on more than three public company audit	_			_	_	_	_
		committees Insufficient audit committee independence; Board is not sufficiently independent; Professional	0	1	0	0	0	0	1
		Services Relationship	1	0	0	0	0	0	1
		Audit committee chair not independent	0	1	0	0	0	0	1
		Insufficient information provided	0	2	0	0	0	0	2
		Affiliate/Insider on a committee; Affiliate/Insider on audit committee; Affiliate/Insider on compensation committee; Affiliate/Insider on nominating/governa nce committee	0	1	0	0	0	0	1
		No independent lead or presiding director	0	1	0	0	0	0	1
		Director serves on excessive audit committees	0	1	0	0	0	0	1
		Insufficient audit committee independence	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	Election of Directors								
		No Stated Reason	4626	53	176	0	8	0	4863
		In Australia, vote case-by-case.	4	0	0	0	0	0	4
		There are no women serving on the board.	0	5	0	0	1	0	6
		Insufficient shareholder protections for virtual-only meeting; Lack of board gender diversity	0	2	0	0	0	0	2
		Auditor not up for ratification	0	3	0	0	0	0	3
		There are no women serving on the board and the new nominee to the board is male.	0	10	0	0	1	0	11
		Vote against a non- independent nominee if at least a majority of the board is not independent.	0	367	0	0	5	0	372
		CFO on board	0	3	0	0	0	0	3
		The company has had no new board nominees in the past 5 years.	0	15	0	0	0	0	15
		Serves on too many boards	2	34	0	0	0	0	36
		IPO governance concerns	0	2	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Adopted forum selection clause in past year w/o shareholder approval	0	10	0	0	0	0	10
		Virtual-only meeting limits shareholder participation	2	1	0	0	0	0	3
		Vote against a non- independent nominee if at least a majority of the board is not independent. The compensation committee is not majority independent.	0	8	0	0	0	0	8
		Incomplete committee meeting and/or attendance disclosure	0	1	0	0	0	0	1
		Affiliate/Insider on audit committee	0	1	0	0	0	0	1
		Other governance issue	0	3	0	0	0	0	3
		Serves on too many boards; Did not implement SHP passed by a majority	0	1	0	0	0	0	1
		Ongoing compensation concerns; Did not implement SHP passed by a majority	0	2	0	0	0	0	2
		Did not implement SHP passed by a majority; Director received excessive against/withhold votes	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Vote against a non- independent nominee if at least a majority of the board is not independent. There are no women serving on the board and the new nominee to the board is male.	0	16	0	0	0	0	16
		Board is not sufficiently independent	0	10	0	0	0	0	10
		Insufficient response to shareholder dissent	0	1	0	0	0	0	1
		Related party transactions; Related party transactions disclosure concern	0	1	0	0	0	0	1
		Lack of board gender diversity	0	1	0	0	0	0	1
		Affiliate/Insider on nominating/governa nce committee	0	1	0	0	0	0	1
		Related party transactions	0	5	0	0	0	0	5
		Excessive board size	0	1	0	0	0	0	1
		Affiliate/Insider on compensation committee	0	1	0	0	0	0	1
		Board is not sufficiently independent; Responsible for lack of board independence	0	5	0	0	0	0	5

As Chair of the Audit Committee and a Member of the Sustainability Committee, they should have been aware of the deficiency in controls and process which ultimately resulted in the destruction of the Juukan Gorge. 0 1 0 0 0 0 1 The nominating governance committee is not majority independent. Vote against a non- independent. Vote against a non- independent. The compensation committee is not majority of the board is not independent. The compensation committee is not majority of the board is not independent. The compensation committee is not majority of the board is not independent. The compensation committee is not majority independent. 0 16 0 0 2 0 18	Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
As Chair of the Audit Committee and a Member of the Sustainability Committee, they should have been aware of the deficiency in controls and process which ultimately resulted in the destruction of the Juukan Gorge. 0 1 0 0 0 0 1 The nominating governance committee is not majority independent. Vote against a non- independent. Vote against a non- independent. The compensation committee is not majority of the board is not independent. The compensation committee is not majority independent. The compensation committee is not majority independent. The compensation committee is not majority independent. The compensation committee is not majority independent. Do 16 0 0 2 0 18			Tinto's Sustainability Committee they failed to adequately manage social & environmental risks with respect to the destruction of the Juukan Gorge rock shelters. As a consequence, the Chair should be held responsible for this event & loss of	0	1	0	0	0	0	1
governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not independent. The compensation committee is not majority independent. 0 16 0 0 2 0 18 Beneficial owner on			As Chair of the Audit Committee and a Member of the Sustainability Committee, they should have been aware of the deficiency in controls and process which ultimately resulted in the destruction of the							1
			The nominating governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not independent. The compensation committee is not majority	0	16	0	0	2	0	18
			Beneficial owner on							1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Less than 75% Attendance	1	2	0	0	0	0	3
		Audit committee met an insufficient number of times	0	5	0	0	0	0	5
		Auditor not up for ratification; No compensation committee; Vote results not disclosed	0	1	0	0	0	0	1
		The nominating governance committee is not majority independent. The compensation committee is not majority independent.	0	9	0	0	0	0	9
		Less than 75% Attendance; Potential overcommitment	0	1	0	0	0	0	1
		No independent lead or presiding director	0	6	0	0	0	0	6
		Potential overcommitment	1	1	0	0	0	0	2
		Director serves on excessive audit committees	0	3	0	0	0	0	3
		Audit fees or breakdown not disclosed; No financial expert	0	1	0	0	0	0	1
		Ongoing compensation concerns; Insufficient response to shareholder dissent	0	4	0	0	0	0	4

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		The nominee is not independent and the board does not have at least a majority of non- independent directors.	0	6	0	0	0	0	6
		Ongoing compensation concerns; Insufficient response to shareholder dissent; Less than 75% Attendance	0	1	0	0	0	0	1
		The nominating governance committee is not majority independent. The compensation committee is not majority independent. The nominee is not independent and the board does not have at least a majority of non- independent directors.	0	1	0	0	0	0	1
		Affiliate/Insider on compensation committee; Affiliate/Insider on nominating/governa nce committee	1	1	0	0	0	0	2
		The nominating governance committee is not majority independent.	0	5	0	0	0	0	5
		Candidate withdrawn	0	2	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		There are no women serving on the board and the new nominee to the board is male. There are no women serving on the board. The company has had no new board nominees in the past 5 years.	0	2	0	0	0	0	2
		There are no women serving on the board and the new nominee to the board is male. The company has had no new board nominees in the past 5 years.	0	1	0	0	0	0	1
		Unaudited financial statements	0	1	0	0	0	0	1
		The nominating governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not independent.	0	7	0	0	0	0	7
		Responsible for lack of board independence	1	0	0	0	0	0	1
		Other unique issue	0	3	0	0	0	0	3
		Professional Services Relationship	0	3	0	0	0	0	3
		Other compensation issues	2	0	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		The compensation committee is not majority independent.	0	7	0	0	0	0	7
		The nominating governance committee is not majority independent. The compensation committee is not majority					0	0	7
		independent. Ongoing compensation	0	1	0	0	0	0	1
		concerns Non-audit fees exceed audit fees	0	2	0	0	0	0	2
		Vote against a non- independent nominee if at least a majority of the board is not independent. The company has had no new board nominees in the past 5 years.	0	3	0	0	0	0	3
		Attended less than 75% of board meetings; Less than 75% Attendance	0	0	0	0	1	0	1
		Non-audit fees exceed audit fees; Serves on too many boards	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		There are no women serving on the board. Vote against a non- independent							
		nominee if at least a majority of the board is not independent.	0	5	0	0	0	0	5
		There are no women serving on the board. The compensation committee is not majority independent.	0	1	0	0	0	0	1
		Insufficient information provided	0	1	0	0	0	0	1
		The nominating governance committee is not majority independent. There are no women serving on the board. Vote against a non- independent nominee if at least a majority of the board is not independent.	0	1	0	0	0	0	1
		Audit committee met an insufficient number of times; Less than 75% Attendance	0	1	0	0	0	0	1
		Auditor not up for ratification; No financial expert; Serves on too many boards	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Board is not							
		sufficiently							
		independent; Serves							
		on too many							
		boards; Insufficient							
		risk committee							
		independence	0	1	0	0	0	0	1
		Compensation							
		committee chair not							
		independent;							
		Insider on							
		compensation							
		committee;							
		Insufficient							
		compensation							
		committee							
		independence							
		requirement; Non-							
		director on							
		remuneration							
		committee; Board is							
		not sufficiently							
		independent;							
		Insufficient							
		nominating							
		committee							
		independence							
		requirement;							
		Nominating							
		committee chair not							
		independent; Non-							
		director on							
		nomination							
		committee;							
		Responsible for lack							
		of board							
		independence	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Board is not sufficiently independent; Extensive strategic shareholdings; Insufficient gender diversity/no diversity policy; Responsible for lack of board independence	0	1	0	0	0	0	1
		There are no women serving on the board. The nominee is not independent and the board does not have at least a majority of non- independent directors.	0	1	0	0	0	0	1
		Board is not sufficiently independent; Extensive strategic shareholdings; Responsible for lack of board independence	0	1	0	0	0	0	1
		Extensive strategic shareholdings; Responsible for lack of board independence	0	1	0	0	0	0	1
		Insufficient audit committee independence	0	1	0	0	0	0	1
		Audit committee chair not independent; Insufficient audit committee independence	0	1	0	0	0	0	1
	Election of Directors (Bundled Issues)								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Compensation policy is not in best interests of shareholders; Other compensation							
		issues	0	1	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	1
	Election of Directors (Slate)								
		No Stated Reason	10	0	0	0	0	0	10
		Board is not sufficiently independent	1	3	0	0	0	0	4
		Insufficient information provided	0	6	0	0	0	0	6
	Election of Directors (Slate) Bundled with Other Items	provided	0	0	0	0	0	0	
		No Stated Reason	2	0	0	0	0	0	2
		Insufficient information provided	0	4	0	0	0	0	4
	Election of Minority or Preferred Shareholder Nomine	2							
		Insufficient information provided	0	0	0	0	5	0	5
		No Stated Reason	0	0	0	0	7	0	7
		See Proposal 7.00	0	0	0	0	1	0	1
	Election of Non-Management Nominee								
		No Stated Reason	13	0	0	0	0	0	13
	Election of Non-Principal Members (Chairman, alternate	2							
		No Stated Reason	35	0	4	0	0	0	39

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Board is not sufficiently independent; No audit committee; No compensation committee; Potential overcommitment	0	1	0	0	0	0	1
		Related party transactions	0	1	0	0	0	0	1
		Insufficient information provided	0	1	0	0	0	0	1
		Affiliate/Insider on audit committee	0	1	0	0	0	0	1
		Fewer than three members on compensation committee	0	1	0	0	0	0	1
		Alternate nominees in the best interests of shareholders	0	0	0	0	2	0	2
		No independent lead or presiding director	0	1	0	0	0	0	1
	Election of Shareholder Representatives								
		No Stated Reason	6	0	0	0	0	0	6
	Election of Statutory Auditor Slate								
		No Stated Reason	0	0	0	0	6	0	6
	Election of Statutory Auditors								
		No Stated Reason	31	0	0	0	0	0	31
		Statutory auditor board is not sufficiently independent; Board is not sufficiently independent		2	0	0	0	0	-
		maepenaent	0	2	U	U	U	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Statutory auditor board is not sufficiently							
		independent	0	3	0	0	0	0	3
		Professional Services							
		Relationship	0	1	0	0	0	0	1
	Election of Supervisory Board								
		No Stated Reason	92	0	0	0	0	0	92
		Affiliate/Insider on compensation committee; Board is not sufficiently independent; Serves on too many boards; Affiliate/Insider on nominating/governa nce committee	0	1	0	0	0	0	1
		Affiliate/Insider on audit committee; Audit committee chair not independent	0	1	0	0	0	0	1
		Lack of board							
		gender diversity Insufficient information provided	0	1	0	0	0	0	1
		Affiliate/Insider on a committee; Affiliate/Insider on audit committee; Affiliate/Insider on compensation committee; Affiliate/Insider on nominating/governa nce committee	0	1	0	0	0	0	1
		Supervisors are not sufficiently independent	0	2	0	0	0	0	2
		•							

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	Election of Supervisory Board Members (Slate)								
		No Stated Reason	1	0	0	0	0	0	1
		Insufficient information	0	2	0	0	0	0	
	Election of the Chair of Statutory Auditors	provided	0	2	0	0	0	0	2
		No Stated Reason	0	0	0	0	3	0	3
	Indemnification of Directors/Officers								
		No Stated Reason	8	0	0	0	0	0	8
	Misc. Management Proposal Regarding Board								
		No Stated Reason	15	0	0	0	0	0	15
		Insufficient information	<u>_</u>		0	0	0	0	_
	Post-Employment /Severance Agreements	provided	0	2	0	0	0	0	2
		No Stated Reason	12	1	0	0	0	0	13
	Ratification of Board Acts - Legal								
		No Stated Reason	248	0	3	0	0	0	251
		Ongoing investigations	0	2	0	0	0	0	2
		Not in shareholders'' best interests	0	2	0	0	0	0	2
		Insufficient response to	0	2	0	0	0	U	2
		shareholder dissent	0	2	0	0	0	0	2
		Poor response to prior year dissent	0	1	0	0	0	0	1
		•							

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Potential conflict of interests	0	1	0	0	0	0	1
	Ratification of Co-Option of a Director								
		No Stated Reason	18	0	0	0	0	0	18
		Board is not sufficiently independent; Attendance; Serves on too many boards; Board is not sufficiently independent; Less than 75% Attendance; Serves							
		on too many boards	0	1	0	0	0	0	1
		Serves on too many boards	1	0	0	0	0	0	1
	Ratification of Management Acts - Legal								
		No Stated Reason	62	0	13	0	0	0	75
		Ongoing investigations	0	2	0	0	0	0	2
	Related Party Transactions								
		No Stated Reason	53	1	0	0	0	0	54
		Potential conflict of interests; Granting unfettered discretion is unwise	0	3	0	0	0	0	3
		Granting unfettered discretion is unwise; Potential conflict of interests	0	1	0	0	0	0	1
		Insufficient information provided	0	4	0	0	0	0	4
	Retention as Independent Director								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	3	0	0	0	0	0	3
		Not in shareholders'' best interests	0	4	0	0	0	0	4
Capital Management			770		19	0	0	0	936
	Amendment to Borrowing Powers			147					530
		No Stated Reason	3	0	0	0	0	0	3
	Approval of Borrowing								
		No Stated Reason	1	0	0	0	0	0	1
	Authority to Give Guarantees								
		No Stated Reason	7	0	0	0	0	0	7
		Guarantees exceed net assets	0	2	0	0	0	0	2
		Insufficient information provided	0	2	0	0	0	0	2
	Authority to Increase Capital in Case of Exchange Offers (Franc								
		No Stated Reason	4	0	0	0	0	0	4
		Potential dilution exceeds recommended							
		threshold	0	2	0	0	0	0	2
		May be used as anti- takeover device	0	2	0	0	0	0	2
	Authority to Increase Capital in Consideration for Contribution								
		No Stated Reason	13	0	0	0	0	0	13
		Potential dilution exceeds recommended							
		threshold	0	3	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		May be used as anti- takeover device	0	1	0	0	0	0	1
	Authority to Issue Preferred Stock								
		Supports dual-class structure	0	1	0	0	0	0	1
	Authority to Issue Shares and Convertible Debt w or w/o Pre								
		Potential dilution exceeds recommended							
		threshold	0	1	0	0	0	0	1
		No Stated Reason	8	0	0	0	0	0	8
	Authority to Issue Shares and Convertible Debt w/ Preemptiv	,							
		No Stated Reason	20	0	0	0	0	0	20
		May be used as anti- takeover device	0	2	0	0	0	0	2
	Authority to Issue Shares and Convertible Debt w/o Preempti	İ							
		No Stated Reason	23	0	0	0	0	0	23
		Potential dilution exceeds recommended threshold	0	6	0	0	0	0	6
		May be used as anti- takeover device	0	4	0	0	0	0	4
	Authority to Issue Shares w/ Preemptive Rights								
		No Stated Reason	63	0	0	0	0	0	63
	Authority to Issue Shares w/o Preemptive Rights								
		No Stated Reason	132	1	0	0	0	0	133
		Excessive issuance; Issue price discount				2	2	2	
		not disclosed	0	32	0	0	0	0	32

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Excessive issuance	0	4	0	0	0	0	4
		Issue price discount not disclosed	0	3	0	0	0	0	3
		Issue price discount not disclosed; Excessive issuance	0	5	0	0	0	0	5
		Discount exceeds reasonable limits	0	2	0	0	0	0	2
		Not in favor of related transaction	0	1	0	0	0	0	1
	Authority to Issue Stock w/ or w/out Preemptive Rights								
		Potential dilution exceeds recommended							
		threshold	0	1	0	0	0	0	1
		No Stated Reason	21	0	0	0	0	0	21
	Authority to Repurchase and Re-Issue Shares								
		No Stated Reason	50	0	0	0	0	0	50
		Amendment is not in best interests of shareholders	0	1	0	0	0	0	1
		Potential dilution exceeds recommended threshold	0	1	0	0	0	0	1
		May be used as anti- takeover device; Not in shareholders'' best interests	0	1	0	0	0	0	1
	Authority to Repurchase Shares	interests	0	1	0	0	0	0	1
		No Stated Reason	151	0	7	0	0	0	158
		Insufficient information provided	0	3	0	0	0	0	3
		provided	0	5	0	0	U	0	3

