

# Voting August 2023

REPORTING PERIOD: 01/08/2023 to 31/08/2023

## Voting Statistics

	Total	Percent
Votable Meetings	30	
Meetings Voted	30	100.00%
Meetings with One or More Votes Against Management	14	46.67%
Votable Ballots	85	
Ballots Voted	85	100.00%

Note: A meeting is votable when one or more ballots are eligible to vote at the meeting, and differences in votable meetings and ballots occurs when multiple ballots are available to vote for the same meeting.

	Management Proposals		Shareholder Proposals		All Proposals	
	Total	Percent	Total	Percent	Total	Percent
Votable Proposals	298		1		299	
Proposals Voted	298	100.00%	1	100.00%	299	100.00%
FOR Votes	275	92.28%	0	0.00%	275	91.97%
AGAINST Votes	19	6.38%	1	100.00%	20	6.69%
ABSTAIN Votes	0	0.00%	0	0.00%	0	0.00%
WITHHOLD Votes	1	0.34%	0	0.00%	1	0.33%
Votes WITH Management	278	93.29%	1	100.00%	279	93.31%
Votes AGAINST Management	20	6.71%	0	0.00%	20	6.69%

Note: Where management does not make a vote recommendation, these votes are not included in either votes WITH or AGAINST Management. In cases where different votes are submitted across different accounts for a given meeting, votes cast are distinctly counted hence total votes submitted may be higher than unique proposals voted.

## Telekom Austria AG

Meeting Date: 01/08/2023

Country: Austria

Meeting Type: Extraordinary Shareholders

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Spin-off of AT Towers Business Unit to A1 Towers Holding GmbH; Approve Spin-off of shares in A1 Towers Holding GmbH to form EuroTeleSites AG	For	For

## Capri Holdings Limited

Meeting Date: 02/08/2023

Country: Virgin Isl (UK)

Meeting Type: Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director John D. Idol	For	For
1b	Elect Director Robin Freestone	For	For

## Capri Holdings Limited

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1c	Elect Director Mahesh Madhavan	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

## Eagle Materials Inc.

Meeting Date: 03/08/2023

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Margot L. Carter	For	For
1b	Elect Director Michael R. Nicolais	For	For
1c	Elect Director Mary P. Ricciardello	For	For
1d	Elect Director Richard R. Stewart	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
<i>Blended Rationale: A vote against is warranted because payments in the event of change of control are excessive: - Single-trigger equity vesting acceleration. Equity award arrangements provide for automatic accelerated vesting upon a change-in-control. Such single-trigger vesting may result in an economic windfall to the executive without an accompanying termination of employment. A vote against is warranted because the performance period is less than 3 years: - The performance period is one year. It is subject to additional time-vesting of one-fourth per year.</i>			
3	Advisory Vote on Say on Pay Frequency	None	One Year
<i>Blended Rationale: An advisory vote on "Say on Pay" should be put to shareholders on an annual basis.</i>			
4	Approve Omnibus Stock Plan	For	Against
<i>Blended Rationale: A vote against is warranted because payments in the event of change of control are excessive: - Unvested time-based equity awards would accelerate if not assumed; performance awards would be settled at target.</i>			
5	Ratify Ernst & Young LLP as Auditors	For	For

