

ACTIVE OWNERSHIP – PROXY VOTING

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DISCLOSURE

This report represents all the proxy proposals reviewed by DSM Capital Partners LLC ("DSM") between 01/01/2024 and 12/31/2024 for holdings owned by DSM's advisory clients. Per DSM's Proxy Voting Policy, there may be situations in which DSM may abstain from voting a particular proxy or proposal. Please refer to DSM's Proxy Voting Policy located at https://dsmcapital.com/stewardship/ for additional information. All proxy proposal decisions listed are the opinion of DSM and are not intended as a forecast, a guarantee of future results, investment recommendation, or an offer to buy or sell any securities. It should not be assumed that investments in such securities have been or will be profitable. The specific securities do not represent all the securities purchased, sold, or recommended for advisory clients. The information contained herein has been prepared from sources believed reliable but is not guaranteed by us as to its timeliness or accuracy and is not a complete summary or statement of all available data. This report is for informational purposes only.

VOTE SUMMARY REPORT

DSM Aggregate Proxy Voting Record

Date range covered: 01/01/2024 to 12/31/2024

Voting Statistics

| | Total | Percent |
|--|-------|---------|
| Votable Meetings | 44 | |
| Meetings Voted | 44 | 100.00% |
| Meetings with One or More Votes Against Management | 13 | 29.55% |
| Votable Ballots | 90 | |
| Ballots Voted | 90 | 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.

| | Manageme | nt Proposals | Shareholder | Proposals | All Pro | posals |
|--------------------------|----------|--------------|-------------|-----------|---------|---------|
| | Total | Percent | Total | Percent | Total | Percent |
| Votable Proposals | 581 | | 65 | | 646 | |
| Proposals Voted | 581 | 100.00% | 65 | 100.00% | 646 | 100.00% |
| FOR Votes | 563 | 96.90% | 10 | 15.38% | 573 | 88.70% |
| AGAINST Votes | 15 | 2.58% | 55 | 84.62% | 70 | 10.84% |
| ABSTAIN Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| WITHHOLD Votes | 2 | 0.34% | 0 | 0.00% | 2 | 0.31% |
| Votes WITH Management | 567 | 97.59% | 57 | 87.69% | 624 | 96.59% |
| Votes AGAINST Management | 14 | 2.41% | 8 | 12.31% | 22 | 3.41% |
| Significant Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |

Note: Instructions of Do Not Vote are not considered voted; Frequency on Pay votes of 1, 2 or 3 Years are only reflected statistically, where applicable, but present in the underlying detail; and in cases of different votes submitted across ballots for a given meeting, votes cast are distinctly counted by type per proposal where total votes submitted may be higher than unique proposals voted.

E, S, G Pillar Statistics

| | Vota Propo | | Proposals Voted | | Manage Propo | | Sharel Prope | | All Proposals | | |
|--------------------------|---------------|---------|--------------------|---------|-----------------|---------|-----------------|---------|------------------|---------|--|
| | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent | |
| Environmental | 5 | 0.77% | 5 | 0.77% | 0 | 0.00% | 5 | 7.69% | 5 | 0.77% | |
| Social | 35 | 5.42% | 35 | 5.42% | 1 | 0.17% | 34 | 52.31% | 35 | 5.42% | |
| Governance | 589 | 91.18% | 589 | 91.18% | 578 | 99.48% | 11 | 16.92% | 589 | 91.18% | |
| E&S Blended | 13 | 2.01% | 13 | 2.01% | 2 | 0.34% | 11 | 16.92% | 13 | 2.01% | |
| S&G Blended | 2 | 0.31% | 2 | 0.31% | 0 | 0.00% | 2 | 3.08% | 2 | 0.31% | |
| E&S&G Blended | 2 | 0.31% | 0.31% 2 | | 0 | 0.00% | 2 | 3.08% | 2 | 0.31% | |
| Total Unique Proposal(s) | 646 | | 646 | | 581 | | 65 | | 646 | | |

Note: For Blended Pillars, clients should review the E,S,G pillar designation provided in the meeting's proposal data.

Proposal Statistics

| | Vota Prope | | Propo Vot | | Manage Propo | | Shareh Propo | | Votes A | | Signifi Vot | |
|------------------------|---------------|---------|--------------|---------|-----------------|---------|-----------------|---------|---------|---------|----------------|---------|
| | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent |
| Audit Related | 45 | 6.97% | 45 | 6.97% | 45 | 6.97% | 0 | 0.00% | 1 | 0.15% | 0 | 0.00% |
| Capitalization | 25 | 3.87% | 25 | 3.87% | 25 | 3.87% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Company Articles | 5 | 0.77% | 5 | 0.77% | 4 | 0.62% | 1 | 0.15% | 1 | 0.15% | 0 | 0.00% |
| Compensation | 62 | 9.60% | 62 | 9.60% | 59 | 9.13% | 3 | 0.46% | 3 | 0.46% | 0 | 0.00% |
| Corporate Governance | 5 | 0.77% | 5 | 0.77% | 0 | 0.00% | 5 | 0.77% | 2 | 0.31% | 0 | 0.00% |
| Director Election | 375 | 58.05% | 375 | 58.05% | 375 | 58.05% | 0 | 0.00% | 7 | 1.08% | 0 | 0.00% |
| Director Related | 30 | 4.64% | 30 | 4.64% | 28 | 4.33% | 2 | 0.31% | 1 | 0.15% | 0 | 0.00% |
| E&S Blended | 13 | 2.01% | 13 | 2.01% | 2 | 0.31% | 11 | 1.70% | 0 | 0.00% | 0 | 0.00% |
| Environmental | 5 | 0.77% | 5 | 0.77% | 0 | 0.00% | 5 | 0.77% | 1 | 0.15% | 0 | 0.00% |
| Miscellaneous | 4 | 0.62% | 4 | 0.62% | 2 | 0.31% | 2 | 0.31% | 1 | 0.15% | 0 | 0.00% |
| Mutual Funds | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| No Research | 3 | 0.46% | 3 | 0.46% | 3 | 0.46% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Non-Routine Business | 2 | 0.31% | 2 | 0.31% | 0 | 0.00% | 2 | 0.31% | 0 | 0.00% | 0 | 0.00% |
| Routine Business | 29 | 4.49% | 29 | 4.49% | 29 | 4.49% | 0 | 0.00% | 1 | 0.15% | 0 | 0.00% |
| Social | 35 | 5.42% | 35 | 5.42% | 1 | 0.15% | 34 | 5.26% | 4 | 0.62% | 0 | 0.00% |
| Strategic Transactions | 1 | 0.15% | 1 | 0.15% | 1 | 0.15% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Takeover Related | 7 | 1.08% | 7 | 1.08% | 7 | 1.08% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Total | 646 | 100.00% | 646 | 100.00% | 581 | 89.94% | 65 | 10.06% | 22 | 3.41% | 0 | 0.00% |

Intuit Inc.

Meeting Date: 01/18/2024 **Record Date:** 11/20/2023

Country: USA
Meeting Type: Annual

Primary CUSIP: 461202103

Ticker: INTU

Meeting ID: 1806332

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Eve Burton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1b | | Elect Director Scott D. Cook | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1c | | Elect Director Richard L. Dalzell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1d | | Elect Director Sasan K. Goodarzi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1e | | Elect Director Deborah Liu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1f | | Elect Director Tekedra Mawakana | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1g | | Elect Director Suzanne Nora Johnson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |

Intuit Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------------------|------------------------------------|--------------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1h | | Elect Director Ryan Roslansky | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted at th | is time. | | | | |
| 1i | | Elect Director Thomas Szkutak | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted at th | is time. | | | | |
| 1j | | Elect Director Raul Vazquez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted at th | is time. | | | | |
| 1k | | Elect Director Eric S. Yuan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted at th | is time. | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this review. Annual incentives were primarise performance-based. In addition, long-t generally capped at target for negatives | ly determine erm perform | ed by pre-set fi nance shares u | inancial met tilize a three | rics and half of the long-term incentiv | e award is | | | |
| 3 | | Advisory Vote on Say on Pay Frequency | G | Mgmt | Yes | One Year | One Year | One Year | No | No |
| | | Voting Policy Rationale: A vote for the considered a best practice as they give | • | | | | pay votes | are | | |
| 4 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | s proposal to | o ratify the aud | ditor is warr | anted. | | | | |
| 5 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the E | quity Plan S | Scorecard evalu | uation (EPSC | C), a vote FOR this proposal is warrant | ted. | | | |
| 6 | | Report on Climate Risk in Retirement Plan Options | Е | SH | Yes | Against | For | For | Yes | Yes |
| | | Voting Policy Rationale: A vote FOR this invest more responsibly, it is unclear he requested in the report would not only change, but also allow shareholders to | ow well emp complement | loyees unders t and enhance | tand the ret the compar | irement plans available to them. The inny's existing commitments regarding of | informatio | | | |

Visa Inc.

Meeting Date: 01/23/2024 **Record Date:** 11/24/2023

Country: USA

Ticker: V

Meeting Type: Annual

Meeting ID: 1809416

Primary CUSIP: 92826C839

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Lloyd A. Carney | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.

Visa Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-----------------------------|-------------------------------------|-------------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1b | | Elect Director Kermit R. Crawford | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1c | | Elect Director Francisco Javier Fernandez-Carbajal | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1d | | Elect Director Ramon Laguarta | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1e | | Elect Director Teri L. List | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1f | | Elect Director John F. Lundgren | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1g | | Elect Director Ryan McInerney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warı | ranted at thi | is time. | | | | |
| 1h | | Elect Director Denise M. Morrison | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1i | | Elect Director Pamela Murphy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1j | | Elect Director Linda J. Rendle | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1k | | Elect Director Maynard G. Webb, Jr. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi annual and long-term incentives are pr the lack of per-metric weightings and t | imarily perfo | ormance based | l, certain coi | ncerns are noted under both program | | to | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | is proposal t | o ratify the aud | ditor is warra | anted. | | | | |
| 4 | | Approve Class B Exchange Offer Program Certificate Amendments | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thin number of Class B shares will become and volatility for Class A shareholders. conversion of the Class B shares, which thereby mitigating some of this risk. | freely conve The propose | rtible into Clas. ed exchange of | s A shares a ffer provides | all at once, which could lead to marke of for a more methodical approach to t | t disruption the | าร | | |
| 5 | | Adjourn Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this meeting is warranted. | is proposal is | s warranted as | support for | the underlying proposals at the share | eholder | | | |

Visa Inc.

| | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--|--|---|---|---|--|---|---|--|
| ibmit Severance Agreement hange-in-Control) to iareholder Vote | G | SH | Yes | Against | Against | Against | No | No |
| ıl | omit Severance Agreement nange-in-Control) to areholder Vote | omit Severance Agreement G nange-in-Control) to nareholder Vote | omit Severance Agreement G SH nange-in-Control) to areholder Vote | omit Severance Agreement G SH Yes nange-in-Control) to areholder Vote | omit Severance Agreement G SH Yes Against nange-in-Control) to nareholder Vote | omit Severance Agreement G SH Yes Against Against aange-in-Control) to areholder Vote | omit Severance Agreement G SH Yes Against Against Against anange-in-Control) to | omit Severance Agreement G SH Yes Against Against Against No nange-in-Control) to areholder Vote |

Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy which limits cash severance to a reasonable basis absent shareholder approval, and no significant concerns are identified with respect to the company's broad-based equity award treatment.

