

HOOGOSENS

ALL VOTES

01/07/2023 to 30/09/2023

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

Koninklijke Ahold Delhaize NV**Meeting Date:** 07/05/2023**Country:** Netherlands**Ticker:** AD**Meeting Type:** Extraordinary Shareholders**Primary ISIN:** NL0011794037**Primary SEDOL:** BD0Q398

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2	Elect Jolanda Poots-Bijl to Management Board	Mgmt	For	For	For
3	Close Meeting	Mgmt			

Industria de Diseno Textil SA**Meeting Date:** 07/11/2023**Country:** Spain**Ticker:** ITX**Meeting Type:** Annual**Primary ISIN:** ES0148396007**Primary SEDOL:** BP9DL90

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.a	Approve Standalone Financial Statements	Mgmt	For	For	For
1.b	Approve Discharge of Board	Mgmt	For	For	For
2	Approve Consolidated Financial Statements	Mgmt	For	For	For
3	Approve Non-Financial Information Statement	Mgmt	For	For	For
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For
5.a	Fix Number of Directors at 10	Mgmt	For	For	For
5.b	Reelect Amancio Ortega Gaona as Director	Mgmt	For	For	For
5.c	Reelect Jose Luis Duran Schulz as Director	Mgmt	For	For	For
6	Approve Remuneration Policy	Mgmt	For	Against	Against

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

Industria de Diseno Textil SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Long-Term Incentive Plan	Mgmt	For	Against	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i></p>					
8	Authorize Share Repurchase Program	Mgmt	For	For	For
9	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i></p>					
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
11	Receive Amendments to Board of Directors Regulations	Mgmt			

Midea Group Co. Ltd.

Meeting Date: 07/13/2023

Country: China

Ticker: 000333

Meeting Type: Special

Primary ISIN: CNE100001QQ5

Primary SEDOL: BDVHRJ8

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

VMware, Inc.

Meeting Date: 07/13/2023

Country: USA

Ticker: VMW

Meeting Type: Annual

Primary ISIN: US9285634021

Primary SEDOL: B23SN61

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

Fresenius Medical Care AG & Co. KGaA

Meeting Date: 07/14/2023

Country: Germany

Ticker: FME

Meeting Type: Extraordinary Shareholders

Primary ISIN: DE0005785802

Primary SEDOL: 5129074

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Meeting for ADR Holders	Mgmt			
1	Change of Corporate Form to a Stock Corporation (AG)	Mgmt	For	For	For
2.1	Elect Shervin Korangy to the Supervisory Board, if Item 1 is Accepted	Mgmt	For	For	For
2.2	Elect Marcus Kuhnert to the Supervisory Board, if Item 1 is Accepted	Mgmt	For	For	For
2.3	Elect Gregory Sorensen to the Supervisory Board, if Item 1 is Accepted	Mgmt	For	For	For
2.4	Elect Pascale Witz to the Supervisory Board, if Item 1 is Accepted	Mgmt	For	For	For

Fresenius Medical Care AG & Co. KGaA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023, for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023 and for the Interim Financial Statements Until 2024 AGM	Mgmt	For	For	For

Experian Plc

Meeting Date: 07/19/2023

Country: Jersey

Ticker: EXPN

Meeting Type: Annual

Primary ISIN: GB00B19NLV48

Primary SEDOL: B19NLV4

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

Meeting Date: 07/20/2023

Country: United Kingdom

Ticker: HLMA

Meeting Type: Annual

Primary ISIN: GB0004052071

Primary SEDOL: 0405207

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Final Dividend	Mgmt	For	For	For
3	Approve Remuneration Report	Mgmt	For	Refer	For
4	Elect Steve Gunning as Director	Mgmt	For	For	For
5	Re-elect Dame Louise Makin as Director	Mgmt	For	For	For
<p><i>Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i></p>					
6	Re-elect Marc Ronchetti as Director	Mgmt	For	For	For
7	Re-elect Jennifer Ward as Director	Mgmt	For	For	For
8	Re-elect Carole Cran as Director	Mgmt	For	For	For
9	Re-elect Jo Harlow as Director	Mgmt	For	Refer	For
10	Re-elect Dharmash Mistry as Director	Mgmt	For	For	For
11	Re-elect Sharmila Nebhrajani as Director	Mgmt	For	For	For
12	Re-elect Tony Rice as Director	Mgmt	For	For	For
13	Re-elect Roy Twite as Director	Mgmt	For	For	For
14	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
15	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
16	Authorise Issue of Equity	Mgmt	For	For	For
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For

Kingspan Group Plc

Meeting Date: 07/20/2023

Country: Ireland

Ticker: KRX

Meeting Type: Special

Primary ISIN: IE0004927939

Primary SEDOL: 4491235

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Cancellation of the Listing of Ordinary Shares from the Premium Segment of the Official List of the Financial Conduct Authority and Remove Ordinary Shares from Trading on the London Stock Exchange plc's Main Market	Mgmt	For	For	For

Lenovo Group Limited

Meeting Date: 07/20/2023

Country: Hong Kong

Ticker: 992

Meeting Type: Annual

Primary ISIN: HK0992009065

Primary SEDOL: 6218089

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Final Dividend	Mgmt	For	For	For
3a	Elect Yang Yuanqing as Director	Mgmt	For	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>					
3b	Elect Zhu Linan as Director	Mgmt	For	For	For
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>					
3c	Elect William O. Grabe as Director	Mgmt	For	For	For
3d	Elect Yang Lan as Director	Mgmt	For	For	For
3e	Approve Directors' Fees	Mgmt	For	For	For
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>					
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For

Lenovo Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>					

Skillsoft Corp.