## Future Plc

Meeting Date: 03/08/2023

Country: United Kingdom

Meeting Type: Special

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

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Re-elect Henrietta Baldock as Director	For	For
2	Re-elect Zarina Bassa as Director	For	For
3	Re-elect Philip Hourquebie as Director	For	For
4	Re-elect Stephen Koseff as Director	For	For
5	Re-elect Nicola Newton-King as Director	For	For
6	Re-elect Jasandra Nyker as Director	For	For
7	Re-elect Vanessa Olver as Director	For	For
8	Re-elect Nishlan Samujh as Director	For	For
9	Re-elect Philisiwe Sibiya as Director	For	For
10	Re-elect Brian Stevenson as Director	For	For
11	Re-elect Fani Titi as Director	For	For
12	Approve Remuneration Report including Implementation Report	For	For
13	Approve Remuneration Policy	For	For
14	Authorise Ratification of Approved Resolutions	For	For
16	Sanction the Interim Dividend on the Ordinary Shares	For	For
17	Sanction the Interim Dividend on the Dividend Access (South African Resident) Redeemable Preference Share	For	For
18	Approve Final Dividend on the Ordinary Shares and the Dividend Access (South African Resident) Redeemable Preference Share	For	For
19	Reappoint Ernst & Young Inc as Joint Auditors	For	For
20	Reappoint PricewaterhouseCoopers Inc as Joint Auditors	For	For
21	Appoint Deloitte LLP as Joint Auditors in a Shadow Capacity	For	For
22	Place Unissued Variable Rate, Redeemable, Cumulative Preference Shares, Unissued Perpetual Preference Shares, Unissued Non-Redeemable Programme Preference Shares, and Unissued Redeemable Programme Preference Shares Under Control of Directors	For	For

# Investec Plc

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
23	Place Unissued Special Convertible Redeemable Preference Shares Under Control of Directors	For	For
24	Authorise Market Purchase of Ordinary Shares	For	For
25	Authorise Repurchase of Any Redeemable, Non-Participating Preference Shares and Non-Redeemable, Non-Cumulative, Non-Participating Preference Shares	For	For
26	Approve Financial Assistance to Subsidiaries and Directors	For	For
27	Approve Non-executive Directors' Remuneration	For	For
28	Accept Financial Statements and Statutory Reports	For	For
29	Sanction the Interim Dividend on the Ordinary Shares	For	For
30	Approve Final Dividend on the Ordinary Shares	For	For
31	Reappoint Ernst & Young LLP as Auditors	For	For
32	Appoint Deloitte LLP as Auditors in a Shadow Capacity	For	For
33	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
34	Authorise UK Political Donations and Expenditure	For	For
35	Authorise Issue of Equity	For	For
36	Authorise Market Purchase of Ordinary Shares	For	For
37	Authorise Market Purchase of Preference Shares	For	For

# Ralph Lauren Corporation

**Meeting Date:** 03/08/2023

**Country:** USA

**Meeting Type:** Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Linda Findley	For	For
1.2	Elect Director Michael A. George	For	For
1.3	Elect Director Hubert Joly	For	For
1.4	Elect Director Darren Walker	For	Withhold

*Blended Rationale: A vote withhold is warranted due to concerns over poor corporate governance practices.- For maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision.*

## Ralph Lauren Corporation

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
<i>Blended Rationale: A vote against is warranted because severance payment is excessive.- The company has legacy arrangements with one or more executives that provide for a severance amount that exceeds three-times the sum of an executive's base salary and target bonus (the upper parameter of reasonable amounts under current market norms). Given that the problematic provision is contained in an existing arrangement that was not modified in the last fiscal year, this remains a legacy concern.</i>			
4	Advisory Vote on Say on Pay Frequency	One Year	One Year
<i>Blended Rationale: An advisory vote on "Say on Pay" should be put to shareholders on an annual basis.</i>			

## Banco do Brasil SA

**Meeting Date:** 04/08/2023

**Country:** Brazil

**Meeting Type:** Extraordinary Shareholders

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Paulo Roberto Simao Bijos as Director (Appointed by Uniao)	For	For
2	Elect Dario Carnevalli Durigan as Director (Appointed by Uniao)	For	For
3.1	Elect Bernard Appy as Fiscal Council Member and Manoel Nazareno Procopio de Moura Junior as Alternate (Appointed by Uniao)	For	For
3.2	Elect Tatiana Rosito as Fiscal Council Member and Ivan Tiago Machado Oliveira as Alternate (Appointed by Uniao)	For	For

## Telecom Plus Plc

**Meeting Date:** 04/08/2023

**Country:** United Kingdom

**Meeting Type:** Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Remuneration Policy	For	Against
<i>Blended Rationale: A vote against is warranted because the performance period is less than 3 years:Award outcomes will be determined by reference to a one-year performance period.We were not satisfied with the performance underpins.</i>			