Issue Code Category Issu	ue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Not in shareholders'' best							
		interests	0	1	0	0	0	0	1
	hority to Set Offering Price Shares								
		No Stated Reason	7	0	0	0	0	0	7
		Potential dilution exceeds recommended							
		threshold	0	1	0	0	0	0	1
Aut Sto	hority to Trade in Company ck								
		No Stated Reason	3	0	0	0	0	0	3
	horize erallotment/Greenshoe								
		No Stated Reason	10	0	0	0	0	0	10
		Potential dilution exceeds recommended							
		threshold	0	2	0	0	0	0	2
		May be used as anti- takeover device	0	1	0	0	0	0	1
Car Sto	ncellation of Authorized ck								
		No Stated Reason	47	0	7	0	0	0	54
Cre	ation of New Share Class								
		No Stated Reason	3	0	0	0	0	0	3
Inci	rease in Authorized Capital								
		No Stated Reason	31	0	5	0	0	0	36
		Potential dilution exceeds recommended							
		threshold	0	3	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Excessively dilutive	0	1	0	0	0	0	1
	Increase in Authorized Common Stock								
		No Stated Reason	1	0	0	0	0	0	1
	Increase in/Authorization of Preferred Stock								
		No Stated Reason	1	0	0	0	0	0	1
	Issuance of Common Stock								
		No Stated Reason	1	0	0	0	0	0	1
	Issuance of Convertible Debt Instruments								
		No Stated Reason	1	0	0	0	0	0	1
	Issuance of Debt Instruments								
		No Stated Reason	75	0	0	0	0	0	75
		Excessive debt	0	1	0	0	0	0	1
		Granting unfettered discretion is unwise	0	1	0	0	0	0	1
		Insufficient information provided	0	1	0	0	0	0	1
	Issuance of Repurchased Shares	provided	0	1	0	0	0	0	
		Issue price discount not disclosed	0	25	0	0	0	0	25
		No Stated Reason	7	0	0	0	0	0	7
	Issuance of Stock w/ or w/out Preemptive Rights								
		No Stated Reason	33	27	0	0	0	0	60
	Issuance of Stock w/ Preemptive Rights								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	1	0	0	0	0	0	1
	Issuance of Stock w/out Preemptive Rights								
		No Stated Reason	16	0	0	0	0	0	16
		lssue price discount not disclosed	0	1	0	0	0	0	1
	Limit to Capital Increase								
		No Stated Reason	3	0	0	0	0	0	3
	Misc. Proposal Regarding Capital								
		No Stated Reason	6	0	0	0	0	0	6
	Reduction in Authorized Capital								
		No Stated Reason	5	0	0	0	0	0	5
	Reduction in Share Premium Account								
		No Stated Reason	3	0	0	0	0	0	3
	Repurchase of Shares								
		No Stated Reason	1	0	0	0	0	0	1
		Repurchase price not disclosed	0	1	0	0	0	0	1
	Reverse Stock Split								
		No Stated Reason	2	0	0	0	0	0	2
	Stock Split								
		No Stated Reason	11	0	0	0	0	0	11
	Use/Transfer of Reserves								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	6	0	0	0	0	0	6
Changes to Company Statutes			408	61	6	0	0	0	475
	Adoption of Majority Vote for Election of Directors								
		No Stated Reason	1	0	0	0	0	0	1
	Adoption of New Articles								
		No Stated Reason	25	0	0	0	0	0	25
		Limits shareholder rights	0	1	0	0	0	0	1
	Adoption of Shareholder Rights' Plan								
		No Stated Reason	1	0	0	0	0	0	1
	Amend Articles, Constitution, Bylaws - Bundled								
		No Stated Reason	138	0	0	0	0	0	138
		Insufficient information provided	0	1	0	0	0	0	1
		Shortened notice period could disenfranchise							
		shareholders	0	1	0	0	0	0	1
		Not in shareholders'' best interests	0	2	0	0	0	0	2
		Amendment is not in best interests of shareholders	0	1	0	0	0	0	1
	Amendment to Poison Pill	5110101015	0	1	0	U	U	0	1
		No Stated Reason	1	0	0	0	0	0	1
	Amendments to Articles (Technical)								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	82	0	4	0	0	0	86
	Amendments to Articles, Constitution, Bylaws								
		In Australia, vote							
		case-by-case.	2	0	0	0	0	0	2
		No Stated Reason	84	1	2	0	0	0	87
		Amendment is not in best interests of		_	_	_	_	_	_
		shareholders	0	2	0	0	0	0	2
		Not in shareholders'' best		4	0	0	0	0	
		interests	0	1	0	0	0	0	1
		Insufficient information					-		
	Amendments to Charter/Bylaw	provided /	0	4	0	0	0	0	4
	- Bundled								
		No Stated Reason	2	0	0	0	0	0	2
	Amendments to Procedural Rules								
		Insufficient							
		information						_	
		provided	0	3	0	0	0	0	3
		No Stated Reason	25	0	0	0	0	0	25
		Amendment is not in best interests of							
		shareholders	0	1	0	0	0	0	1
		Shortened notice period could disenfranchise							
		shareholders	0	1	0	0	0	0	1
	Authority to Set General Meeting Notice Period at 14 Da								
		No Stated Reason	0	31	0	0	0	0	31
	Change in State of Incorporation								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	1	0	0	0	0	0	1
	Company Name Change								
		No Stated Reason	1	0	0	0	0	0	1
	Constitution of Procedural Rules								
		Not in shareholders'' best							
		interests	0	1	0	0	0	0	1
		No Stated Reason	6	0	0	0	0	0	6
	Elimination of Cumulative Voting								
		No Stated Reason	2	0	0	0	0	0	2
	Elimination of Supermajority Requirement								
		No Stated Reason	12	0	0	0	0	0	12
	Misc. Article Amendments								
		No Stated Reason	2	0	0	0	0	0	2
		Limits shareholder rights	0	1	0	0	0	0	1
		Amendment is not in best interests of							
	Misc. Proposal Regarding Antitakeover Devices	shareholders	0	1	0	0	0	0	1
	Annakeover Devices								
		No Stated Reason	7	0	0	0	0	0	7
		Poor disclosure	0	1	0	0	0	0	1
		May be used as anti- takeover device	0	2	0	0	0	0	2
		Insufficient information							
		provided	0	3	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	Repeal of Classified Board								
		No Stated Reason	6	0	0	0	0	0	6
	Restoration of Right to Call a Special Meeting								
		No Stated Reason	5	0	0	0	0	0	5
		A 10% threshold for calling a special meeting is							
		appropriate	0	1	0	0	0	0	1
	Restoration of Written Consen	t							
		A 25% threshold is							
		too high	0	1	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	1
	Technical Amendments to Charter/Bylaw								
		No Stated Reason	2	0	0	0	0	0	2
	Waiving of Mandatory Takeover Requirement								
		No Stated Reason	2	0	0	0	0	0	2
Compensation			1510	290	62	0	30	0	1892
	Adoption of Employee Stock Purchase Plan								
		No Stated Reason	6	0	0	0	0	0	6
	Adoption of Equity Compensation Plan								
		No Stated Reason	20	0	0	0	0	0	20
		Cost of plan is excessive	0	1	0	0	0	0	1
	Adoption of Restricted Stock Plan		0	1	0	U	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Potential for excessive pay	0	1	0	0	0	0	1
		excessive puy	0	-	0	0	Ū	0	-
		No Stated Reason	2	0	0	0	0	0	2
	Adoption of Short Term Incentive Plan								
		No Stated Reason	2	0	0	0	0	0	2
	Advisory Vote on Executive Compensation								
		No Stated Reason	213	2	0	0	0	0	215
		Poorly justified adjustments relating to COVID-19	0	2	0	0	0	0	2
		Insufficient response to shareholder dissent; Poor overall design	0	1	0	0	0	0	1
		Poor overall design	0	4	0	0	0	0	4
		Concerning pay practices	0	12	0	0	0	0	12
		Poor compensation structure/performa nce conditions	0	1	0	0	0	0	1
		Excessive compensation	0	1	0	0	0	0	1
		Pay and performance disconnect; Insufficient response to shareholder dissent	0	2	0	0	0	0	2
		Pay and performance disconnect; Concerning pay practices	0	2	0	0	0	0	2
		Pay and performance disconnect	1	2	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Pay and performance disconnect; Poorly justified adjustments relating to COVID-19	0	1	0	0	0	0	1
		Concerning pay practices; Pay and performance disconnect	0	1	0	0	0	0	1
		Substantial retention awards	0	1	0	0	0	0	1
		Insufficient response to shareholder dissent; Pay and performance disconnect	0	1	0	0	0	0	1
		Grants are excessive	0	2	0	0	0	0	2
		Excessive granting practices in light of COVID-19	0	1	0	0	0	0	1
		Poorly justified adjustments relating to COVID-19; Concerning pay practices	0	1	0	0	0	0	1
		Concerning pay practices; Excessive compensation; Pay and performance disconnect	0	1	0	0	0	0	1
	Advisory Vote on Severance								
		No Stated Reason	1	0	0	0	0	0	1
	Amendment to Director Equity Compensation Plan								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Excessive compensation; Poor overall							
		compensation disclosure	0	1	0	0	0	0	1
		No Stated Reason	4	0	0	0	0	0	4
	Amendment to Employee Stock Purchase Plan								
		No Stated Reason	7	0	0	0	0	0	7
	Amendment to Equity Compensation Plan								
		No Stated Reason	30	0	0	0	0	0	30
	Amendment to Restricted Stock Plan								
		No Stated Reason	1	0	0	0	0	0	1
	Amendment to Stock Option Plan								
		Excessively dilutive; Poor overall design	0	1	0	0	0	0	1
		Excessively dilutive; NEDs may participate in executive plan	0	1	0	0	0	0	1
					0				
		No Stated Reason Poorly justified adjustments relating	21	1	0	0	0	0	22
		to COVID-19	0	1	0	0	0	0	1
	Amendment to Stock Purchase Plan								
		No Stated Reason	2	1	0	0	0	0	3
	Bonus								
		Excessive bonus	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Compensation policy is not in best interests of							
		shareholders	0	1	0	0	0	0	1
		Not in shareholders'' best interests	0	1	0	0	0	0	1
		No Stated Reason	8	0	0	0	0	0	8
		Grants made to outsiders and/or				2	2	<u>^</u>	_
		statutory auditors	0	1	0	0	0	0	1
	Bonus/162(m) Plan								
		No Stated Reason	1	0	0	0	0	0	1
	Bonuses for Retiring Directors (JP)								
		Not linked to							
		performance	0	1	0	0	0	0	1
	Capital Proposal to Implement Equity Compensation Plan								
		No Stated Reason	25	0	1	0	0	0	26
		Not in shareholders'' best interests	0	1	0	0	0	0	1
		Short vesting period	0	1	0	0	0	0	1
		Poor overall compensation disclosure	0	2	0	0	0	0	2
		Not linked to performance; Short vesting period	0	1	0	0	0	0	1
		Poor overall compensation disclosure; Poor							
		overall design	0	1	0	0	0	0	1
	Directors' Fees								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	162	1	2	0	8	0	173
		Excessive compensation	0	5	0	0	0	0	5
		Excessive Bonus	0	1	0	0	0	0	1
		Insufficient information							
		provided	0	4	0	0	0	0	4
		Excessive bonus	0	2	0	0	0	0	2
		Non-executive participation linked to performance	0	1	0	0	0	0	1
		Compensation policy is not in best interests of			Ū	Ū		Ū	_
		shareholders	0	1	0	0	0	0	1
	Directors' Stock Option Plan	No Stated Reason	3	0	0	0	0	0	3
	Employment Agreement								
		No Stated Reason	11	0	0	0	0	0	11
		Compensation policy is not in best interests of shareholders	0	2	0	0	0	0	2
		Compensation policy is not in best interests of shareholders; Concerning pay practices	0	1	0	0	0	0	1
		Short vesting	0	1	0	U	U	0	1
		period; One-time bonus	0	1	0	0	0	0	1
	Misc. Proposal Regarding Compensation								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	36	1	2	0	0	0	39
		Not in shareholders'' best interests	0	1	0	0	0	0	1
		Poor response to prior year dissent	0	1	0	0	0	0	1
		Poor response to prior year dissent; Poor overall design; Poor overall compensation				<u>^</u>		2	
		disclosure Poor response to	0	1	0	0	0	0	1
		shareholder dissent	0	1	0	0	0	0	1
	Non-Executive Remuneration Policy (Forward-Looking)								
		No Stated Reason	103	0	15	0	1	0	119
		Excessive compensation	0	1	0	0	0	0	1
		Equity grant to major shareholder	0	1	0	0	0	0	1
		Insufficient justification	0	1	0	0	0	0	1
		NEDs may participate in executive plan	0	1	0	0	0	0	1
	Remuneration Policy (Forward- Looking)								
		Equity awards to controlling shareholder	0	1	0	0	0	0	1
		No Stated Reason	73	0	21	0	0	0	94
		Poor overall compensation disclosure; Poor compensation structure/performa							
		nce conditions	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No limits on LTI awards; STI metrics not disclosed	0	1	0	0	0	0	1
		Introduction of	0	1	0	0	0	0	1
		Transaction Bonus	0	1	0	0	0	0	1
		Potential for excessive pay	0	1	0	0	0	0	1
		No individual payout limits under LTI	0	1	0	0	0	0	1
		Short performance period for LTIP; Poor response to prior year dissent	0	4	0	0	0	0	4
		Insufficient response to shareholder dissent	0	1	0	0	0	0	1
		Poor overall design; Pay-for- performance disconnect in light of COVID-19	0	1	0	0	0	0	1
		Poor overall design; Poor overall compensation disclosure; Equity awards to controlling shareholder	0	1	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design	0	1	0	0	0	0	1
		Compensation policy is not in best interests of shareholders	0	1	0	0	0	0	1
		NEDs may participate in executive plan	0	1	0	0	0	0	1
		Increase is excessive	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Poor overall compensation disclosure; Poor overall design; Poor response to shareholder dissent	0	1	0	0	0	0	1
		Equity grant to major shareholder; Poor response to	Ū	1	0	0	0	0	
		shareholder dissent Poor overall compensation disclosure; Poor overall design; Poor response to prior year dissent	0	1	0	0	0	0	1
		Poor compensation structure/performa nce conditions; Poor overall compensation disclosure; Poor response to prior							
		year dissent	0	1	0	0	0	0	1
		No variable pay	0	1	0	0	0	0	1
		Increase is excessive; Poor response to shareholder dissent; Poor overall design; Poor overall compensation disclosure	0	1	0	0	0	0	1
		Increase is excessive; Poor overall design; Poor overall compensation disclosure; Poor response to shareholder dissent	0	1	0	0	0	0	1
	Remuneration Report (Retrospective)		Ĵ						

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	359	41	20	0	15	0	435
		In Australia, vote case-by-case.	1	1	0	0	0	0	2
		Equity awards to controlling shareholder; Poor overall design	0	1	0	0	0	0	1
		Upward discretion exercised	0	2	0	0	0	0	2
		Poor compensation structure/performa nce conditions	0	2	0	0	0	0	2
		Poor overall design	0	11	0	0	0	0	11
		Lacks long-term incentive plan	0	1	0	0	0	0	1
		Poorly justified adjustments relating to COVID-19	0	5	0	0	0	0	5
		Excessive compensation; Concerning pay practices	0	1	0	0	0	0	1
		CEO pay that is unreasonable compared with other members of the executive team, as it's more than twice the pay of the next most highly paid executive.	0	2	0	0	0	0	2
		Excessive LTI grants	0	1	0	0	0	0	1
		Short performance period for LTIP	0	4	0	0	0	0	4
		Pay and performance disconnect	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Same Performance Metrics for LTI and STI; Removal of performance conditions	0	2	0	0	0	0	2
		Poor overall compensation disclosure	0	2	0	0	0	0	2
		NEDs may participate in executive plan	0	2	0	0	0	0	2
		Lowered STI performance targets; Awarded discretionary STI increase	0	1	0	0	0	0	1
		Increase is excessive	0	1	0	0	0	0	1
		Insufficient response to shareholder dissent; Unchallenging performance targets	0	1	0	0	0	0	1
		Insufficient response to shareholder dissent; Pay and performance disconnect	0	1	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design; Equity awards to controlling shareholder	0	1	0	0	0	0	1
		Excessive compensation; Poor overall design; Poor overall compensation							
		disclosure	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Equity award to major shareholder; Poorly justified adjustments relating to COVID-19	0	1	0	0	0	0	1
		Insufficient response to shareholder dissent	0	1	0	0	0	0	1
		No performance targets; Short vesting period; Poor response to shareholder dissent	0	1	0	0	0	0	1
		Discretionary performance assessment	0	1	0	0	0	0	1
		Pay-for- performance disconnect in light of COVID-19	0	1	0	0	0	0	1
		Concerning pay practices	0	1	0	0	0	0	1
		Poor overall design; Poor overall compensation disclosure; Poor response to shareholder dissent	0	3	0	0	0	0	3
		Equity grant to major shareholder; Poor response to shareholder dissent; Increase is excessive	0	1	0	0	0	0	1
		Poor overall design; Poor response to prior year dissent	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Insufficient response to shareholder dissent; Poor compensation structure/performa nce conditions; Poor overall compensation disclosure	0	1	0	0	0	0	1
		Excessive					Ū.		_
		discretionary							
		awards	0	1	0	0	0	0	1
		No variable pay	0	1	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design; Increase is excessive; Poor response to shareholder dissent	0	1	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design; Poor response to shareholder dissent	0	1	0	0	0	0	1
		Poor response to shareholder dissent; Poor overall design; Poor overall compensation disclosure	0	1	0	0	0	0	1
		Poor response to shareholder dissent; Poor overall compensation disclosure; Poor overall design	0	2	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Poor overall compensation disclosure; Lacks							
		long-term incentive						_	
		plan	0	1	0	0	0	0	1
	Say When on Pay								
		An annual advisory							
		vote on executive							
		compensation is in							
		the best interests of shareholders	0	2	0	0	0	0	2
		snarenoiders	0	Ζ	0	0	0	0	2
		No Stated Reason	12	0	0	0	0	0	12
	Statutory Auditors' Fees								
		No Stated Reason	8	0	0	0	0	0	8
		Excessive							
		compensation	0	1	0	0	0	0	1
	Stock Option Grants								
		No Stated Reason	268	44	0	0	3	0	315
		In Australia, vote case-by-case.	1	1	0	0	0	0	2
		CEO pay that is unreasonable compared with other members of the executive team, as it's more than twice the pay of the next most highly paid executive.	0	2	0	0	0	0	2
		Plan is not in best	0	2	5	0	0	0	
		interests of shareholders	0	1	0	0	0	0	1
		Change of control	Ο	1	0	0	0	0	1
			0	1	0	0	0	0	

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Change of control provision; Excessive range of							
		participants	0	1	0	0	0	0	1
		Pay and performance disconnect; Equity grant to major shareholder	0	1	0	0	0	0	1
	Stock Option Plan								
		No Stated Reason	66	5	0	0	3	0	74
		Excessive range of participants	0	1	0	0	0	0	1
		Poor overall design	0	2	0	0	0	0	2
		Discount exceeds reasonable limits; Potential conflict of interests	0	1	0	0	0	0	1
		Discount exceeds reasonable limits	0	2	0	0	0	0	2
		Change of control provision	0	1	0	0	0	0	1
		Non-executive participation linked to performance	0	1	0	0	0	0	1
		Potential for excessive grants	0	1	0	0	0	0	1
		Poor overall design; Pay-for- performance disconnect in light of COVID-19	0	1	0	0	0	0	1
		Not in shareholders'' best interests	0	2	0	0	0	0	2
	Stock Purchase Plan								
		No Stated Reason	46	0	0	0	0	0	46

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Potential dilution exceeds recommended							
		threshold	0	1	0	0	0	0	1
	Supervisory Board/ Corp Assembly Fees								
		No Stated Reason	14	0	1	0	0	0	15
		Insufficient information provided	0	1	0	0	0	0	1
		provided	Ū		0	0	0	Ū	-
		Increase is excessive	0	1	0	0	0	0	1
		Insufficient justification	0	1	0	0	0	0	1
		Non-executive participation linked to performance; Poor response to shareholder dissent	0	1	0	0	0	0	1
		shareholder dissent	0	1	0	U	U	0	1
	Trust Type Equity Plans (JP)								
		No Stated Reason	3	0	0	0	0	0	3
M&A			130	6	1	0	0	0	137
	Divestiture/Spin-off								
		No Stated Reason	20	0	0	0	0	0	20
		Insufficient information							
		provided	0	1	0	0	0	0	1
	Intra-company Contracts/Control Agreements								
		No Stated Reason	57	0	0	0	0	0	57
		Insufficient information provided	0	1	0	0	0	0	1
	Merger by Absorption between Parent and Subsidiary			_		-	-	-	

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	12	0	1	0	0	0	13
		Insufficient information	0	2	0	0	0	0	
	Merger/Acquisition	provided	0	2	0	0	0	0	2
		No Stated Reason	32	0	0	0	0	0	32
		Insufficient information							
		provided Excessive value of	0	1	0	0	0	0	1
		merger consideration	0	1	0	0	0	0	1
	Misc. Proposal Regarding Restructuring								
		No Stated Reason	1	0	0	0	0	0	1
	Restructuring/Capitalization								
		No Stated Reason	8	0	0	0	0	0	8
Meeting Administration			185	10	28	0	1	0	224
	Appointment of Independent Proxy (Switzerland)								
		No Stated Reason	1	0	14	0	0	0	15
	Authorization of Legal Formalities								
		No Stated Reason	78	0	0	0	0	0	78
		Not in shareholders'' best interests	0	2	0	0	0	0	2
		Insufficient information							
		provided	0	4	0	0	0	0	4
	Right to Adjourn Meeting								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	7	0	0	0	0	0	7
	Routine Meeting Item								
		No Stated Reason	99	0	9	0	0	0	108
	Transact Other Business								
		No Stated Reason	0	0	5	0	0	0	5
		Granting unfettered discretion is unwise	0	4	0	0	1	0	5
Other			105	34	1	0	104	0	244
	Approval of Political Donation								
		Generally vote Against proposals to approve political			_	_	_	_	
		donations.	0	22	0	0	0	0	22
		No Stated Reason	1	0	0	0	0	0	1
	Approve Technical Vote Requirements								
		No Stated Reason	0	0	0	0	46	0	46
		Not in shareholders'' best interests	0	2	0	0	9	0	11
		Allocate votes proportionally among all directors	0	0	0	0	21	0	21
		Potential unknown nominees w/o shareholder approval	0	0	0	0	3	0	3
		Affiliate/Insider on a committee; Board is not sufficiently independent	0	0	0	0	1	0	1
		Affiliate/Insider on a committee	0	0	0	0	2	0	1
		committee	0	0	0	0	2	0	۷

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Not in shareholders'							
		best interests	0	0	0	0	2	0	2
		Alternate nominees							
		in the best interests							
		of shareholders	0	0	0	0	3	0	3
		Serves on too many							
		boards	0	0	0	0	2	0	2
	Authorization of Charitable Donations								
		No Stated Reason	7	0	0	0	0	0	7
		Insufficient information							
		provided	0	2	0	0	0	0	2
	Bondholder/Bankruptcy Proposal								
		No Stated Reason	0	0	0	0	14	0	14
	Declaration of Material Intere	st							
		No Stated Reason	0	0	0	0	1	0	1
	Management Proposal Regarding ESG Issues								
		No Stated Reason	6	0	1	0	0	0	7

			With	Against	Take No				
sue Code Category	Issue Short Text	Rationale Reason	Management	Management	Action	Unvoted	N/A	Mixed	Tot
		The Transition Plan							
		does have many							
		positive elements							
		and is a step							
		forward. However,							
		we don't believe							
		their plans go far							
		enough to meet the							
		Paris climate target							
		initiatives. Targets							
		over the next ten							
		critical years do not							
		meet what the							
		science is telling us							
		is needed. We are							
		also sceptical on the							
		use of offsets to							
		meet zero carbon							
		targets, particularly							
		where used in large	0	4	0	0	0	0	
		quantities.	0	1	0	0	0	0	
	Misc. Management Proposal								
		No Stated Reason	64	0	0	0	0	0	
		Not in							
		shareholders" best							
		interests	0	2	0	0	0	0	
		Insufficient							
		information							
		provided	0	5	0	0	0	0	
	Renew Proportional Takeover Provisions	-							
					_	_	_	_	
		No Stated Reason	27	0	0	0	0	0	
HP: Compensation			7	16	0	0	0	0	
	SHP Recoupment of Unearned Bonuses (Clawback)								
		No Stated Reason	0	2	0	0	0	0	
	SHP Regarding Golden Parachutes								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	1	0	0	0	0	0	1
	SHP Regarding Linking Executive Pay to Social Criteria								
		Favor linking executive compensation to social criteria.	0	3	0	0	0	0	3
	SHP Regarding Misc. Compensation								
	SHP regarding Misc. Compensation								
		No Stated Reason	4	0	0	0	0	0	4
		Adoption of a bonus deferral policy represents best practice and helps							
		to mitigate risks	0	2	0	0	0	0	2
		No Stated Reason	2	0	0	0	0	0	2
	SHP Regarding Race and/or Gender Pay Equity Report								
		No Stated Reason	0	4	0	0	0	0	4
	SHP Regarding Report on Ratio Between CEO and Employee Pa								
		No Stated Reason	0	5	0	0	0	0	5
SHP: Environment			5	35	6	0	4	0	50
	SHP Regarding Climate Lobbying								

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		We believe that companies who							
		position themselves as 'climate-aware'							
		should avoid							
		industry							
		associations and							
		lobby groups whose							
		policies are							
		inconsistent with							
		the Paris climate change agreement.	1	0	0	0	0	0	1
		change agreement.	I	0	0	U	0	0	1
		No Stated Reason	0	1	0	0	0	0	1
		Additional reporting							
		would provide							
		shareholders with							
		assurance that Company funds							
		were being spent in							
		a manner that							
		furthered its stated							
		objectives.	0	1	0	0	0	0	1
	SHP Regarding Environmental Report								
		No Stated Reason	1	2	0	0	0	0	3
	SHP Regarding Formation of Environmental/Social Committ								
		Favor the							
		establishment of a							
		board							
		environmental committee	0	1	0	0	0	0	1
	SHP Regarding Misc.	committee	0	I.	0	0	0	0	1
	Energy/Environmental Issues								
		Favor increased							
		environmental							
		reporting/responsibi							
		lity.	0	5	0	0	0	0	5
		No Stated Reason	0	1	0	0	0	0	1
	SHP Regarding Misc.								
	Environmental Issue								

No Stated Reason 0 1 4 0 0 0 5 SHP Regarding Report on Antibiotics in Animal Agricultur Favor report on animal antibiotics. 0 1 0 0 0 0 1 SHP Regarding Report/Action on Climate Change 6 0 0 0 0 0 1 How increased environmental reporting/responsibi lity. 0 6 0 0 0 0 6 No Stated Reason 2 6 0 0 4 0 12 Shareholders are likely to benefit from a regular review and additional disclosure on how the company's capital expenditure and operations are managed in a maner consistent with the climate goals of the Paris 0 1 0 0 0 12	Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
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Antibiotics in Animal Agricultur Favor report on animal antibiotics. 0 1 0 0 0 0 1 SHP Regarding Report/Action on Climate Change Favor increased environmental reporting/responsibility. 0 6 0 <			No Stated Reason	0	1	4	0	0	0	5
Favor report on animal antibiotics. 0 1 0 0 0 2 SHP Regarding Report/Action on Climate Change Favor increased environmental reporting/responsibility. 0 6 0 0 0 6 No Stated Reason 2 6 0 0 4 0 12 Shareholders are likely to benefit from a regular review and additional disclosure on how the company's capital expenditure and operations are managed in a maner consistent with the climate gals of the Paris 1 0 0 1										
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Shareholders are likely to benefit from a regular review and additional disclosure on how the company's capital expenditure and operations are managed in a manner consistent with the climate goals of the Paris			lity.	0	6	0	0	0	0	6
likely to benefitfrom a regularreview andadditionaldisclosure on howthe company'scapital expenditureand operations aremanaged in amanner consistentwith the climategoals of the Paris			No Stated Reason	2	6	0	0	4	0	12
likely to benefitfrom a regularreview andadditionaldisclosure on howthe company'scapital expenditureand operations aremanaged in amanner consistentwith the climategoals of the Paris			Shareholders are							
from a regularreview andadditionaldisclosure on howthe company'scapital expenditureand operations aremanaged in amanner consistentwith the climategoals of the Paris										
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with the climate goals of the Paris			manner consistent							
			with the climate							
Agreement. 0 1 0 0 0 0 1										
			Agreement.	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Shareholders are likely to benefit from a regular review and additional disclosure on how the company's capital expenditure and operations are managed in a manner consistent with the climate goals of the Paris Agreement.	0	1	0	0	0	0	1
		The adoption of targets to reduce the company's exposure to fossil fuels is warranted. Adoption of reduction targets aimed to limit the company's exposure to fossil fuels would enable shareholders to better understand how the company is managing climate change related-risks and assess the effectiveness of the company's related efforts.	0	1	0	0	0	0	1
		Audited climate reporting could provide actionable information for shareholders.	0	1	0	0	0	0	1
	SHP Regarding Reporting Reducing Greenhouse G								

Issue Code Category Is	sue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		We will push for companies to							
		provide							
		independent evidence of action							
		taken to progress							
		towards the Paris							
		climate change							
		agreement							
		emissions reduction target.	1	0	0	0	0	0	1
			1	0	0	0	0	0	1
		Favor increased environmental							
		reporting/responsibi							
		lity.	0	5	0	0	0	0	5
		No Stated Reason	0	0	1	0	0	0	1
	HP Regarding Sustainability or		0	0	-	0	0	0	-
	nvironmental Reports								
		No Stated Reason	0	0	1	0	0	0	1
SHP: Governance			56	101	6	0	5	0	168
	HP Regarding Additional or mended Shareholder Proposa								
		No Stated Reason	0	0	3	0	0	0	3
		Granting unfettered							
		discretion is unwise	0	2	0	0	0	0	2
	HP Regarding Board omposition								
		No Stated Reason	6	1	0	0	0	0	7
	HP Regarding Election of								
В	oard Member(s) During a Con								
		Adds relevant oil and gas experience	0	1	0	0	0	0	1
		Election of partial							
		Dissident slate			-	_	-	-	
		sufficient	0	2	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Adds relevant regulatory, technological and							
		energy experience	0	1	0	0	0	0	1
		No Stated Reason	0	8	0	0	0	0	8
	SHP Regarding Election of Dissident Board Member(s)		0	0	0	0	0	0	0
		No Stated Reason	4	2	0	0	0	0	6
	SHP Regarding Election of Dissident Supervisory Board M								
		Insufficient information provided	0	0	0	0	1	0	1
	SHP Regarding Eliminating Supermajority Provisions	provided							_
		Supermajority vote requirements can impede shareholders" ability to approve ballot items that are in their interests	1	4	0	0	0	0	5
		Supermajority vote requirements can act as impediments to takeover proposals and impede shareholders'' ability to approve ballot items that are in their interests	0	2	0	0	1	0	3
	SHP Regarding Facilitation of	in their interests	0	2	0	0	1	0	3
	Shareholder Proposals								
		No Stated Reason	0	11	0	0	0	0	11
	SHP Regarding Improving in Disclosure								
		Favor improved disclosure around	-		2	2	2	2	
		shareholder rights.	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Increase in Dividend/Redistribution of Prot	f							
		No Stated Reason	2	0	0	0	1	0	3
	SHP Regarding Independent Board Chairman/Seperation of								
		An independent chair is better able to oversee the executives of a company and set a pro-shareholder agenda	0	19	0	0	0	0	19
			0	15	0	0	0	0	15
		No Stated Reason	4	0	0	0	0	0	4
		An independent chair is better able to oversee the executives of a company and set a pro-shareholder							
		agenda	0	1	0	0	0	0	1
	SHP Regarding Misc. Board Issue								
		No Stated Reason	3	0	0	0	0	0	3
	SHP Regarding Misc. Board/Shareholder Rights Issue	2							
		No Stated Reason	1	0	0	0	0	0	1
	SHP Regarding Misc. Capital Issue								
		No Stated Reason	1	0	0	0	0	0	1
	SHP Regarding Misc. Governance Issue								
		No Stated Reason	1	0	0	0	0	0	1
	SHP Regarding Misc. Issue								
		No Stated Reason	3	0	0	0	1	0	4