Accenture plc

Meeting Date: 01/31/2024 **Record Date:** 12/04/2023

Country: Ireland Meeting Type: Annual Ticker: ACN

Meeting ID: 1811227

Primary CUSIP: G1151C101

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|---------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Jaime Ardila | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1b | | Elect Director Martin Brudermuller | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1c | | Elect Director Alan Jope | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1d | | Elect Director Nancy McKinstry | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1e | | Elect Director Beth E. Mooney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1f | | Elect Director Gilles C. Pelisson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1g | | Elect Director Paula A. Price | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1h | | Elect Director Venkata (Murthy) Renduchintala | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1 i | | Elect Director Arun Sarin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1j | | Elect Director Julie Sweet | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1k | | Elect Director Tracey T. Travis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |

Accenture plc

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this disclosure of goal definition, CEO pay a | | | | | antial | | | |
| 3 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the E | Equity Plan S | Scorecard evalu | uation (EPSC | C), a vote FOR this proposal is warrant | ted. | | | |
| 4 | | Amend Nonqualified Employee Stock Purchase Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this reserved is relatively conservative; and | | _ | | The purchase price is reasonable; * Ti | he shares | | | |
| 5 | | Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | is proposal to | o ratify the aud | ditor is warra | anted. | | | | |
| 6 | | Renew the Board's Authority to Issue Shares Under Irish Law | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | ese proposal | 's is warranted | as the prop | osed amounts and durations are with | in | | | |
| 7 | | Authorize Board to Opt-Out of Statutory Pre-Emption Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | ese proposal | 's is warranted | as the prop | osed amounts and durations are with | in | | | |
| 8 | | Determine Price Range for Reissuance of Treasury Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi Ireland, and no significant concerns ha | | | ecause this | is a routine item for companies incorp | porated in | | | |

PT Bank Mandiri (Persero) Tbk

Meeting Date: 03/07/2024 **Record Date:** 02/12/2024

Country: Indonesia Meeting Type: Annual

Ticker: BMRI

Meeting ID: 1818374

Primary CUSIP: Y7123S108

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|--------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Approve Annual Report, Financial Statements, Statutory Reports, Report of the Micro and Small Business Funding Program (PUMK), and Discharge of Directors and Commissioners | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the company's financial statements. | is resolution | is warranted g | viven the abs | sence of any known issues surroundin | g the | | | |
| 2 | | Approve Allocation of Income | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is resolution | is warranted. | | | | | | |

PT Bank Mandiri (Persero) Tbk

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-----------------|------------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Approve Remuneration and Tantiem of Directors and Commissioners | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | this resolution | is warranted. | | | | | | |
| 4 | | Appoint Auditors of the Company and the Micro and Small Business Funding Program (PUMK) | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAII paid to the company's audit firm in the | | | - | | al audit fed | es | | |
| 5 | | Accept Report on the Use of Proceeds from the Shelf Public Offering of Shelf Green Bonds I Tranche I of Bank Mandiri of 2023 | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is re | quired for thi | is item. | | | | | | |
| 6 | | Approve Company's Recovery Plan Update | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | this resolution | is warranted. | | | | | | |
| 7 | | Amend Articles of Association | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAII voting decision. | NST this reso. | lution is warran | ted given th | e lack of further information to make | an informe | ed | | |
| 8 | | Approve Changes in the Boards of the Company | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAII decision. | NST this reso | lution is warran | ted given th | e lack of information to make an info | rmed votin | g | | |

AstraZeneca PLC

Meeting Date: 04/11/2024 **Record Date:** 04/09/2024

Country: United Kingdom Meeting Type: Annual

Ticker: AZN

Meeting ID: 1823178

Primary CUSIP: G0593M107

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|------------------|---------------------|----------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Accept Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR warranted as no significant concern | | | ission of the | directors' report and fina | ncial statements is | | | |
| 2 | | Approve Dividends | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR been identified. | this resolutio | n is warranted L | because this | is a routine item and no s | significant concerns h | ave | | |
| 3 | | Reappoint PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this item is u | varranted as no | significant o | oncerns have heen identit | ied | | | |

AstraZeneca PLC

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--|--|--|---|----------------------------|---------------------|-------------------------|------------------------|
| 4 | | Authorise Board to Fix Remuneration of Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | item is warı | ranted because | e there are | no concerns regarding this proposal. | | | | |
| 5a | | Re-elect Michel Demare as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 51 A Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitm reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althoug s at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M companies in addition to his position at ve effectively in his respective roles. T is role at Investor AB, given its signific | arcus the The main | | | |
| 5b | | Re-elect Pascal Soriot as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 51 A Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitm reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althoug s at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M companies in addition to his position at ve effectively in his respective roles. I is role at Investor AB, given its signific | arcus t the The main | | | |
| 5c | | Re-elect Aradhana Sarin as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l / Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitme reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althougs at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M. companies in addition to his position at ve effectively in his respective roles. T is role at Investor AB, given its signific | arcus the The main | | | |
| 5d | | Re-elect Philip Broadley as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 51 A Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitm reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althougs at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M companies in addition to his position at ve effectively in his respective roles. T is role at Investor AB, given its signific | arcus t the The main | | | |
| 5e | | Re-elect Euan Ashley as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l / Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitme reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althoug s at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M companies in addition to his position at ve effectively in his respective roles. T is role at Investor AB, given its signific | arcus t the The main | | | |
| 5f | | Re-elect Deborah DiSanzo as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 51 A Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitm reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althoug s at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M companies in addition to his position at ve effectively in his respective roles. T is role at Investor AB, given its signific | arcus t the The main | | | |

AstraZeneca PLC

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|--|---|---|---|---------------------|-------------------------|------------------------|
| 5g | | Re-elect Diana Layfield as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to Item 5m A vote FOR this Director is a Wallenberg holds a significant number Company. These external time commeason for support is: * All of his director of the companies. Taking this factor is the companies. Taking this factor is the companies. | considered wa er of board ro nitments may ectorships at l | arranted, althou les at other pu undermine his listed companie | ugh it is not blicly-listed o ability to se s relate to h | without concern for shareh companies in addition to his rve effectively in his respec is role at Investor AB, give | olders: * Marcus s position at the tive roles. The main | | | |
| 5h | | Elect Anna Manz as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to Item 5m A vote FOR this Director is Wallenberg holds a significant number Company. These external time commeason for support is: * All of his directorse companies. Taking this factor | considered wa er of board ro nitments may ectorships at l | arranted, althou les at other pu undermine his listed companie | ugh it is not blicly-listed o ability to se es relate to h | without concern for shareh companies in addition to his rve effectively in his respec is role at Investor AB, give | olders: * Marcus s position at the tive roles. The main | | | |
| 5i | | Re-elect Sheri McCoy as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to Item 5m A vote FOR this Director is Wallenberg holds a significant number Company. These external time commeason for support is: * All of his directors the companies. Taking this factor is the companies. Taking this factor is the companies. | considered wa er of board ro nitments may ectorships at l | arranted, althou les at other pu undermine his listed companie | ugh it is not blicly-listed o ability to se es relate to h | without concern for shareh companies in addition to his rve effectively in his respec is role at Investor AB, give | olders: * Marcus s position at the tive roles. The main | | | |
| 5j | | Re-elect Tony Mok as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to Item 5m A vote FOR this Director is a Wallenberg holds a significant number Company. These external time commerses of for support is: * All of his direct those companies. Taking this factor is the second of the second | considered wa er of board ro nitments may ectorships at l | arranted, althou les at other pu undermine his listed companie | ugh it is not blicly-listed o ability to se s relate to h | without concern for shareh companies in addition to his rve effectively in his respec is role at Investor AB, give | olders: * Marcus s position at the tive roles. The main | | | |
| 5k | | Re-elect Nazneen Rahman as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to Item 5m A vote FOR this Director is a Wallenberg holds a significant number Company. These external time commerson for support is: * All of his director is the companies. Taking this factor is the companies. Taking this factor is the companies. | considered wa er of board ro nitments may ectorships at l | arranted, althou les at other pul undermine his listed companie | ugh it is not blicly-listed o ability to se es relate to h | without concern for shareh companies in addition to his rve effectively in his respec is role at Investor AB, give | olders: * Marcus s position at the tive roles. The main | | | |
| 51 | | Re-elect Andreas Rummelt as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to Item 5m A vote FOR this Director is Wallenberg holds a significant number Company. These external time commers of resupport is: * All of his director is those companies. Taking this factor is the second of the second | considered wa er of board ro nitments may ectorships at l | arranted, althou les at other pu undermine his listed companie | ugh it is not blicly-listed o ability to se es relate to h | without concern for shareh companies in addition to his rve effectively in his respec is role at Investor AB, give | olders: * Marcus s position at the tive roles. The main | | | |
| 5m | | Re-elect Marcus Wallenberg as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to Item 5m A vote FOR this Director is Wallenberg holds a significant number Company. These external time commercason for support is: * All of his directors. | considered we er of board ro nitments may | arranted, althou les at other pui undermine his | ugh it is not blicly-listed o ability to se | without concern for shareh companies in addition to his rve effectively in his respec | olders: * Marcus s position at the tive roles. The main | | | |

reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.