## Telecom Plus Plc

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Approve Incentive Plan	For	Against
	<i>Blended Rationale: A vote against is warranted because the performance period is less than 3 years; Under the TPIP which is a combined incentive plan, all awards will be subject to a one-year performance period. We were not satisfied with the performance underpins.</i>		
5	Approve Omnibus Plan	For	For
6	Approve Final Dividend	For	For
7	Re-elect Charles Wigoder as Director	For	For
8	Re-elect Andrew Lindsay as Director	For	For
9	Re-elect Stuart Burnett as Director	For	For
10	Re-elect Nicholas Schoenfeld as Director	For	For
11	Re-elect Beatrice Hollond as Director	For	For
12	Re-elect Andrew Blowers as Director	For	For
13	Re-elect Suzanne Williams as Director	For	For
14	Elect Carla Stent as Director	For	For
15	Reappoint KPMG LLP as Auditors	For	For
16	Authorise Board to Fix Remuneration of Auditors	For	For
17	Authorise Market Purchase of Ordinary Shares	For	For
18	Authorise Issue of Equity	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	For	For
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
21	Authorise UK Political Donations and Expenditure	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

## PICC Property and Casualty Company Limited

**Meeting Date:** 08/08/2023

**Country:** China

**Meeting Type:** Extraordinary Shareholders

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Wang Tingke as Director	For	For

# PICC Property and Casualty Company Limited

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Elect Yu Ze as Director	For	Against
<i>Blended Rationale: A vote against is warranted as the nominee serves as the Company's CEO and Chair and no suitable explanation has been given. A lead/senior independent director should also be appointed.</i>			
3	Elect Jiang Caishi as Director	For	For
4	Elect Zhang Daoming as Director	For	For
5	Elect Hu Wei as Director	For	For
6	Elect Li Tao as Director	For	Against
<i>Blended Rationale: A vote against is warranted as the nominee is a non-independent NED and serves on the Audit Committee, which is not fully independent.</i>			
7	Elect Qu Xiaohui as Director	For	For
8	Elect Cheng Fengchao as Director	For	For
9	Elect Wei Chenyang as Director	For	For
10	Elect Li Weibin as Director	For	For
11	Elect Qu Xiaobo as Director	For	For
12	Elect Dong Qingxiu as Supervisor	For	For
13	Elect Wang Yadong as Supervisor	For	For
14	Elect Li Shuk Yin Edwin as Supervisor	For	For
15	Elect Carson Wen as Supervisor	For	For

# Tatton Asset Management Plc

**Meeting Date:** 09/08/2023

**Country:** United Kingdom

**Meeting Type:** Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Re-elect Roger Cornick as Director	For	For
4	Re-elect Paul Edwards as Director	For	For
5	Re-elect Paul Hogarth as Director	For	For
6	Re-elect Lothar Mentel as Director	For	For
7	Re-elect Christopher Poil as Director	For	For
8	Re-elect Lesley Watt as Director	For	For
9	Reappoint Deloitte LLP as Auditors and Authorise Their Remuneration	For	For
10	Approve Final Dividend	For	For



# Tatton Asset Management Plc

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Authorise Issue of Equity	For	For
12	Authorise UK Political Donations and Expenditure	For	For
13	Authorise Issue of Equity without Pre-emptive Rights	For	For
14	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
15	Authorise Market Purchase of Ordinary Shares	For	For

# ITC Limited

**Meeting Date:** 11/08/2023

**Country:** India

**Meeting Type:** Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Confirm Interim Dividend and Declare Final Dividend and Special Dividend	For	For
3	Reelect Sumant Bhargavan as Director	For	For
4	Reelect Mukesh Gupta as Director	For	For
5	Approve Remuneration of S R B C & CO LLP, Chartered Accountants as Auditors	For	For
6	Elect Alka Marezban Bharucha as Director	For	For
7	Reelect Anand Nayak as Director	For	For
8	Reelect Ajit Kumar Seth as Director	For	For
9	Approve Appointment and Remuneration of Hemant Malik as Whole-Time Director	For	For
10	Approve Reappointment and Remuneration of Sanjiv Puri as Managing Director & Chairman	For	For
11	Approve Payment of Commission to Non-Executive Directors	For	For
12	Approve Material Related Party Transactions with British American Tobacco (GLP) Limited, United Kingdom	For	For
13	Approve Remuneration of ABK & Associates, Cost Accountants	For	For