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Not in shareholders'' best							
		interests	0	0	0	0	1	0	1
	SHP Regarding Misc. Meeting/Voting Issue								
		In the best interests of shareholders	0	2	0	0	0	0	2
	SHP Regarding Misc. Restructuring Issue								
		No Stated Reason	0	0	2	0	0	0	2
	SHP Regarding Recapitalization	L							
		Allowing one vote per share generally operates as a safeguard for common							
		shareholders	0	3	0	0	0	0	3
	SHP Regarding Reincorporation	1							
		No Stated Reason	12	0	0	0	0	0	12
	SHP Regarding Removal of Director(s)								
		No Stated Reason	1	0	0	0	0	0	1
	SHP Regarding Right to Act by Written Consent								
		The Company"s 25% ownership threshold is too high to provide shareholders with a meaningful right to action by written consent	0	1	0	0	0	0	1
			0	±	5			č	-
		No Stated Reason	14	0	0	0	0	0	14
		Management- proposed 25% ownership threshold is too high	0	1	0	0	0	0	1
			0	T	0	U	U	U	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Shareholder action by written consent enables shareholders to take action on important issues that arise between annual meetings	0	11	0	0	0	0	11
		The Company"s 20% ownership threshold is too high to provide shareholders with a meaningful right to action by written consent	0	1	0	0	0	0	1
	SHP Regarding Right to Call a Special Meeting								
		A 20% special meeting right is preferable to a 25% right	0	1	0	0	0	0	1
		A 10% threshold for calling a special meeting is appropriate	0	8	0	0	0	0	8
		A 15% threshold for calling a special meeting is appropriate	0	3	0	0	0	0	3
		No Stated Reason	3	0	0	0	0	0	3
		Not in the best interests of shareholders	0	1	0	0	0	0	1
	SHP Regarding Special Audit								
		No Stated Reason	0	0	1	0	0	0	1
	SHP Regarding Trained, Qualified Directors on Environ								
		No Stated Reason	0	3	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Shareholder Access to the Nomination Process (Proxy Acc								
		No Stated Reason	0	11	0	0	0	0	11
SHP: Misc			1	0	0	0	0	0	1
	SHP: Misc. Issues								
		No Stated Reason	1	0	0	0	0	0	1
SHP: Social			7	70	1	0	1	0	79
	SHP Regarding Drug Pricing/Distribution								
		Favor reporting/improving drug pricing/distribution.	0	3	0	0	0	0	3
	SHP Regarding Independent Verification of Contractors' Co	preng/ustribution.	0		0	0	0	0	
		Favor improved labor reporting/monitorin	_		_	_	_	_	_
	SHP Regarding Limiting or Ending Political Spending	g.	0	1	0	0	0	0	1
		No Stated Reason	0	2	0	0	0	0	2
	SHP Regarding Misc. Human Capital Management								
		Disclosure will help shareholders assess the Company"s response and handling of mandatory arbitration in							
		employee disputes	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Production of requested report would give shareholders critical information concerning the Company''s management of diversity-related issues	0	1	0	0	0	0	1
		Enhanced disclosure would allow shareholders a better understanding of how the issue of diversity was being managed	0	1	0	0	0	0	1
		Additional reporting on diversity and inclusion is necessary for shareholders to understand how the Company is managing this issue	0	1	0	0	0	0	1
		Employees and shareholders would benefit from an independent investigation into harassment	0	1	0	0	0	0	1
		No Stated Reason Additional disclosure will allow shareholders to better assess the	3	0	0	0	0	0	3
		risks faced by the Company on account of its use of mandatory arbitration	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
		Additional disclosure would benefit shareholders by allowing them to gain more insight as to how the Company approaches issues of management- level diversity	0	0	0	0	1	0	1
		Enhanced disclosure would allow shareholders a better understanding of how the issue of diversity was being managed and overseen	0	3	0	0	0	0	3
	SHP Regarding Misc. Labor Issues/Policies								
		Favor improved labor reporting/monitorin g.	0	1	0	0	0	0	1
	SHP Regarding Misc. Nuclear Issue								
		No Stated Reason	0	0	1	0	0	0	1
	SHP Regarding Misc. Social Issue								
		No Stated Reason	2	24	0	0	0	0	26
		Additional disclosure is reasonable in light of the Company''s unique circumstances	0	1	0	0	0	0	1
		Shareholder proposal is anti- social.	1	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Management	Against Management	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Report on EEO								
		Favor improved							
		labor							
		reporting/monitorin							
		g.	0	2	0	0	0	0	2
	SHP Regarding Reporting on Company's Compliance with In								
		No Stated Reason	0	1	0	0	0	0	1
		Favor improved human/political rights							
		policies/disclosure.	0	4	0	0	0	0	4
	SHP Regarding Reviewing Charitable Spending								
		Shareholder proposal is anti-							
		social.	1	0	0	0	0	0	1
	SHP Regarding Reviewing Political Spending or Lobbying								
		Favor review/limit							
		political spending.	0	20	0	0	0	0	20
		No Stated Reason	0	1	0	0	0	0	1
		Increased disclosure would allow shareholders to							
		more fully assess							
		risks presented by							
		the Company's							
		indirect lobbying	-		~	2	~	2	-
		activities	0	1	0	0	0	0	1

Proposal Reasons – Votes Versus Policy

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
Total for all Categories			10193	9	1620	442	0	0	4	12268
Audit/Financials			1407	0	32	61	0	0	1	1501
	Accounts and Reports (Bundled Issues)									
		No Stated Reason	28	0	0	2	0	0	0	30
		Unaudited financial statements	22	0	0	0	0	0	0	22
	Allocation of Profits/Dividends									
		No Stated Reason	305	0	0	23	0	0	0	328
		Insufficient information provided	4	0	0	0	0	0	0	4
	Appointment of Auditor									
		No Stated Reason	135	0	11	18	0	0	0	164
		Excessive auditor tenure.	25	0	0	0	0	0	0	25
		Insufficient information provided	2	0	0	0	0	0	0	2
	Appointment of Auditor and Authority to Set Fees									
		No Stated Reason	95	0	3	0	0	0	0	98
		Excessive auditor tenure.	10	0	0	0	0	0	0	10
		Failure to disclose breakdown of fees; Appointment of the auditor is for multiple years	1	0	0	0	0	0	0	1
		Insufficient information provided	3	0	0	0	0	0	0	3
		Insufficient information provided; Failure to disclose breakdown of fees	1	0		0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Excessive non-audit fees	1	0	0	0	0	0	0	1
	Appointment of Special Auditor									
		No Stated Reason	2	0	0	0	0	0	0	2
	Approval of Non-Financial Reports									
		No Stated Reason	80	0	0	0	0	0	0	80
	Approve Payment of Fees to Special Auditors									
		No Stated Reason	9	0	0	0	0	0	0	9
	Authority to Set Auditor's Fees									
		No Stated Reason	58	0	11	2	0	0	0	71
		Excessive non-audit fees	1	0	0	0	0	0	0	1
	Bonus Dividend/Bonus Share Issue		_				, i i i i i i i i i i i i i i i i i i i			
		No Stated Reason	13	0	0	1	0	0	0	14
	Financial Statements									
		No Stated Reason	319	0	6	15	0	0	0	340
		Unaudited financial statements	1	0	0	0	0	0	0	1
		Insufficient information provided	3	0	0	0	0	0	0	3
	Number of Auditors									
		No Stated Reason	6	0	0	0	0	0	0	6
	Ratification of Alternate Auditor									
		No Stated Reason	6	0	0	0	0	0	0	6

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Ratification of Auditor									
	Ratification of Additor									
		No Stated Reason	122	0	1	0	0	0	1	124
		Excessive auditor								
		tenure.	131	0	0	0	0	0	0	131
		Auditor contract contains alternative dispute resolution								
		procedures	1	0	0	0	0	0	0	1
	Ratification of Auditor's Acts	-								
		No Stated Reason	5	0	0	0	0	0	0	5
	Stock Dividend/Dividend Reinvestment									
		No Stated Reason	18	0	0	0	0	0	0	18
Board Related			5578	6	701	251	0	0	2	6538
	Approval of Nominating Committee Guidelines/Appoi									
		No Stated Reason	12	0	0	1	0	0	0	13
	Approve Censor									
		Insufficient Justification	1	0	0	0	0	0	0	1
	Approve Special Auditor's Report									
		No Stated Reason	20	0	0	0	0	0	0	20
	Approve Supervisory Council									
		Insufficient								
		information provided	3	0	0	0	0	0	0	3
		No Stated Reason	41	0	0	0	0	0	0	41
		Support Other Candidate	1	0	0	0	0	0	0	1

	Laure Charat Taut	Detterrale Desserve	With	Against		Take No		N / A	B diversi	T . 4 . 1
Issue Code Category	Issue Short Text	Rationale Reason Minority candidate is	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		supported over								
		management/controlle								
		r candidate/s	7	0	0	0	0	0	0	7
		Potential unknown								
		nominees w/o shareholder approval	2	0	0	0	0	0	0	2
		Supervisors are not	2	0	0	0	0	0	0	2
		sufficiently								
		independent	10	0	0	0	0	0	0	10
		Other governance								
		concerns	1	0	0	0	0	0	0	1
	Approve Supervisory Council									
	Size									
		No Stated Reason	2	0	0	0	0	0	0	2
		No Stated Reason	2	0	0	0	0	0	0	-
	Board Size									
		No Stated Reason	31	0	1	0	0	0	0	32
		Board size is above								
		maximum threshold	1	0	0	0	0	0	0	1
	Board Spill									
	board Spin									
		No Stated Reason	0	0	16	0	0	0	0	16
	Board Term Length									
		Insufficient								
		information provided	1	0	0	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	0	1
		NO STALEU REASON	1	0	0	0	0	0	0	1
	Election of Alternate Statutory Auditor									
	Statutory Additor									
		No Stated Reason	7	0	0	0	0	0	0	7
	Election of Board Committee									
	Members									
		No Stated Deserve	70	0	0	F 4	0	0	0	400
		No Stated Reason	76	0	0	54	0	0	0	130

			With	Against		Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		Affiliate/Insider on a committee	1	0	0	0	0	0	0	1
		committee	I	0	0	0	0	0	0	-
		Board size	1	0	0	0	0	0	0	1
		Serves on too many								
		boards	2	0	0	0	0	0	0	2
		Serves on more than								
		three public company audit committees	1	0	0	0	0	0	0	1
		Insufficient audit	Ţ	0	0	0	0	0	0	1
		committee								
		independence; Board is								
		not sufficiently								
		independent; Professional Services								
		Relationship	1	0	0	0	0	0	0	1
		Audit committee chair								
		not independent	1	0	0	0	0	0	0	1
		Insufficient								
		information provided	2	0	0	0	0	0	0	2
		Affiliate/Insider on a								
		committee; Affiliate/Insider on								
		audit committee;								
		Affiliate/Insider on								
		compensation committee;								
		Affiliate/Insider on								
		nominating/governanc								
		e committee	1	0	0	0	0	0	0	1
		No independent lead		_			_			_
		or presiding director	1	0	0	0	0	0	0	1
		Director serves on excessive audit								
		committees	1	0	0	0	0	0	0	1
		Insufficient audit								
		committee								
		independence	1	0	0	0	0	0	0	1
	Election of Directors									
		No Stated Reason	4035	0	650	176	0	0	2	4863
							-	-	_	

			With	Against		Take No		N 1/A	B diversi	T 1
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		In Australia, vote case- by-case.	0	0	4	0	0	0	0	4
			0	0	4	0	0	0	0	4
		There are no women serving on the board.	6	0	0	0	0	0	0	6
			0	0	0	0	0	0	0	
		Insufficient shareholder								
		protections for virtual-								
		only meeting; Lack of								
		board gender diversity	2	0	0	0	0	0	0	2
		Auditor not up for								
		ratification	3	0	0	0	0	0	0	3
		There are no women								
		serving on the board								
		and the new nominee								
		to the board is male.	11	0	0	0	0	0	0	11
		Vote against a non-								
		independent nominee								
		if at least a majority of								
		the board is not								
		independent.	372	0	0	0	0	0	0	372
		CFO on board	3	0	0	0	0	0	0	3
		The company has had								
		no new board								
		nominees in the past 5								
		years.	15	0	0	0	0	0	0	15
		Serves on too many								
		boards	36	0	0	0	0	0	0	36
		IPO governance								
		concerns	2	0	0	0	0	0	0	2
		Adopted forum								
		selection clause in past								
		year w/o shareholder								
		approval	10	0	0	0	0	0	0	10
		Virtual-only meeting								
		limits shareholder	2	~	2	2	^	•	~	-
		participation	3	0	0	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Vote against a non- independent nominee if at least a majority of the board is not independent. The compensation committee is not majority independent.	8	0	0	0	0	0	0	8
		Incomplete committee meeting and/or attendance disclosure	1	0	0	0	0	0	0	1
		Affiliate/Insider on audit committee	1	0	0	0	0	0	0	1
		Other governance issue	3	0	0	0	0	0	0	3
		Serves on too many boards; Did not implement SHP passed by a majority	1	0	0	0	0	0	0	1
		Ongoing compensation concerns; Did not implement SHP passed by a majority	2	0	0	0	0	0	0	2
		Did not implement SHP passed by a majority; Director received excessive against/withhold votes	1	0	0	0	0	0	0	1
		Vote against a non- independent nominee if at least a majority of the board is not independent. There are no women serving on the board and the new nominee to the board is male.	16	0	0	0	0	0	0	16
		Board is not sufficiently independent	10	0	0	0	0	0	0	10
		Insufficient response to shareholder dissent	1	0	0	0	0	0	0	1

			With	Against		Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		Related party transactions; Related party transactions	_	_	-					
		disclosure concern	1	0	0	0	0	0	0	1
		Lack of board gender diversity	1	0	0	0	0	0	0	1
		Affiliate/Insider on nominating/governanc e committee	1	0	0	0	0	0	0	1
		Related party transactions	5	0	0	0	0	0	0	5
		Excessive board size	1	0	0	0	0	0	0	1
		Affiliate/Insider on compensation committee	1	0	0	0	0	0	0	1
		Board is not sufficiently independent; Responsible for lack of board independence	5	0	0	0	0	0	0	5
		As Chair of Rio Tinto's Sustainability Committee they failed to adequately manage social & environmental risks with respect to the destruction of the Juukan Gorge rock shelters. As a consequence, the Chair should be held responsible for this event & loss of cultural	2							
		significance.	0	0	1	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		As Chair of the Audit Committee and a Member of the Sustainability Committee, they should have been aware of the deficiency in controls and process which ultimately resulted in the destruction of the Juukan Gorge.	0	0		0	0	0	0	1
		The nominating governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not independent. The compensation committee is not majority independent.	18	0	0	0	0	0	0	18
		Beneficial owner on								
		audit committee Less than 75% Attendance	1	0	0	0	0	0	0	1
		Audit committee met an insufficient number of times	5	0		0	0	0	0	5
		Auditor not up for ratification; No compensation committee; Vote results not disclosed	1	0	0	0	0	0	0	1
		The nominating governance committee is not majority independent. The compensation committee is not majority independent.	9	0	0	0	0	0	0	9

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Less than 75% Attendance; Potential								
		overcommitment	1	0	0	0	0	0	0	1
		No independent lead or presiding director	6	0	0	0	0	0	0	6
		Potential overcommitment	2	0	0	0	0	0	0	2
		Director serves on excessive audit committees	3	0	0	0	0	0	0	3
		Audit fees or breakdown not disclosed; No financial	5	0	0	0	0	0	0	
		expert	1	0	0	0	0	0	0	1
		Ongoing compensation concerns; Insufficient response to shareholder dissent	4	0	0	0	0	0	0	4
		The nominee is not independent and the board does not have at least a majority of non-								
		independent directors. Ongoing compensation concerns; Insufficient response to shareholder dissent; Less than 75% Attendance	6	0	0	0	0	0	0	6
		The nominating governance committee is not majority independent. The compensation committee is not majority independent. The nominee is not independent and the board does not have at least a majority of non-								
		independent directors.	1	0	0	0	0	0	0	1

Affiliate/Insider on compensation committee; Affiliate/Insider on mominating/governance e committee 2 0 0 0 0 0 0 1 The nominating governance committee is not majority independent. 5 0 <td< th=""><th>Issue Code Category</th><th>Issue Short Text</th><th>Rationale Reason</th><th>With Policy</th><th>Against Policy</th><th>Manual</th><th>Take No Action</th><th>Unvoted</th><th>N/A</th><th>Mixed</th><th>Total</th></td<>	Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
The noninating governance committee is not majority independent. 5 0 <			compensation committee; Affiliate/Insider on nominating/governanc	2	0	0	0	0	0	0	2
Candidate withdrawn 2 0			The nominating governance committee	2	0		0	0	0	0	
There are no women serving on the board and the new nominee to the board is male. There are no women serving on the board. The company has had no new board nominees in the past 5 years. 2 0			independent.	5	0	0	0	0	0	0	5
serving on the board and the new nominee to the board is male. There are no women serving on the board. The company has had no new board nominees in the past 5 years. 2 0 <			Candidate withdrawn	2	0	0	0	0	0	0	2
There are no women serving on the board and the new nominee to the board is male. The company has had no new board nominees in the past 5 years. 1 0 0 0 0 0 0 1 Unaudited financial statements 1 0 0 0 0 0 0 1 The nominating governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not independent. 7 0 0 0 0 1			serving on the board and the new nominee to the board is male. There are no women serving on the board. The company has had no new board nominees in the past 5	2	0	0	0	0	0	0	2
Unaudited financial statements 1 0 0 0 0 0 0 0 1 The nominating governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not independent. 7 0 0 0 0 0 0 0 0 0 0			There are no women serving on the board and the new nominee to the board is male. The company has had no new board nominees in the past 5								1
The nominating governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not independent. 7 0 0 0 0 0 Responsible for lack of			Unaudited financial		0			0		0	1
			The nominating governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not								7
			Responsible for lack of								
				1	0	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Other unique issue	3	0	0	0	0	0	0	3
		Professional Services Relationship	3	0	0	0	0	0	0	3
		Other compensation issues	2	0	0	0	0	0	0	2
		The compensation committee is not majority independent.	7	0	0	0	0	0	0	7
		The nominating governance committee is not majority independent. The compensation committee is not majority independent.	1	0	0	0	0	0	0	1
		Ongoing compensation concerns	2	0	0	0	0	0	0	2
		Non-audit fees exceed audit fees	3	0	0	0	0	0	0	3
		Vote against a non- independent nominee if at least a majority of the board is not independent. The company has had no new board nominees in the past 5 years.	3	0	0	0	0	0	0	3
		Attended less than 75% of board meetings; Less than 75% Attendance	1	0	0	0	0	0	0	1
		Non-audit fees exceed audit fees; Serves on too many boards	1	0	0	0	0	0	0	1
		There are no women serving on the board. Vote against a non- independent nominee if at least a majority of the board is not independent	5	0	0	0	0	0	0	5
		if at least a majority of	5	0	0	0	0	0		0

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		There are no women serving on the board. The compensation committee is not majority independent.	1	0	0	0	0	0	0	1
		Insufficient information provided	1	0	0	0	0	0	0	1
		The nominating governance committee is not majority independent. There are no women serving on the board. Vote against a non- independent nominee if at least a majority of the board is not independent.	1	0	0	0	0	0	0	1
		Audit committee met an insufficient number of times; Less than 75% Attendance	1	0	0	0	0	0	0	1
		Auditor not up for ratification; No financial expert; Serves on too many boards	1	0	0	0	0	0	0	1
		Board is not sufficiently independent; Serves on too many boards; Insufficient risk committee independence	1	0	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Compensation committee chair not independent; Insider on compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent; Insufficient nominating committee independence requirement; Nominating committee chair not independent; Non-director on nomination committee; Responsible for lack of board independence	1	0		0	0	0	0	1
		Board is not sufficiently independent; Extensive strategic shareholdings; Insufficient gender diversity/no diversity policy; Responsible for lack of board independence	1	0	0	0	0	0	0	1
		There are no women serving on the board. The nominee is not independent and the board does not have at least a majority of non- independent directors.	1	0		0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Board is not sufficiently independent; Extensive strategic shareholdings; Responsible for lack of							inneu	
		board independence	1	0	0	0	0	0	0	1
		Extensive strategic shareholdings; Responsible for lack of board independence	1	0	0	0	0	0	0	1
		Insufficient audit committee independence	1	0	0	0	0	0	0	1
		Audit committee chair not independent; Insufficient audit committee independence	1	0	0	0	0	0	0	1
	Election of Directors (Bundled Issues)									
		Compensation policy is not in best interests of shareholders; Other								
		compensation issues	1	0	0	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	0	1
	Election of Directors (Slate)									
		No Stated Reason	10	0	0	0	0	0	0	10
		Board is not sufficiently independent	4	0	0	0	0	0	0	4
		Insufficient information provided	6	0	0	0	0	0	0	6
	Election of Directors (Slate) Bundled with Other Items									
		No Stated Reason	2	0	0	0	0	0	0	2
		Insufficient information provided	4	0	0	0	0	0	0	4
	Election of Minority or Preferred Shareholder Nomin									

Issue Cada Catagomi	leave Chart Taxt	Rationale Reason	With	Against	Manual	Take No	Unvoted	NI / A	Mixed	Total
Issue Code Category	Issue Short Text	Insufficient	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		information provided	5	0	0	0	0	0	0	5
		No Stated Reason	7	0	0	0	0	0	0	7
			1	0	0	0	0	0	0	
	Flasting of New Management	See Proposal 7.00	1	0	0	0	0	0	0	1
	Election of Non-Management Nominee									
		No Stated Reason	6	0	7	0	0	0	0	13
	Election of Non-Principal Members (Chairman, alternat									
		No Stated Reason	35	0	0	4	0	0	0	39
		Board is not sufficiently independent; No audit committee; No compensation committee; Potential overcommitment	1	0	0	0	0	0	0	1
		Related party transactions	1	0	0	0	0	0	0	1
		Insufficient information provided	1	0	0	0	0	0	0	1
		Affiliate/Insider on audit committee	1	0	0	0	0	0	0	1
		Fewer than three members on compensation committee	1	0	0	0	0	0	0	1
		Alternate nominees in the best interests of shareholders	2	0	0	0	0	0	0	2
		No independent lead or presiding director	1	0	0	0	0	0	0	1
	Election of Shareholder Representatives									
		No Stated Reason	6	0	0	0	0	0	0	6
	Election of Statutory Auditor Slate									

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	2	4	0	0	0	0	0	6
	Election of Statutory Auditors									
		No Stated Reason	31	0	0	0	0	0	0	31
		Statutory auditor board is not sufficiently independent; Board is not sufficiently independent	2	0	0	0	0	0	0	2
		Statutory auditor board is not sufficiently independent	3	0	0	0	0	0	0	3
		Professional Services Relationship	1	0	0	0	0	0	0	1
	Election of Supervisory Board									
		No Stated Reason	92	0	0	0	0	0	0	92
		Affiliate/Insider on compensation committee; Board is not sufficiently independent; Serves on too many boards; Affiliate/Insider on nominating/governanc e committee	1	0	0	0	0	0	0	1
		Affiliate/Insider on audit committee; Audit committee chair not independent	1	0	0	0	0	0	0	1
		Lack of board gender diversity	1	0	0	0	0	0	0	1
		Insufficient information provided	1	0	0	0	0	0	0	1

			With	Against		Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		Affiliate/Insider on a committee;								
		Affiliate/Insider on								
		audit committee;								
		Affiliate/Insider on								
		compensation committee;								
		Affiliate/Insider on								
		nominating/governanc								
		e committee	1	0	0	0	0	0	0	1
		Supervisors are not								
		sufficiently independent	2	0	0	0	0	0	0	2
		independent	2	0	0	0	0	0	0	L
	Election of Supervisory Board Members (Slate)									
		No Stated Reason	1	0	0	0	0	0	0	1
		Insufficient								-
		information provided	2	0	0	0	0	0	0	2
	Election of the Chair of Statutory Auditors									
		No Stated Reason	1	2	0	0	0	0	0	3
	Indemnification of Directors/Officers									
		No Stated Reason	8	0	0	0	0	0	0	8
	Misc. Management Proposal Regarding Board									
		No Stated Reason	15	0	0	0	0	0	0	15
		Insufficient information provided	2	0	0	0	0	0	0	2
	Post-Employment /Severance Agreements									
		No Stated Reason	1	0	12	0	0	0	0	13
	Ratification of Board Acts - Legal									
		No Stated Reason	248	0	0	3	0	0	0	251