AstraZeneca PLC

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|---|--|---|---|---------------------|-------------------------|------------------------|
| 6 | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s item is wai | rranted as no s | significant co | oncerns have been identified. | | | | |
| 7 | | Approve Remuneration Policy | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS maximum of 850% of salary, represent Company's FTSE 10 peers. Bonus oppovariable incentive repositioning follows opportunity of an additional 3.5x salary since 2020 is also recognised). The mereach, is in a high-paying sector, and is exceeds FTSE peers is very high, to the | t a substantion fortunities are a trend of la since 2020 rits of the Co s led by a ve | al pay adjustm increased sim arge increases (although the ompany's ratio ry highly regal | ent which pultaneously, to potential growth of to nale are ack rded CEO. H | ositions executive pay very significant, further increasing variable pay. * The pay every policy year and represents the Company in market cap, revenue, knowledged: AstraZeneca undoubtedly lowever, the degree by which the new | tly above to e proposed the and TSR v has a glo | he d bal | | |
| 8 | | Amend Performance Share Plan 2020 | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS significant pay adjustment which position | | | | , , | esents a | | | |
| 9 | | Authorise UK Political Donations and Expenditure | S | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this overtly political payments but is making | | | | • • | | | | |
| 10 | | Authorise Issue of Equity | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | ese resolution | ns is warranted | d because ti | he proposed amounts and durations a | re within | | | |
| 11 | | Authorise Issue of Equity without Pre-emptive Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | ese resolution | ns is warranted | d because ti | he proposed amounts and durations a | re within | | | |
| 12 | | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | ese resolution | ns is warranted | d because ti | he proposed amounts and durations a | re within | | | |
| 13 | | Authorise Market Purchase of Ordinary Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this recommended limits. | s resolution | is warranted b | ecause the | proposed amount and duration are wi | ithin | | | |
| 14 | | Authorise the Company to Call General Meeting with Two Weeks' Notice | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s resolution | is warranted I | Vo issues of | concern have been identified | | | | |

Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.

Adobe Inc.

Meeting Date: 04/17/2024 Record Date: 02/20/2024 Country: USA
Meeting Type: Annual
Primary CUSIP: 00724F101

Ticker: ADBE
Meeting ID: 1828583

Voting Policy: Sustainability

| 10 | Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|------------|------|--|---------------|-------------------|---------------------|-----------------------------------|---------------|---------------------|-----------------|----------------|
| 1a | | Elect Director Cristiano Amon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is wan | ranted. | | | | | |
| 1b | | Elect Director Amy Banse | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1c | | Elect Director Brett Biggs | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1d | | Elect Director Melanie Boulden | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is wan | ranted. | | | | | |
| 1e | | Elect Director Frank Calderoni | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1f | | Elect Director Laura Desmond | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1g | | Elect Director Shantanu Narayen | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1h | | Elect Director Spencer Neumann | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1 i | | Elect Director Kathleen Oberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1j | | Elect Director Dheeraj Pandey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1k | | Elect Director David Ricks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 11 | | Elect Director Daniel Rosensweig | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 2 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the | Equity Plan | Scorecard evalu | uation (EPSC | C), a vote FOR this proposal is v | warranted. | | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | his proposal | to ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives and long-term incentives are primarily performance-based. In addition, the relative TSR PSUs utilize a multi-year performance period and a payout cap for negative absolute results, while targeting above-median performance. However, concerns remain regarding the annual performance period for certain equity awards and the lack of disclosed specific annual incentive targets and weightings, though certain improvements to the STI are expected to be made next year.

Adobe Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 5 | | Require a Majority Vote Standard for the Election of Directors with Mandatory Resignation Policy | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGA elections at the company that sugg | | | , | , , | g failed director | • | | |
| 6 | | Report on Hiring of Persons with Arrest or Incarceration Records | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR | | | | , | | | | |

ASML Holding NV

Meeting Date: 04/24/2024 **Record Date:** 03/27/2024

Country: Netherlands **Meeting Type:** Annual

Primary CUSIP: N07059202

Ticker: ASML

Meeting ID: 1818545

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| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|---------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| | | Annual Meeting Agenda | | Mgmt | No | | | | | |
| 1 | | Open Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is re | equired for th | is item. | | | | | | |
| 2 | | Discuss the Company's Business, Financial Situation and ESG Sustainability | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a nor | n-voting item. | | | | | | | |
| 3a | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR regarding actual content and disclosi | | as the proposed | d remunerati | ion report is in in line with I | market practice, | | | |
| 3b | | Adopt Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR auditors. | is warranted | because of the | absence of o | concern with the company's | audit procedures or | r its | | |
| 3c | | Discussion on Company's Corporate Governance Structure and Compliance with the Corporate Governance Code | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a nor | -voting item. | | | | | | | |
| 3d | | Receive Explanation on Company's Reserves and Dividend Policy | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a nor | n-voting item. | , | | | | | | |

volume and duration.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 3e | | Approve Dividends | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the being excessive. | his dividend p | oroposal is warı | ranted beca | use the proposed payout ratio is adeq | guate witho | out | | |
| 4a | | Approve Discharge of Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is controversies that the management b | | | | , | compelling | 7 | | |
| 4b | | Approve Discharge of Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is controversies that the management b | | | | • | compelling | 7 | | |
| 5 | | Approve Number of Shares for Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | his item is wa | arranted becaus | se the terms | s of the proposed equity plan are not | problemati | ic. | | |
| 6a | | Announce Intention to Reappoint C.D. Fouquet to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are not | n-voting iten | ıs. | | | | | | |
| 6b | | Announce Intention to Reappoint J.P. Koonmen to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are no | n-voting iten | ıs. | | | | | | |
| 7a | | Discuss Updated Profile of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non- | voting item. | | | | | | | |
| 7b | | Reelect A.P. Aris to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | es appear to | | | ' | | s | | |
| 7c | | Reelect D.M. Durcan to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | es appear to | | | - | | 5 | | |
| 7d | | Reelect D.W.A. East to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | es appear to | | | ' | | ş. | | |
| 7e | | Discuss Composition of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non- | voting item. | | | | | | | |
| 8a | | Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration | nis proposal i | s warranted be | cause it is i | n line with commonly used safeguard. | s regarding | 7 | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-----------------|----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 8b | | Authorize Board to Exclude Preemptive Rights from Share Issuances | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration. | nis proposal is | s warranted be | ecause it is ii | n line with commonly used safeguard | ls regarding | 7 | | |
| 9 | | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is volume and pricing; * The authorization capital; and * The authorization would prior to the repurchase. | on would allo | ow ASML Holdin | ng to repurc | hase up to 10.00 percent of the issue | ed share | - | | |
| 10 | | Authorize Cancellation of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted b | ecause the car | ncellation of | shares is in shareholders' interests. | | | | |
| 11 | | Other Business (Non-Voting) | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is req | uired for this | s item. | | | | | | |
| 12 | | Close Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is req | uired for this | s item. | | | | | | |

ASML Holding NV

Meeting Date: 04/24/2024 **Record Date:** 03/27/2024

Country: Netherlands Meeting Type: Annual Ticker: ASML Meeting ID: 1831708

Primary CUSIP: N07059202

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|-------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| | | Meeting for ADR Holders | | Mgmt | No | | | | | |
| 1 | | Open Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is re | equired for th | is item. | | | | | | |
| 2 | | Discuss the Company's Business, Financial Situation and ESG Sustainability | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a nor | n-voting item | | | | | | | |
| 3a | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR regarding actual content and disclosi | | as the proposed | d remunerati | ion report is in in line with marke | et practice, | | | |
| 3b | | Adopt Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR auditors. | is warranted | because of the | absence of c | concern with the company's audi | t procedures of | rits | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Agains ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|-----------------------|
| 3c | | Discussion on Company's Corporate Governance Structure and Compliance with the Corporate Governance Code | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non- | voting item. | | | | | | | |
| 3d | | Receive Explanation on Company's Reserves and Dividend Policy | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non- | voting item. | | | | | | | |
| 3e | | Approve Dividends | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to being excessive. | nis dividend p | oroposal is war | ranted beca | use the proposed payout ratio is adec | quate witho | out | | |
| 4a | | Approve Discharge of Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is controversies that the management b | | | | | compelling | 1 | | |
| 4b | | Approve Discharge of Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is controversies that the management b | | | | | compelling | 7 | | |
| 5 | | Approve Number of Shares for Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | nis item is wa | arranted becaus | se the terms | s of the proposed equity plan are not | problemati | c. | | |
| 6a | | Announce Intention to Reappoint C.D. Fouquet to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are no. | n-voting item | ıs. | | | | | | |
| 6b | | Announce Intention to Reappoint J.P. Koonmen to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are no. | n-voting item | ıs. | | | | | | |
| 7a | | Discuss Updated Profile of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non- | voting item. | | | | | | | |
| 7b | | Reelect A.P. Aris to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | es appear to | | | · · · · · · · · · · · · · · · · · · · | | 5 | | |
| 7c | | Reelect D.M. Durcan to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | es appear to | | | | | 5 | | |
| 7d | | Reelect D.W.A. East to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | es appear to | | | | | 5 | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 7e | | Discuss Composition of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non-v | oting item. | | | | | | | |
| 8a | | Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration. | is proposal is | warranted be | cause it is ir | n line with commonly used safeguards | regarding | 7 | | |
| 8b | | Authorize Board to Exclude Preemptive Rights from Share Issuances | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration. | is proposal is | warranted be | cause it is ii | n line with commonly used safeguards | regarding | 1 | | |
| 9 | | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is volume and pricing; * The authorizatic capital; and * The authorization would prior to the repurchase. | n would allo | w ASML Holdin | ng to repurc | hase up to 10.00 percent of the issued | d share | - | | |
| 10 | | Authorize Cancellation of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted be | ecause the car | ncellation of | shares is in shareholders' interests. | | | | |
| 11 | | Other Business (Non-Voting) | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is requ | uired for this | item. | | | | | | |
| 12 | | Close Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is requ | uired for this | item. | | | | | | |

Entegris, Inc.

Meeting Date: 04/24/2024 **Record Date:** 03/08/2024

Country: USA

Meeting Type: Annual

Ticker: ENTG
Meeting ID: 1836305

Primary CUSIP: 29362U104

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director James R. Anderson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1b | | Elect Director Rodney Clark | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |

Entegris, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1c | | Elect Director James F. Gentilcore | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 1d | | Elect Director Yvette Kanouff | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 1e | | Elect Director James P. Lederer | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 1f | | Elect Director Bertrand Loy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 1g | | Elect Director David Reeder | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 1h | | Elect Director Azita Saleki-Gerhardt | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this performance are reasonably aligned at | | warranted as | no significa | nt concerns were identified and pay a | nd | | | |
| 3 | | Approve Qualified Employee Stock Purchase Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this shares reserved is reasonable; and * Ti Code. | | - | | · | | | | |
| 4 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | litor is warra | anted. | | | | |

Abbott Laboratories

Meeting Date: 04/26/2024 **Record Date:** 02/28/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 002824100

Ticker: ABT

Meeting ID: 1835685

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Robert J. Alpern | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1.2 | | Elect Director Claire Babineaux-Fontenot | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1.3 | | Elect Director Sally E. Blount | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |

Abbott Laboratories

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|--------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.4 | | Elect Director Robert B. Ford | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director no | ominees is war | ranted. | | | | | |
| 1.5 | | Elect Director Paola Gonzalez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director no | ominees is war | ranted. | | | | | |
| 1.6 | | Elect Director Michelle A. Kumbier | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | ne director no | ominees is war | ranted. | | | | | |
| 1.7 | | Elect Director Darren W. McDew | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | ne director no | ominees is war | ranted. | | | | | |
| 1.8 | | Elect Director Nancy McKinstry | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director no | ominees is war | ranted. | | | | | |
| 1.9 | | Elect Director Michael G. O'Grady | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | ne director no | ominees is war | ranted. | | | | | |
| 1.10 | | Elect Director Michael F. Roman | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director no | ominees is war | ranted. | | | | | |
| 1.11 | | Elect Director Daniel J. Starks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | ne director no | ominees is war | ranted. | | | | | |
| 1.12 | | Elect Director John G. Stratton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director no | ominees is war | ranted. | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | his proposal t | o ratify the au | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the under review. Although there are comperformance based and there is no up | cerns with th | e structure of t | the LTI, the | majority of the incentive program wa | | | | |

Evolution AB

Meeting Date: 04/26/2024 **Record Date:** 04/18/2024

Country: Sweden

Meeting Type: Annual

Primary CUSIP: W3287P115

Ticker: EVO

Meeting ID: 1794352

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Open Meeting | G | Mgmt | No | | | | | |

Voting Policy Rationale: These are routine meeting formalities.