## ITC Limited

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
14	Approve Remuneration of S. Mahadevan & Co., Cost Accountants	For	For

## Amara Raja Batteries Limited

Meeting Date: 12/08/2023

Country: India

Meeting Type: Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Standalone Financial Statements and Statutory Reports	For	For
2	Accept Consolidated Financial Statements and Statutory Reports	For	For
3	Confirm Interim Dividend and Declare Final Dividend	For	For
4	Reelect Vikramadithya Gourineni as Director	For	For
5	Approve Remuneration of Cost Auditors	For	For
6	Change Company Name	For	For
7	Amend Memorandum of Association and Articles of Association	For	For

## Qorvo, Inc.

Meeting Date: 15/08/2023

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Ralph G. Quinsey	For	For
1b	Elect Director Robert A. Bruggeworth	For	For
1c	Elect Director Judy Bruner	For	For
1d	Elect Director Jeffery R. Gardner	For	For
1e	Elect Director John R. Harding	For	For
1f	Elect Director David H. Y. Ho	For	For
1g	Elect Director Roderick D. Nelson	For	For
1h	Elect Director Walden C. Rhines	For	For
1i	Elect Director Susan L. Spradley	For	For

## Qorvo, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
<i>Blended Rationale: A vote against is warranted because the performance period is less than 3 years:- 1 year (FY23); 50 percent vests upon certification of achievement and 50 percent vests ratably over the following two years.</i>			
3	Ratify Ernst & Young LLP as Auditors	For	For

## Globaltrans Investment Plc

**Meeting Date:** 16/08/2023

**Country:** Cyprus

**Meeting Type:** Extraordinary Shareholders

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve the Company Redomiciliation to Abu Dhabi	For	For
2	Accept Interim Financial Statements	For	For
3	Authorize Board to Ratify and Execute Approved Resolutions	For	For

## NextEnergy Solar Fund Ltd

**Meeting Date:** 16/08/2023

**Country:** Guernsey

**Meeting Type:** Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Dividend Policy	For	For
4	Elect Helen Mahy as Director	For	For
5	Re-elect Patrick Firth as Director	For	For
6	Re-elect Vic Holmes as Director	For	For
7	Re-elect Jo Peacegood as Director	For	For
8	Re-elect Josephine Bush as Director	For	For
9	Ratify KPMG Channel Islands Limited as Auditors	For	For
10	Authorise Board to Fix Remuneration of Auditors	For	For
11	Authorise Board to Offer Scrip Dividend	For	For

## NextEnergy Solar Fund Ltd

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Authorise Issue of Equity without Pre-emptive Rights	For	For
13	Authorise Issue of Equity without Pre-emptive Rights (Additional Authority)	For	For
14	Authorise Market Purchase of Ordinary Shares	For	For

## Microchip Technology Incorporated

Meeting Date: 22/08/2023

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Matthew W. Chapman	For	For
1.2	Elect Director Karlton D. Johnson	For	For
1.3	Elect Director Wade F. Meyercord	For	For
1.4	Elect Director Ganesh Moorthy	For	For
1.5	Elect Director Robert A. Rango	For	For
1.6	Elect Director Karen M. Rapp	For	For
<i>Blended Rationale: An abstention is warranted as there is a lack of diversity on the board.</i>			
1.7	Elect Director Steve Sanghi	For	For
2	Amend Qualified Employee Stock Purchase Plan	For	For
3	Approve Nonqualified Employee Stock Purchase Plan	For	For
4	Ratify Ernst & Young LLP as Auditors	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
6	Advisory Vote on Say on Pay Frequency	One Year	One Year
<i>Blended Rationale: An advisory vote on "Say on Pay" should be put to shareholders on an annual basis.</i>			
7	Report on Due Diligence Efforts to Trace End-User Misuse of Company Products	Against	Against