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Ongoing investigations	2	0	0	0	0	0	0	2
		Not in shareholders'' best interests	2	0	0	0	0	0	0	2
		Insufficient response to shareholder dissent	2	0	0	0	0	0	0	2
		Poor response to prior year dissent	1	0	0	0	0	0	0	1
		Potential conflict of interests	1	0	0	0	0	0	0	1
	Ratification of Co-Option of a Director									
		No Stated Reason	18	0	0	0	0	0	0	18
		Board is not sufficiently independent; Attendance; Serves on too many boards; Board is not sufficiently independent; Less than 75% Attendance; Serves on too many boards	1	0	0	0	0	0	0	1
		Serves on too many boards	1	0	0	0	0	0	0	1
	Ratification of Management Acts - Legal		-							
		No Stated Reason	62	0	0	13	0	0	0	75
		Ongoing investigations	2	0	0	0	0	0	0	2
	Related Party Transactions									
		No Stated Reason	45	0	9	0	0	0	0	54
		Potential conflict of interests; Granting unfettered discretion is unwise	3	0	0	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
issue coue category	Issue Short Text	Granting unfettered	Folicy	Policy	Wallua	Action	Unvoled	N/A	IVIIXEU	TULAI
		discretion is unwise;								
		Potential conflict of								
		interests	1	0	0	0	0	0	0	1
		Insufficient								
		information provided	4	0	0	0	0	0	0	4
	Retention as Independent Director									
	Director									
		No Stated Reason	3	0	0	0	0	0	0	3
		Not in shareholders"								
		best interests	4	0	0	0	0	0	0	4
Capital Management			827	0	90	19	0	0	0	936
	Amendment to Borrowing									
	Powers									
		No Stated Reason	3	0	0	0	0	0	0	3
			5	0	Ū	Ū	Ū	0	0	
	Approval of Borrowing									
		No Stated Reason	1	0	0	0	0	0	0	1
	Authority to Give Guarantees									
		No Stated Reason	7	0	0	0	0	0	0	7
		Guarantees exceed net			0	0				-
		assets	2	0	0	0	0	0	0	2
		Insufficient								
		information provided	2	0	0	0	0	0	0	2
	Authority to Increase Capital									
	in Case of Exchange Offers (Fr									
		No Stated Reason	4	0	0	0	0	0	0	4
		Potential dilution								
		exceeds recommended								
		threshold	2	0	0	0	0	0	0	2
		May be used as anti-								
		takeover device	2	0	0	0	0	0	0	2
	Authority to Increase Capital									
	in Consideration for Contribut									

			'	Manual	Action	Unvoted	N/A	Mixed	Total
	No Stated Reason	13	0	0	0	0	0	0	13
	Potential dilution exceeds recommended								
	threshold	3	0	0	0	0	0	0	3
	May be used as anti- takeover device	1	0	0	0	0	0	0	1
Authority to Issue Prefer Stock	red								
	Supports dual-class structure	1	0	0	0	0	0	0	1
Authority to Issue Shares Convertible Debt w or w	s and			0					
	Potential dilution exceeds recommended								
	threshold	1	0	0	0	0	0	0	1
	No Stated Reason	8	0	0	0	0	0	0	8
Authority to Issue Shares Convertible Debt w/ Pre									
	No Stated Reason	20	0	0	0	0	0	0	20
	May be used as anti- takeover device	2	0	0	0	0	0	0	2
Authority to Issue Share Convertible Debt w/o Pr	s and eemp								
	No Stated Reason	23	0	0	0	0	0	0	23
	Potential dilution exceeds recommended								
	threshold	6	0	0	0	0	0	0	6
	May be used as anti- takeover device	4	0	0	0	0	0	0	4
Authority to Issue Shares Preemptive Rights	s w/								
	No Stated Reason	58	0	5	0	0	0	0	63
Authority to Issue Shares Preemptive Rights	s w/o								
	No Stated Reason	122	0	11	0	0	0	0	133

			With	Against		Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		Excessive issuance;								
		Issue price discount not disclosed	32	0	0	0	0	0	0	32
		not disclosed	52	0	0	0	0	0	0	52
		Excessive issuance	4	0	0	0	0	0	0	4
		Issue price discount not disclosed	3	0	0	0	0	0	0	3
		lssue price discount not disclosed; Excessive issuance	5	0	0	0	0	0	0	5
		Discount exceeds	5	0	0	0	0	0	0	
		reasonable limits	2	0	0	0	0	0	0	2
		Not in favor of related transaction	1	0	0	0	0	0	0	1
	Authority to Issue Stock w/ or w/out Preemptive Rights									
		Potential dilution exceeds recommended								
		threshold	1	0	0	0	0	0	0	1
		No Stated Reason	21	0	0	0	0	0	0	21
	Authority to Repurchase and Re-Issue Shares									
		No Stated Reason	50	0	0	0	0	0	0	50
		Amendment is not in best interests of shareholders	1	0	0	0	0	0	0	1
		Potential dilution exceeds recommended								
		threshold	1	0	0	0	0	0	0	1
		May be used as anti- takeover device; Not in shareholders'' best interests	1	0	0	0	0	0	0	1
	Authority to Repurchase Shares									
		No Stated Reason	144	0	7	7	0	0	0	158
		Insufficient information provided	3	0	0	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Not in shareholders'' best interests	1	0	0	0	0	0	0	1
	Authority to Set Offering Price of Shares	2								
		No Stated Reason	7	0	0	0	0	0	0	7
		Potential dilution exceeds recommended threshold	1	0	0	0	0	0	0	1
	Authority to Trade in Company Stock									
		No Stated Reason	3	0	0	0	0	0	0	3
	Authorize Overallotment/Greenshoe									
		No Stated Reason	10	0	0	0	0	0	0	10
		Potential dilution exceeds recommended threshold	2	0	0	0	0	0	0	2
		May be used as anti- takeover device	1	0	0	0	0	0	0	1
	Cancellation of Authorized Stock									
		No Stated Reason	45	0	2	7	0	0	0	54
	Creation of New Share Class									
		No Stated Reason	3	0	0	0	0	0	0	3
	Increase in Authorized Capital									
		No Stated Reason	31	0	0	5	0	0	0	36
		Potential dilution exceeds recommended threshold	3	0	0	0	0	0	0	3
	Increase in Authorized Common Stock	Excessively dilutive	1	0	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
issue coue category		Nationale Neason	Toncy	Toney	Wallua	Action	Unvoled	N/A	MIACU	Total
		No Stated Reason	1	0	0	0	0	0	0	1
	Increase in/Authorization of Preferred Stock									
		No Stated Reason	1	0	0	0	0	0	0	1
	Issuance of Common Stock									
		No Stated Reason	1	0	0	0	0	0	0	1
	Issuance of Convertible Debt Instruments									
		No Stated Reason	1	0	0	0	0	0	0	1
	Issuance of Debt Instruments									
		No Stated Reason	75	0	0	0	0	0	0	75
		Excessive debt	1	0	0	0	0	0	0	1
		Granting unfettered discretion is unwise	1	0	0	0	0	0	0	1
		Insufficient information provided	1	0	0	0	0	0	0	1
	Issuance of Repurchased Shares									
		Issue price discount not disclosed	25	0	0	0	0	0	0	25
		No Stated Reason	7	0	0	0	0	0	0	7
	Issuance of Stock w/ or w/out Preemptive Rights									
		No Stated Reason	0	0	60	0	0	0	0	60
	Issuance of Stock w/ Preemptive Rights									
		No Stated Reason	1	0	0	0	0	0	0	1
	Issuance of Stock w/out Preemptive Rights									

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	16	0	0	0	0	0	0	16
		Issue price discount not disclosed	1	0	0	0	0	0	0	1
	Limit to Capital Increase									
		No Stated Reason	3	0	0	0	0	0	0	3
	Misc. Proposal Regarding Capital									
		No Stated Reason	6	0	0	0	0	0	0	6
	Reduction in Authorized Capital									
		No Stated Reason	2	0	3	0	0	0	0	5
	Reduction in Share Premium Account									
		No Stated Reason	3	0	0	0	0	0	0	3
	Repurchase of Shares									
		No Stated Reason	1	0	0	0	0	0	0	1
		Repurchase price not disclosed	1	0	0	0	0	0	0	1
	Reverse Stock Split									
		No Stated Reason	0	0	2	0	0	0	0	2
	Stock Split									
		No Stated Reason	11	0	0	0	0	0	0	11
	Use/Transfer of Reserves									
		No Stated Reason	6	0	0	0	0	0	0	6
Changes to Company Statutes			395	0	74	6	0	0	0	475

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Adoption of Majority Vote for Election of Directors			•						
		No Stated Reason	1	0	0	0	0	0	0	1
	Adoption of New Articles									
		No Stated Reason	15	0	10	0	0	0	0	25
		Limits shareholder								
		rights	1	0	0	0	0	0	0	1
	Adoption of Shareholder Rights' Plan									
		No Stated Reason	1	0	0	0	0	0	0	1
	Amend Articles, Constitution, Bylaws - Bundled									
		No Stated Reason	99	0	39	0	0	0	0	138
		Insufficient information provided	1	0	0	0	0	0	0	1
		Shortened notice period could disenfranchise		_	_	_			_	
		shareholders	1	0	0	0	0	0	0	1
		Not in shareholders'' best interests	2	0	0	0	0	0	0	2
		Amendment is not in best interests of								
		shareholders	1	0	0	0	0	0	0	1
	Amendment to Poison Pill									
		No Stated Reason	1	0	0	0	0	0	0	1
	Amendments to Articles (Technical)									
		No Stated Reason	77	0	5	4	0	0	0	86
	Amendments to Articles, Constitution, Bylaws									
		In Australia, vote case- by-case.	0	0	2	0	0	0	0	2
		•								

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	74	0	11	2	0	0	0	87
		Amendment is not in best interests of shareholders	2	0	0	0	0	0	0	2
		Not in shareholders'' best interests	1	0	0	0	0	0	0	1
		Insufficient information provided	4	0	0	0	0	0	0	4
	Amendments to Charter/Bylaw - Bundled									
		No Stated Reason	2	0	0	0	0	0	0	2
	Amendments to Procedural Rules									
		Insufficient information provided	3	0	0	0	0	0	0	3
		No Stated Reason	25	0	0	0	0	0	0	25
		Amendment is not in best interests of shareholders	1	0	0	0	0	0	0	1
		Shortened notice period could disenfranchise shareholders	1	0	0	0	0	0	0	1
	Authority to Set General Meeting Notice Period at 14	D								
		No Stated Reason	31	0	0	0	0	0	0	31
	Change in State of Incorporation									
		No Stated Reason	1	0	0	0	0	0	0	1
	Company Name Change									
		No Stated Reason	1	0	0	0	0	0	0	1
	Constitution of Procedural Rules									

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Not in shareholders" best interests	1	0	0	0	0	0	0	1
		No Stated Reason	6	0	0	0	0	0	0	6
	Elimination of Cumulative Voting									
		No Stated Reason	2	0	0	0	0	0	0	2
	Elimination of Supermajority Requirement									
		No Stated Reason	12	0	0	0	0	0	0	12
	Misc. Article Amendments									
		No Stated Reason	2	0	0	0	0	0	0	2
		Limits shareholder rights	1	0	0	0	0	0	0	1
		Amendment is not in best interests of shareholders	1	0	0	0	0	0	0	1
	Misc. Proposal Regarding Antitakeover Devices			_		_				
		No Stated Reason	1	0	6	0	0	0	0	7
		Poor disclosure	1	0	0	0	0	0	0	1
		May be used as anti- takeover device	2	0	0	0	0	0	0	2
		Insufficient information provided	3	0	0	0	0	0	0	3
	Repeal of Classified Board									
		No Stated Reason	6	0	0	0	0	0	0	6
	Restoration of Right to Call a Special Meeting									
		No Stated Reason	5	0	0	0	0	0	0	5

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against	Manual	Take No Action	Unvoted	N/A	Mixed	Total
issue code category	issue short text	A 10% threshold for	Policy	Policy	Widfludi	Action	Unvoleu	N/A	IVIIXeu	TULAI
		calling a special								
		meeting is appropriate	1	0	0	0	0	0	0	1
	Restoration of Written									
	Consent									
		A 25% threshold is too high	1	0	0	0	0	0	0	1
		шен	1	0	0	0	0	0	0	-
		No Stated Reason	1	0	0	0	0	0	0	1
	Technical Amendments to									
	Charter/Bylaw									
		No Stated Reason	2	0	0	0	0	0	0	2
	Waiving of Mandatory	No Stated Neuson	L	0	0	0	0	0	0	-
	Takeover Requirement									
		No Stated Descar	1	0	4	0	0	0	0	2
		No Stated Reason	1	0	1	0	0	0	0	2
Compensation			1201	0	628	62	0	0	1	1892
	Adoption of Employee Stock Purchase Plan									
		No Stated Reason	6	0	0	0	0	0	0	6
	Adoption of Equity Compensation Plan									
		No Stated Reason	20	0	0	0	0	0	0	20
		Cost of plan is								
		excessive	1	0	0	0	0	0	0	1
	Adoption of Restricted Stock Plan									
		Potential for excessive								
		рау	1	0	0	0	0	0	0	1
		No Stated Reason	2	0	0	0	0	0	0	2
	Adoption of Short Term Incentive Plan									
		No Stated Reason	2	0	0	0	0	0	0	2
	Advisory Vote on Executive Compensation									

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	213	0	1	0	0	0	1	215
		Poorly justified adjustments relating to COVID-19	2	0	0	0	0	0	0	2
		Insufficient response to shareholder dissent; Poor overall design	1	0	0	0	0	0	0	1
		Poor overall design	4	0	0	0	0	0	0	4
		Concerning pay practices	12	0	0	0	0	0	0	12
		Poor compensation structure/performance conditions	1	0	0	0	0	0	0	1
		Excessive compensation	1	0	0	0	0	0	0	1
		Pay and performance disconnect; Insufficient response to shareholder dissent	2	0	0	0	0	0	0	2
		Pay and performance disconnect; Concerning pay practices	2	0	0	0	0	0	0	2
		Pay and performance disconnect	3	0	0	0	0	0	0	3
		Pay and performance disconnect; Poorly justified adjustments relating to COVID-19	1	0	0	0	0	0	0	1
		Concerning pay practices; Pay and performance disconnect	1	0	0	0	0	0	0	1
		Substantial retention awards	1	0	0	0	0	0	0	1
		Insufficient response to shareholder dissent; Pay and performance								
		disconnect	1	0	0	0	0	0	0	1
		Grants are excessive	2	0	0	0	0	0	0	2

			With	Against	_	Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		Excessive granting practices in light of								
		COVID-19	1	0	0	0	0	0	0	1
		Poorly justified								
		adjustments relating to								
		COVID-19; Concerning	1	0	0	0	0	0	0	1
		pay practices	L	U	0	0	0	0	0	I
		Concerning pay practices; Excessive								
		compensation; Pay and								
		performance								
		disconnect	1	0	0	0	0	0	0	1
	Advisory Vote on Severance									
		No Stated Reason	1	0	0	0	0	0	0	1
	Amendment to Director									
	Equity Compensation Plan									
		Excessive								
		compensation; Poor								
		overall compensation disclosure	1	0	0	0	0	0	0	1
		uisciosure	T	0	0	0	0	0	0	1
		No Stated Reason	4	0	0	0	0	0	0	4
	Amendment to Employee									
	Stock Purchase Plan									
		No Stated Reason	7	0	0	0	0	0	0	7
	Amendment to Equity									
	Compensation Plan									
		No Stated Reason	30	0	0	0	0	0	0	30
	Amendment to Restricted Stock Plan									
		No Stated Reason	0	0	1	0	0	0	0	1
	Amendment to Stock Option Plan									
		Excessively dilutive;								
		Poor overall design	1	0	0	0	0	0	0	1

lance Carda Catagama	lasus Chart Taut	Detionale Dessen	With	Against	Manual	Take No	University	NI / A	N diversed	Tatal
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		Excessively dilutive; NEDs may participate								
		in executive plan	1	0	0	0	0	0	0	1
		No Stated Reason	21	0	1	0	0	0	0	22
		Poorly justified								
		adjustments relating to								
		COVID-19	1	0	0	0	0	0	0	1
	Amendment to Stock Purchase Plan									
		No Stated Reason	2	0	1	0	0	0	0	3
	Bonus									
		Excessive bonus	1	0	0	0	0	0	0	1
			L	0	0	0	0	0	0	1
		Compensation policy is not in best interests of								
		shareholders	1	0	0	0	0	0	0	1
		Not in shareholders"								
		best interests	1	0	0	0	0	0	0	1
		No Stated Reason	8	0	0	0	0	0	0	8
		Grants made to								
		outsiders and/or								
		statutory auditors	1	0	0	0	0	0	0	1
	Bonus/162(m) Plan									
		No Stated Reason	1	0	0	0	0	0	0	1
	Bonuses for Retiring Directors (JP)									
		Not linked to								
		performance	1	0	0	0	0	0	0	1
	Capital Proposal to Implement Equity Compensat									
		No Stated Reason	25	0	0	1	0	0	0	26
		Not in shareholders''								
		best interests	1	0	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Short vesting period	1	0	0	0	0	0	0	1
		Poor overall compensation disclosure	2	0	0	0	0	0	0	2
		Not linked to performance; Short vesting period	1	0	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design	1	0	0	0	0	0	0	1
	Directors' Fees									
		No Stated Reason	157	0	14	2	0	0	0	173
		Excessive compensation	5	0	0	0	0	0	0	5
		Excessive Bonus	1	0	0	0	0	0	0	1
		Insufficient information provided	4	0	0	0	0	0	0	4
		Excessive bonus	2	0	0	0	0	0	0	2
		Non-executive participation linked to performance	1	0	0	0	0	0	0	1
		Compensation policy is not in best interests of shareholders	1	0	0	0	0	0	0	1
	Directors' Stock Option Plan									
		No Stated Reason	0	0	3	0	0	0	0	3
	Employment Agreement									
		No Stated Reason	11	0	0	0	0	0	0	11
		Compensation policy is not in best interests of shareholders	2	0	0	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
issue coue category		Compensation policy is not in best interests of	Toncy	Policy	Manual	Action	onvoleu	197	WINCU	
		shareholders;								
		Concerning pay practices	1	0	0	0	0	0	0	1
		Short vesting period; One-time bonus	1	0	0	0	0	0	0	1
	Misc. Proposal Regarding Compensation									
		No Stated Reason	36	0	1	2	0	0	0	39
		Not in shareholders'' best interests	1	0	0	0	0	0	0	1
		Poor response to prior year dissent	1	0	0	0	0	0	0	1
		Poor response to prior year dissent; Poor overall design; Poor overall compensation								
		disclosure	1	0	0	0	0	0	0	1
		Poor response to shareholder dissent	1	0	0	0	0	0	0	1
	Non-Executive Remuneration Policy (Forward-Looking)									
		No Stated Reason	103	0	1	15	0	0	0	119
		Excessive compensation	1	0	0	0	0	0	0	1
		Equity grant to major shareholder	1	0	0	0	0	0	0	1
		Insufficient justification	1	0	0	0	0	0	0	1
		NEDs may participate in executive plan	1	0	0	0	0	0	0	1
	Remuneration Policy (Forward-Looking)									
		Equity awards to controlling shareholder	1	0	0	0	0	0	0	1
		No Stated Reason	72	0	1	21	0	0	0	94

			With	Against	_	Take No				_
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		Poor overall compensation disclosure; Poor compensation structure/performance								
		conditions	1	0	0	0	0	0	0	1
		No limits on LTI awards; STI metrics not disclosed	1	0	0	0	0	0	0	1
		Introduction of Transaction Bonus	1	0	0	0	0	0	0	1
		Potential for excessive pay	1	0	0	0	0	0	0	1
		No individual payout limits under LTI	1	0	0	0	0	0	0	1
		Short performance period for LTIP; Poor response to prior year dissent	4	0	0	0	0	0	0	4
		Insufficient response to shareholder dissent	1	0	0	0	0	0	0	1
		Poor overall design; Pay-for-performance disconnect in light of COVID-19	1	0	0	0	0	0	0	1
		Poor overall design; Poor overall compensation disclosure; Equity awards to controlling shareholder	1	0	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design	1	0	0	0	0	0	0	1
		Compensation policy is not in best interests of shareholders	1	0	0	0	0	0	0	1
		NEDs may participate in executive plan	1	0	0	0	0	0	0	1
		Increase is excessive	1	0	0	0	0	0	0	1

Issue Code Category Issue Short Text Rationale Reason Policy Policy Manual Action Unvoted N/A P Poor overall compensation compensation compensation siclosure; Poor overall siclosure; Poor siclosure; Poor overall siclosure; Poor overall <th>Mixed To 0 0</th>	Mixed To 0 0
Equity grant to major shareholder; Poor response to shareholder dissent 1 0 0 0 0 0 0 Poor overall compensation disclosure; Poor overall design; Poor response	0
compensation disclosure; Poor overall design; Poor response	0
Poor compensation structure/performance conditions; Poor overall compensation disclosure; Poor response to prior year dissent 1 0 0 0 0	0
No variable pay 1 0 0 0 0 0	0
Increase is excessive; Poor response to shareholder dissent; Poor overall design; Poor overall compensation disclosure 1 0 0 0 0 0 0 0	0
Increase is excessive; Poor overall design; Poor overall compensation disclosure; Poor response to shareholder dissent 1 0 0 0 0 0 0 0	0
Remuneration Report (Retrospective)	
No Stated Reason 155 0 260 20 0 0	0 4
In Australia, vote case- by-case. 0 0 2 0 0 0	0

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Equity awards to controlling shareholder; Poor								
		overall design	1	0	0	0	0	0	0	1
		Upward discretion exercised	2	0	0	0	0	0	0	2
		Poor compensation structure/performance conditions	2	0	0	0	0	0	0	2
		Poor overall design	11	0	0	0	0	0	0	11
		Lacks long-term incentive plan	1	0	0	0	0	0	0	1
		Poorly justified adjustments relating to COVID-19	5	0	0	0	0	0	0	5
		Excessive compensation; Concerning pay practices	1	0	0	0	0	0	0	1
		CEO pay that is unreasonable compared with other members of the executive team, as it's more than twice the pay of the next most highly paid executive.	0	0	2	0	0	0	0	2
		Excessive LTI grants	1	0	0	0	0	0	0	1
		Short performance period for LTIP	4	0	0	0	0	0	0	4
		Pay and performance disconnect	1	0	0	0	0	0	0	1
		Same Performance Metrics for LTI and STI; Removal of performance conditions	2	0	0	0	0	0	0	2
		Poor overall compensation	2	-	~	2	2	2	2	_
		disclosure	2	0	0	0	0	0	0	2