Evolution AB

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 2.1 | | Elect Fredrik Palm as Chairman of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are rout | ine meeting | formalities. | | | | | | |
| 3 | | Prepare and Approve List of Shareholders | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are rout | ine meeting | formalities. | | | | | | |
| 4 | | Approve Agenda of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are rout | ine meeting | formalities. | | | | | | |
| 5.1 | | Designate Erik Sprinchorn as Inspector of Minutes of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are rout | rine meeting | formalities. | | | | | | |
| 6 | | Acknowledge Proper Convening of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are rout | ine meeting | formalities. | | | | | | |
| 7.a | | Accept Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the accounts presented or audit procedures | | f the annual ac | ccounts is w | arranted due to a lack of concern rega | arding the | | | |
| 7.b | | Approve Allocation of Income and Dividends of EUR 2.65 Per Share | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this proposed dividend. | s income allo | ocation propos | al is warran | ted due to a lack of controversy surro | unding the | 9 | | |
| 7.c1 | | Approve Discharge of Jens von Bahr | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c2 | | Approve Discharge of Fredrik Osterberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c3 | | Approve Discharge of Ian Livingstone | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c4 | | Approve Discharge of Joel Citron | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c5 | | Approve Discharge of Jonas Engwall | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c6 | | Approve Discharge of Mimi Drake | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |

Evolution AB

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 7.c7 | | Approve Discharge of Sandra Urie | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their file. | | | as there is | no evidence that the board directors o | or | | | |
| 7.c8 | | Approve Discharge of Martin Carlesund | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their file. | | | as there is | no evidence that the board directors o | or | | | |
| 8 | | Determine Number of Members (6) and Deputy Members (0) of Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the board. | is proposal is | s warranted be | ecause of a l | ack of controversy concerning the size | e of the | | | |
| 9 | | Approve Remuneration of Directors in the Amount of EUR 400,000 to Chairman and EUR 100,000 for Other Directors | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN considered excessive in relation to con- | | | as the propo | sed director fees lack justification and | can be | | | |
| 10.1 | | Reelect Jens von Bahr (Chair) as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. warranted for lack of diversity on the I | | _ | | | ne is | | | |
| 10.2 | | Reelect Joel Citron as Director | G | Mgmt | Yes | For | Against | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. warranted for lack of diversity on the I | | _ | | _ | ne is | | | |
| 10.3 | | Reelect Mimi Drake as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. warranted for lack of diversity on the I | | _ | | | ne is | | | |
| 10.4 | | Reelect Ian Livingstone as Director | G | Mgmt | Yes | For | Against | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted for lack of diversity on the I | | _ | | | ne is | | | |
| 10.5 | | Reelect Sandra Urie as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted for lack of diversity on the I | | _ | | _ | ne is | | | |
| 10.6 | | Reelect Fredrik Osterberg as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. warranted for lack of diversity on the I | | _ | | _ | ne is | | | |
| 11 | | Approve Remuneration of Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted b | ecause there a | are no conce | erns regarding this proposal. | | | | |
| 12.1 | | Ratify PricewaterhouseCoopers as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted b | ecause there a | are no conce | erns regarding this proposal. | | | | |

Evolution AB

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|----------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 13 | | Approve Nomination Committee Procedures | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t due to the local market practice of in | | | | _ | ommittee is warran | ted | | |
| 14 | | Approve Remuneration Policy And Other Terms of Employment For Executive Management | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t does not contravene good European | | | | osed remuneration policy is w | ell described and | | | |
| 15 | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to does not contravene good European 2020 warrant plan vested during the | executive rer | muneration pra | ctice. Signific | cant pay quantum concerns a | | | | |
| 16 | | Authorize Share Repurchase Program | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the warranted, despite the lack of a disciplinary in the series of past abuse of the | osed volume | limit, because: | | | • | ! * | | |
| 17 | | Authorize Reissuance of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t warranted, despite the lack of a disci There is no evidence of past abuse o | osed volume | limit, because: | - | | - | * | | |
| 18 | | Approve Issuance of up to 10 Percent of Issued Shares without Preemptive Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR texcessive. | his issuance | authorization is | warranted i | because the potential share c | apital increase is r | oot | | |
| 19 | | Approve EUR 13,722.05 Reduction in Share Capital via Share Cancellation; Approve EUR 13,722.05 Increase in Share Capital Through a Bonus Issue | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t balance sheet, which may also enhar | | | | of shares may improve the e | efficiency of the | | | |
| 20 | | Approve Transfer of Shares to the Sellers of BTG | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his item is wa | arranted becau | se the trans | fer is largely uncontroversial a | and clearly explain | ed. | | |
| 21 | | Close Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non | -voting forma | ality. | | | | | | |

Paycom Software, Inc.

Meeting Date: 04/29/2024 **Record Date:** 03/11/2024

Country: USA
Meeting Type: Annual
Primary CUSIP: 70432V102

Ticker: PAYC
Meeting ID: 1841513

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---|--|---|---|--|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Robert J. Levenson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIn sunset requirement, the supermajoric classified board, each of which adver | ty vote requii | rement to enact | t certain cha | nges to the governing documents an | d the | rd. | | |
| 1.2 | | Elect Director Frederick C. Peters, II | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIn sunset requirement, the supermajoric classified board, each of which adver | ty vote requii | rement to enact | t certain cha | nges to the governing documents an | d the | rd. | | |
| 1.3 | | Elect Director Felicia Williams | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIn sunset requirement, the supermajoric classified board, each of which adver | ty vote requii | rement to enact | t certain cha | nges to the governing documents an | d the | rd. | | |
| 2 | | Ratify Grant Thornton LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | this proposal | to ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAII responsiveness to last year's failed signary in review, a qualitative analysis based on financial targets which appears Moreover, the company made a num decreasing the proportion of the equito a one-year performance period when the properties of the second s | ay-on-pay voo indicates sign ear rigorous, ber of proble ity grant base | te. However, th nificant structur though a conce ematic changes ed on performa | ough pay ar al concerns ern remains to the LTI p nce-conditio | od performance were quantitatively a with the pay program. The annual bo with regards to an unbalanced payou rogram, significantly increasing NEO ned equity, and changing the perfor | ligned for to nus remaint on formula. grant value | ns es, | | |

Boston Scientific Corporation

Meeting Date: 05/02/2024 **Record Date:** 03/08/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 101137107

Ticker: BSX

Meeting ID: 1837193

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Charles J. Dockendorff | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1b | | Elect Director Yoshiaki Fujimori | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1c | | Elect Director Edward J. Ludwig | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |

Boston Scientific Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1d | | Elect Director Michael F. Mahoney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1e | | Elect Director Jessica L. Mega | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 1f | | Elect Director Susan E. Morano | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 1g | | Elect Director John E. Sununu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 1h | | Elect Director David S. Wichmann | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1 i | | Elect Director Ellen M. Zane | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this review. The STI plan was primarily bas be performance-conditioned and measure | ed on pre-se | et financial goa | ls, while the | | | | | |
| 3 | | Amend Advance Notice Provisions | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this nominations or other proposals is const | | | | | | | | |
| 4 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | ditor is warra | anted. | | | | |

Uber Technologies, Inc.

Meeting Date: 05/06/2024 **Record Date:** 03/13/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 90353T100

Ticker: UBER

Meeting ID: 1839033

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|-----------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Ronald Sugar | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote AGAINST David Trujillo is warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.

Uber Technologies, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1b | | Elect Director Revathi Advaithi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is wan | ne fiscal year | | _ | · · · · · · · · · · · · · · · · · · · | | | | |
| 1c | | Elect Director Turqi Alnowaiser | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is want | ne fiscal year | | _ | · · · · · · · · · · · · · · · · · · · | | | | |
| 1d | | Elect Director Ursula Burns | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is want | ne fiscal year | | _ | · · · · · · · · · · · · · · · · · · · | | | | |
| 1e | | Elect Director Robert Eckert | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is want | ne fiscal year | | - | • | | | | |
| 1f | | Elect Director Amanda Ginsberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is wan | ne fiscal year | | _ | · · · · · · · · · · · · · · · · · · · | | | | |
| 1g | | Elect Director Dara Khosrowshahi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is wan | ne fiscal year | | - | | | | | |
| 1h | | Elect Director Wan Ling Martello | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is wan | ne fiscal year | | _ | · · · · · · · · · · · · · · · · · · · | | | | |
| 1 i | | Elect Director John Thain | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is wan | ne fiscal year | | - | • | | | | |
| 1j | | Elect Director David I. Trujillo | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is wan | ne fiscal year | | - | | | | | |
| 1k | | Elect Director Alexander Wynaendts | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is wan | ne fiscal year | | _ | • | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Although some | concerns ar | re noted, a vot | e FOR this p | proposal is warranted as pay and perf | ormance a | re | | |

Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.

Uber Technologies, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | o ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Amend Certificate of Incorporation to Reflect Delaware Law Provisions Regarding Officer Exculpation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this considered to reasonably balance share qualified officers to serve the company. | eholders' inte | - | | | | | | |
| 5 | | Commission a Third-Party Audit on Driver Health and Safety | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this third-party auditing on driver health an oversight mechanisms. | | | | | _ | | | |

Advanced Micro Devices, Inc.