Meeting Date: 07/20/2023	Country: USA	Ticker: SKIL
	Meeting Type: Annual	
	Primary ISIN: US83066P2002	Primary SEDOL: BMG0YD8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lawrence C. Illg	Mgmt	For	Refer	For
1.2	Elect Director Michael S. Klein	Mgmt	For	Withhold	Withhold
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>					
1.3	Elect Director Lawrence H. Summers	Mgmt	For	Withhold	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board's failure to remove, or subject to a sunset requirement, the classified board structure which adversely impacts shareholder rights.</i></p>					
2	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
3	Approve Reverse Stock Split	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit.</i></p>					

McKesson Corporation

Meeting Date: 07/21/2023	Country: USA	Ticker: MCK
	Meeting Type: Annual	
	Primary ISIN: US58155Q1031	Primary SEDOL: 2378534

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard H. Carmona	Mgmt	For	For	For
1b	Elect Director Dominic J. Caruso	Mgmt	For	For	For
1c	Elect Director W. Roy Dunbar	Mgmt	For	For	For

McKesson Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director James H. Hinton	Mgmt	For	For	For
1e	Elect Director Donald R. Knauss	Mgmt	For	For	For
1f	Elect Director Bradley E. Lerman	Mgmt	For	For	For
1g	Elect Director Linda P. Mantia	Mgmt	For	For	For
1h	Elect Director Maria Martinez	Mgmt	For	Against	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>					
1i	Elect Director Susan R. Salka	Mgmt	For	For	For
1j	Elect Director Brian S. Tyler	Mgmt	For	For	For
1k	Elect Director Kathleen Wilson-Thompson	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>					
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For	For
<i>Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.</i>					

Linde Plc

Meeting Date: 07/24/2023

Country: Ireland

Ticker: LIN

Meeting Type: Annual

Primary ISIN: IE000S9YS762

Primary SEDOL: BNZHB81

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Stephen F. Angel	Mgmt	For	For	For
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>					
1b	Elect Director Sanjiv Lamba	Mgmt	For	For	For
1c	Elect Director Ann-Kristin Achleitner	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Thomas Enders	Mgmt	For	For	For
1e	Elect Director Hugh Grant	Mgmt	For	For	For
1f	Elect Director Joe Kaeser	Mgmt	For	Against	Abstain
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>					
1g	Elect Director Victoria E. Ossadnik	Mgmt	For	For	For
1h	Elect Director Martin H. Richenhagen	Mgmt	For	For	For
1i	Elect Director Alberto Weisser	Mgmt	For	For	For
1j	Elect Director Robert L. Wood	Mgmt	For	For	For
2a	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>					
2b	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>					
4	Reduce Supermajority Vote Requirement	Mgmt	For	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>					

DXC Technology Company

Meeting Date: 07/25/2023

Country: USA

Ticker: DXC

Meeting Type: Annual

Primary ISIN: US23355L1061

Primary SEDOL: BYXD7B3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David A. Barnes	Mgmt	For	For	For
1b	Elect Director Raul J. Fernandez	Mgmt	For	Against	For
1c	Elect Director Anthony Gonzalez	Mgmt	For	For	For
1d	Elect Director David L. Herzog	Mgmt	For	For	For
1e	Elect Director Pinkie D. Mayfield	Mgmt	For	Against	For
1f	Elect Director Karl Racine	Mgmt	For	For	For

DXC Technology Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Dawn Rogers	Mgmt	For	For	For
1h	Elect Director Michael J. Salvino	Mgmt	For	For	For
1i	Elect Director Carrie W. Teffner	Mgmt	For	For	For
1j	Elect Director Akihiko Washington	Mgmt	For	For	For
1k	Elect Director Robert F. Woods	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>					

ICON plc

Meeting Date: 07/25/2023

Country: Ireland
Meeting Type: Annual

Ticker: ICLR

Primary ISIN: IE0005711209

Primary SEDOL: B94G471

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ciaran Murray	Mgmt	For	For	For
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>					
1.2	Elect Director Steve Cutler	Mgmt	For	For	For
1.3	Elect Director Ronan Murphy	Mgmt	For	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>					
1.4	Elect Director John Climax	Mgmt	For	For	For
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>					
1.5	Elect Director Eugene McCague	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Joan Garahy	Mgmt	For	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>					
1.7	Elect Director Julie O'Neill	Mgmt	For	For	For
1.8	Elect Director Linda Grais	Mgmt	For	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>					
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>					
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	Against	For
4	Authorise Issue of Equity	Mgmt	For	For	For
5	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	Against	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>					
6	Authorize Share Repurchase Program	Mgmt	For	For	For
7	Approve the Price Range for the Reissuance of Shares	Mgmt	For	For	For