## Eicher Motors Limited

Meeting Date: 23/08/2023

Country: India

Meeting Type: Annual

# Eicher Motors Limited

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Dividend	For	For
3	Reelect Siddhartha Vikram Lal as Director	For	For
4	Approve Remuneration of Cost Auditors	For	For
5	Reelect Inder Mohan Singh as Director	For	Against
<i>Blended Rationale: A vote against is warranted as the nominee is a non-independent NED and serves on the Audit Committee, which is not fully independent.</i>			
6	Reelect Vinod Kumar Aggarwal as Director	For	For
7	Approve Material Related Party Transactions Between VE Commercial Vehicles Limited (VECV) and Volvo Group India Private Limited	For	For

# Prosus NV

**Meeting Date:** 23/08/2023

**Country:** Netherlands

**Meeting Type:** Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	For	Against
<i>Blended Rationale: A vote against is warranted because awards are not subject to performance conditions:- The quantum of total pay package is high, particularly the vested value of LTI awards with a large portion not subject to performance conditions.- The quantum of the overall realized package for FY 2022/2023 is considered excessive (USD 61.5 million) where this is mainly driven by the SAR plan that is not sufficiently transparent and share options which are not tied to separate performance conditions.A vote against is warranted because the vesting period is less than 3 years:- A substantial part of the LTI awards vest before the third anniversary in deviation of best practice recommendations.</i>			
3	Adopt Financial Statements	For	For
4	Approve Allocation of Income	For	For
5	Approve Discharge of Executive Directors	For	For
6	Approve Discharge of Non-Executive Directors	For	For
7	Approve Remuneration of Non-Executive Directors	For	For
8.1	Reelect Manisha Girotra as Non-Executive Director	For	For
8.2	Reelect Rachel Jafta as Non-Executive Director	For	For

## Prosus NV

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8.3	Reelect Mark Sorour as Non-Executive Director	For	For
8.4	Reelect Ying Xu as Non-Executive Director	For	For
9	Ratify Deloitte Accountants B.V. as Auditors	For	For
10	Amend Articles of Association and Grant Board Authority to Issue Shares	For	For
11	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Restrict/Exclude Preemptive Rights	For	For
12	Authorize Repurchase of Shares	For	Against
<i>Blended Rationale: A vote AGAINST is warranted because the proposal is not in line with commonly used safeguards regarding volume.</i>			
13	Approve Reduction in Share Capital Through Cancellation of Shares	For	For

## MultiChoice Group Ltd.

**Meeting Date:** 24/08/2023

**Country:** South Africa

**Meeting Type:** Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for the Year Ended 31 March 2023	For	For
2.1	Elect Deborah Klein as Director	For	For
2.2	Elect Andrea Zappia as Director	For	For
3.1	Re-elect Kgomotso Moroka as Director	For	Against
<i>Blended Rationale: A vote against is warranted as the nominee is a non-independent NED and serves on the Remuneration Committee, which is not majority independent. A vote against is warranted as the nominee is a member of the Nomination Committee, which is not majority independent.</i>			
3.2	Re-elect Christine Sabwa as Director	For	For
4	Reappoint Ernst & Young Incorporated as Auditors with Charles Trollope as Designated Individual Registered Auditor	For	For
5.1	Re-elect Louisa Stephens as Chair of the Audit Committee	For	For
5.2	Re-elect Elias Masilela as Member of the Audit Committee	For	For
5.3	Re-elect James du Preez as Member of the Audit Committee	For	For
5.4	Re-elect Christine Sabwa as Member of the Audit Committee	For	For

## MultiChoice Group Ltd.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Authorise Board to Issue Shares for Cash	For	For
7	Authorise Ratification of Approved Resolutions	For	For
1	Approve Remuneration Policy	For	For
2	Approve Implementation of the Remuneration Policy	For	For
1	Approve Remuneration of Non-executive Directors	For	For
2	Authorise Repurchase of Issued Share Capital	For	For
3	Approve Financial Assistance in Terms of Section 44 of the Companies Act	For	For
4	Approve Financial Assistance in Terms of Section 45 of the Companies Act	For	For