Meeting Date: 05/08/2024 **Record Date:** 03/13/2024

Country: USA

Meeting Type: Annual

Ticker: AMD

Meeting ID: 1838424

Primary CUSIP: 007903107

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Nora M. Denzel | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1b | | Elect Director Mark Durcan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1c | | Elect Director Michael P. Gregoire | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1d | | Elect Director Joseph A. Householder | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1e | | Elect Director John W. Marren | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1f | | Elect Director Jon A. Olson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1g | | Elect Director Lisa T. Su | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |

Advanced Micro Devices, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|--|--|---|--|---------------------|-------------------------|------------------------|
| 1h | | Elect Director Abhi Y. Talwalkar | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1i | | Elect Director Elizabeth W. Vanderslice | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposa | I to ratify the au | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR at this time. Although the lack of for ability to assess the rigor of the progrompany performance. Moreover, se however, half of all sign-on and properformance periods, mitigating cond | ward-looking Iram, payou Iveral special Inotional awa | g performance go ts under both the I equity awards o | oal disclosur e STI and Lī were grante | e under the annual LTI program i IT were commensurate with recen If to certain NEOs in light of execu | nhibits investo t and longer- utive changes, | ors' term | | |
| 4 | | Reduce Ownership Threshold for Shareholders to Call Special Meeting | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR | this proposa | l is warranted, a | s the propos | sed 10 percent ownership thresho | ld for | | | |

shareholders to call a special meeting would enhance shareholders ability to make use of the right. Additionally, an affirmative vote on this proposal may signal support for modifying certain restrictions the board implemented on special meeting timing and subject matter, which may otherwise hinder the effectiveness of the right.

Alcon Inc.

Meeting Date: 05/08/2024 **Record Date:** 04/22/2024

Country: Switzerland Meeting Type: Annual Ticker: ALC

Meeting ID: 1812265

Primary CUSIP: H01301128

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|-------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Accept Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR warranted. | the annual a | ccounts, annual | report, and | auditor's report for the fiscal yea | ar in review is | | | |
| 2 | | Approve Discharge of Board and Senior Management | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR there is no evidence that the board of | | - | | _ | warranted, as | | | |
| 3 | | Approve Allocation of Income and Dividends of CHF 0.24 per Share | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the allocation | n of income resc | olution is wa | rranted due to a lack of concerns | 5. | | | |

Alcon Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Agains ISS |
|--------------------|---------------------|--|------------------------------|------------------|---------------------|------------------------------------|-------------------------|---------------------|-------------------------|-----------------------|
| 4 | | Approve Non-Financial Report (Non-Binding) | E, S | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to concerns. | he approval | of the company | 's non-finan | cial report is warranted due to a | lack of significa | ant | | |
| 5.1 | | Approve Remuneration Report (Non-Binding) | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAIN acknowledged, overall ex-post disclos the CEO's target LTI award opportuni that far exceeds local market practice | ture of perfo ty, which w | rmance achieve | ements in ea | ch incentive program remains lin | mited. Moreover | | | |
| 5.2 | | Approve Remuneration of Directors in the Amount of CHF 3.9 Million | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | his resolutio | n is warranted L | because the | proposed amount is in line with | market practice | , | | |
| 5.3 | | Approve Remuneration of Executive Committee in the Amount of CHF 43 Million | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to does not raise significant concerns. | his item is w | varranted becau | se the propo | osal appears to be in line with ma | arket practice a | nd | | |
| 6.1 | | Reelect Michael Ball as Director and Board Chair | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | _ | | | nted for lack of | | | |
| 6.2 | | Reelect Lynn Bleil as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | _ | | | nted for lack of | | | |
| 6.3 | | Reelect Raquel Bono as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | _ | | | nted for lack of | | | |
| 6.4 | | Reelect Arthur Cummings as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | _ | | | nted for lack of | | | |
| 6.5 | | Reelect David Endicott as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | _ | | | nted for lack of | | | |
| 6.6 | | Reelect Thomas Glanzmann as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | _ | | | nted for lack of | | | |
| 6.7 | | Reelect Keith Grossman as Director | G | Mgmt | Yes | For | Against | Against | Yes | Yes |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | _ | | | nted for lack of | | | |
| 6.8 | | Reelect Scott Maw as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | _ | | | nted for lack of | | | |

Alcon Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-----------------------------|---------------------------------|-----------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 6.9 | | Reelect Karen May as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS diversity on the board. A vote FOR the | | - | | | or lack of | | | |
| 6.10 | | Reelect Ines Poeschel as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS diversity on the board. A vote FOR the | | _ | | | or lack of | | | |
| 6.11 | | Reelect Dieter Spaelti as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS diversity on the board. A vote FOR the | | _ | | | or lack of | | | |
| 7.1 | | Reappoint Thomas Glanzmann as Member of the Compensation Committee | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS diversity on the board. A vote FOR the | | _ | | | or lack of | | | |
| 7.2 | | Reappoint Scott Maw as Member of the Compensation Committee | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS diversity on the board. A vote FOR the | | _ | | | or lack of | | | |
| 7.3 | | Reappoint Karen May as Member of the Compensation Committee | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS diversity on the board. A vote FOR the | | _ | | | or lack of | | | |
| 7.4 | | Reappoint Ines Poeschel as Member of the Compensation Committee | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS diversity on the board. A vote FOR the | | - | | | or lack of | | | |
| 8 | | Designate Hartmann Dreyer as Independent Proxy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | is proposal is | warranted du | e to a lack o | of concerns. | | | | |
| 9 | | Ratify PricewaterhouseCoopers SA as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted b | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 10 | | Transact Other Business (Voting) | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAINS shareholder to the proxy in case new v board of directors; and * The content of shareholders' best interest to vote against the content of the cont | oting items of these new | or counterprop items or coun | osals are in terproposal | troduced at the meeting by sharehold s is not known at this time. Therefore | lers or the | | | |

Prologis, Inc.

Meeting Date: 05/09/2024 **Record Date:** 03/12/2024

Country: USA
Meeting Type: Annual
Primary CUSIP: 74340W103

Ticker: PLD

Meeting ID: 1841903

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|--|--|--|--|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Hamid R. Moghadam | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1b | | Elect Director Cristina G. Bita | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1c | | Elect Director James B. Connor | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1d | | Elect Director George L. Fotiades | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1e | | Elect Director Lydia H. Kennard | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1f | | Elect Director Irving F. Lyons, III | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1g | | Elect Director Guy A. Metcalfe | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1h | | Elect Director Avid Modjtabai | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1i | | Elect Director David P. O'Connor | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1j | | Elect Director Olivier Piani | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1k | | Elect Director Carl B. Webb | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to sufficient responsiveness to last year in response to shareholder concerns, include a simplified LTI program, elin goal rigor and a meaningful cap on to warranted as the company implement | s failed say- mitigate a p nination of o ntal reported | on-pay vote. In ay-for-performa ne outperforma I compensation | addition, se ance misalig nce progran for the curre | everal changes to the pay program nment for the year under review. n and a smaller pool for the other, | for FY24, ma These change increased LT | es I | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his proposal | to ratify the au | ditor is warr | anted. | | | | |
| 4 | | Reduce Supermajority Vote Requirement to Amend Charter | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t requirements enhances shareholder in | | als is warranted | given that | the reduction in the supermajority | vote | | | |

Prologis, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 5 | | Reduce Supermajority Vote Requirement to Amend Bylaws | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the requirements enhances shareholder right | | ls is warranted | given that i | the reduction in the supermajority vot | e | | | |
| 6 | | Adopt Simple Majority Vote | G | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR the keep trying to pass a management pro not approved this year. | | | | | - | | | |

Globant SA

Meeting Date: 05/10/2024 **Record Date:** 04/09/2024

Country: Luxembourg **Meeting Type:** Annual/Special

Ticker: GLOB

Meeting ID: 1847580

Primary CUSIP: L44385109

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-----------------------------|--|---------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| | | Annual Meeting Agenda | | Mgmt | No | | | | | |
| 1 | | Receive Board's and Auditor's Reports | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a nor | -voting item | 7. | | | | | | |
| 2 | | Approve Consolidated Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a procedures used. | this item is v | warranted due to | a lack of co | oncern regarding the accounts | presented or aud | lit | | |
| 3 | | Approve Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a procedures used. | this item is v | warranted due to | a lack of co | oncern regarding the accounts | presented or aud | lit | | |
| 4 | | Approve Allocation of Income | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a proposed payout ratio, because of the | | | | nted, despite the arguable mea | agerness of the | | | |
| 5 | | Approve Discharge of Directors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the past year. However, cautionary failing to submit the remuneration to market status, both in US and Luxen | support is w a sharehold | varranted as the delayed variated as the delayed as | company ha not being f | or failed to demonstrate good formally required due to the co | stewardship by | er | | |
| 6 | | Approve Remuneration of Directors during the Financial Year Ending on December 31, 2023 | G | Mgmt | Yes | For | For | For | No | No |

Globant SA

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|--|--|--|--|---------------------|-------------------------|------------------------|
| 7 | | Approve Remuneration of Directors for the Financial Year Ending on December 31, 2024 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this remuneration. | is item is wa | rranted becaus | se there is n | o sign of excessiveness concerning th | e board | | | |
| 8 | | Appoint PricewaterhouseCoopers, Societe Cooperative as Auditor for Annual Accounts and EU IFRS Consolidated Accounts | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted b | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 9 | | Appoint Price Waterhouse & Co. S.R.L. as Auditor for IFRS Consolidated Accounts | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted b | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 10 | | Reelect Martin Migoya as Director | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS vote AGAINST the reelection of Martin the chair/CEO policy, and more specific abandoned in the near future; * The number of the control of the cont | Migoya, und cally: * The cominee is se at this time. 2023, showin | der Item 10 is f company has n erving for a full However, we ng responsiven | further warrant stated the three-year do note thates to the costs to t | anted, because the company is not co be joint chairman/CEO structure would term, not on an interim basis; and * t the company introduced the role of company's specific situation of governa | ompliant wi I be There is no lead | th | | |
| 11 | | Elect Andrew McLaughlin as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS vote AGAINST the reelection of Martin the chair/CEO policy, and more specific abandoned in the near future; * The number of the control of the cont | Migoya, und cally: * The cominee is se at this time. 2023, showin | der Item 10 is f company has n erving for a full However, we ng responsivend | further warrant stated the three-year do note thates to the costs to t | anted, because the company is not co the joint chairman/CEO structure would term, not on an interim basis; and * to the company introduced the role of company's specific situation of governa | ompliant wi I be There is no lead | th | | |
| 12 | | Elect Alejandro Nicolas Aguzin as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS vote AGAINST the reelection of Martin the chair/CEO policy, and more specific abandoned in the near future; * The number of the control of the cont | Migoya, und cally: * The cominee is se at this time. 2023, showin | der Item 10 is f company has n erving for a full However, we ng responsivend | further warrant stated the three-year do note that ess to the co | anted, because the company is not co the joint chairman/CEO structure would term, not on an interim basis; and * to the company introduced the role of company's specific situation of governa | ompliant wi I be There is no lead | th | | |
| 13 | | Approve Share Repurchase | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS prior limits. | ST this item i | is warranted be | ecause the a | authority at this time as being in exce | ss of norma | al | | |
| | | Extraordinary Meeting Agenda | | Mgmt | No | | | | | |
| 1 | | Increase Authorized Share Capital and Amend Articles of Association | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS | ST is warrant | ted as the com | pany did no | t provide any disclosure regarding the | e proposed | | | |

Voting Policy Rationale: A vote AGAINST is warranted as the company did not provide any disclosure regarding the proposed new LTI plan, which is part of the overall authorization request.