Bajaj Finance Limited

Meeting Date: 07/26/2023

Country: India

Ticker: 500034

Meeting Type: Annual

Primary ISIN: INE296A01024

Primary SEDOL: BD2N0P2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Dividend	Mgmt	For	For	For
3	Reelect Rajiv Bajaj as Director	Mgmt	For	For	For
<i>Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>					

Bajaj Finance Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Issuance of Non-Convertible Debentures Through Private Placement Basis	Mgmt	For	For	For
5	Amend Articles of Association - Board Related	Mgmt	For	For	For

ICICI Prudential Life Insurance Company Limited

Meeting Date: 07/28/2023

Country: India

Ticker: 540133

Meeting Type: Annual

Primary ISIN: INE726G01019

Primary SEDOL: BYXL8H0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Dividend	Mgmt	For	For	For
3	Reelect Anup Bagchi as Director	Mgmt	For	For	For
4	Authorize Board to Fix Remuneration of Walker Chandio & Co. LLP, Chartered Accountants and B S R & Co. LLP, Chartered Accountants as Joint Statutory Auditors	Mgmt	For	For	For
5	Elect Anuj Bhargava as Director	Mgmt	For	For	For
6	Approve Appointment and Remuneration of Anup Bagchi as Executive Director and Chief Operating Officer with effect from May 1, 2023 and Managing Director and Chief Executive Director with effect from June 19, 2023	Mgmt	For	For	For
7	Approve Payment of Remuneration to N.S. Kannan as Managing Director and Chief Executive Officer	Mgmt	For	For	For
8	Approve Revision in the Quantum of Profit Related Commission Payable to the Chairperson designated in the Category of Non-Executive, Independent Director	Mgmt	For	Against	Against
<p><i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. A vote AGAINST this resolution is warranted as the approval will be valid till perpetuity and shareholders will not get to review the payments in the future.</i></p>					
9	Approve Material Related Party Transactions Pertaining to the Purchase and/or Sale of Securities Issued by Related/Non-Related Entities in Primary/Secondary Market	Mgmt	For	For	For
10	Approve Material Related Party Transactions with ICICI Bank Limited	Mgmt	For	For	For
11	Reelect Vibha Paul Rishi as Director	Mgmt	For	For	For

ICICI Prudential Life Insurance Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Amend Articles of Association - Board Related	Mgmt	For	For	For
13	Approve ICICI Prudential Life Insurance Company Limited Employees Stock Unit Scheme - 2023	Mgmt	For	Against	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>					
14	Approve Grant of Employee Stock Units to the Employees of Unlisted Wholly-Owned Subsidiary of the Company under ICICI Prudential Life Insurance Company Limited Employees Stock Unit Scheme - 2023	Mgmt	For	Against	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>					
15	Approve Setting Up International Financial Services Centre (IFSC) Insurance Office (IIO) a Branch at Gujarat International Finance Tec-City (GIFT), IFSC	Mgmt	For	For	For

Titan Company Limited

Meeting Date: 08/01/2023

Country: India

Ticker: 500114

Meeting Type: Annual

Primary ISIN: INE280A01028

Primary SEDOL: 6139340

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Standalone Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Dividend	Mgmt	For	For	For
4	Reelect Bhaskar Bhat as Director	Mgmt	For	Against	Against
5	Reelect B Santhanam as Director	Mgmt	For	Against	Against
<p><i>Voter Rationale: Climate change presents ongoing and serious long-term risk that can impact shareholder value. Companies should improve their public disclosure and strategy setting in relation to climate change. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>					
6	Approve Material Related Party Transactions between Titan Company Limited and Titan Global Retail LLC, Dubai	Mgmt	For	For	For

Titan Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Appointment of Branch Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For

Flex Ltd.

Meeting Date: 08/02/2023	Country: Singapore	Ticker: FLEX
	Meeting Type: Annual	
	Primary ISIN: SG9999000020	Primary SEDOL: 2353058

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Revathi Advaiti	Mgmt	For	For	For
1b	Elect Director Michael D. Capellas	Mgmt	For	For	For
1c	Elect Director John D. Harris, II	Mgmt	For	For	For
1d	Elect Director Michael E. Hurlston	Mgmt	For	For	For
1e	Elect Director Erin L. McSweeney	Mgmt	For	For	For
1f	Elect Director Charles K. Stevens, III	Mgmt	For	For	For
1g	Elect Director Maryrose T. Sylvester	Mgmt	For	For	For
1h	Elect Director Lay Koon Tan	Mgmt	For	For	For
1i	Elect Director Patrick J. Ward	Mgmt	For	For	For
1j	Elect Director William D. Watkins	Mgmt	For	For	For
2	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>					
5	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>					
6	Approve Issuance of Shares without Preemptive Rights	Mgmt	For	Against	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>					

Flex Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Authorize Share Repurchase Program	Mgmt	For	Against	Against
<p><i>Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.</i></p>					

Albertsons Companies, Inc.