Lowered STI performance targets; Awarded discretionary STI increase 1 0 0 0 0 0 1 Increase is excessive shareholder dissent; Unchallenging performance targets 1 0 0 0 0 0 0 1 Insufficient response to shareholder dissent; Pay and performance discontext 1 0 0 0 0 0 0 1 Pay and performance discontext; Poor overall design; Equity awards to controlling shareholder 1 0 0 0 0 0 1 Excessive compensation, Poor overal design; Poor over	Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
performance targets: Awarded discretionary STI increase 1 0 0 0 0 0 0 0 0 0 1 Increase is excessive 1 0				2	0	0	0	0	0	0	2
Insufficient response to shareholder dissent; Unchallenging performance targets 1 0 0 0 0 0 1 Insufficient response to shareholder dissent; Pay and performance disconnect 1 0 0 0 0 0 0 0 1 Poor overall compensation disclosure; Poor overall design; Equity awards to controlling shareholder 1 0 0 0 0 0 0 1 Excessive compensation; Poor overall compensation; Poor overall disclosure 1 0 0 0 0 1 1 Excessive compensation; Poor overall disclosure 1 0 0 0 0 1 1 Equity award to major shareholder; Poorly justified adjustments relating to COVID-19 1 0 0 0 0 1			performance targets; Awarded discretionary	1	0	0	0	0	0	0	1
Insufficient response to shareholder dissent; Unchallenging performance targets 1 0 0 0 0 0 1 Insufficient response to shareholder dissent; Pay and performance disconnect 1 0 0 0 0 0 0 0 1 Poor overall compensation disclosure; Poor overall design; Equity awards to controlling shareholder 1 0 0 0 0 0 0 1 Excessive compensation; Poor overall compensation; Poor overall disclosure 1 0 0 0 0 1 1 Excessive compensation; Poor overall disclosure 1 0 0 0 0 1 1 Equity award to major shareholder; Poorly justified adjustments relating to COVID-19 1 0 0 0 0 1				1	0	0	0	0	0	0	4
shareholder dissent; Pay and performance disconnect 1 0 0 0 0 0 1 Poor overall compensation disclosure; Poor overall design; Equity awards to controlling to controlling shareholder 1 0 0 0 0 0 1 Shareholder 1 0 0 0 0 0 0 1 compensation; Poor overall design; Poor overall design; Poor 0 0 0 0 1 overall compensation; Poor overall compensation disclosure 1 0 0 0 0 1 disclosure 1 0 0 0 0 0 1 1 field distign to COVID-19 1 0 0 0 0 1 1 linsufficient response to targets; Short vesting period; Poor response to tasheholder dissent 1 0 0 0 0 1 1 Discretionary performance assessment 1 0 0 0 0 1 <td></td> <td></td> <td>Insufficient response to shareholder dissent; Unchallenging</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>1</td>			Insufficient response to shareholder dissent; Unchallenging								1
Poor overall compensation disclosure; Poor overall design; Equity awards to controlling 0 0 0 0 0 0 1 Excessive compensation; Poor overall design; Poor overall compensation disclosure 1 0 0 0 0 0 1 Excessive compensation; Poor overall compensation disclosure 1 0 0 0 0 0 1 Equity award to major shareholder; Poorly justified adjustments relating to COVID-19 1 0 0 0 0 0 1 Insufficient response to shareholder issent 1 0 0 0 0 1 1 No performance targets; Short vesting period; Poor response to shareholder dissent 1 0 0 0 0 1 Discretionary performance assessment 1 0 0 0 0 1 1 Discretionary performance disconnect in light of 1 0 0 0 0 1 1			shareholder dissent; Pay and performance	1	0	0	0	0	0	0	1
Excessive compensation; Poor overall design; Poor overall compensation disclosure1000001Equity award to major shareholder, Poorly justified adjustments relating to COVID-191000001Insufficient response to shareholder dissent1000001No performance targets; Short vesting period; Poor response to shareholder dissent100001Discretionary performance assessment100001Pay-for-performance disconnect in light of100001			Poor overall compensation disclosure; Poor overall design; Equity awards to controlling								1
Equity award to major shareholder; Poorly justified adjustments relating to COVID-19100001Insufficient response to shareholder dissent1000001No performance targets; Short vesting period; Poor response to shareholder dissent1000001Discretionary performance assessment1000001Pay-for-performance disconnect in light of100001			compensation; Poor overall design; Poor overall compensation		0	0	0	0	0	0	1
shareholder dissent10000001No performance targets; Short vesting period; Poor response to shareholder dissent1000001Discretionary performance assessment10000001Pay-for-performance disconnect in light of1000001			shareholder; Poorly justified adjustments		0	0	0	0	0	0	1
targets; Short vesting period; Poor response to shareholder dissent 1 0 0 0 0 0 0 0 0 1 Discretionary performance assessment 1 0 0 0 0 0 0 0 0 1 Pay-for-performance disconnect in light of			•	1	0	0	0	0	0	0	1
performance assessment 1 0 0 0 0 0 0 1 Pay-for-performance disconnect in light of			targets; Short vesting period; Poor response		0	0	0			0	1
disconnect in light of			performance	1	0	0	0	0	0	0	1
			disconnect in light of	1	0	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Concerning pay practices	1	0	0	0	0	0	0	1
		Poor overall design; Poor overall compensation disclosure; Poor response to shareholder dissent	3	0	0	0	0	0	0	3
		Equity grant to major shareholder; Poor response to shareholder dissent; Increase is excessive	1	0	0	0	0	0	0	1
		Poor overall design; Poor response to prior year dissent	1	0	0	0	0	0	0	1
		Insufficient response to shareholder dissent; Poor compensation structure/performance conditions; Poor overall compensation disclosure	1	0	0	0	0	0	0	1
		Excessive discretionary awards	1	0	0	0	0	0	0	1
		awarus	1	0	0	0	U	0	0	1
		No variable pay	1	0	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design; Increase is excessive; Poor response to shareholder dissent	1	0	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design; Poor response to shareholder dissent	1	0	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Poor response to shareholder dissent; Poor overall design; Poor overall compensation disclosure	1	0	0	0	0	0	0	1
		Poor response to shareholder dissent; Poor overall compensation disclosure; Poor overall design	2	0	0	0	0	0	0	2
		Poor overall compensation disclosure; Lacks long- term incentive plan	1	0	0	0	0	0	0	1
	Say When on Pay									
		An annual advisory vote on executive compensation is in the best interests of	_	_		_	_	_	_	_
		shareholders	2	0	0	0	0	0	0	2
		No Stated Reason	12	0	0	0	0	0	0	12
	Statutory Auditors' Fees									
		No Stated Reason	8	0	0	0	0	0	0	8
		Excessive compensation	1	0	0	0	0	0	0	1
	Stock Option Grants									
		No Stated Reason	21	0	294	0	0	0	0	315
		In Australia, vote case- by-case.	0	0	2	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		CEO pay that is unreasonable compared with other members of the executive team, as it's more than twice the pay of the next most highly paid executive.	0	0	2	0	0	0	0	2
		Plan is not in best interests of shareholders	1	0	0	0	0	0	0	1
		Change of control provision	1	0	0	0	0	0	0	1
		Change of control provision; Excessive range of participants	1	0	0	0	0	0	0	1
		Pay and performance disconnect; Equity grant to major shareholder	1	0	0	0	0	0	0	1
	Stock Option Plan									
		No Stated Reason	35	0	39	0	0	0	0	74
		Excessive range of participants	1	0	0	0	0	0	0	1
		Poor overall design	2	0	0	0	0	0	0	2
		Discount exceeds reasonable limits; Potential conflict of interests	1	0	0	0	0	0	0	1
		Discount exceeds reasonable limits	2	0	0	0	0	0	0	2
		Change of control provision	1	0	0	0	0	0	0	1
		Non-executive participation linked to performance	1	0	0	0	0	0	0	1
		Potential for excessive grants	1	0	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Poor overall design; Pay-for-performance disconnect in light of		,						
		COVID-19	1	0	0	0	0	0	0	1
		Not in shareholders'' best interests	2	0	0	0	0	0	0	2
	Stock Purchase Plan									
		No Stated Reason	43	0	3	0	0	0	0	46
		Potential dilution exceeds recommended threshold	1	0	0	0	0	0	0	1
	Supervisory Board/ Corp Assembly Fees									
		No Stated Reason	14	0	0	1	0	0	0	15
		Insufficient information provided	1	0	0	0	0	0	0	1
		Increase is excessive	1	0	0	0	0	0	0	1
		Insufficient justification	1	0	0	0	0	0	0	1
		Non-executive participation linked to performance; Poor response to shareholder dissent	1	0	0	0	0	0	0	1
	Trust Type Equity Plans (JP)									
		No Stated Reason	3	0	0	0	0	0	0	3
M&A			115	0	21	1	0	0	0	137
	Divestiture/Spin-off									
		No Stated Reason	17	0	3	0	0	0	0	20
		Insufficient information provided	1	0	0	0	0	0	0	1
	Intra-company Contracts/Control Agreemen	t								

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
				. oney	manaa	, letton	onroted	,,,	in Actu	Total
		No Stated Reason	57	0	0	0	0	0	0	57
		Insufficient	4	0	0	0	0	0	0	
	Margar by Abcorntion	information provided	1	0	0	0	0	0	0	1
	Merger by Absorption between Parent and Subsidia	r								
		No Stated Reason	12	0	0	1	0	0	0	13
		Insufficient information provided	2	0	0	0	0	0	0	2
	Merger/Acquisition	· · ·								
		No Stated Reason	16	0	16	0	0	0	0	32
		Insufficient information provided	1	0	0	0	0	0	0	1
		Excessive value of merger consideration	1	0	0	0	0	0	0	1
	Misc. Proposal Regarding Restructuring	inerger consideration	1	0	0	Ū	0	0	0	-
		No Stated Reason	0	0	1	0	0	0	0	1
	Restructuring/Capitalization									
		No Stated Reason	7	0	1	0	0	0	0	8
Meeting Administration			196	0	0	28	0	0	0	224
	Appointment of Independent Proxy (Switzerland)									
		No Stated Reason	1	0	0	14	0	0	0	15
	Authorization of Legal Formalities									
		No Stated Reason	78	0	0	0	0	0	0	78
		Not in shareholders'' best interests	2	0	0	0	0	0	0	2
		Insufficient information provided	4	0	0	0	0	0	0	4

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	Right to Adjourn Meeting							-		
	Right to Aujourn Meeting									
		No Stated Reason	7	0	0	0	0	0	0	7
	Routine Meeting Item									
		No Stated Reason	99	0	0	9	0	0	0	108
	Transact Other Business									
		No Stated Reason	0	0	0	5	0	0	0	5
		Granting unfettered discretion is unwise	5	0	0	0	0	0	0	5
044 a.m.										
Other			199	1	43	1	0	0	0	244
	Approval of Political Donati	on								
		Generally vote Against								
		proposals to approve political donations.	22	0	0	0	0	0	0	22
		pendearacient			0	0	Ū.	C C		
		No Stated Reason	0	0	1	0	0	0	0	1
	Approve Technical Vote Requirements									
		No Stated Reason	46	0	0	0	0	0	0	46
		Not in shareholders'' best interests	11	0	0	0	0	0	0	11
		Allocate votes								
		proportionally among all directors	21	0	0	0	0	0	0	24
		Potential unknown	21	0	0	0	0	0	0	21
		nominees w/o								
		shareholder approval	3	0	0	0	0	0	0	3
		Affiliate/Insider on a committee; Board is not sufficiently								
		independent	1	0	0	0	0	0	0	1
		Affiliate/Insider on a committee	2	0	0	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Not in shareholders' best interests	2	0	0	0	0	0	0	2
		Alternate nominees in the best interests of shareholders	3	0	0	0	0	0	0	3
		Serves on too many boards	2	0	0	0	0	0	0	2
	Authorization of Charitable Donations									
		No Stated Reason	7	0	0	0	0	0	0	7
		Insufficient information provided	2	0	0	0	0	0	0	2
	Bondholder/Bankruptcy Proposal									
		No Stated Reason	0	0	14	0	0	0	0	14
	Declaration of Material Interest									
		No Stated Reason	0	0	1	0	0	0	0	1
	Management Proposal Regarding ESG Issues									
		No Stated Reason	6	0	0	1	0	0	0	7

issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against	Manual	Take No Action	Unvoted	N/A	Mixed	Tot
ssue Code Category	issue short text	The Transition Plan	Policy	Policy	wanuai	Action	Unvoled	N/A	wixed	101
		does have many								
		positive elements and								
		is a step forward.								
		However, we don't								
		believe their plans go								
		far enough to meet the								
		Paris climate target								
		initiatives. Targets over								
		the next ten critical								
		years do not meet								
		what the science is								
		telling us is needed.								
		We are also sceptical								
		on the use of offsets to								
		meet zero carbon								
		targets, particularly								
		where used in large								
		quantities.	0	1	0	0	0	0	0	
	Misc. Management Proposal									
		No Stated Reason	64	0	0	0	0	0	0	
		Not in shareholders"								
		best interests	2	0	0	0	0	0	0	
		Insufficient								
		information provided	5	0	0	0	0	0	0	
	Renew Proportional Takeover Provisions									
		No Stated Reason	0	0	27	0	0	0	0	
HP: Compensation			23	0	0	0	0	0	0	
	SHP Recoupment of Unearned Bonuses (Clawback									
		No Stated Reason	2	0	0	0	0	0	0	
	SHP Regarding Golden Parachutes									
		No Stated Reason	1	0	0	0	0	0	0	
	SHP Regarding Linking Executive Pay to Social Criteri									

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Favor linking executive	,	,				,		
		compensation to social								
		criteria.	3	0	0	0	0	0	0	3
	SHP Regarding Misc.									
	Compensation									
	SHP regarding Misc. Compensation									
		No Stated Reason	4	0	0	0	0	0	0	4
		Adoption of a bonus deferral policy represents best								
		practice and helps to mitigate risks	2	0	0	0	0	0	0	2
			-		•	•	•	0		_
		No Stated Reason	2	0	0	0	0	0	0	2
	SHP Regarding Race and/or Gender Pay Equity Report									
		No Stated Reason	4	0	0	0	0	0	0	4
	SHP Regarding Report on Ratio Between CEO and Empl									
		No Stated Reason	5	0	0	0	0	0	0	5
SHP: Environment			32	1	11	6	0	0	0	50
	SHP Regarding Climate Lobbying									
		We believe that companies who position themselves as 'climate-aware' should avoid industry associations and lobby groups whose policies are inconsistent with the Paris climate change agreement.	0	0	1	0	0	0	0	1
			0	0	-	0	0	0	v	-
		No Stated Reason	1	0	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Additional reporting						.,		
		would provide								
		shareholders with assurance that								
		Company funds were								
		being spent in a								
		manner that furthered								
		its stated								
		objectives.	1	0	0	0	0	0	0	1
	SHP Regarding Environmental Report									
		No Stated Reason	3	0	0	0	0	0	0	3
	SHP Regarding Formation of Environmental/Social Commit									
		Favor the								
		establishment of a								
		board environmental								
		committee	1	0	0	0	0	0	0	1
	SHP Regarding Misc. Energy/Environmental Issues									
		Favor increased								
		environmental								
		reporting/responsibilit								
		у.	5	0	0	0	0	0	0	5
		No Stated Reason	0	1	0	0	0	0	0	1
	SHP Regarding Misc.									
	Environmental Issue									
		Shareholders are likely								
		to benefit from a								
		regular review and additional disclosure								
		on how the company's								
		capital expenditure								
		and operations are								
		managed in a manner								
		consistent with the								
		climate goals of the								
		Paris Agreement.	0	0	1	0	0	0	0	1
		No Stated Reason	1	0	0	4	0	0	0	5

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Report on Antibiotics in Animal Agricult									
		Favor report on animal antibiotics.	1	0	0	0	0	0	0	1
	SHP Regarding Report/Action on Climate Change									
		Favor increased environmental reporting/responsibilit								
		y.	6	0	0	0	0	0	0	6
		No Stated Reason	7	0	5	0	0	0	0	12
		Shareholders are likely to benefit from a regular review and additional disclosure on how the company's capital expenditure and operations are managed in a manner consistent with the climate goals of the Paris Agreement.	0	0	1	0	0	0	0	1
		Shareholders are likely to benefit from a regular review and additional disclosure on how the company's capital expenditure and operations are managed in a manner consistent with the climate goals of the Paris Agreement.	0	0	1	0	0	0	0	1

			With	Against		Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		The adoption of targets								
		to reduce the company's exposure to								
		fossil fuels is								
		warranted. Adoption of								
		reduction targets								
		aimed to limit the								
		company's exposure to								
		fossil fuels would								
		enable shareholders to								
		better understand how								
		the company is managing climate								
		change related-risks								
		and assess the								
		effectiveness of the								
		company's related								
		efforts.	0	0	1	0	0	0	0	1
		Audited climate								
		reporting could								
		provide actionable								
		information for shareholders.	1	0	0	0	0	0	0	1
	SHP Regarding Reporting and		-		0				•	-
	Reducing Greenhouse Gas Em									
		We will push for								
		companies to provide								
		independent evidence of action taken to								
		progress towards the								
		Paris climate change								
		agreement emissions								
		reduction target.	0	0	1	0	0	0	0	1
		Favor increased								
		environmental								
		reporting/responsibilit	-	0	0	^	0	0	0	-
		у.	5	0	0	0	0	0	0	5
		No Stated Reason	0	0	0	1	0	0	0	1
	SHP Regarding Sustainability									
	or Environmental Reports									
		No Stated Reason	0	0	0	1	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
SHP: Governance			148	0	14	6	0	0	0	168
	SHP Regarding Additional or Amended Shareholder Propos	5		_						
		No Stated Reason	0	0	0	3	0	0	0	3
		Granting unfettered discretion is unwise	2	0	0	0	0	0	0	2
	SHP Regarding Board Composition									
		No Stated Reason	7	0	0	0	0	0	0	7
	SHP Regarding Election of Board Member(s) During a Co									
		Adds relevant oil and gas experience	1	0	0	0	0	0	0	1
		Election of partial Dissident slate sufficient	2	0	0	0	0	0	0	2
		Adds relevant regulatory, technological and								
		energy experience	1	0	0	0	0	0	0	1
		No Stated Reason	8	0	0	0	0	0	0	8
	SHP Regarding Election of Dissident Board Member(s)									
		No Stated Reason	4	0	2	0	0	0	0	6
	SHP Regarding Election of Dissident Supervisory Board									
		Insufficient information provided	1	0	0	0	0	0	0	1
	SHP Regarding Eliminating Supermajority Provisions									
		Supermajority vote requirements can impede shareholders'' ability to approve ballot items that are in								
		their interests	5	0	0	0	0	0	0	5

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Supermajority vote requirements can act as impediments to takeover proposals and impede shareholders'' ability to approve								
		ballot items that are in their interests	3	0	0	0	0	0	0	3
	SHP Regarding Facilitation of Shareholder Proposals			-						
		No Stated Reason	0	0	11	0	0	0	0	11
	SHP Regarding Improving in Disclosure									
		Favor improved disclosure around shareholder rights.	1	0	0	0	0	0	0	1
	SHP Regarding Increase in Dividend/Redistribution of Pr	Shureholder Hants.	Ĩ		Ū	0	0	Ū	0	
		No Stated Reason	3	0	0	0	0	0	0	3
	SHP Regarding Independent Board Chairman/Seperation o									
		An independent chair is better able to oversee the executives of a company and set a pro-shareholder agenda	19	0	0	0	0	0	0	19
		No Stated Reason	4	0	0	0	0	0	0	
		An independent chair is better able to oversee the executives of a company and set a pro-shareholder agenda	1	0		0	0	0	0	4
	SHP Regarding Misc. Board Issue	-								
		No Stated Reason	3	0	0	0	0	0	0	3
	SHP Regarding Misc. Board/Shareholder Rights Iss									

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	1	0	0	0	0	0	0	1
	SHP Regarding Misc. Capital Issue									
		No Stated Reason	0	0	1	0	0	0	0	1
	SHP Regarding Misc. Governance Issue									
		No Stated Reason	1	0	0	0	0	0	0	1
	SHP Regarding Misc. Issue									
		No Stated Reason	4	0	0	0	0	0	0	4
		Not in shareholders'' best interests	1	0	0	0	0	0	0	1
	SHP Regarding Misc. Meeting/Voting Issue									
		In the best interests of shareholders	2	0	0	0	0	0	0	2
	SHP Regarding Misc. Restructuring Issue									
		No Stated Reason	0	0	0	2	0	0	0	2
	SHP Regarding Recapitalization									
		Allowing one vote per share generally operates as a safeguard for common								
		shareholders	3	0	0	0	0	0	0	3
	SHP Regarding Reincorporation									
		No Stated Reason	12	0	0	0	0	0	0	12
	SHP Regarding Removal of Director(s)									
		No Stated Reason	1	0	0	0	0	0	0	1
	SHP Regarding Right to Act by Written Consent									

			With	Against		Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		The Company"s 25% ownership threshold is too high to provide shareholders with a								
		meaningful right to action by written								
		consent	1	0	0	0	0	0	0	1
		No Stated Reason	14	0	0	0	0	0	0	14
		Management- proposed 25% ownership threshold is too high	1	0	0	0	0	0	0	1
		Shareholder action by written consent enables shareholders to take action on important issues that arise between annual meetings	11	0	0	0	0	0	0	11
		The Company''s 20% ownership threshold is too high to provide shareholders with a meaningful right to action by written								
		consent	1	0	0	0	0	0	0	1
	SHP Regarding Right to Call a Special Meeting									
		A 20% special meeting right is preferable to a 25% right	1	0	0	0	0	0	0	1
		A 10% threshold for calling a special								
		meeting is appropriate	8	0	0	0	0	0	0	8
		A 15% threshold for calling a special meeting is appropriate	3	0	0	0	0	0	0	3
		No Stated Reason	3	0	0	0	0	0	0	3
		Not in the best interests of	<u> </u>							
		shareholders	1	0	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Special Audit									
	Shir Negarunig Special Addit									
		No Stated Reason	0	0	0	1	0	0	0	1
	SHP Regarding Trained, Qualified Directors on Environ									
		No Stated Reason	3	0	0	0	0	0	0	3
	SHP Shareholder Access to the Nomination Process (Prox									
		No Stated Reason	11	0	0	0	0	0	0	11
SHP: Misc			1	0	0	0	0	0	0	1
	SHP: Misc. Issues									
		No Stated Reason	1	0	0	0	0	0	0	1
SHP: Social			71	1	6	1	0	0	0	79
	SHP Regarding Drug Pricing/Distribution									
		Favor reporting/improving drug	3	0	0	0	0	0	0	2
	SHP Regarding Independent Verification of Contractors' Co	pricing/distribution.	5	0	0	0	0	0	0	3
		Favor improved labor reporting/monitoring.	1	0	0	0	0	0	0	1
	SHP Regarding Limiting or Ending Political Spending									
		No Stated Reason	0	0	2	0	0	0	0	2
	SHP Regarding Misc. Human Capital Management									

Issue Code Category	Issue Short Text	Rationale Reason	With Policy	Against Policy	Manual	Take No Action	Unvoted	N/A	Mixed	Total
		Disclosure will help shareholders assess the Company''s response and handling of mandatory arbitration in employee disputes	1	0		0	0	0	0	1
		Production of requested report would give shareholders critical information concerning the Company''s management of diversity-related issues	1	0	0	0	0	0	0	1
		Enhanced disclosure would allow shareholders a better understanding of how the issue of diversity was being managed	1	0	0	0	0	0	0	1
		Additional reporting on diversity and inclusion is necessary for shareholders to understand how the Company is managing this issue	1	0	0	0	0	0	0	1
		Employees and shareholders would benefit from an independent investigation into harassment	1	0	0	0	0	0	0	1
		No Stated Reason	3	0	0	0	0	0	0	3
		Additional disclosure will allow shareholders to better assess the risks faced by the Company on account of its use of mandatory	-						-	
		arbitration	1	0	0	0	0	0	0	1

			With	Against		Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		Additional disclosure would benefit shareholders by allowing them to gain more insight as to how the Company approaches issues of management-level diversity	1	0	0	0	0	0	0	1
		Enhanced disclosure would allow shareholders a better understanding of how the issue of diversity was being managed and overseen	3	0	0	0	0	0	0	3
	SHP Regarding Misc. Labor Issues/Policies									
		Favor improved labor	1	0	0	0	0	0	0	-
	SHP Regarding Misc. Nuclear Issue	reporting/monitoring.	1	0	0	0	0	0	0	1
		No Stated Reason	0	0	0	1	0	0	0	1
	SHP Regarding Misc. Social Issue									
		No Stated Reason	23	0	3	0	0	0	0	26
		Additional disclosure is reasonable in light of the Company''s unique								
		circumstances	1	0	0	0	0	0	0	1
		Shareholder proposal is anti-social.	1	0	0	0	0	0	0	1
	SHP Regarding Report on EEO									
		Favor improved labor reporting/monitoring.	2	0	0	0	0	0	0	2
	SHP Regarding Reporting on Company's Compliance with I									
		No Stated Reason	0	0	1	0	0	0	0	1

			With	Against		Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Policy	Policy	Manual	Action	Unvoted	N/A	Mixed	Total
		Favor improved human/political rights policies/disclosure.	4	0	0	0	0	0	0	4
	SHP Regarding Reviewing Charitable Spending			0	0	Ū		0		-
		Shareholder proposal is anti-social.	1	0	0	0	0	0	0	1
	SHP Regarding Reviewing Political Spending or Lobbyir	lg								
		Favor review/limit political spending.	20	0	0	0	0	0	0	20
		No Stated Reason	0	1	0	0	0	0	0	1
		Increased disclosure would allow shareholders to more fully assess risks presented by the Company's indirect lobbying activities	1	0	0	0	0	0	0	1

Proposal Reasons – Votes Versus Glass Lewis

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
Total for all Categories			10967	844	442	0	15	0	12268
Audit/Financials			1278	162	61	0	0	0	1501
	Accounts and Reports (Bundled Issues)								
		No Stated Reason	28	0	2	0	0	0	30
		Unaudited financial statements	22	0	0	0	0	0	22
	Allocation of Profits/Divide	nds							
		No Stated Reason	305	0	23	0	0	0	328