Fiserv, Inc.

Meeting Date: 05/15/2024 **Record Date:** 03/18/2024

Country: USA
Meeting Type: Annual

Primary CUSIP: 337738108

Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.

Ticker: FI

Meeting ID: 1844491

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | |
|--------------------|---------------------|---|----------------|-----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|--|--|
| 1.1 | | Elect Director Frank J. Bisignano | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. No s | ignificant issues are highlighted at | this time. | | | | | |
| 1.2 | | Elect Director Henrique de Castro | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. No significant issues are highlighted at this time. | | | | | | | | | | |
| 1.3 | | Elect Director Harry F. DiSimone | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. No s | ignificant issues are highlighted at | this time. | | | | | |
| 1.4 | | Elect Director Lance M. Fritz | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. No s | significant issues are highlighted at | this time. | | | | | |
| 1.5 | | Elect Director Ajei S. Gopal | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. No s | significant issues are highlighted at | this time. | | | | | |
| 1.6 | | Elect Director Wafaa Mamilli | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. No s | significant issues are highlighted at | this time. | | | | | |
| 1.7 | | Elect Director Heidi G. Miller | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. No s | significant issues are highlighted at | this time. | | | | | |
| 1.8 | | Elect Director Doyle R. Simons | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. No s | significant issues are highlighted at | this time. | | | | | |
| 1.9 | | Elect Director Kevin M. Warren | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. No s | significant issues are highlighted at | this time. | | | | | |
| 1.10 | | Elect Director Charlotte B. Yarkoni | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. No s | ignificant issues are highlighted at | this time. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR the proposal is warranted. Although a concern is noted, annual incentives are entirely based on pre-set financial goals, and the CEO's equity awards are primarily performance-based and measured over a multi-year period. | | | | | | | | | | |
| 3 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No | | |
| | | | | | | | | | | | | |

Lamar Advertising Company

Meeting Date: 05/16/2024 **Record Date:** 03/18/2024

Country: USA **Meeting Type:** Annual

Primary CUSIP: 512816109

Ticker: LAMR
Meeting ID: 1845927

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | |
|--------------------|---------------------|---|---|--|---|---|---|---------------------|-------------------------|------------------------|--|--|
| 1.1 | | Elect Director Nancy Fletcher | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD Stephen Mumblow, Thomas Reifenh subject to a reasonable time-based Wendell Reilly, and Anna Reilly as th company. A vote FOR the remaining | eiser, and Eli sunset provis neir ownershi | izabeth (Liz) Tho sion. WITHHOLD ip of the supervo | mpson for n votes are w ting shares p | maintaining a multi-class . varranted for director non | structure that is not ninees Kevin Reilly Jr., | | | | | |
| 1.2 | | Elect Director John E. Koerner, III | G | Mgmt | Yes | For | Withhold | For | No | Yes | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members John Koerner III, Stephen Mumblow, Thomas Reifenheiser, and Elizabeth (Liz) Thompson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for director nominees Kevin Reilly Jr., Wendell Reilly, and Anna Reilly as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted. | | | | | | | | | | |
| 1.3 | | Elect Director Marshall A. Loeb | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD Stephen Mumblow, Thomas Reifenh subject to a reasonable time-based wendell Reilly, and Anna Reilly as the company. A vote FOR the remaining | eiser, and Eli sunset provis neir ownershi | izabeth (Liz) Tho sion. WITHHOLD ip of the supervo | mpson for n votes are w ting shares p | maintaining a multi-class . varranted for director non | structure that is not ninees Kevin Reilly Jr., | | | | | |
| 1.4 | | Elect Director Stephen P. Mumblow | G | Mgmt | Yes | For | Withhold | l For | No | Yes | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members John Koerner III, Stephen Mumblow, Thomas Reifenheiser, and Elizabeth (Liz) Thompson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for director nominees Kevin Reilly Jr., Wendell Reilly, and Anna Reilly as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted. | | | | | | | | | | |
| 1.5 | | Elect Director Thomas V. Reifenheiser | G | Mgmt | Yes | For | Withhold | For | No | Yes | | |
| | | Voting Policy Rationale: WITHHOLD Stephen Mumblow, Thomas Reifenh subject to a reasonable time-based wendell Reilly, and Anna Reilly as the company. A vote FOR the remaining | eiser, and Eli sunset provis neir ownershij | izabeth (Liz) Tho sion. WITHHOLD ip of the supervo | mpson for n votes are w ting shares | maintaining a multi-class . varranted for director non | structure that is not ninees Kevin Reilly Jr., | | | | | |
| 1.6 | | Elect Director Anna Reilly | G | Mgmt | Yes | For | Withhold | For | No | Yes | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members John Koerner III, Stephen Mumblow, Thomas Reifenheiser, and Elizabeth (Liz) Thompson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for director nominees Kevin Reilly Jr., Wendell Reilly, and Anna Reilly as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted. | | | | | | | | | | |
| | | company. It vote I on the remaining | | | | | | | | | | |

Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members John Koerner III, Stephen Mumblow, Thomas Reifenheiser, and Elizabeth (Liz) Thompson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for director nominees Kevin Reilly Jr., Wendell Reilly, and Anna Reilly as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.

Lamar Advertising Company

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|---------------------|---|----------------|------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|--|--|--|
| 1.8 | | Elect Director Wendell Reilly | G | Mgmt | Yes | For | Withhold | For | No | Yes | | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members John Koerner III, Stephen Mumblow, Thomas Reifenheiser, and Elizabeth (Liz) Thompson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for director nominees Kevin Reilly Jr., Wendell Reilly, and Anna Reilly as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted. | | | | | | | | | | | |
| 1.9 | | Elect Director Elizabeth Thompson | G | Mgmt | Yes | For | Withhold | For | No | Yes | | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members John Koerner III, Stephen Mumblow, Thomas Reifenheiser, and Elizabeth (Liz) Thompson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for director nominees Kevin Reilly Jr., Wendell Reilly, and Anna Reilly as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted. | | | | | | | | | | | |
| 2 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR thi | is proposal to | o ratify the aud | ditor is warr | anted. | | | | | | | |

Amazon.com, Inc.

Meeting Date: 05/22/2024 **Record Date:** 03/28/2024

Country: USA

. .

Ticker: AMZN

Meeting Type: Annual

Meeting ID: 1848566

Primary CUSIP: 023135106

exposures at the firm. Votes FOR the remaining nominees are warranted.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | |
|--------------------|---------------------|---|--|--|--|--|--------------------------------------|---------------------|-------------------------|------------------------|--|
| 1a | | Elect Director Jeffrey P. Bezos | G | Mgmt | Yes | For | Against | For | No | No | |
| | | Voting Policy Rationale: Significant ric company, which reflects a failure by governance risks. Votes AGAINST bo shoulders the most responsibility am company and its shareholders, and s exposures at the firm. Votes FOR the | the board to ard chair Jet ongst all boa hould theref | proficiently gua ffrey Bezos are w ard members for fore be held the l | rd against a varranted gi failing to ei most accoui | nd manage material environmental, ven that the chair of the board ultin fectively supervise the management | social and nately tof risks to | | | | |
| 1b | | Elect Director Andrew R. Jassy | G | Mgmt | Yes | For | For | For | No | No | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | |
| 1c | | Elect Director Keith B. Alexander | G | Mgmt | Yes | For | For | For | No | No | |
| | | Voting Policy Rationale: Significant ricompany, which reflects a failure by governance risks. Votes AGAINST boshoulders the most responsibility amocompany and its shareholders, and significant responsibility. | the board to ard chair Jet ongst all boa | proficiently gua ffrey Bezos are w ard members for | rd against a varranted gi failing to ei | nd manage material environmental, ven that the chair of the board ultin fectively supervise the management | social and nately tof risks to | | | | |

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | |
|--------------------|---------------------|---|--|--|---|---|--------------------------------------|---------------------|-------------------------|------------------------|--|--|
| 1d | | Elect Director Edith W. Cooper | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST boat shoulders the most responsibility amor company and its shareholders, and sho exposures at the firm. Votes FOR the r | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | ord against a varranted gi failing to ei most accoui | nd manage material environmental, a ven that the chair of the board ultima fectively supervise the management | social and ately of risks to t | | | | | |
| 1e | | Elect Director Jamie S. Gorelick | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | | |
| 1f | | Elect Director Daniel P. Huttenlocher | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by th governance risks. Votes AGAINST boar shoulders the most responsibility amor company and its shareholders, and sho exposures at the firm. Votes FOR the i | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | erd against a varranted gi failing to ei most accoui | nd manage material environmental, s ven that the chair of the board ultima fectively supervise the management | social and ately of risks to a | | | | | |
| 1g | | Elect Director Andrew Y. Ng | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | | |
| 1h | | Elect Director Indra K. Nooyi | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility amore company and its shareholders, and she exposures at the firm. Votes FOR the its company and its shareholders. | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | ord against a varranted gi r failing to ei most accoui | nd manage material environmental, wen that the chair of the board ultimate fectively supervise the management | social and ately of risks to a | | | | | |
| 1i | | Elect Director Jonathan J. Rubinstein | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by th governance risks. Votes AGAINST boar shoulders the most responsibility amor company and its shareholders, and sho exposures at the firm. Votes FOR the i | ne board to p rd chair Jeffr ngst all board ould therefol | oroficiently gua rey Bezos are v d members for re be held the l | ord against a varranted gi r failing to ei most accoui | nd manage material environmental, a ven that the chair of the board ultima fectively supervise the management | social and ately of risks to t | | | | | |
| 1j | | Elect Director Brad D. Smith | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility amore company and its shareholders, and she exposures at the firm. Votes FOR the response to the significant risks and she was a supposed to the significant risks | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | erd against a varranted gi failing to ei most accoui | nd manage material environmental, wen that the chair of the board ultimate fectively supervise the management | social and ately of risks to a | | | | | |