## Bharat Electronics Limited

Meeting Date: 28/08/2023

Country: India

Meeting Type: Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Confirm Interim Dividend and Declare Final Dividend	For	For
3	Reelect Bhanu Prakash Srivastava as Director	For	Against
	<i>Blended Rationale: A vote against is warranted as the nominee serves as the Company's CEO and Chair and no suitable explanation has been given. A lead/senior independent director should also be appointed.</i>		
4	Elect Natarajan Thiruvenkadam as Director	For	Against
	<i>Blended Rationale: A vote against is warranted due to concerns over poor corporate governance practices: - Natarajan Thiruvenkadam is getting a permanent board seat which could reduce his accountability by disallowing shareholder review for his continued service.</i>		
5	Elect Damodar Bhattad S as Director	For	For
6	Elect Vikraman N as Director	For	For
7	Elect K V Suresh Kumar as Director	For	For
8	Approve Remuneration of Cost Auditors	For	For

## Digital Turbine, Inc.

Meeting Date: 29/08/2023

Country: USA

Meeting Type: Annual

## Digital Turbine, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Roy H. Chestnutt	For	For
1.2	Elect Director Robert Deutschman	For	For
1.3	Elect Director Holly Hess Groos	For	For
1.4	Elect Director Mohan S. Gyani	For	For
1.5	Elect Director Jeffrey Karish	For	For
1.6	Elect Director Mollie V. Spilman	For	For
1.7	Elect Director Michelle Sterling	For	For
1.8	Elect Director William G. Stone, III	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
<i>Blended Rationale: A vote against is warranted because payments in the event of change of control are excessive:- Equity award arrangements provide for automatic accelerated vesting upon a change-in-control. Such single-trigger vesting may result in an economic windfall to the executive without an accompanying termination of employment.</i>			
3	Ratify Grant Thornton LLP as Auditors	For	For

## Mytilineos SA

**Meeting Date:** 29/08/2023

**Country:** Greece

**Meeting Type:** Extraordinary Shareholders

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Corporate Purpose	For	For
2	Amend Company Article 4	For	For

## Esken Limited

**Meeting Date:** 30/08/2023

**Country:** Guernsey

**Meeting Type:** Annual

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



## Esken Limited

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Re-elect David Shearer as Director	For	Against
<i>Blended Rationale: A vote against is warranted as the nominee serves as the Company's CEO and Chair and no suitable explanation has been given.</i>			
3	Re-elect Nick Dilworth as Director	For	For
4	Re-elect Ginny Pulbrook as Director	For	For
5	Re-elect David Blackwood as Director	For	For
6	Re-elect Clive Condie as Director	For	For
7	Ratify Mazars LLP as Auditors	For	For
8	Authorise Board to Fix Remuneration of Auditors	For	For
9	Approve Remuneration Report	For	For
10	Approve Remuneration Policy	For	For
11	Authorise Issue of Equity	For	For
12	Authorise Issue of Equity without Pre-emptive Rights	For	For
13	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
14	Authorise Market Purchase of Ordinary Shares	For	For

## KT Corp.

**Meeting Date:** 30/08/2023

**Country:** South Korea

**Meeting Type:** Special

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Kim Young-seop as CEO	For	For
2	Elect Seo Chang-seok as Inside Director	For	For
3	Approval of Management Contract	For	For
4	Approve Terms of Retirement Pay	For	For

## NTPC Limited

**Meeting Date:** 30/08/2023

**Country:** India

**Meeting Type:** Annual

## NTPC Limited

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Confirm Interim Dividend and Declare Final Dividend	For	For
3	Elect Ujjwal Kanti Bhattacharya as Director (Projects)	For	For
4	Elect Dillip Kumar Patel as Director (HR)	For	For
5	Authorize Board to Fix Remuneration of Statutory Auditors	For	For
6	Elect Shivam Srivastav as Director (Fuel)	For	For
7	Approve Remuneration of Cost Auditors	For	For
8	Approve Offer(s) or Invitation(s) to Subscribe to the Secured/Unsecured, redeemable, taxable/tax-free, cumulative/non-cumulative, nonconvertible debentures ("NCDs/Bonds") through Private Placement Basis	For	For