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
issue coue cutegory		Insufficient	Glass Lewis	Lewis	Action	onvoteu	11/4	IIIACU	Total
		information							
		provided	4	0	0	0	0	0	4
	Appointment of Auditor								
	Appointment of Additor								
		No Stated Reason	145	1	18	0	0	0	164
		Excessive auditor							
		tenure.	3	22	0	0	0	0	25
		Insufficient							
		information							
		provided	2	0	0	0	0	0	2
	Appointment of Auditor and Authority to Set Fees								
		No Stated Reason	98	0	0	0	0	0	98
		Excessive auditor							
		tenure.	1	9	0	0	0	0	10
		Failure to disclose							
		breakdown of fees;							
		Appointment of the auditor is for							
		multiple years	1	0	0	0	0	0	1
		Insufficient	-	Ū		Ū	0	•	-
		information							
		provided	3	0	0	0	0	0	3
		Insufficient			-	-	-	-	-
		information							
		provided; Failure to							
		disclose breakdown							
		of fees	1	0	0	0	0	0	1
		Excessive non-audit							
		fees	1	0	0	0	0	0	1
	Appointment of Special Auditor								
		No Stated Reason	2	0	0	0	0	0	2
	Approval of Non-Financial Reports								
		No Stated Reason	80	0	0	0	0	0	80
			00	0	0	0	U	U	00

Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
Approve Payment of Fees to Special Auditors								
	No Stated Reason	9	0	0	0	0	0	9
Authority to Set Auditor's Fees								
	No Stated Reason	69	0	2	0	0	0	71
			-		-		-	
		1	0	0	0	0	0	1
Bonus Dividend/Bonus Share Issue								
	No Stated Reason	13	0	1	0	0	0	14
Financial Statements								
	No Stated Reason	325	0	15	0	0	0	340
	Unaudited financial statements	1	0	0	0	0	0	1
	Insufficient information provided	3	0	0	0	0	0	3
Number of Auditors								
	No Stated Reason	6	0	0	0	0	0	6
Ratification of Alternate Auditor								
	No Stated Reason	6	0	0	0	0	0	6
Ratification of Auditor								
	No Stated Reason	124	0	0	0	0	0	124
	Excessive auditor tenure.	1	130	0	0	0	0	131
	Auditor contract contains alternative							
	procedures	1	0	0	0	0	0	1
	Approve Payment of Fees to Special Auditors Authority to Set Auditor's Fees Bonus Dividend/Bonus Share Issue Financial Statements Number of Auditors Ratification of Alternate Auditor	Approve Payment of Fees to Special AuditorsNo Stated ReasonAuthority to Set Auditor's FeesNo Stated ReasonAuthority to Set Auditor's FeesExcessive non-audit feesBonus Dividend/Bonus Share IssueNo Stated ReasonFinancial StatementsNo Stated ReasonFinancial StatementsUnaudited financial statementsInsufficient information providedInsufficient information providedNumber of AuditorsNo Stated ReasonRatification of Alternate AuditorNo Stated ReasonRatification of AuditorNo Stated ReasonRatification of AuditorStated ReasonRatifica	Issue Short TextRationale ReasonGlass LewisApprove Payment of Fees to Special AuditorsNo Stated Reason9Authority to Set Auditor's FeesNo Stated Reason69Authority to Set Auditor's Fees11Bonus Dividend/Bonus Share IssueNo Stated Reason13Financial StatementsNo Stated Reason325Inancial Statements11Mumber of Auditors11Number of AuditorsNo Stated Reason325Autification of Alternate AuditorNo Stated Reason6Ratification of Alternate 	Issue Short TextRationale ReasonGlass LewisLewisApprove Payment of Fees to Special AuditorsNo Stated Reason90Authority to Set Auditor's Fees690Excessive non-audit fees10Bonus Dividend/Bonus Share IssueNo Stated Reason130Financial Statements130Financial Statements10Insufficient information provided30Number of Auditors30No Stated Reason3250Unaudited financial information provided10No Stated Reason3250Number of Auditors00Ratification of Alternate Auditor60Ratification of Auditor10Ratification of Auditor11Auditor11Auditor11Auditor11Auditor11Auditor11Auditor11Auditor11Auditor11Auditor11Auditor11Auditor11Auditor11Auditor contract contains alternative dispute resolution1	Issue Short TextRationale ReasonGlass LewisLewisActionApprove Payment of Fees to Special AuditorsNo Stated Reason900Authority to Set Auditor's FeesNo Stated Reason6902Excessive non-audit fees100Bonus Dividend/Bonus Share IssueNo Stated Reason1301Financial Statements13011Financial Statements1000No Stated Reason325015Unaudited financial statements100No Stated Reason32500No Stated Reason300Ratification of Auditors600No Stated Reason600Ratification of Auditor600Ratification of Auditor1300Ratification of Auditor1300Rati	Issue Short TextRationale ReasonGiass LewisLewisActionUnvotedApprove Payment of Fees to Special AuditorsNo Stated Reason9000Authority to Set Auditor's FeesNo Stated Reason69020Authority to Set Auditor's FeesExcessive non-audit fees69020Bonus Dividend/Bonus Share IssueNo Stated Reason130100Bonus Dividend/Bonus Share IssueNo Stated Reason32501500Inancial Statements10000000Inancial Statements1000000No Stated Reason3250150000Insufficient information provided3000000Number of AuditorsNo Stated Reason6000000Ratification of AuditorsNo Stated Reason6000000Ratification of AuditorNo Stated Reason60000000Ratification of AuditorNo Stated Reason1240000000Ratification of AuditorInsufficient information information13300000000000000000<	Issue Short TextRationale ReasonGlass LewisLewisActionUnvotedN/AApprove Payment of SeesNo Stated Reason900000Authority to Set Auditor's FeesNo Stated Reason690200<	Issue Short TextRationale ReasonGlass LewisLewisActionUnvotedN/AMixedApprove Payment of FeesNo Stated Reason9000000Authority to Set Auditor's FeesNo Stated Reason69020000Excessive non-audit fees100000000Bonus Dividend/Bonus Share IsueNo Stated Reason130100000Financial StatementsNo Stated Reason32501500000Insufficient Information providedNo Stated Reason325015000

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	Ratification of Auditor's Acts								
		No Stated Reason	5	0	0	0	0	0	5
	Stock Dividend/Dividend Reinvestment								
		No Stated Reason	18	0	0	0	0	0	18
Board Related			5851	436	251	0	0	0	6538
	Approval of Nominating Committee Guidelines/Appoin	n							
		No Stated Reason	12	0	1	0	0	0	13
	Approve Censor								
		Insufficient Justification	1	0	0	0	0	0	1
	Approve Special Auditor's Report								
		No Stated Reason	20	0	0	0	0	0	20
	Approve Supervisory Council								
		Insufficient							
		information provided	3	0	0	0	0	0	3
		No Stated Reason	41	0	0	0	0	0	41
		Support Other Candidate	1	0	0	0	0	0	1
		Minority candidate is supported over management/contr	-	0	0	0	0	0	
		oller candidate/s Potential unknown nominees w/o	7	0	0	0	0	0	7
		shareholder approval	2	0	0	0	0	0	2
		Supervisors are not sufficiently							
		independent	10	0	0	0	0	0	10

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Other governance concerns	1	0	0	0	0	0	1
	Approve Supervisory Council Size								
		No Stated Reason	2	0	0	0	0	0	2
	Board Size								
		No Stated Reason	32	0	0	0	0	0	32
		Board size is above maximum threshold	1	0	0	0	0	0	1
	Board Spill								
		No Stated Reason	16	0	0	0	0	0	16
	Board Term Length								
		Insufficient information provided	1	0	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	1
	Election of Alternate Statutory Auditor								
		No Stated Reason	7	0	0	0	0	0	7
	Election of Board Committee Members								
		No Stated Reason	76	0	54	0	0	0	130
		Affiliate/Insider on a committee	1	0	0	0	0	0	1
		Board size	1	0	0	0	0	0	1
		Serves on too many boards	2	0	0	0	0	0	2
		Serves on more than three public company audit							
		committees	1	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With	Against Glass	Take No	Unvoted	N/A	Mixed	Total
Issue Code Category	Issue Short Text	Insufficient audit	Glass Lewis	Lewis	Action	Unvoted	N/A	IVIIXed	Iotai
		committee							
		independence;							
		Board is not							
		sufficiently							
		independent;							
		Professional							
		Services							
		Relationship	1	0	0	0	0	0	1
		Audit committee							
		chair not	_				_		
		independent	1	0	0	0	0	0	1
		Insufficient							
		information	-	-	~	~	~	~	-
		provided	2	0	0	0	0	0	2
		Affiliate/Insider on a							
		committee;							
		Affiliate/Insider on							
		audit committee; Affiliate/Insider on							
		compensation							
		committee;							
		Affiliate/Insider on							
		nominating/governa							
		nce committee	1	0	0	0	0	0	1
		No independent							
		lead or presiding							
		director	1	0	0	0	0	0	1
		Director serves on							
		excessive audit							
		committees	1	0	0	0	0	0	1
		Insufficient audit							
		committee				_			
		independence	1	0	0	0	0	0	1
	Election of Directors								
		No Stated Reason	4642	45	176	0	0	0	4863
		In Australia, vote		_	-	-	-	-	
		case-by-case.	4	0	0	0	0	0	4
		There are no							
		women serving on	_	_	-	~	~	•	-
		the board.	1	5	0	0	0	0	6

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Insufficient shareholder protections for virtual-only meeting; Lack of board gender				ĥ			
		diversity	2	0	0	0	0	0	2
		Auditor not up for ratification	3	0	0	0	0	0	3
		There are no women serving on the board and the new nominee to the board is male.	0	11	0	0	0	0	11
		Vote against a non- independent nominee if at least a majority of the board is not independent.	71	301	0	0	0	0	372
		CFO on board	3	0	0	0	0	0	3
		The company has had no new board nominees in the past 5 years.	4	11	0	0	0	0	15
		Serves on too many							
		boards	36	0	0	0	0	0	36
		IPO governance concerns	2	0	0	0	0	0	2
		Adopted forum selection clause in past year w/o shareholder approval	10	0	0	0	0	0	10
		Virtual-only meeting limits shareholder	2	0	0	0	6	0	2
		participation	3	0	0	0	0	0	3

		.	With	Against Glass	Take No				.
Issue Code Category	Issue Short Text	Rationale Reason	Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Total
		Vote against a non-							
		independent							
		nominee if at least a							
		majority of the							
		board is not independent.							
		The compensation							
		committee is not							
		majority							
		independent.	3	5	0	0	0	0	8
		Incomplete							
		committee meeting							
		and/or attendance							
		disclosure	1	0	0	0	0	0	1
		Affiliate/Insider on							
		audit committee	1	0	0	0	0	0	1
		Other governance	2	0	0	0	0	0	-
		issue	3	0	0	0	0	0	3
		Serves on too many boards; Did not							
		implement SHP							
		passed by a majority	1	0	0	0	0	0	1
		Ongoing							
		compensation							
		concerns; Did not							
		implement SHP							
		passed by a majority	2	0	0	0	0	0	2
		Did not implement							
		SHP passed by a							
		majority; Director							
		received excessive							
		against/withhold	1	0	0	0	0	0	1
		votes	1	0	0	0	0	0	1
		Vote against a non-							
		independent nominee if at least a							
		majority of the							
		board is not							
		independent.							
		There are no							
		women serving on							
		the board and the							
		new nominee to the							
		board is male.	1	15	0	0	0	0	16

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Board is not sufficiently independent	10	0	0	0	0	0	10
		Insufficient response to shareholder dissent	1	0	0	0	0	0	1
		Related party transactions; Related party transactions disclosure concern	1	0	0	0	0	0	1
		Lack of board gender diversity	1	0	0	0	0	0	1
		Affiliate/Insider on nominating/governa nce committee	1	0	0	0	0	0	1
		Related party transactions	5	0	0	0	0	0	5
		Excessive board size	1	0	0	0	0	0	1
		Affiliate/Insider on compensation committee	1	0	0	0	0	0	1
		Board is not sufficiently independent; Responsible for lack of board independence	5	0	0	0	0	0	5

ssue Code Catagory	Issue Short Text	Rationale Reason	With Close Lowis	Against Glass	Take No	Unvoted	N/A	Mixed	Tota
ssue Code Category	Issue Short Text		Glass Lewis	Lewis	Action	Unvoted	N/A	iviixed	TOTA
		As Chair of Rio Tinto's							
		Sustainability							
		Committee they							
		failed to adequately							
		manage social &							
		environmental risks							
		with respect to the							
		destruction of the							
		Juukan Gorge rock							
		shelters.							
		As a consequence,							
		the Chair should be							
		held responsible for							
		this event & loss of	_			_			
		cultural significance.	0	1	0	0	0	0	
		As Chair of the Audit							
		Committee and a Member of the							
		Sustainability							
		Committee, they							
		should have been							
		aware of the							
		deficiency in							
		controls and							
		process which							
		ultimately resulted							
		in the destruction of							
		the Juukan Gorge.	0	1	0	0	0	0	
		The nominating							
		governance							
		committee is not							
		majority							
		independent.							
		Vote against a non-							
		independent nominee if at least a							
		majority of the							
		board is not							
		independent.							
		The compensation							
		committee is not							
		majority							
		independent.	11	7	0	0	0	0	:
		Beneficial owner on							

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Less than 75% Attendance	3	0	0	0	0	0	3
		Audit committee met an insufficient number of times	5	0	0	0	0	0	5
		Auditor not up for ratification; No compensation committee; Vote results not disclosed	1	0	0	0	0	0	1
		The nominating governance committee is not majority independent. The compensation committee is not majority independent.	5	4	0	0	0	0	9
		Less than 75% Attendance; Potential overcommitment	1	0	0	0	0	0	1
		No independent lead or presiding director	6	0	0	0	0	0	6
		Potential overcommitment	2	0	0	0	0	0	2
		Director serves on excessive audit committees	3	0	0	0	0	0	3
		Audit fees or breakdown not disclosed; No financial expert	1	0	0	0	0	0	1
		Ongoing compensation concerns; Insufficient response to shareholder dissent	4	0	0	0	0	0	4

		Detionals Deserve	With	Against Glass	Take No	Line and a		B atura d	T 1
Issue Code Category	Issue Short Text	Rationale Reason	Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Total
		The nominee is not independent and							
		the board does not							
		have at least a							
		majority of non-							
		independent		-	0	0	0	0	-
		directors.	1	5	0	0	0	0	6
		Ongoing							
		compensation							
		concerns; Insufficient							
		response to							
		shareholder dissent;							
		Less than 75%							
		Attendance	1	0	0	0	0	0	1
		The nominating							
		governance							
		committee is not							
		majority							
		independent. The compensation							
		committee is not							
		majority							
		independent.							
		The nominee is not							
		independent and							
		the board does not							
		have at least a majority of non-							
		independent							
		directors.	1	0	0	0	0	0	1
		Affiliate/Insider on							
		compensation							
		committee;							
		Affiliate/Insider on							
		nominating/governa	2	0	0	0	0	0	•
		nce committee	2	0	0	0	0	0	2
		The nominating							
		governance committee is not							
		majority							
		independent.	3	2	0	0	0	0	5
		Candidate							
		withdrawn	2	0	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		There are no women serving on the board and the new nominee to the board is male. There are no women serving on the board. The company has had no new board nominees in the past 5 years.	1	1	0	0	0	0	2
		There are no women serving on the board and the new nominee to the board is male. The company has had no new board nominees in the past 5 years.	1	0	0	0	0	0	1
		Unaudited financial statements	1	0	0	0	0	0	1
		The nominating governance committee is not majority independent. Vote against a non- independent nominee if at least a majority of the board is not independent.	5	2		0	0	0	7
		Responsible for lack of board independence	1	0	0	0	0	0	1
		Other unique issue	3	0		0	0	0	3
		Professional Services	5		0		5		
		Relationship	3	0	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Other compensation					-		
		issues	2	0	0	0	0	0	2
		The compensation committee is not majority	_		_	_	_	_	
		independent.	3	4	0	0	0	0	7
		The nominating governance committee is not majority independent. The compensation committee is not majority independent.	0	1	0	0	0	0	1
		Ongoing	0	1	0	0	0	0	-
		compensation concerns	2	0	0	0	0	0	2
		Non-audit fees exceed audit fees	3	0	0	0	0	0	3
		Vote against a non- independent nominee if at least a majority of the board is not independent. The company has had no new board nominees in the past 5 years.	1	2	0	0	0	0	3
		Attended less than 75% of board meetings; Less than 75% Attendance	1	0	0	0	0	0	1
		Non-audit fees exceed audit fees; Serves on too many						_	
		boards	1	0	0	0	0	0	1

			With	Against Glass	Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Total
		There are no women serving on							
		the board.							
		Vote against a non-							
		independent							
		nominee if at least a							
		majority of the board is not							
		independent.	3	2	0	0	0	0	5
		There are no							
		women serving on							
		the board.							
		The compensation							
		committee is not							
		majority independent.	0	1	0	0	0	0	1
		Insufficient			_	-	-	-	
		information							
		provided	1	0	0	0	0	0	1
		The nominating							
		governance							
		committee is not							
		majority independent.							
		There are no							
		women serving on							
		the board.							
		Vote against a non-							
		independent							
		nominee if at least a majority of the							
		board is not							
		independent.	1	0	0	0	0	0	1
		Audit committee							
		met an insufficient							
		number of times;							
		Less than 75% Attendance	1	0	0	0	0	0	1
			1	0	0	U	0	0	1
		Auditor not up for ratification; No							
		financial expert;							
		Serves on too many							
		boards	1	0	0	0	0	0	1

Issue Code Category Issue Short Text Rationale Reason Glass Lewis Lewis Action Unvoted N/A Mix Board is not sufficiently independent; Serves on too many boards; insufficient risk committee independence 1 0 0 0 0 0 0 Compensation committee chair not independent; Insufficient compensation committee; Insufficient committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent; Insufficient committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent; Insufficiently independence requirement; Non- director on remuneration committee; Board is not sufficiently independent; Insufficiently independent; Insufficiently independent; Insufficiently independent; Insufficiently independent; Insufficiently independent; Insufficiently independent; Insufficiently independent; Insufficiently independent; Insufficiently	1 Total
sufficiently independent; Serves on too many boards; Insufficient risk committee independence 1 0 0 0 0 0 Compensation committee chair not independent; Insider on compensation compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;) 1
independent; Serves on too many boards; Insufficient risk committee independence 1 0 0 0 0 0 Compensation committee chair not independent; Insider on compensation compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Based is not sufficiently independent;) 1
on too many boards; Insufficient risk committee independence 1 0 0 0 0 0 Compensation committee chair not independent; Insider on compensation compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Based is not sufficiently independent;) 1
boards; Insufficient risk committee independence 1 0 0 0 0 0 Compensation committee chair not independent; Insider on compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;) 1
risk committee independence 1 0 0 0 0 0 Compensation committee chair not independent; Insider on compensation compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee;Board is not sufficiently independent;) 1
independence10000Compensation committee chair not independent; Insider on compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;10000) 1
Compensation committee chair not independent; Insider on compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;	
committee chair not independent; Insider on compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;	
independent; Insider on compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;	
Insider oncompensationcommittee;Insufficientcompensationcommitteeindependencerequirement; Non-director onremunerationcommittee; Board isnot sufficientlyindependent;	
compensation committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;	
committee; Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;	
Insufficient compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;	
compensation committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;	
committee independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;	
independence requirement; Non- director on remuneration committee; Board is not sufficiently independent;	
requirement; Non- director on remuneration committee; Board is not sufficiently independent;	
director on remuneration committee; Board is not sufficiently independent;	
remuneration committee; Board is not sufficiently independent;	
committee; Board is not sufficiently independent;	
not sufficiently independent;	
independent;	
Insufficient	
nominating	
committee	
independence	
requirement;	
Nominating	
committee chair not	
independent; Non-	
director on	
nomination	
committee;	
Responsible for lack	
of board	
independence 1 0 0 0 0	

ssue Code Category	Issue Short Text	Rationale Reason	With Glass Lowis	Against Glass	Take No	Unvoted	N/A	Mixed	Tota
sue coue calegory			Glass Lewis	Lewis	Action	Unvoleu	N/A	wikeu	TUL
		Board is not sufficiently							
		independent;							
		Extensive strategic							
		shareholdings;							
		Insufficient gender diversity/no							
		diversity policy;							
		Responsible for lack							
		of board							
		independence	1	0	0	0	0	0	
				0	0	0	0	0	
		There are no							
		women serving on the board.							
		The nominee is not							
		independent and							
		the board does not							
		have at least a							
		majority of non-							
		independent							
		directors.	0	1	0	0	0	0	
			Ū	-	U	0	0	0	
		Board is not sufficiently							
		independent; Extensive strategic							
		shareholdings;							
		Responsible for lack							
		of board							
		independence	1	0	0	0	0	0	
			-	Ū	Ŭ	0	0	0	
		Extensive strategic							
		shareholdings;							
		Responsible for lack of board							
		independence	1	0	0	0	0	0	
		Insufficient audit	_	0			0		
		committee							
		independence	1	0	0	0	0	0	
		Audit committee	_	0		0	•		
		chair not							
		independent; Insufficient audit							
		committee							
		independence	1	0	0	0	0	0	
			Ţ	0	0	U	U	U	
	Election of Directors (Bundled								
	lssues)								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Compensation policy is not in best							
		interests of shareholders; Other							
		compensation							
		issues	1	0	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	1
	Election of Directors (Slate)								
		No Stated Reason	10	0	0	0	0	0	10
		Board is not sufficiently							
		independent	4	0	0	0	0	0	4
		Insufficient							
		information provided	6	0	0	0	0	0	6
	Election of Directors (Slate) Bundled with Other Items								
		No Stated Reason	2	0	0	0	0	0	2
		Insufficient information							
	· · · · · ·	provided	4	0	0	0	0	0	4
	Election of Minority or Preferred Shareholder Nomin								
		Insufficient							
		information provided	5	0	0	0	0	0	5
		provided	5	0	0	0	0	0	5
		No Stated Reason	7	0	0	0	0	0	7
		See Proposal 7.00	1	0	0	0	0	0	1
	Election of Non-Management Nominee								
		No Stated Reason	13	0	0	0	0	0	13
	Election of Non-Principal Members (Chairman, alternat								
		No Stated Reason	35	0	4	0	0	0	39

ssue Code Category	Issue Short Text	Rationale Reason	With Class Lowis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Tota
ssue coue category		Board is not sufficiently independent; No	Glass Lewis	Lewis	Action	onvoted	N/A	WIXEd	TOLA
		audit committee; No compensation committee;							
		Potential overcommitment	1	0	0	0	0	0	1
		Related party transactions	1	0	0	0	0	0	1
		Insufficient information provided	1	0	0	0	0	0	1
		Affiliate/Insider on audit committee	1	0	0	0	0	0	-
		Fewer than three members on compensation	1	0	0	0	0	0	
		committee Alternate nominees in the best interests	1	0	0	0	0	0	:
		of shareholders No independent lead or presiding	2	0	0	0	0	0	
	Election of Shareholder	director	1	0	0	0	0	0	
	Representatives								
		No Stated Reason	6	0	0	0	0	0	
	Election of Statutory Auditor Slate								
		No Stated Reason	2	4	0	0	0	0	
	Election of Statutory Auditors								
		No Stated Reason	31	0	0	0	0	0	3:
		Statutory auditor board is not sufficiently independent; Board							
		is not sufficiently independent	2	0	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Statutory auditor board is not sufficiently	2.2.5 20113	2000					
		independent	3	0	0	0	0	0	3
		Professional Services							
		Relationship	1	0	0	0	0	0	1
	Election of Supervisory Board								
		No Stated Reason	92	0	0	0	0	0	92
		Affiliate/Insider on compensation committee; Board is not sufficiently independent; Serves on too many boards; Affiliate/Insider on nominating/governa nce committee	1	0	0	0	0	0	1
		Affiliate/Insider on audit committee; Audit committee chair not independent	1	0	0	0	0	0	1
		Lack of board	1	0	0	0	0	0	-
		gender diversity	1	0	0	0	0	0	1
		Insufficient information provided	1	0	0	0	0	0	1
		Affiliate/Insider on a committee; Affiliate/Insider on audit committee; Affiliate/Insider on compensation committee; Affiliate/Insider on nominating/governa nce committee	1	0	0	0	0	0	1
		Supervisors are not							
		sufficiently independent	2	0	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	Election of Supervisory Board Members (Slate)								
		No Stated Reason	1	0	0	0	0	0	1
		Insufficient information							
		provided	2	0	0	0	0	0	2
	Election of the Chair of Statutory Auditors								
		No Stated Reason	1	2	0	0	0	0	3
	Indemnification of Directors/Officers								
		No Stated Reason	8	0	0	0	0	0	8
	Misc. Management Proposal Regarding Board								
		No Stated Reason	15	0	0	0	0	0	15
		Insufficient information	2	0	0	0	0	0	-
	Post-Employment /Severance Agreements	provided	2	0	0	0	0	0	2
		No Stated Reason	11	2	0	0	0	0	13
	Ratification of Board Acts - Legal								
		No Stated Reason	248	0	3	0	0	0	251
		Ongoing investigations	2	0	0	0	0	0	2
		Not in shareholders'' best interests	2	0	0	0	0	0	2
		Insufficient response to shareholder dissent	2	0	0	0	0	0	2
		Poor response to prior year dissent			0				
		phor year dissent	1	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Potential conflict of interests	1	0	0	0	0	0	1
	Ratification of Co-Option of a Director								
		No Stated Reason	18	0	0	0	0	0	18
		Board is not sufficiently independent; Attendance; Serves on too many boards; Board is not sufficiently independent; Less than 75% Attendance; Serves							
		on too many boards	1	0	0	0	0	0	1
		Serves on too many boards	1	0	0	0	0	0	1
	Ratification of Management Acts - Legal								
		No Stated Reason	62	0	13	0	0	0	75
		Ongoing investigations	2	0	0	0	0	0	2
	Related Party Transactions								
		No Stated Reason	53	1	0	0	0	0	54
		Potential conflict of interests; Granting unfettered discretion is unwise	3	0	0	0	0	0	3
		Granting unfettered discretion is unwise; Potential conflict of interests	1	0	0	0	0	0	1
		Insufficient information provided	4	0	0	0	0	0	4
	Retention as Independent Director								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	3	0	0	0	0	0	3
		Not in shareholders'' best							
		interests	4	0	0	0	0	0	4
Capital Management			891	26	19	0	0	0	936
	Amendment to Borrowing Powers								
		No Stated Reason	3	0	0	0	0	0	3
	Approval of Borrowing								
		No Stated Reason	1	0	0	0	0	0	1
	Authority to Give Guarantees								
		No Stated Reason	7	0	0	0	0	0	7
		Guarantees exceed net assets	2	0	0	0	0	0	2
		Insufficient information							
		provided	2	0	0	0	0	0	2
	Authority to Increase Capital in Case of Exchange Offers (Fr								
		No Stated Reason	4	0	0	0	0	0	4
		Potential dilution exceeds							
		recommended							
		threshold	2	0	0	0	0	0	2
		May be used as anti-takeover device	2	0	0	0	0	0	2
	Authority to Increase Capital in Consideration for Contributi								
		No Stated Reason	13	0	0	0	0	0	13
		Potential dilution exceeds							
		recommended threshold	3	0	0	0	0	0	3
			5	0	U	0	U	U	