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--|--|---|---|---|-----------------------|-------------------------|------------------------|
| 1k | | Elect Director Patricia Q. Stonesifer | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant is company, which reflects a failure by governance risks. Votes AGAINST be shoulders the most responsibility and company and its shareholders, and exposures at the firm. Votes FOR the | the board to oard chair Jefi nongst all boa should therefo | proficiently gua frey Bezos are v rd members for ore be held the | ord against a varranted gi failing to ei most accoui | and manage material enviven that the chair of the fectively supervise the | nvironmental, social and ne board ultimately management of risks to | | | |
| 11 | | Elect Director Wendell P. Weeks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant is company, which reflects a failure by governance risks. Votes AGAINST by shoulders the most responsibility and company and its shareholders, and exposures at the firm. Votes FOR the | the board to oard chair Jefi nongst all boa should therefo | proficiently gua frey Bezos are v rd members for ore be held the | ord against a varranted gi failing to ei most accoui | and manage material enviven that the chair of the fectively supervise the | nvironmental, social and ne board ultimately management of risks to | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | to ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | remain surrounding the company's pachievement of pre-set performance FY23 pay for all NEOs was relatively were provided to NEOs in FY23, foll following consecutive years of relatives responsiveness to certain sharehold feedback, and provided enhanced a transparency into the committee's rethe pay program to address certain by addressing certain shareholders adequate responsiveness. In light of wote AGAINST this proposal is warranteed. | e criteria, certa vow, consistir owing relative vely low supp lers' concerns. lisclosure surro ationale for its shareholder c questions, the f the committe | ain mitigating fa ng only of a bas ly large grants i ort for this prop The compensa ounding the cur is pay practices i oncerns. Althou lack of actions | actors have a e salary and made to cer- losal, the co- tion commit rent pay pro- is recognized of the com- taken in res | been identified. Specifical certain perquisites. In tain NEOs during the pumpensation committee tee engaged with share agram design and philosof, the company did not pany has demonstrated spect to certain areas of | cally, it is recognized that addition, no equity awar rior fiscal year. However, demonstrated limited cholders, disclosed specif- sophy. While this greater make material changes to d a degree of responsiver f concern falls short of | ds ic to ess | | |
| 4 | | Establish a Public Policy Committee | E, S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR company will have a centralized dev The adoption of this resolution will a environmental sustainability. | rice to continu | e, ensure, and | promote its | social and environment | tal policies and initiatives. | | | |
| 5 | | Establish a Board Committee on Corporate Financial Sustainability | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGA to oversee operations and supply ch performance concerns, the board is | nain and engag | gement with cu. | stomers, sup | opliers, and communitie | | y | | |
| 6 | | Report on Customer Due Diligence | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR disclosure on how the company is n | | | | would benefit from inc | reased transparency and | | | |
| 7 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR | | n is warranted, | as sharehold | ders would benefit from | increased disclosure to | | | |

Voting Policy Rationale: A vote FOR this resolution is warranted, as shareholders would benefit from increased disclosure to evaluate the company's lobbying efforts.

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 8 | | Report on Median and Adjusted Gender/Racial Pay Gaps | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this accountability for diversity efforts and is assessing and mitigating risks that m | would provid | le shareholders | with useful | information about how effectively ma | | • | | |
| 9 | | Report on Viewpoint Discrimination | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS the handling of controversial products service and when the company may re | and contents | seem to provi | ide sufficient | t information on proper and improper | | | | |
| 10 | | Report on Impact of Climate Change Strategy Consistent With Just Transition Guidelines | E, S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this and how the company considers humal low-carbon economy as part of its clim | n capital mai | nagement and | | | | er | | |
| 11 | | Report on Efforts to Reduce Plastic Use | Е | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR thin how the company is managing risks rea | | | | rs would benefit from additional inform | mation on | | | |
| 12 | | Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this disclosure on how the company is man collective bargaining rights. | | | | - | - | | | |
| 13 | | Disclose All Material Scope 3 GHG Emissions | E | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this shareholders to better evaluate the commanaging climate-related risks appropriate. | mpany's prog | ress toward its | s net zero ai | mbition, provide assurance that the co | | | | |
| 14 | | Commission Third Party Study and Report on Risks Associated with Use of Rekognition | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this disclosure on how the company is man | | | | would benefit from increased transpar | rency and | | | |
| 15 | | Adopt Policy to Require Board Members to Disclose their Political and Charitable Donations | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS and oversight to address the risks raise | | sal is warrante | d as the cor | mpany discloses sufficient policies, pro | ocedures, | | | |
| 16 | | Establish a Board Committee on Artificial Intelligence | E, S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this intelligence would serve to further street issues; and * Formalizing the company not be prohibitively costly or unduly but | ngthen the c | ompany's abili | ty to manag | e associated human rights risks and c | ther relate | | | |

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 17 | | Commission a Third Party Audit on Working Conditions | S | SH | Yes | Against | For | Against | No | Yes |

Voting Policy Rationale: A vote FOR this proposal is warranted. Concerns are raised regarding recent work-place related violations and resulting negative media attention. Given the potential reputational risk, an independent third-party audit appears reasonable at this time. Additionally, results from an independent audit may address the inconsistencies between the statistics cited by the proponent and the injury rates reported by the company, which would allow shareholders to more fully evaluate the company's efforts to address workplace safety.

Neurocrine Biosciences, Inc.

Meeting Date: 05/22/2024 **Record Date:** 03/25/2024

Country: USA
Meeting Type: Annual

Ticker: NBIX
Meeting ID: 1848182

Primary CUSIP: 64125C109

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|-------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director William H. Rastetter | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | the director i | nominees is war | ranted. | | | | | |
| 1.2 | | Elect Director George J. Morrow | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | the director i | nominees is war | ranted. | | | | | |
| 1.3 | | Elect Director Leslie V. Norwalk | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | the director i | nominees is war | ranted. | | | | | |
| 1.4 | | Elect Director Christine A. Poon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | the director i | nominees is war | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Although a creasonably aligned at this time. | oncern is no | ted, a vote FOR | this propos | al is warranted as pay and performan | ce are | | | |
| 3 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the | Equity Plan | Scorecard eval | uation (EPSC | C), a vote FOR this proposal is warran | ted. | | | |
| 4 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | this proposai | to ratify the aud | ditor is warr | anted. | | | | |

The Charles Schwab Corporation

Meeting Date: 05/23/2024 **Record Date:** 03/25/2024

Country: USA Meeting Type: Annual Primary CUSIP: 808513105

Ticker: SCHW
Meeting ID: 1845606

The Charles Schwab Corporation

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Agains ISS |
|--------------------|---------------------|---|----------------|-------------------|---------------------|-------------------------|--------------------------|---------------------|-------------------------|-----------------------|
| 1.1 | | Elect Director Walter W. Bettinger, II | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is warr | ranted. | | | | | |
| 1.2 | | Elect Director Joan T. Dea | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is warr | ranted. | | | | | |
| 1.3 | | Elect Director Christopher V. Dodds | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is warr | ranted. | | | | | |
| 1.4 | | Elect Director Bharat B. Masrani | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is warr | ranted. | | | | | |
| 1.5 | | Elect Director Charles A. Ruffel | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is warr | ranted. | | | | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | to ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR review. | this proposal | is warranted as | pay and pe | rformance were reasonal | bly aligned for the year | r in | | |
| 4 | | Improve Executive Compensation Program and Policy | S, G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAI not clear that the request to include program. | | | | | | | | |
| 5 | | Report on Civil Rights and Non-Discrimination Audit | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAI its commitment to not discriminate a | | | ted as the c | company provides adequa | ate disclosures related | to | | |
| 6 | | Report on Median Gender/Racial Pay Gaps | S | SH | Yes | Against | For | For | Yes | No |

Meta Platforms, Inc.

Meeting Date: 05/29/2024 **Record Date:** 04/01/2024

Country: USA
Meeting Type: Annual
Primary CUSIP: 30303M102

Ticker: META
Meeting ID: 1851990

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--|---|---|---|---|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Peggy Alford | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD votandrew Houston, and Tony Xu are was regarding the executive pay program. Peggy Alford, Marc Andreessen, Andreshares, given that the multi-class structure further warranted for Peggy Alford in a consecutive years of high director pay moderate to severe ESG controversies guard against, manage and mitigate in have any public reports or information environmental and social performance chair of the board ultimately shoulders the management of risks to the computation oversight of ESG risk exposures | erranted, in to WITHHOLD we Houston, cture is not so her capacity without rea haterial envir non its webs we WITHHOLD so the most re any and its s | the absence of a votes are furti- and Tony Xu, a subject to a real as chair of the asonable rational identified at the aronal rational as so that are about its subject of the about its subject about its subject are about its subject are about its subject are as a shareholders, a shareholders, a | a say-on-pa ther warrante in addition to asonable time to compensate ale disclosed to company, tial and gove ustainability to O/Chair Mark nongst all bo and should th | of proposal on the ballot, due to nume of for incumbent governance commits of Mark Zuckerberg, the owner of the ele-based sunset provision. A WITHHO ion, nominating, & governance commits. Is Significant risks to shareholders stewhich reflects a failure by the board formance risks. In addition, the companistrategy or communications regarding to Zuckerberg are warranted given that a pard members for failing to effectively perefore be held the most accountable | erous conce tee membe, supervoting LD vote is pittee due to mming fron to proficien by does not to its t the CEO & supervise | rs o o tty | | |
| 1.2 | | Elect Director Marc L. Andreessen | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD votandrew Houston, and Tony Xu are was regarding the executive pay program. Peggy Alford, Marc Andreessen, Andreshares, given that the multi-class structure further warranted for Peggy Alford in consecutive years of high director pay moderate to severe ESG controversies guard against, manage and mitigate in have any public reports or information environmental and social performance chair of the board ultimately shoulders the management of risks to the comparation of versight of ESG risk exposures | erranted, in to WITHHOLD we Houston, cture is not so her capacity without rea haterial envir non its webs we WITHHOLD so the most re any and its s | the absence of a votes are furti- and Tony Xu, a subject to a read as chair of the asonable rational identified at the fronmental, sociate about its subject to the subject and the subject and the subject are about its subject as su | a say-on-pa ther warrante in addition to asonable time to compensate ale disclosed to company, tial and gove ustainability to O/Chair Mark mongst all bo and should th | of proposal on the ballot, due to nume of for incumbent governance commits of Mark Zuckerberg, the owner of the e-based sunset provision. A WITHHO ion, nominating, & governance comm of significant risks to shareholders ste which reflects a failure by the board formance risks. In addition, the compan strategy or communications regarding of Zuckerberg are warranted given that the pard members for failing to effectively perefore be held the most accountable | erous conce tee member supervoting ILD vote is littee due to mming from to proficien by does not of its t the CEO & v supervise | rs o o tty | | |
| 1.3 | | Elect Director John Arnold | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: WITHHOLD vo Andrew Houston, and Tony Xu are wa regarding the executive pay program. Peggy Alford, Marc Andreessen, Andre shares, given that the multi-class struc- further warranted for Peggy Alford in | rranted, in t WITHHOLD ww Houston, cture is not s | the absence of votes are furti and Tony Xu, subject to a rea | a say-on-pa her warrante in addition t asonable tim | y proposal on the ballot, due to nume of for incumbent governance commit o Mark Zuckerberg, the owner of the e-based sunset provision. A WITHHC | erous conce tee membel supervoting LD vote is | rs I | | |