Meeting Date: 08/03/2023	Country: USA	Ticker: ACI
	Meeting Type: Annual	
		Primary ISIN: US0130911037
		Primary SEDOL: BYNQ369

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Vivek Sankaran	Mgmt	For	For	For
1b	Elect Director James Donald	Mgmt	For	For	For
1c	Elect Director Chan Galbato	Mgmt	For	For	For
1d	Elect Director Sharon Allen	Mgmt	For	Against	Against
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws, which adversely impacts shareholder rights. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>					
1e	Elect Director Kim Fennebresque	Mgmt	For	For	For
1f	Elect Director Allen Gibson	Mgmt	For	For	For
1g	Elect Director Alan Schumacher	Mgmt	For	For	For
1h	Elect Director Brian Kevin Turner	Mgmt	For	For	For
1i	Elect Director Mary Elizabeth West	Mgmt	For	For	For
1j	Elect Director Scott Wille	Mgmt	For	For	For
2	Ratify Deloitte and Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>					

Jazz Pharmaceuticals plc

Meeting Date: 08/03/2023	Country: Ireland	Ticker: JAZZ
	Meeting Type: Annual	
		Primary ISIN: IE00B4Q5ZN47
		Primary SEDOL: B4Q5ZN4

Jazz Pharmaceuticals plc

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

HDFC Bank Ltd.

Meeting Date: 08/11/2023

Country: India

Ticker: 500180

Meeting Type: Annual

Primary ISIN: INE040A01034

Primary SEDOL: BK1N461

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

HDFC Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Elect Keki Mistry as Director	Mgmt	For	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>					
8	Authorize Issuance of Unsecured Perpetual Debt Instruments, Tier II Capital Bonds and Long Term Bonds on Private Placement Basis	Mgmt	For	For	For
9	Approve Related Party Transactions with HDFC Credila Financial Services Limited	Mgmt	For	For	For
10	Approve Related Party Transactions with HCL Technologies Limited	Mgmt	For	For	For

Qorvo, Inc.

Meeting Date: 08/15/2023

Country: USA

Ticker: QRVO

Meeting Type: Annual

Primary ISIN: US74736K1016

Primary SEDOL: BR9YYP4

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

Qorvo, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Walden C. Rhines	Mgmt	For	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>					
1i	Elect Director Susan L. Spradley	Mgmt	For	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

Nu Holdings Ltd.

Meeting Date: 08/16/2023

Country: Cayman Islands

Ticker: NU

Meeting Type: Annual

Primary ISIN: KYG6683N1034

Primary SEDOL: BN6NP19

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2a	Elect Director David Velez Osorno	Mgmt	For	Against	Against
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i></p>					
2b	Elect Director Douglas Mauro Leone	Mgmt	For	For	For
2c	Elect Director Anita Mary Sands	Mgmt	For	Abstain	Abstain
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>					
2d	Elect Director Daniel Krepel Goldberg	Mgmt	For	For	For
2e	Elect Director David Alexandre Marcus	Mgmt	For	For	For
2f	Elect Director Luis Alberto Moreno Mejia	Mgmt	For	For	For

Nu Holdings Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2g	Elect Director Jacqueline Dawn Reses	Mgmt	For	For	For
2h	Elect Director Rogerio Paulo Calderdn Peres	Mgmt	For	For	For
2i	Elect Director Thuan Quang Pham	Mgmt	For	For	For

TEGNA Inc.

Meeting Date: 08/17/2023

Country: USA

Ticker: TGNA

Meeting Type: Annual

Primary ISIN: US87901J1051

Primary SEDOL: BZ0P3Z5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gina L. Bianchini	Mgmt	For	For	For
1.2	Elect Director Howard D. Elias	Mgmt	For	For	For
1.3	Elect Director Stuart J. Epstein	Mgmt	For	For	For
1.4	Elect Director Karen H. Grimes	Mgmt	For	For	For
1.5	Elect Director David T. Lougee	Mgmt	For	For	For
1.6	Elect Director Scott K. McCune	Mgmt	For	Against	Against
<p><i>Voter Rationale: The nominee serves as Remuneration Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i></p>					
1.7	Elect Director Henry W. McGee	Mgmt	For	For	For
1.8	Elect Director Neal Shapiro	Mgmt	For	For	For
1.9	Elect Director Melinda C. Witmer	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>					
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For	For
<p><i>Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.</i></p>					

Bandhan Bank Limited

Meeting Date: 08/18/2023

Country: India

Ticker: 541153

Meeting Type: Annual

Primary ISIN: INE545U01014

Primary SEDOL: BG1SV45

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Dividend	Mgmt	For	For	For
3	Reelect Divya Krishnan as Director	Mgmt	For	Against	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>					
4	Approve Increase in Remuneration of the Joint Statutory Auditors	Mgmt	For	For	For
5	Reelect Suhail Chander as Director	Mgmt	For	For	For
6	Reelect Subrata Dutta Gupta as Director	Mgmt	For	For	For
7	Approve Payment of Remuneration to Chandra Shekhar Ghosh as Managing Director & CEO	Mgmt	For	For	For
8	Approve Material Related Party Transactions with Promoter/Promoter Group Entities for Banking Transactions	Mgmt	For	For	For

Kaspi.kz JSC

Meeting Date: 08/23/2023

Country: Kazakhstan

Ticker: KSPI

Meeting Type: Extraordinary Shareholders

Primary ISIN: KZ1C00001536

Primary SEDOL: BF19754

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Meeting for GDR Holders	Mgmt			
1	Approve Meeting Agenda	Mgmt	For	For	For
2	Approve Dividends	Mgmt	For	For	For
A	I am not a Legal Entity or Having Shareholder Participant, or an Individual which Participates in Legal Entities Incorporated in any Offshore Zones promulgated by the Agency on Financial Supervision of Kazakhstan	Mgmt	For	For	For

Kaspi.kz JSC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
B	For participation of BNY Mellon in EGM in favor of Holder, the Holder entitles BNY Mellon to disclose information about Holder in Central Securities Depository of Republic of Kazakhstan and register of shareholders	Mgmt	For	For	For

Contemporary Amperex Technology Co., Ltd.