## Power Grid Corporation of India Limited

**Meeting Date:** 30/08/2023

**Country:** India

**Meeting Type:** Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Confirm First and Second Interim Dividend and Declare Final Dividend	For	For
3	Reelect Abhay Choudhary as Director	For	For
4	Authorize Board to Fix Remuneration of Statutory Auditors	For	For
5	Elect Saibaba Darbamura as Director	For	Against
<i>Blended Rationale: A vote against is warranted as the nominee is a non-independent non-executive director and the board does not meet best practice criteria with regard to independence.</i>			
6	Approve Remuneration of Cost Auditors	For	For
7	Approve Increase in Borrowing Limits	For	For

## Power Grid Corporation of India Limited

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Approve Issuance of Secured/Unsecured, Non-convertible, Non-cumulative/Cumulative, Redeemable, Taxable/Tax-free Debentures/Bonds Under Private Placement Basis	For	For
9	Authorize Capitalization of Reserves for Issue of Bonus Shares	For	For

## Vistry Group Plc

**Meeting Date:** 30/08/2023 **Country:** United Kingdom  
**Meeting Type:** Special

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Revised Policy	For	For
2	Amend Long Term Incentive Plan	For	For
3	Amend Deferred Bonus Plan	For	For

## Cairn Homes Plc

**Meeting Date:** 31/08/2023 **Country:** Ireland  
**Meeting Type:** Special

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Stretch CEO Long Term Incentive Plan	For	Against

*Blended Rationale: A vote AGAINST is warranted. As much as we believe the CEO is critical to the company operations and achievement of the mid-term objectives, we feel the LTIP multiple of base salary and absolute amount are on the high side relative to UK-listed housebuilders. We also feel the targets could be a bit more ambitious.*

## Indus Towers Limited

**Meeting Date:** 31/08/2023 **Country:** India  
**Meeting Type:** Annual

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

## Indus Towers Limited

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Reelect Harjeet Singh Kohli as Director	For	Against
<i>Blended Rationale: A vote against is warranted as the nominee is a non-independent NED and serves on the Audit Committee, which is not fully independent.</i>			
3	Reelect Randeep Singh Sekhon as Director	For	For
4	Reelect Ravinder Takkar as Director	For	For
5	Approve Material Related Party Transactions with Bharti Airtel Limited	For	For
6	Approve Material Related Party Transactions with Bharti Hexacom Limited	For	For
7	Approve Material Related Party Transactions with Vodafone Idea Limited	For	For

## Watches of Switzerland Group Plc

**Meeting Date:** 31/08/2023

**Country:** United Kingdom

**Meeting Type:** Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Re-elect Anders Romberg as Director	For	For
4	Re-elect Ian Carter as Director	For	For
5	Re-elect Brian Duffy as Director	For	For
6	Re-elect Tea Colaianni as Director	For	For
7	Re-elect Rosa Monckton as Director	For	For
8	Re-elect Robert Moorhead as Director	For	For
9	Re-elect Chabi Nouri as Director	For	For
10	Reappoint Ernst & Young LLP as Auditors	For	For
11	Authorise Board to Fix Remuneration of Auditors	For	For
12	Authorise UK Political Donations and Expenditure	For	For
13	Authorise Issue of Equity	For	For
14	Authorise Issue of Equity without Pre-emptive Rights	For	For

# Watches of Switzerland Group Plc

<b>Proposal Number</b>	<b>Proposal Text</b>	<b>Mgmt Rec</b>	<b>Vote Instruction</b>
15	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
16	Authorise Market Purchase of Ordinary Shares	For	For
17	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

Source: Artemis, Institutional Shareholder Services (ISS)

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