Issue Code Category	ssue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		May be used as	Glass Lewis	Lewis	Action	enroteu	,,,	IIIACU	. otu
		anti-takeover device	1	0	0	0	0	0	1
	uthority to Issue Preferred tock								
		Supports dual-class							
		structure	1	0	0	0	0	0	1
	uthority to Issue Shares and Convertible Debt w or w/o Pre								
		Potential dilution exceeds							
		recommended							
		threshold	1	0	0	0	0	0	1
		No Stated Reason	8	0	0	0	0	0	8
	authority to Issue Shares and Convertible Debt w/ Preempti								
		No Stated Reason	20	0	0	0	0	0	20
		May be used as anti-takeover device	2	0	0	0	0	0	2
	authority to Issue Shares and Convertible Debt w/o Preemp								
		No Stated Reason	23	0	0	0	0	0	23
		Potential dilution exceeds recommended							
		threshold	6	0	0	0	0	0	6
		May be used as anti-takeover device	4	0	0	0	0	0	4
	authority to Issue Shares w/ Preemptive Rights								
		No Stated Reason	63	0	0	0	0	0	63
	uthority to Issue Shares w/o reemptive Rights								
		No Stated Reason	133	0	0	0	0	0	133
		Excessive issuance; Issue price discount							
		not disclosed	32	0	0	0	0	0	32

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Excessive issuance	4	0	0	0	0	0	4
		Issue price discount not disclosed	3	0	0	0	0	0	3
		Issue price discount not disclosed; Excessive issuance	5	0	0	0	0	0	5
		Discount exceeds reasonable limits	2	0	0	0	0	0	2
		Not in favor of related transaction	1	0	0	0	0	0	1
	Authority to Issue Stock w/ or w/out Preemptive Rights								
		Potential dilution exceeds recommended							
		threshold	1	0	0	0	0	0	1
		No Stated Reason	21	0	0	0	0	0	21
	Authority to Repurchase and Re-Issue Shares								
		No Stated Reason	50	0	0	0	0	0	50
		Amendment is not in best interests of shareholders	1	0	0	0	0	0	1
		Potential dilution exceeds recommended		_	_	_	_	_	
		threshold May be used as anti-takeover device; Not in shareholders'' best	1	0	0	0	0	0	1
	Authority to Repurchase	interests	1	0	0	0	0	0	1
	Shares								
		No Stated Reason	151	0	7	0	0	0	158
		Insufficient information provided	3	0	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
issue coue category		Not in	Glass Lewis	Lewis	Action	Unifica	,,,	mixed	
		shareholders" best							
		interests	1	0	0	0	0	0	1
	Authority to Set Offering Price of Shares								
		No Stated Reason	7	0	0	0	0	0	7
		Potential dilution exceeds							
		recommended		0		0	0	0	
		threshold	1	0	0	0	0	0	1
	Authority to Trade in Company Stock								
		No Stated Reason	3	0	0	0	0	0	3
	Authorize								
	Overallotment/Greenshoe								
		No Stated Reason	10	0	0	0	0	0	10
		Potential dilution exceeds recommended							
		threshold	2	0	0	0	0	0	2
		May be used as anti-takeover device	1	0	0	0	0	0	1
	Cancellation of Authorized Stock								
		No Stated Reason	47	0	7	0	0	0	54
	Creation of New Share Class								
		No Stated Reason	3	0	0	0	0	0	3
	Increase in Authorized Capital								
		No Stated Reason	31	0	5	0	0	0	36
		Potential dilution				-	-	-	
		exceeds recommended							
		threshold	3	0	0	0	0	0	3
			-	-	_	-	-	-	-

Issue Code Category Iss	sue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Excessively dilutive	1	0	0	0	0	0	1
	crease in Authorized ommon Stock								
		No Stated Reason	1	0	0	0	0	0	1
	crease in/Authorization of referred Stock								
		No Stated Reason	1	0	0	0	0	0	1
Iss	suance of Common Stock								
		No Stated Reason	1	0	0	0	0	0	1
	suance of Convertible Debt struments								
		No Stated Reason	1	0	0	0	0	0	1
lss	suance of Debt Instruments								
		No Stated Reason	75	0	0	0	0	0	75
		Excessive debt	1	0	0	0	0	0	1
		Granting unfettered discretion is unwise	1	0	0	0	0	0	1
		Insufficient information	1	0	0	0	0	0	4
	suance of Repurchased nares	provided	1	0	0	0	0	0	1
		Issue price discount not disclosed	25	0	0	0	0	0	25
		No Stated Reason	7	0	0	0	0	0	7
	suance of Stock w/ or w/out reemptive Rights								
		No Stated Reason	34	26	0	0	0	0	60
	suance of Stock w/ reemptive Rights								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	1	0	0	0	0	0	1
	Issuance of Stock w/out Preemptive Rights								
		No Stated Reason	16	0	0	0	0	0	16
		Issue price discount not disclosed	1	0	0	0	0	0	1
	Limit to Capital Increase								
		No Stated Reason	3	0	0	0	0	0	3
	Misc. Proposal Regarding Capital								
		No Stated Reason	6	0	0	0	0	0	6
	Reduction in Authorized Capital								
		No Stated Reason	5	0	0	0	0	0	5
	Reduction in Share Premium Account								
		No Stated Reason	3	0	0	0	0	0	3
	Repurchase of Shares								
		No Stated Reason	1	0	0	0	0	0	1
		Repurchase price not disclosed	1	0	0	0	0	0	1
	Reverse Stock Split								
		No Stated Reason	2	0	0	0	0	0	2
	Stock Split								
		No Stated Reason	11	0	0	0	0	0	11
	Use/Transfer of Reserves								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	6	0	0	0	0	0	6
Changes to Company Statutes			438	31	6	0	0	0	475
	Adoption of Majority Vote for Election of Directors								
		No Stated Reason	1	0	0	0	0	0	1
	Adoption of New Articles								
		No Stated Reason	25	0	0	0	0	0	25
		Limits shareholder rights	1	0	0	0	0	0	1
	Adoption of Shareholder Rights' Plan								
		No Stated Reason	1	0	0	0	0	0	1
	Amend Articles, Constitution, Bylaws - Bundled								
		No Stated Reason	138	0	0	0	0	0	138
		Insufficient information provided	1	0	0	0	0	0	1
		Shortened notice period could disenfranchise							
		shareholders	1	0	0	0	0	0	1
		Not in shareholders'' best interests	2	0	0	0	0	0	2
		Amendment is not in best interests of shareholders	1	0	0	0	0	0	1
	Amendment to Poison Pill								
		No Stated Reason	1	0	0	0	0	0	1
	Amendments to Articles (Technical)								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	82	0	4	0	0	0	86
	Amendments to Articles, Constitution, Bylaws								
		In Australia, vote case-by-case.	2	0	0	0	0	0	2
		No Stated Reason	85	0	2	0	0	0	87
		Amendment is not in best interests of shareholders	2	0	0	0	0	0	2
		Not in shareholders'' best interests	1	0	0	0	0	0	1
		Insufficient information provided	4	0	0	0	0	0	4
	Amendments to Charter/Bylaw - Bundled	provided	4	0	0	0	0	0	4
		No Stated Reason	2	0	0	0	0	0	2
	Amendments to Procedural Rules								
		Insufficient information provided	3	0	0	0	0	0	3
		No Stated Reason	25	0	0	0	0	0	25
		Amendment is not in best interests of shareholders	1	0	0	0	0	0	1
		Shortened notice period could disenfranchise shareholders	1	0	0	0	0	0	1
	Authority to Set General Meeting Notice Period at 14 I		1	Ĵ	Ū				_
		No Stated Reason	0	31	0	0	0	0	31
	Change in State of Incorporation								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	1	0	0	0	0	0	1
	Company Name Change								
		No Stated Reason	1	0	0	0	0	0	1
	Constitution of Procedural Rules								
		Not in shareholders'' best interests	1	0	0	0	0	0	1
		No Stated Reason	6	0	0	0	0	0	6
	Elimination of Cumulative Voting	No Stated Reason	0	0	0	0	0	0	0
		No Stated Reason	2	0	0	0	0	0	2
	Elimination of Supermajority Requirement								
		No Stated Reason	12	0	0	0	0	0	12
	Misc. Article Amendments								
		No Stated Reason	2	0	0	0	0	0	2
		Limits shareholder rights	1	0	0	0	0	0	1
		Amendment is not in best interests of							
	Misc. Proposal Regarding Antitakeover Devices	shareholders	1	0	0	0	0	0	1
		No Stated Reason	7	0	0	0	0	0	7
		Poor disclosure	1	0	0	0	0	0	1
		May be used as anti-takeover device	2	0	0	0	0	0	2
		Insufficient information							
		provided	3	0	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	Repeal of Classified Board								
		No Stated Reason	6	0	0	0	0	0	6
	Restoration of Right to Call a Special Meeting								
		No Stated Reason	5	0	0	0	0	0	5
		A 10% threshold for calling a special meeting is	1	0	0	0	0	0	
	Restoration of Written Consent	appropriate	1	0	0	0	0	0	1
		A 25% threshold is too high	1	0	0	0	0	0	1
		No Stated Reason	1	0	0	0	0	0	1
	Technical Amendments to Charter/Bylaw								
		No Stated Reason	2	0	0	0	0	0	2
	Waiving of Mandatory Takeover Requirement								
		No Stated Reason	2	0	0	0	0	0	2
Compensation			1760	70	62	0	0	0	1892
	Adoption of Employee Stock Purchase Plan								
		No Stated Reason	6	0	0	0	0	0	6
	Adoption of Equity Compensation Plan								
		No Stated Reason	20	0	0	0	0	0	20
		Cost of plan is excessive	1	0	0	0	0	0	1
	Adoption of Restricted Stock Plan								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Potential for excessive pay	1	0	0	0	0	0	1
		No Stated Reason	2	0	0	0	0	0	2
	Adoption of Short Term Incentive Plan								
		No Stated Reason	2	0	0	0	0	0	2
	Advisory Vote on Executive Compensation								
		No Stated Reason	214	1	0	0	0	0	215
		Poorly justified adjustments relating to COVID-19	2	0	0	0	0	0	2
		Insufficient response to shareholder dissent; Poor overall design	1	0	0	0	0	0	1
		Poor overall design	4	0	0	0	0	0	4
		Concerning pay practices	12	0	0	0	0	0	12
		Poor compensation structure/performa nce conditions	1	0	0	0	0	0	1
		Excessive compensation	1	0	0	0	0	0	1
		Pay and performance disconnect; Insufficient response to shareholder dissent	2	0	0	0	0	0	2
		Pay and performance disconnect; Concerning pay							
		practices Pay and	2	0	0	0	0	0	2
		performance disconnect	3	0	0	0	0	0	3

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Pay and performance disconnect; Poorly justified adjustments relating to COVID-19	1	0	0	0	0	0	1
		Concerning pay practices; Pay and performance disconnect	1	0	0	0	0	0	1
		Substantial retention awards	1	0	0	0	0	0	1
		Insufficient response to shareholder dissent; Pay and performance disconnect	1	0	0	0	0	0	1
		Grants are excessive	2	0	0	0	0	0	2
		Excessive granting practices in light of COVID-19	1	0	0	0	0	0	1
		Poorly justified adjustments relating to COVID- 19; Concerning pay practices	1	0	0	0	0	0	1
		Concerning pay practices; Excessive compensation; Pay and performance disconnect	1	0	0	0	0	0	1
	Advisory Vote on Severance								
		No Stated Reason	1	0	0	0	0	0	1
	Amendment to Director Equity Compensation Plan								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Excessive compensation; Poor overall							
		compensation disclosure	1	0	0	0	0	0	1
		No Stated Reason	4	0	0	0	0	0	4
	Amendment to Employee Stock Purchase Plan								
		No Stated Reason	7	0	0	0	0	0	7
	Amendment to Equity Compensation Plan								
		No Stated Reason	30	0	0	0	0	0	30
	Amendment to Restricted Stock Plan								
		No Stated Reason	1	0	0	0	0	0	1
	Amendment to Stock Option Plan								
		Excessively dilutive; Poor overall design	1	0	0	0	0	0	1
		Excessively dilutive; NEDs may participate in							
		executive plan	1	0	0	0	0	0	1
		No Stated Reason	22	0	0	0	0	0	22
		Poorly justified adjustments relating to COVID-19	1	0	0	0	0	0	1
	Amendment to Stock Purchase Plan		-	Ū		Ū	Ū	Ū	_
		No Stated Reason	3	0	0	0	0	0	3
	Bonus								
		Excessive bonus	1	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Compensation		Lewis	Action	onoteu	,,,	IIIXCu	Total
		policy is not in best interests of							
		shareholders	1	0	0	0	0	0	1
		Not in					-		
		shareholders" best							
		interests	1	0	0	0	0	0	1
		No Stated Reason	8	0	0	0	0	0	8
		Grants made to							
		outsiders and/or							
		statutory auditors	1	0	0	0	0	0	1
	Bonus/162(m) Plan								
		No Stated Reason	1	0	0	0	0	0	1
	Bonuses for Retiring Directors (JP)								
		Not linked to							
		performance	1	0	0	0	0	0	1
	Capital Proposal to Implement Equity Compensation Plan								
		No Stated Reason	25	0	1	0	0	0	26
		Not in shareholders'' best							
		interests	1	0	0	0	0	0	1
		Short vesting period	1	0	0	0	0	0	1
		Poor overall							
		compensation							
		disclosure	2	0	0	0	0	0	2
		Not linked to							
		performance; Short							
		vesting period	1	0	0	0	0	0	1
		Poor overall							
		compensation disclosure; Poor							
		overall design	1	0	0	0	0	0	1
			1	0	0	v	v	v	-
	Directors' Fees								

Directors' Fees

Issue Code Category	ssue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	170	1	2	0	0	0	173
		Excessive compensation	5	0	0	0	0	0	5
		Excessive Bonus	1	0	0	0	0	0	1
		Insufficient information							
		provided	4	0	0	0	0	0	4
		Excessive bonus	2	0	0	0	0	0	2
		Non-executive participation linked	1	0	0	0	0	0	
		to performance Compensation policy is not in best interests of	1	0	0	0	0	0	1
		shareholders	1	0	0	0	0	0	1
C	Directors' Stock Option Plan	No Stated Reason	3	0	0	0	0	0	3
E	mployment Agreement								
		No Stated Reason	11	0	0	0	0	0	11
		Compensation policy is not in best interests of shareholders	2	0	0	0	0	0	2
		Compensation policy is not in best interests of shareholders; Concerning pay							
		practices	1	0	0	0	0	0	1
		Short vesting period; One-time bonus	1	0	0	0	0	0	1
	Misc. Proposal Regarding Compensation								

Issue Code Category Is	ssue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	37	0	2	0	0	0	39
		Not in shareholders" best interests	1	0	0	0	0	0	1
		Poor response to prior year dissent	1	0	0	0	0	0	1
		Poor response to prior year dissent; Poor overall design; Poor overall compensation							
		disclosure Poor response to	1	0	0	0	0	0	1
		shareholder dissent	1	0	0	0	0	0	1
	Ion-Executive Remuneration olicy (Forward-Looking)								
		No Stated Reason	104	0	15	0	0	0	119
		Excessive compensation	1	0	0	0	0	0	1
		Equity grant to major shareholder	1	0	0	0	0	0	1
		Insufficient justification	1	0	0	0	0	0	1
		NEDs may participate in executive plan	1	0	0	0	0	0	1
	emuneration Policy Forward-Looking)								
		Equity awards to controlling shareholder	1	0	0	0	0	0	1
		No Stated Reason	73	0	21	0	0	0	94
		Poor overall compensation disclosure; Poor compensation structure/performa							
		nce conditions	1	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No limits on LTI awards; STI metrics	1			0	0	0	
		not disclosed Introduction of	1	0	0	0	0	0	1
		Transaction Bonus	1	0	0	0	0	0	1
		Potential for excessive pay	1	0	0	0	0	0	1
		No individual payout limits under LTI	1	0	0	0	0	0	1
		Short performance period for LTIP; Poor response to prior year dissent	4	0	0	0	0	0	4
		Insufficient response to shareholder dissent	1	0	0	0	0	0	1
		Poor overall design; Pay-for- performance disconnect in light of COVID-19	1	0	0	0	0	0	1
		Poor overall design; Poor overall compensation disclosure; Equity awards to controlling shareholder	1	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design	1	0	0	0	0	0	1
		Compensation policy is not in best interests of shareholders	1	0	0	0	0	0	1
		NEDs may participate in executive plan	1	0	0	0	0	0	1
		Increase is excessive	1	0	0	0	0	0	1

lanua Cada Catagony	lasue Chart Tout	Dationala Dassan	With	Against Glass	Take No	Universe	NI / A	Mixed	Tata
ssue Code Category	Issue Short Text	Rationale Reason	Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Tota
		Poor overall							
		compensation							
		disclosure; Poor							
		overall design; Poor							
		response to							
		shareholder dissent	1	0	0	0	0	0	1
		Equity grant to							
		major shareholder;							
		Poor response to							
		shareholder dissent	1	0	0	0	0	0	:
		Poor overall							
		compensation							
		disclosure; Poor							
		overall design; Poor							
		response to prior							
		year dissent	1	0	0	0	0	0	
		Poor compensation							
		structure/performa							
		nce conditions; Poor							
		overall							
		compensation							
		disclosure; Poor							
		response to prior							
		year dissent	1	0	0	0	0	0	
		No variable pay	1	0	0	0	0	0	1
		Increase is	-	Ū	0	•	Ū	•	
		excessive; Poor							
		response to							
		shareholder dissent;							
		Poor overall design;							
		Poor overall							
		compensation							
		disclosure	1	0	0	0	0	0	
			T	0	0	0	U	0	
		Increase is							
		excessive; Poor							
		overall design; Poor							
		overall							
		compensation							
		disclosure; Poor							
		response to	<i>,</i>	•	~	0	0	0	
		shareholder dissent	1	0	0	0	0	0	1
	Remuneration Report								
	(Retrospective)								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	384	31	20	0	0	0	435
		In Australia, vote case-by-case.	2	0	0	0	0	0	2
		Equity awards to controlling shareholder; Poor overall design	1	0	0	0	0	0	1
		Upward discretion exercised	2	0	0	0	0	0	2
		Poor compensation structure/performa nce conditions	2	0	0	0	0	0	2
		Poor overall design	11	0	0	0	0	0	11
		Lacks long-term incentive plan	1	0	0	0	0	0	1
		Poorly justified adjustments relating to COVID-19	5	0	0	0	0	0	5
		Excessive compensation; Concerning pay practices	1	0	0	0	0	0	1
		CEO pay that is unreasonable compared with other members of the executive team, as it's more than twice the pay of the next most highly paid executive.	0	2	0	0	0	0	2
		Excessive LTI grants	1	0	0	0	0	0	1
		Short performance period for LTIP	4	0	0	0	0	0	4
		Pay and performance							
		disconnect	1	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Same Performance Metrics for LTI and STI; Removal of performance conditions	2	0	0	0	0	0	2
		Poor overall compensation disclosure	2	0	0	0	0	0	2
		NEDs may participate in executive plan	2	0	0	0	0	0	2
		Lowered STI performance targets; Awarded discretionary STI increase	1	0	0	0	0	0	1
		Increase is excessive	1	0	0	0	0	0	1
		Insufficient response to shareholder dissent; Unchallenging performance targets	1	0	0	0	0	0	1
		Insufficient response to shareholder dissent; Pay and performance disconnect	1	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design; Equity awards to controlling shareholder	1	0	0	0	0	0	1
		Excessive compensation; Poor overall design; Poor overall compensation disclosure	1	0	0	0	0	0	1
		aisciosure	1	0	0	0	0	0	

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Equity award to major shareholder; Poorly justified adjustments relating to COVID-19	1	0	0	0	0	0	1
		Insufficient response to shareholder dissent	1	0	0	0	0	0	1
		No performance targets; Short vesting period; Poor response to shareholder dissent	1	0	0	0	0	0	1
		Discretionary performance assessment	1	0	0	0	0	0	1
		Pay-for- performance disconnect in light of COVID-19	1	0	0	0	0	0	1
		Concerning pay practices	1	0	0	0	0	0	1
		Poor overall design; Poor overall compensation disclosure; Poor response to shareholder dissent	3	0	0	0	0	0	3
		Equity grant to major shareholder; Poor response to shareholder dissent; Increase is excessive	1	0	0	0	0	0	1
		Poor overall design; Poor response to prior year dissent	1	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Insufficient response to shareholder dissent; Poor compensation							
		structure/performa nce conditions; Poor overall compensation							
		disclosure	1	0	0	0	0	0	1
		Excessive discretionary	_					2	
		awards	1	0	0	0	0	0	1
		No variable pay	1	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design; Increase is excessive; Poor response to shareholder dissent	1	0	0	0	0	0	1
		Poor overall compensation disclosure; Poor overall design; Poor response to shareholder dissent	1	0	0	0	0	0	1
		Poor response to shareholder dissent; Poor overall design; Poor overall compensation disclosure	1	0	0	0	0	0	1
		Poor response to shareholder dissent; Poor overall compensation disclosure; Poor overall design	2	0	0	0	0	0	2
		overall design	2	0	0	0	0	0	