Meeting Date: 08/24/2023	Country: China	Ticker: 300750
	Meeting Type: Special	
		Primary ISIN: CNE100003662
		Primary SEDOL: BF7L9J2

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

Aurobindo Pharma Limited

Meeting Date: 08/25/2023	Country: India	Ticker: 524804
	Meeting Type: Annual	
		Primary ISIN: INE406A01037
		Primary SEDOL: 6702634

Aurobindo Pharma Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Standalone Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Confirm Interim Dividend	Mgmt	For	For	For
4	Reelect M. Sivakumaran as Director	Mgmt	For	For	For
5	Reelect P. Sarath Chandra Reddy as Director	Mgmt	For	Against	Against
<p><i>Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>					
6	Approve Remuneration of Cost Auditors	Mgmt	For	For	For

Britannia Industries Limited

Meeting Date: 08/28/2023

Country: India

Ticker: 500825

Meeting Type: Annual

Primary ISIN: INE216A01030

Primary SEDOL: BGSQG47

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Audited Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Reelect Nusli N. Wadia as Director	Mgmt	For	Against	Against
<p><i>Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>					
3	Approve Reappointment and Remuneration of Varun Berry as Executive Vice-Chairman and Managing Director	Mgmt	For	For	For
4	Reelect Tanya Dubash as Director	Mgmt	For	Against	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>					
5	Amend Articles of Association - Board Related	Mgmt	For	For	For

Britannia Industries Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Remuneration of Cost Auditors	Mgmt	For	For	For

Reliance Industries Ltd.

Meeting Date: 08/28/2023

Country: India

Ticker: 500325

Meeting Type: Annual

Primary ISIN: INE002A01018

Primary SEDOL: 6099626

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Accept Standalone Financial Statements and Statutory Reports	Mgmt	For	For	For
1b	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Dividend	Mgmt	For	For	For
3	Reelect P. M. S. Prasad as Director	Mgmt	For	For	Against
<p><i>Voter Rationale: We reiterate our support for the company's ambitions in low carbon energy, however we would appreciate greater clarity of the path to net zero by the company disclosing medium term targets or emissions guidance. Additionally, in order to mitigate transition risks facing legacy businesses we also emphasise our desire for the company to disclose and set targets to reduce its scope 3 emissions.</i></p>					
4	Reelect Nikhil R. Meswan as Director	Mgmt	For	For	For
5	Approve Reappointment and Remuneration of Mukesh D. Ambani as Managing Director	Mgmt	For	For	For
6	Reelect Arundhati Bhattacharya as Director	Mgmt	For	For	Against
<p><i>Voter Rationale: We reiterate our support for the company's ambitions in low carbon energy, however we would appreciate greater clarity of the path to net zero by the company disclosing medium term targets or emissions guidance. Additionally, in order to mitigate transition risks facing legacy businesses we also emphasise our desire for the company to disclose and set targets to reduce its scope 3 emissions.</i></p>					
7	Approve Remuneration of Cost Auditors	Mgmt	For	For	For
8	Amend Articles of Association - Board Related	Mgmt	For	For	For
9	Amend Object Clause of the Memorandum of Association	Mgmt	For	For	For
10	Approve Material Related Party Transactions of the Company	Mgmt	For	For	For
11	Approve Material Related Party Transactions of Subsidiaries of the Company	Mgmt	For	For	For

Jubilant Foodworks Limited

Meeting Date: 08/29/2023

Country: India

Ticker: 533155

Meeting Type: Annual

Primary ISIN: INE797F01020

Primary SEDOL: BNVYT93

Jubilant Foodworks Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Dividend	Mgmt	For	For	For
3	Reelect Shamit Bhartia as Director	Mgmt	For	Against	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>					
4	Reelect Aashti Bhartia as Director	Mgmt	For	For	For
5	Reelect Vikram Singh Mehta as Director	Mgmt	For	Against	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>					
6	Reelect Deepa Misra Harris as Director	Mgmt	For	For	For
7	Elect Amit Jain as Director	Mgmt	For	For	For

La-Z-Boy Incorporated

Meeting Date: 08/29/2023

Country: USA

Ticker: LZB

Meeting Type: Annual

Primary ISIN: US5053361078

Primary SEDOL: 2508405

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Erika L. Alexander	Mgmt	For	For	For
1.2	Elect Director Sarah M. Gallagher	Mgmt	For	For	For
1.3	Elect Director James P. Hackett	Mgmt	For	For	For
1.4	Elect Director Raza S. Haider	Mgmt	For	For	For
1.5	Elect Director Janet E. Kerr	Mgmt	For	For	For
1.6	Elect Director Mark S. LaVigne	Mgmt	For	For	For
1.7	Elect Director Michael T. Lawton	Mgmt	For	For	For
1.8	Elect Director Rebecca L. O'Grady	Mgmt	For	For	For
1.9	Elect Director Lauren B. Peters	Mgmt	For	For	For
1.10	Elect Director Melinda D. Whittington	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

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

La-Z-Boy Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>					

Apollo Hospitals Enterprise Limited

Meeting Date: 08/30/2023

Country: India

Ticker: 508869

Meeting Type: Annual

Primary ISIN: INE437A01024

Primary SEDOL: 6273583

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Confirm Interim Dividend and Declare Final Dividend	Mgmt	For	For	For
3	Reelect Sangita Reddy as Director	Mgmt	For	For	For
4	Reelect Pudugramam Murali Doraiswamy as Director	Mgmt	For	For	For
5	Reelect Mandavilli Bhaskara Nageswara Rao as Director	Mgmt	For	For	For
6	Reelect Velagapudi Kavitha Dutt as Director	Mgmt	For	Against	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>					
7	Approve Payment of Commission to Non-Executive Directors and Independent Directors	Mgmt	For	For	For
8	Approve Offer or Invitation to Subscribe to Non-Convertible Debentures on Private Placement Basis	Mgmt	For	For	For
9	Approve Remuneration of Cost Auditors	Mgmt	For	For	For

Compagnie Financiere Richemont SA

Meeting Date: 09/06/2023

Country: Switzerland

Ticker: CFR

Meeting Type: Annual

Primary ISIN: CH0210483332

Primary SEDOL: BCRWZ18

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

Compagnie Financiere Richemont SA

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

Compagnie Financiere Richemont SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.1	Amend Articles Re: Registration Threshold for Nominees	Mgmt	For	For	For
10.2	Amend Articles Re: Restriction on Empty Voting	Mgmt	For	For	For
10.3	Amend Articles Re: General Meeting	Mgmt	For	Against	Against
<i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i>					
10.4	Approve Virtual-Only or Hybrid Shareholder Meetings	Mgmt	For	For	For
10.5	Amend Articles Re: Board of Directors; External Mandates for Members of the Board of Directors and Executive Committee	Mgmt	For	For	For
10.6	Amend Articles Re: Editorial Changes	Mgmt	For	For	For
11	Transact Other Business (Voting)	Mgmt	For	Against	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>					

Gen Digital Inc.

Meeting Date: 09/12/2023

Country: USA

Ticker: GEN

Meeting Type: Annual

Primary ISIN: US6687711084

Primary SEDOL: BJN4XN5

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

Gen Digital Inc.

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

NIKE, Inc.

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Cathleen Benko	Mgmt	For	For	For
1b	Elect Director Alan B. Graf, Jr.	Mgmt	For	Withhold	For
<i>Voter Rationale: The nominee serves as Audit Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent. Nevertheless, we find this director to be sufficiently independent at this time.</i>					
1c	Elect Director John Rogers, Jr.	Mgmt	For	For	For
1d	Elect Director Robert Swan	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentives should not be delivered via cash or other non-equity vehicles. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. Company is taking notable steps to improve plan, including increasing PSUs and removing cash from the LTIP.</i>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>					
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>					

NIKE, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Report on Median Gender/Racial Pay Gap	SH	Against	For	For
<i>Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.</i>					
6	Report on Effectiveness of Supply Chain Management on Equity Goals and Human Rights Commitments	SH	Against	For	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>					

NetApp, Inc.

Meeting Date: 09/13/2023

Country: USA

Ticker: NTAP

Meeting Type: Annual

Primary ISIN: US64110D1046

Primary SEDOL: 2630643

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director T. Michael Nevens	Mgmt	For	For	For
1b	Elect Director Deepak Ahuja	Mgmt	For	For	For
1c	Elect Director Gerald Held	Mgmt	For	For	For
1d	Elect Director Kathryn M. Hill	Mgmt	For	For	For
1e	Elect Director Deborah L. Kerr	Mgmt	For	For	For
1f	Elect Director George Kurian	Mgmt	For	For	For
1g	Elect Director Carrie Palin	Mgmt	For	For	For
1h	Elect Director Scott F. Schenkel	Mgmt	For	For	For
1i	Elect Director George T. Shaheen	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>					
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>					
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	Against
<i>Voter Rationale: While we are generally supportive of proposals requesting a lowering of the special meeting threshold, we do not believe removing the one-year holding requirement is beneficial to long-term shareholders.</i>					

NetApp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
7	Amend Omnibus Stock Plan	Mgmt	For	Against	For

Voter Rationale: While we have concerns regarding the level of dilution under the plan and the granting of shares without shares being available gives us pause, there is no pay for performance disconnect with share usage, the grants made under the long-term incentive plan have historically been well-structured, and the plan is key to broad recruitment and retention.

Conagra Brands, Inc.

Meeting Date: 09/14/2023

Country: USA

Ticker: CAG

Meeting Type: Annual

Primary ISIN: US2058871029

Primary SEDOL: 2215460

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

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

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

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

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

Conagra Brands, Inc.

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

Flow Traders Ltd.