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Poor overall compensation disclosure; Lacks long-term incentive plan	1	0	0	0	0	0	1
	Say When on Pay								
		An annual advisory vote on executive compensation is in the best interests of shareholders	2	0	0	0	0	0	2
		No Stated Reason	12	0	0	0	0	0	12
	Statutory Auditors' Fees								
		No Stated Reason	8	0	0	0	0	0	8
		Excessive compensation	1	0	0	0	0	0	1
	Stock Option Grants								
		No Stated Reason	283	32	0	0	0	0	315
		In Australia, vote case-by-case.	1	1	0	0	0	0	2
		CEO pay that is unreasonable compared with other members of the executive team, as it's more than twice the pay of the next most highly paid executive.	0	2	0	0	0	0	2
		Plan is not in best interests of shareholders	1	0	0	0	0	0	1
		sidienolueis	1	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass	Take No Action	Unvoted	N/A	Mixed	Total
issue coue category	issue Short Text	Change of control	GIASS LEWIS	Lewis	Action	Onvoted	N/A	WIXEd	Total
		provision; Excessive							
		range of participants	1	0	0	0	0	0	1
		Pay and	I	0	0	0	0	0	1
		performance							
		disconnect; Equity							
		grant to major							_
		shareholder	1	0	0	0	0	0	1
	Stock Option Plan								
		No Stated Reason	74	0	0	0	0	0	74
		Excessive range of							
		participants	1	0	0	0	0	0	1
		Poor overall design	2	0	0	0	0	0	2
		Discount exceeds							
		reasonable limits; Potential conflict of							
		interests	1	0	0	0	0	0	1
		Discount exceeds							
		reasonable limits	2	0	0	0	0	0	2
		Change of control							
		provision	1	0	0	0	0	0	1
		Non-executive							
		participation linked to performance	1	0	0	0	0	0	1
		Potential for	-	0		Ŭ		0	
		excessive grants	1	0	0	0	0	0	1
		Poor overall design;							
		Pay-for-							
		performance disconnect in light							
		of COVID-19	1	0	0	0	0	0	1
		Not in							
		shareholders" best							
		interests	2	0	0	0	0	0	2
	Stock Purchase Plan								
		No Stated Reason	46	0	0	0	0	0	46

			With	Against Glass	Take No		N 1/A		T
Issue Code Category	Issue Short Text	Rationale Reason	Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Total
		Potential dilution							
		exceeds recommended							
		threshold	1	0	0	0	0	0	1
		theshold	1	0	0	0	0	0	-
	Supervisory Board/ Corp Assembly Fees								
	Assembly rees								
		No Stated Reason	14	0	1	0	0	0	15
		Insufficient							
		information							
		provided	1	0	0	0	0	0	1
		Increase is excessive	1	0	0	0	0	0	1
		Insufficient							
		justification	1	0	0	0	0	0	1
		Non-executive							
		participation linked							
		to performance;							
		Poor response to							
		shareholder dissent	1	0	0	0	0	0	1
	Trust Type Equity Plans (JP)								
		No Stated Reason	3	0	0	0	0	0	3
M&A			136	0	1	0	0	0	137
	Divestiture/Spin-off								
		No Stated Reason	20	0	0	0	0	0	20
		Insufficient							
		information							
		provided	1	0	0	0	0	0	1
	Intra-company								
	Contracts/Control Agreeme	ents							
		No Stated Reason	57	0	0	0	0	0	57
		Insufficient							
		information							
		provided	1	0	0	0	0	0	1
	Merger by Absorption between Parent and Subsid								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
				Lewis	Action				
		No Stated Reason	12	0	1	0	0	0	13
		Insufficient information							
		provided	2	0	0	0	0	0	2
	Merger/Acquisition								
		No Stated Reason	32	0	0	0	0	0	32
		Insufficient							
		information provided	1	0	0	0	0	0	1
		Excessive value of			Ū	0	0	0	
		merger							
		consideration	1	0	0	0	0	0	1
	Misc. Proposal Regarding Restructuring								
		No Stated Reason	1	0	0	0	0	0	1
	Restructuring/Capitalization								
		No Stated Reason	8	0	0	0	0	0	8
Meeting Administration			196	0	28	0	0	0	224
	Appointment of Independent Proxy (Switzerland)								
		No Stated Reason	1	0	14	0	0	0	15
	Authorization of Legal Formalities								
		No Stated Reason	78	0	0	0	0	0	78
		Not in shareholders'' best interests	2	0	0	0	0	0	2
		Insufficient	2	U	U	U	U	U	2
		information							
		provided	4	0	0	0	0	0	4
	Right to Adjourn Meeting								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	7	0	0	0	0	0	7
	Routine Meeting Item								
		No Stated Reason	99	0	9	0	0	0	108
	Transact Other Business								
		No Stated Reason	0	0	5	0	0	0	5
		Granting unfettered discretion is unwise	5	0	0	0	0	0	5
Other			204	24	1	0	15	0	244
	Approval of Political Donatic	on							
		Generally vote Against proposals to approve political							
		donations.	0	22	0	0	0	0	22
		No Stated Reason	1	0	0	0	0	0	1
	Approve Technical Vote Requirements								
		No Stated Reason	46	0	0	0	0	0	46
		Not in shareholders'' best interests	11	0	0	0	0	0	11
		Allocate votes proportionally among all directors	21	0	0	0	0	0	21
		Potential unknown nominees w/o shareholder approval	3	0	0	0	0	0	3
		Affiliate/Insider on a committee; Board is not sufficiently independent	1	0	0	0	0	0	1
		Affiliate/Insider on a committee	2	0	0	0	0	0	2

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Not in shareholders' best interests	2	0	0	0	0	0	2
		Alternate nominees in the best interests of shareholders	3	0	0	0	0	0	3
		Serves on too many boards	2	0	0	0	0	0	2
	Authorization of Charitable Donations								
		No Stated Reason	7	0	0	0	0	0	7
		Insufficient information provided	2	0	0	0	0	0	2
	Bondholder/Bankruptcy Proposal								
		No Stated Reason	0	0	0	0	14	0	14
	Declaration of Material Interest								
		No Stated Reason	0	0	0	0	1	0	1
	Management Proposal Regarding ESG Issues								
		No Stated Reason	5	1	1	0	0	0	7

			With	Against Glass	Take No				_
sue Code Category	Issue Short Text	Rationale Reason	Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Tot
		The Transition Plan							
		does have many							
		positive elements							
		and is a step							
		forward. However,							
		we don't believe							
		their plans go far							
		enough to meet the							
		Paris climate target							
		initiatives. Targets							
		over the next ten							
		critical years do not							
		meet what the							
		science is telling us							
		is needed. We are							
		also sceptical on the							
		use of offsets to							
		meet zero carbon							
		targets, particularly							
		where used in large							
		quantities.	0	1	0	0	0	0	
	Misc. Management Proposal								
		No Stated Reason	64	0	0	0	0	0	
		Not in							
		shareholders" best							
		interests	2	0	0	0	0	0	
		Insufficient							
		information							
		provided	5	0	0	0	0	0	
		provided	5	0	0	0	0	0	
	Renew Proportional Takeover Provisions								
		No Stated Reason	27	0	0	0	0	0	
			27	0	0	0	0	0	
HP: Compensation			12	11	0	0	0	0	
	SHP Recoupment of Unearned Bonuses (Clawback)								
		No Stated Reason	1	1	0	0	0	0	
	SHP Regarding Golden Parachutes								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		No Stated Reason	1	0	0	0	0	0	1
	SHP Regarding Linking Executive Pay to Social Criteria								
		Favor linking executive compensation to social criteria.	1	2	0	0	0	0	3
	SHP Regarding Misc. Compensation								
	SHP regarding Misc. Compensation								
		No Stated Reason	4	0	0	0	0	0	4
		Adoption of a bonus deferral policy represents best practice and helps							
		to mitigate risks	2	0	0	0	0	0	2
		No Stated Reason	2	0	0	0	0	0	2
	SHP Regarding Race and/or Gender Pay Equity Report								
		No Stated Reason	1	3	0	0	0	0	4
	SHP Regarding Report on Ratio Between CEO and Emplo								
		No Stated Reason	0	5	0	0	0	0	5
SHP: Environment			17	27	6	0	0	0	50
	SHP Regarding Climate Lobbying								

	lance Chart Taut	Detterrale Deserve	With	Against Glass	Take No	11	NI / A	N Alizzad	T
Issue Code Category	Issue Short Text	Rationale Reason	Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Tota
		We believe that							
		companies who							
		position themselves							
		as 'climate-aware'							
		should avoid							
		industry							
		associations and							
		lobby groups whose policies are							
		inconsistent with							
		the Paris climate							
		change agreement.	1	0	0	0	0	0	:
		change agreement.	I	0	0	0	0	U	•
		No Stated Reason	1	0	0	0	0	0	:
		Additional reporting							
		would provide							
		shareholders with							
		assurance that							
		Company funds							
		were being spent in							
		a manner that							
		furthered its stated							
		objectives.	1	0	0	0	0	0	1
	SHP Regarding Environmental Report								
		No Stated Reason	1	2	0	0	0	0	3
	SHP Regarding Formation of Environmental/Social Commit								
		Favor the							
		establishment of a							
		board							
		environmental							
		committee	0	1	0	0	0	0	:
	SHP Regarding Misc.								
	Energy/Environmental Issues								
		Favor increased							
		environmental							
		reporting/responsib							
		ility.	0	5	0	0	0	0	5
		No Stated Reason	0	1	0	0	0	0	1
	SHP Regarding Misc.								
	Environmental Issue								

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Shareholders are	Clubs Lewis	Lewis	Action				
		likely to benefit							
		from a regular							
		review and							
		additional							
		disclosure on how							
		the company's							
		capital expenditure							
		and operations are							
		managed in a							
		manner consistent							
		with the climate							
		goals of the Paris							
		Agreement.	1	0	0	0	0	0	1
		No Stated Reason	0	1	4	0	0	0	5
	SHP Regarding Report on								
	Antibiotics in Animal Agricultu								
		Favor report on animal antibiotics.	0	1	0	0	0	0	1
	SHP Regarding Report/Action on Climate Change								
		Favor increased							
		environmental							
		reporting/responsib							
		ility.	5	1	0	0	0	0	6
		No Stated Reason	4	8	0	0	0	0	12
		Shareholders are							
		likely to benefit							
		from a regular							
		review and							
		additional							
		disclosure on how							
		the company's							
		capital expenditure							
		and operations are							
		managed in a							
		manner consistent							
		with the climate							
		goals of the Paris							
		Agreement.	1	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
		Shareholders are likely to benefit from a regular review and additional disclosure on how the company's capital expenditure and operations are managed in a manner consistent with the climate goals of the Paris Agreement.	0	1	0	0	0	0	1
		The adoption of targets to reduce the company's exposure to fossil fuels is warranted. Adoption of reduction targets aimed to limit the company's exposure to fossil fuels would enable shareholders to better understand how the company is managing climate change related-risks and assess the effectiveness of the company's related efforts.	0	1	0	0	0	0	1
		Audited climate reporting could provide actionable information for shareholders.	1	0	0	0	0	0	1
	SHP Regarding Reporting and Reducing Greenhouse Gas En								

ssue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Tota
ssue coue category	issue short rext		Glass Lewis	Lewis	Action	Unvoleu	N/A	IVIIXEU	TOLd
		We will push for companies to							
		provide							
		independent							
		evidence of action taken to progress							
		towards the Paris							
		climate change							
		agreement							
		emissions reduction							
		target.	1	0	0	0	0	0	
			1	0	U	0	0	U	
		Favor increased							
		environmental							
		reporting/responsib							
		ility.	0	5	0	0	0	0	Į
		No Stated Reason	0	0	1	0	0	0	1
	SHP Regarding Sustainability								
	or Environmental Reports								
		No Stated Reason	0	0	1	0	0	0	1
SHP: Governance			137	25	6	0	0	0	168
	SHP Regarding Additional or								
	Amended Shareholder Propos								
		No Stated Reason	0	0	3	0	0	0	3
		Granting unfettered							
		discretion is unwise	2	0	0	0	0	0	2
	SHP Regarding Board								
	Composition								
		No Stated Reason	6	1	0	0	0	0	7
	SHP Regarding Election of		.	-		•	•	•	
	Board Member(s) During a Co								
		Adds relevant oil							
		and gas experience	1	0	0	0	0	0	1
		Election of partial							
		Dissident slate sufficient	2	0	0	0	0	0	2

			With	Against Glass	Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Total
		Adds relevant							
		regulatory,							
		technological and							
		energy experience	1	0	0	0	0	0	1
		No Stated Reason	8	0	0	0	0	0	8
	SHP Regarding Election of Dissident Board Member(s)								
		No Stated Reason	4	2	0	0	0	0	6
	SHP Regarding Election of								
	Dissident Supervisory Board	М							
		Insufficient							
		information							
		provided	1	0	0	0	0	0	1
	SHP Regarding Eliminating Supermajority Provisions								
		Supermajority vote							
		requirements can							
		impede							
		shareholders"							
		ability to approve							
		ballot items that are in their interests	г	0	0	0	0	0	-
			5	0	0	0	0	U	5
		Supermajority vote							
		requirements can							
		act as impediments to takeover							
		proposals and							
		impede							
		shareholders"							
		ability to approve							
		ballot items that are							
		in their interests	3	0	0	0	0	0	3
	SHP Regarding Facilitation of Shareholder Proposals	F							
		No Stated Reason	0	11	0	0	0	0	11
	SHP Regarding Improving in Disclosure								
		Favor improved							
		disclosure around							
		shareholder rights.	1	0	0	0	0	0	1

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
	SHP Regarding Increase in Dividend/Redistribution of Pro	0							
		No Stated Reason	3	0	0	0	0	0	3
	SHP Regarding Independent Board Chairman/Seperation o								
		An independent chair is better able to oversee the executives of a company and set a pro-shareholder agenda	19	0	0	0	0	0	19
		No Stated Reason An independent chair is better able to oversee the executives of a company and set a pro-shareholder	4	0	0	0	0	0	4
		agenda	1	0	0	0	0	0	1
	SHP Regarding Misc. Board Issue								
		No Stated Reason	3	0	0	0	0	0	3
	SHP Regarding Misc. Board/Shareholder Rights Issu	J							
		No Stated Reason	1	0	0	0	0	0	1
	SHP Regarding Misc. Capital Issue								
		No Stated Reason	1	0	0	0	0	0	1
	SHP Regarding Misc. Governance Issue								
		No Stated Reason	1	0	0	0	0	0	1
	SHP Regarding Misc. Issue								
		No Stated Reason	4	0	0	0	0	0	4

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
issue coue category		Not in	Glass Lewis	Lewis	Action	onvoteu	174	IIIACU	Total
		shareholders" best							
		interests	1	0	0	0	0	0	1
	SHP Regarding Misc. Meeting/Voting Issue								
		In the best interests of shareholders	2	0	0	0	0	0	2
	SHP Regarding Misc. Restructuring Issue								
		No Stated Reason	0	0	2	0	0	0	2
	SHP Regarding Recapitalization								
		Allowing one vote per share generally operates as a safeguard for common							
		shareholders	3	0	0	0	0	0	3
	SHP Regarding Reincorporation								
		No Stated Reason	12	0	0	0	0	0	12
	SHP Regarding Removal of Director(s)								
		No Stated Reason	1	0	0	0	0	0	1
	SHP Regarding Right to Act by Written Consent								
		The Company"s 25% ownership threshold is too high to provide shareholders with a meaningful right to action by written consent	1	0	0	0	0	0	1
			1	0	0	0	0	0	-
		No Stated Reason	14	0	0	0	0	0	14
		Management- proposed 25% ownership							
		threshold is too high	1	0	0	0	0	0	1

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Issue Code Category	Issue Short Text	Rationale Reason	Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Total
		Shareholder action by written consent							
		enables							
		shareholders to take							
		action on important							
		issues that arise							
		between annual							
		meetings	11	0	0	0	0	0	11
		The Company''s 20%							
		ownership							
		threshold is too high							
		to provide shareholders with a							
		meaningful right to							
		action by written							
		consent	1	0	0	0	0	0	1
	SHP Regarding Right to Call a								
	Special Meeting								
		A 20% special							
		meeting right is							
		preferable to a 25%							
		right	1	0	0	0	0	0	1
		A 10% threshold for							
		calling a special							
		meeting is appropriate	8	0	0	0	0	0	8
			0	0	0	0	0	0	0
		A 15% threshold for calling a special							
		meeting is							
		appropriate	3	0	0	0	0	0	3
		No Stated Reason	3	0	0	0	0	0	3
		Not in the best							
		interests of							
		shareholders	1	0	0	0	0	0	1
	CUD De seudio e Coleciel Acult								
	SHP Regarding Special Audit								
		No Stated Reason	0	0	1	0	0	0	1
	SHP Regarding Trained,								
	Qualified Directors on Environ								
		No Stated Reason	2	1	0	0	0	0	3
			2	±	0	0	0	0	J

Issue Code Category	Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Tota
issue coue category	SHP Shareholder Access to the		Glass Lewis	Lewis	Action	Unvoted	N/A	IVIIAEd	Tota
	Nomination Process (Proxy Ac								
		No Stated Reason	1	10	0	0	0	0	11
SHP: Misc			1	0	0	0	0	0	1
			1	0	0	U	0	U	_
	SHP: Misc. Issues								
		No Stated Reason	1	0	0	0	0	0	1
SHP: Social			46	32	1	0	0	0	79
Shr. Social	SHP Regarding Drug		40	52	1	0	U	U	73
	Pricing/Distribution								
		Favor							
		reporting/improving drug							
		pricing/distribution.	0	3	0	0	0	0	3
	SHP Regarding Independent Verification of Contractors' Cc)							
		Favor improved							
		labor							
		reporting/monitorin							
		g.	0	1	0	0	0	0	1
	SHP Regarding Limiting or								
	Ending Political Spending								
		No Stated Reason	0	2	0	0	0	0	2
	SHP Regarding Misc. Human Capital Management								
		Disclosure will help							
		shareholders assess							
		the Company"s							
		response and							
		handling of							
		mandatory							
		arbitration in	-	-	~	•	~	~	-
		employee disputes	1	0	0	0	0	0	1

			With	Against Glass	Take No				
Issue Code Category	Issue Short Text	Rationale Reason	Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Total
		Production of							
		requested report							
		would give							
		shareholders critical							
		information							
		concerning the							
		Company"s							
		management of							
		diversity-related		0	0	0	0	0	
		issues	1	0	0	0	0	0	1
		Enhanced disclosure							
		would allow							
		shareholders a							
		better							
		understanding of							
		how the issue of							
		diversity was being							
		managed	1	0	0	0	0	0	1
		Additional reporting							
		on diversity and							
		inclusion is							
		necessary for							
		shareholders to							
		understand how the							
		Company is							
		managing this issue	1	0	0	0	0	0	1
		Employees and							
		shareholders would							
		benefit from an							
		independent							
		investigation into							
		harassment	1	0	0	0	0	0	1
		No Stated Reason	3	0	0	0	0	0	3
		Additional							
		disclosure will allow							
		shareholders to							
		better assess the							
		risks faced by the							
		Company on							
		account of its use of							
		mandatory							
		arbitration	1	0	0	0	0	0	1

Issue Code Category	locus Short Toyt	Rationale Reason	With	Against Glass	Take No	Unvoted	N/A	Mixed	Total
Issue Code Category	Issue Short Text		Glass Lewis	Lewis	Action	Unvoted	N/A	Mixed	Total
		Additional disclosure would							
		benefit							
		shareholders by							
		allowing them to							
		gain more insight as							
		to how the							
		Company							
		approaches issues							
		of management-							
		level diversity	1	0	0	0	0	0	1
		Enhanced disclosure							
		would allow							
		shareholders a							
		better							
		understanding of how the issue of							
		diversity was being							
		managed and							
		overseen	3	0	0	0	0	0	3
	SHP Regarding Misc. Labor								
	Issues/Policies								
		Favor improved							
		labor							
		reporting/monitorin							
		g.	0	1	0	0	0	0	1
	SHP Regarding Misc. Nuclear								
	Issue								
		No Stated Reason	0	0	1	0	0	0	1
	SHP Regarding Misc. Social					-	-	-	
	Issue								
		No Stated Reason	12	14	0	0	0	0	26
		Additional							
		disclosure is							
		reasonable in light							
		of the Company"s							
		unique							
		circumstances	1	0	0	0	0	0	1
		Shareholder							
		proposal is anti-							
		social.	1	0	0	0	0	0	1

Issue Short Text	Rationale Reason	With Glass Lewis	Against Glass Lewis	Take No Action	Unvoted	N/A	Mixed	Total
SHP Regarding Report on EEO								
	Favor improved labor reporting/monitorin							
	g.	2	0	0	0	0	0	2
SHP Regarding Reporting on Company's Compliance with I								
	No Stated Reason	0	1	0	0	0	0	1
	Favor improved human/political rights policies/disclosure.	4	0	0	0	0	0	4
SHP Regarding Reviewing Charitable Spending								
	Shareholder proposal is anti-	1	0	0	0	0	0	1
SHP Regarding Reviewing Political Spending or Lobbying		1	0	0	0	0	0	1
	Favor review/limit political spending.	11	9	0	0	0	0	20
	No Stated Reason	0	1	0	0	0	0	1
	Increased disclosure would allow shareholders to more fully assess risks presented by the Company's indirect lobbying activities	1	0	0	0	0	0	1
	SHP Regarding Report on EEO SHP Regarding Reporting on Company's Compliance with I SHP Regarding Reviewing Charitable Spending SHP Regarding Reviewing	SHP Regarding Report on EEO Favor improved labor reporting/monitorin g. SHP Regarding Reporting on Company's Compliance with I No Stated Reason Favor improved human/political rights policies/disclosure. Favor improved human/political rights policies/disclosure. SHP Regarding Reviewing Charitable Spending Shareholder proposal is antisocial. SHP Regarding Reviewing Political Spending or Lobbying Favor review/limit political spending. No Stated Reason Increased disclosure would allow shareholders to more fully assess risks presented by the Company's	Issue Short TextRationale ReasonGlass LewisSHP Regarding Report on EEOFavor improved labor reporting/monitorin g.2SHP Regarding Reporting on Company's Compliance with INo Stated Reason0Favor improved human/political rights policies/disclosure.0SHP Regarding Reviewing Charitable SpendingFavor improved human/political rights policies/disclosure.4SHP Regarding Reviewing Charitable SpendingShareholder proposal is anti- social.1SHP Regarding Reviewing Political Spending or LobbyingFavor review/limit political spending.11SHP Regarding Reviewing Political Spending or LobbyingNo Stated Reason0Increased disclosure would allow shareholders to more fully assess risks presented by the Company's1	Issue Short TextRationale ReasonGlass LewisLewisSHP Regarding Report on EEOFavor improved labor reporting/monitorin g.20SHP Regarding Reporting on Company's Compliance with INo Stated Reason01Favor improved human/political rights policies/disclosure.01SHP Regarding Reviewing Charitable SpendingFavor improved human/political rights social.01SHP Regarding Reviewing Charitable SpendingShareholder proposal is anti- social.10SHP Regarding Reviewing Political Spending or LobbyingFavor review/limit political spending.119No Stated Reason0119Increased disclosure would allow shareholders to more fully assess risks presented by the Company's01	Issue Short TextRationale ReasonGlass LewisLewisActionSHP Regarding Report on EEOFavor improved labor reporting/monitorin g.200SHP Regarding Reporting on Company's Compliance with INo Stated Reason010Favor improved human/political rights policies/disclosure.400SHP Regarding Reviewing Charitable SpendingShareholder proposal is anti- social.400SHP Regarding Reviewing Political Spending or LobbyingShareholder proposal is anti- social.100SHP Regarding Reviewing Political Spending or LobbyingFavor review/limit political spending.100SHP Regarding Reviewing roposal is anti- social.1000SHP Regarding Reviewing roposal is anti- social.100SHP Regarding Revi	Issue Short TextRationale ReasonGlass LewisLewisActionUnvotedSHP Regarding Report on EEOFavor improved labor reporting/monitorin g.2000SHP Regarding Reporting on Company's Compliance with I20000SHP Regarding Reporting on Company's Compliance with INo Stated Reason0100Favor improved human/political rights policies/disclosure.01000SHP Regarding Reviewing Charitable SpendingShareholder proposal is anti- social.10000SHP Regarding Reviewing Political SpendingShareholder proposal is anti- social.10000SHP Regarding Reviewing Political Spending119000SHP Regarding Reviewing Political Spending119000SHP Regarding Reviewing Political Spending or Lobbying119000Increased disclosure would allow shareholders to more fully assess risks presented by the Company's10111	Issue Short TextRationale ReasonGlass LewisLewisActionUnvotedN/ASHP Regarding Report on EEOFavor improved labor reporting/monitorin g.20000SHP Regarding Reporting on Company's Compliance with IRation Reason01000SHP Regarding Reporting on Company's Compliance with INo Stated Reason01000Favor improved human/political rights policies/disclosure.400000SHP Regarding Reviewing Charitable SpendingShareholder proposal is anti- social.100000SHP Regarding Reviewing Political Spending or LobbyingFavor review/limit political spending119000SHP Regarding Reviewing reporting Reviewing Political Spending or LobbyingFavor review/limit political spending10000Increased disclosure would allow shareholders to more fully assess risks presented by the Company's10000	Issue Short TextRationale ReasonGlass LewisLewisActionUnvotedN/AMixedSHP Regarding Report on EEOFavor improved labor reporting/monitorin g.2000