Meeting Date: 09/14/2023	Country: Netherlands	Ticker: FLOW
	Meeting Type: Extraordinary Shareholders	
	Primary ISIN: BMG3602E1084	Primary SEDOL: BQJXT1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2	Elect Hermien Smeets-Flier as Executive Director and Chief Financial Officer	Mgmt	For	For	For
3	Close Meeting	Mgmt			

Ryanair Holdings Plc

Meeting Date: 09/14/2023	Country: Ireland	Ticker: RYA
	Meeting Type: Annual	
	Primary ISIN: IE00BYTBXV33	Primary SEDOL: BYTBXV3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	Refer	For
	<i>Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.</i>				
2	Approve Remuneration Report	Mgmt	For	Refer	For
3	Approve Remuneration Policy	Mgmt	For	Refer	For
	<i>Voter Rationale: CEO pay pack implies 30% upside, CEO has created value for shareholders</i>				

Ryanair Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4a	Elect Eamonn Brennan as Director	Mgmt	For	For	For
4b	Elect Elisabeth Kostinger as Director	Mgmt	For	For	For
4c	Elect Anne Nolan as Director	Mgmt	For	For	For
4d	Re-elect Stan McCarthy as Director	Mgmt	For	Against	Against
<i>Voter Rationale: Concern is raised as the board does not have the appropriate level of independence. The director is chair and NomCo chair. The director and multiple others are remunerated with share options. This can impact the independence of the directors resulting in an independence level of 36% on the board. A vote AGAINST is warranted.</i>					
4e	Re-elect Louise Phelan as Director	Mgmt	For	Against	For
<i>Voter Rationale: Independence concerns are raised with the director due to payment in options. Multiple directors have this arrangement and votes are recommended against the Chair and RemCo chair. A vote FOR this director is warranted.</i>					
4f	Re-elect Roisin Brennan as Director	Mgmt	For	Against	Against
<i>Voter Rationale: Concern is raised as the board does not have the appropriate level of independence. The director is the RemCo chair. The director and multiple others are remunerated with share options. This can impact the independence of the directors resulting in an independence level of 36% on the board. In addition there are issues with the remuneration policy. A vote AGAINST is warranted.</i>					
4g	Re-elect Michael Cawley as Director	Mgmt	For	Against	For
<i>Voter Rationale: Independence concerns are raised with the director due to payment in options. Multiple directors have this arrangement and votes are recommended against the Chair and RemCo chair. A vote FOR this director is warranted.</i>					
4h	Re-elect Emer Daly as Director	Mgmt	For	Against	For
<i>Voter Rationale: Independence concerns are raised with the director due to payment in options. Multiple directors have this arrangement and votes are recommended against the Chair and RemCo chair. A vote FOR this director is warranted.</i>					
4i	Re-elect Geoff Doherty as Director	Mgmt	For	For	For
4j	Re-elect Howard Millar as Director	Mgmt	For	Against	For
<i>Voter Rationale: Independence concerns are raised with the director due to payment in options. Multiple directors have this arrangement and votes are recommended against the Chair and RemCo chair. A vote FOR this director is warranted.</i>					
4k	Re-elect Michael O'Brien as Director	Mgmt	For	Against	For
<i>Voter Rationale: Independence concerns are raised with the director due to payment in options. Multiple directors have this arrangement and votes are recommended against the Chair and RemCo chair. A vote FOR this director is warranted.</i>					
4l	Re-elect Michael O'Leary as Director	Mgmt	For	For	For
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
6	Authorise Board to Fix Remuneration of Directors	Mgmt	For	For	For
7	Authorise Issue of Equity	Mgmt	For	For	For
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
9	Authorise Market Purchase and/or Overseas Market Purchase of Ordinary Shares	Mgmt	For	For	For
10	Approve Proposed Purchase of Up to 300 Boeing 737-MAX-10 Aircraft	Mgmt	For	For	For

Asian Paints Limited

Meeting Date: 09/15/2023

Country: India

Ticker: 500820

Meeting Type: Special

Primary ISIN: INE021A01026

Primary SEDOL: BCRWL65

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Postal Ballot	Mgmt			
1	Elect Ireena Vittal as Director	Mgmt	For	Against	Against

Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.

FedEx Corporation

Meeting Date: 09/21/2023

Country: USA

Ticker: FDX

Meeting Type: Annual

Primary ISIN: US31428X1063

Primary SEDOL: 2142784

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marvin R. Ellison	Mgmt	For	For	For
1b	Elect Director Stephen E. Gorman	Mgmt	For	For	For
1c	Elect Director Susan Patricia Griffith	Mgmt	For	For	For
1d	Elect Director Amy B. Lane	Mgmt	For	For	For
1e	Elect Director R. Brad Martin	Mgmt	For	For	For
1f	Elect Director Nancy A. Norton	Mgmt	For	For	For
1g	Elect Director Frederick P. Perpall	Mgmt	For	For	For
1h	Elect Director Joshua Cooper Ramo	Mgmt	For	For	For
1i	Elect Director Susan C. Schwab	Mgmt	For	For	For
1j	Elect Director Frederick W. Smith	Mgmt	For	For	For
1k	Elect Director David P. Steiner	Mgmt	For	For	For
1l	Elect Director Rajesh Subramaniam	Mgmt	For	For	For
1m	Elect Director Paul S. Walsh	Mgmt	For	Against	Against

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

FedEx Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The annual bonus should be assessed using no less than two metrics. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentives should not be delivered via cash or other non-equity vehicles. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>					
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>					
5	Amend Clawback Policy	SH	Against	Refer	Against
<p><i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks and opportunities.</i></p>					
6	Report on Just Transition	SH	Against	For	For
<p><i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning climate risk so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. To meet the ambition of the Paris Agreement and avoid massive risk to shareholder value, corporations should demonstrate the nexus between their climate aspirations and business strategy via disclosure of credible Paris- or 1.5 degree-aligned emissions reduction targets. Current disclosure does not sufficiently provide investors such information.</i></p>					
7	Adopt a Paid Sick Leave Policy	SH	Against	Refer	Against
<p><i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks and opportunities.</i></p>					
8	Report on Climate Risk in Retirement Plan Options	SH	Against	Refer	Against
<p><i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks and opportunities.</i></p>					

Colruyt SA

Meeting Date: 09/27/2023

Country: Belgium

Ticker: COLR

Meeting Type: Annual

Primary ISIN: BE0974256852

Primary SEDOL: 5806225

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Receive Directors' and Auditors' Reports (Non-Voting)	Mgmt			

Colruyt SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	Refer	Against
<i>Voter Rationale: A vote AGAINST is warranted, because the proposed remuneration is below par in relation to market standards, particularly with regard to disclosure</i>					
3.a	Adopt Financial Statements	Mgmt	For	For	For
3.b	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
4	Approve Dividends of EUR 0.80 Per Share	Mgmt	For	For	For
5	Approve Allocation of Income	Mgmt	For	For	For
6.a	Reelect 7 Capital BV, Permanently Represented by Chantal de Vrieze, as Director	Mgmt	For	Refer	Against
<i>Voter Rationale: Remuneration concerns</i>					
6.b	Acknowledge End of Mandate of Dirk JS Van den Berghe BV, Permanently Represented by Dirk Van den Berghe, as Independent Director	Mgmt			
6.c	Elect RUDANN BV, Permanently Represented by Rudi Peeters, as Independent Director	Mgmt	For	For	For
7	Approve Discharge of Directors	Mgmt	For	For	For
8	Approve Discharge of Auditors	Mgmt	For	For	For
9	Transact Other Business	Mgmt			

ICICI Prudential Life Insurance Company Limited

Meeting Date: 09/27/2023

Country: India

Ticker: 540133

Meeting Type: Special

Primary ISIN: INE726G01019

Primary SEDOL: BYXL8H0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Postal Ballot	Mgmt			
1	Elect Solmaz Altin as Director	Mgmt	For	Against	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>					

Lasertec Corp.

Meeting Date: 09/27/2023

Country: Japan

Ticker: 6920

Meeting Type: Annual

Primary ISIN: JP3979200007

Primary SEDOL: 6506267

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 128	Mgmt	For	For	For
2	Amend Articles to Allow Virtual Only Shareholder Meetings	Mgmt	For	For	For
3.1	Elect Director Kusunose, Haruhiko	Mgmt	For	Against	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>					
3.2	Elect Director Okabayashi, Osamu	Mgmt	For	Against	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>					
3.3	Elect Director Moriizumi, Koichi	Mgmt	For	For	For
3.4	Elect Director Sendoda, Tetsuya	Mgmt	For	For	For
3.5	Elect Director Misawa, Yutaro	Mgmt	For	For	For
3.6	Elect Director Tajima, Atsushi	Mgmt	For	For	For
3.7	Elect Director Mihara, Koji	Mgmt	For	For	For
3.8	Elect Director Kamide, Kunio	Mgmt	For	For	For
3.9	Elect Director Iwata, Yoshiko	Mgmt	For	For	For
4	Approve Annual Bonus	Mgmt	For	For	For
5	Approve Restricted Stock Plan	Mgmt	For	Against	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>					

Pan Pacific International Holdings Corp.

Meeting Date: 09/27/2023

Country: Japan

Ticker: 7532

Meeting Type: Annual

Primary ISIN: JP3639650005

Primary SEDOL: 6269861

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

Pan Pacific International Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Director Matsumoto, Kazuhiro	Mgmt	For	Against	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Moriya, Hideki	Mgmt	For	Against	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Ishii, Yuji	Mgmt	For	Against	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Ninomiya, Hitomi	Mgmt	For	Against	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Kubo, Isao	Mgmt	For	Against	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.8	Elect Director Yasuda, Takao	Mgmt	For	Against	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3	Elect Director and Audit Committee Member Nishitani, Jumpei	Mgmt	For	For	For

Alibaba Group Holding Limited

Meeting Date: 09/28/2023

Country: Cayman Islands

Ticker: 9988

Meeting Type: Annual

Primary ISIN: KYG017191142

Primary SEDOL: BK6YZP5

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

Mercari, Inc.

Meeting Date: 09/28/2023

Country: Japan

Ticker: 4385

Meeting Type: Annual

Primary ISIN: JP3921290007

Primary SEDOL: BG0GM14

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

Contact Us

Columbia Threadneedle Investments

Cannon Place
87 Cannon Street
London EC4N 6AG
Tel: +44 (0) 20 7628 8000

www.columbiathreadneedle.com

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