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1.5

1.6

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|-------------------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 1.4 | | Elect Director Andrew W. Houston | G | Mgmt | Yes | For | Withhold | For | No | Yes |

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Nancy Killefer G Mgmt Yes For For For No No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Robert M. G Mgmt Yes For For For No No Kimmitt

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1.8

1.9

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|----------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 1.7 | | Elect Director Hock E. Tan | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Tracey T. Travis G Mgmt Yes For For For No No

No

Yes

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Tony Xu G Mgmt Yes For Withhold For

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|--|---|--|--------------------------|-------------------------|------------------------|
| 1.10 | | Elect Director Mark Zuckerberg | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD v. Andrew Houston, and Tony Xu are waregarding the executive pay program. Peggy Alford, Marc Andreessen, Andreshares, given that the multi-class strufurther warranted for Peggy Alford in consecutive years of high director pay moderate to severe ESG controversies guard against, manage and mitigate in have any public reports or information environmental and social performance chair of the board ultimately shoulder, the management of risks to the comploard oversight of ESG risk exposures | arranted, in to WITHHOLD wew Houston, cture is not so her capacity wew without rea- to have been in material enving on its webs web WITHHOLL we the most reany and its so | the absence of a votes are furth and Tony Xu, I subject to a rea as chair of the sonable rational dentified at the ronmental, sociate about its sub votes for CEC esponsibility and thareholders, all | a say-on-pa her warrante in addition to asonable tim a compensate ale disclosed e company, ial and gove ustainability D/Chair Mark nongst all bo nd should th | y proposal on the ballot, due of for incumbent governance of Mark Zuckerberg, the own e-based sunset provision. A significant risks to shareho which reflects a failure by the trance risks. In addition, the strategy or communications a Zuckerberg are warranted and members for failing to everefore be held the most accept the control of | e to numerous conce e committee member per of the supervoting WITHHOLD vote is note committee due to plders stemming from the board to proficient e company does not regarding its given that the CEO a effectively supervise scountable for poor | s 1 n n ttly | | |
| 2 | | Ratify Ernst & Young LLP as Auditors Voting Policy Rationale: A vote FOR tf | G nis proposal i | Mgmt | Yes | For anted. | For | For | No | No |
| 3 | | Amend Certificate of Incorporation to Limit the Liability of Officers | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN company's response to shareholder lit | | | | | ecisions regarding the | • | | |
| 4 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | Against | Against | Yes | No |
| 5 | | Voting Policy Rationale: Based on a qui warranted. The proposed amendment shareholders' interests because the plaward. Approve Recapitalization Plan for all Stock to Have One-vote | to allow for | dividend and d | dividend equ | ivalent payments is conside | red contrary to | g Against | No | Yes |
| | | per Share Voting Policy Rationale: A vote FOR the preference for a capital structure in w | | | | , | | | | |
| 6 | | Report on Generative AI Misinformation and Disinformation Risks | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the misinformation and disinformation risk approach. | | | | | | | | |
| 7 | | Disclosure of Voting Results Based on Class of Shares | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the differentiating the voting results on a | | - | | • | | | | |
| 8 | | Report on Human Rights Risks in Non-US Markets | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the shareholders to better evaluate the elemoderation in its five largest non-U.S. | fectiveness of | | | | | | | |
| 9 | | Amend Corporate Governance Guidelines | E, S, G | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR th | nis proposal i | is warranted, as | s it would e | nhance the lead independen | t director duties. | | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 10 | | Report on Human Rights Impact Assessment of Targeted Advertising | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR thin help shareholders better assess Meta's | | | • | | | | | |
| 11 | | Report on Child Safety and Harm Reduction | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR this tracks metrics related to child safety or company is managing related risks. | | | | | | | | |
| 12 | | Commission Third-Party Report on Minimum Age for Social Media Products and Conduct an Advisory Shareholder Vote | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS disclosure around the risks and benefit management is better positioned to extend the control of the c | s of a higher | minimum age | , the propos | | | nd | | |
| 13 | | Report on Political Advertising and Election Cycle Enhanced Actions | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this on the company's platforms would allo policies and practices aimed at reducing | w shareholde | ers to better as | ssess the co | mpany's management of its political a | dvertising | | | |
| 14 | | Report on Framework to Assess Company Lobbying Alignment with Climate Goals | E, S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this prescriptive, and shareholders would be and how the company would plan to m | enefit from g | reater transpa | arency of the | e company's direct and indirect climat | | , | | |

EPAM Systems, Inc.

Meeting Date: 05/31/2024 **Record Date:** 04/02/2024

Country: USA

Meeting Type: Annual

Ticker: EPAM

Meeting ID: 1851182

Primary CUSIP: 29414B104

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Arkadiy Dobkin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1b | | Elect Director DeAnne Aguirre | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1c | | Elect Director Chandra McMahon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1d | | Elect Director Robert E. Segert | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |

EPAM Systems, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | nis proposal t | to ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the review. While some concerns are note performance-based equity will be incompared to the performance of the | ed, the CEO's | annual incenti | ive was entii | rely determined by pre-set objective r | • | | | |
| 4 | | Declassify the Board of Directors | G | SH | Yes | None | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | nis proposal i | is warranted as | board decla | assification would enhance board acco | ountability. | | | |

Ares Management Corporation

Meeting Date: 06/04/2024 **Record Date:** 04/05/2024

Country: USA

Meeting Type: Annual

Ticker: ARES

Meeting ID: 1853386

Primary CUSIP: 03990B101

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Agains ISS |
|--------------------|---------------------|--|---|--|---|--|--|---------------------|-------------------------|-----------------------|
| 1a | | Elect Director Michael J. Arougheti | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAI (Toni) Bush, and Judy Olian is warra subject to a reasonable time-based s Kaplan, and Bennett Rosenthal is fur LLC provide them with voting power warranted for serving as non-indepe WITHHOLD votes are warranted for Michael Lynton, Eileen Naughton, and | anted for mai sunset provis rther warrant control of the endent memb compensatio | intaining a multi- ion. A vote AGA. ted as their own ne company. A vo ners of a key boa nn committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | I structure with disparate of the Aroughe of the Aroughe of the Aroughe of the Aroughe of the Arough | voting rights that is no eti, R. Kipp deVeer, Da igh Ares Partners Hola nael Arougheti is furtho y-on-pay proposal, nni) Bush, Paul Joubert | ovid Ico er | | |
| 1b | | Elect Director Ashish Bhutani | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAI (Toni) Bush, and Judy Olian is warra subject to a reasonable time-based s Kaplan, and Bennett Rosenthal is fur LLC provide them with voting power warranted for serving as non-indepe WITHHOLD votes are warranted for Michael Lynton, Eileen Naughton, an | anted for mai sunset provis rther warrand control of the endent memb compensatio | intaining a multi- ion. A vote AGA. ted as their own ne company. A vo ners of a key boa nn committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | I structure with disparate of the Aroughe of the Aroughe of the Aroughe of the Aroughe of the Arough | voting rights that is no eti, R. Kipp deVeer, Da igh Ares Partners Hola nael Arougheti is furtho y-on-pay proposal, nni) Bush, Paul Joubert | ovid Ico er | | |
| | | | • | | | | | | | |

Voting Policy Rationale: A vote AGAINST Governance Committee members Antony Ressler, Michael Arougheti, Antoinette (Toni) Bush, and Judy Olian is warranted for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote AGAINST Antony Ressler, Michael Arougheti, R. Kipp deVeer, David Kaplan, and Bennett Rosenthal is further warranted as their ownership of the supervoting shares through Ares Partners Holdco LLC provide them with voting power control of the company. A vote AGAINST Antony Ressler and Michael Arougheti is further warranted for serving as non-independent members of a key board committee. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for compensation committee members Ashish Bhutani, Antoinette (Toni) Bush, Paul Joubert, Michael Lynton, Eileen Naughton, and Judy Olian due to outsized incentive fee payments and carried interest distributions.

Ares Management Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|---|--|--|---------------------|-------------------------|------------------------|
| 1d | | Elect Director R. Kipp deVeer | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN. (Toni) Bush, and Judy Olian is warrant subject to a reasonable time-based su Kaplan, and Bennett Rosenthal is furth LLC provide them with voting power of warranted for serving as non-independent with WITHHOLD votes are warranted for COMichael Lynton, Eileen Naughton, and | ted for maint inset provisioner warranted control of the dent member compensation | taining a multi- in. A vote AGA. Id as their owne company. A ve rs of a key boa committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | I structure with disparate voting right Ressler, Michael Arougheti, R. Kipp Esupervoting shares through Ares Pa T Antony Ressler and Michael Arough The Enthe absence of a say-on-pay pi Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |
| 1e | | Elect Director Paul G. Joubert | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN. (Toni) Bush, and Judy Olian is warrand subject to a reasonable time-based su Kaplan, and Bennett Rosenthal is furth LLC provide them with voting power of warranted for serving as non-independent with HOLD votes are warranted for conflicted Lynton, Eileen Naughton, and | ted for maint inset provision iner warranted control of the dent member compensation | taining a multi- on. A vote AGA. d as their owne company. A ve rs of a key boa committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | I structure with disparate voting right Ressler, Michael Arougheti, R. Kipp Esupervoting shares through Ares Pa T Antony Ressler and Michael Arough The Enthe absence of a say-on-pay pi Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |
| 1f | | Elect Director David B. Kaplan | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN. (Toni) Bush, and Judy Olian is warrant subject to a reasonable time-based su Kaplan, and Bennett Rosenthal is furth LLC provide them with voting power of warranted for serving as non-independent with WITHHOLD votes are warranted for County Michael Lynton, Eileen Naughton, and | ted for maint inset provision ner warranted control of the dent member compensation | taining a multi- n. A vote AGA. d as their owne company. A vo rs of a key boa committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | I structure with disparate voting right Ressler, Michael Arougheti, R. Kipp Esupervoting shares through Ares Pa T Antony Ressler and Michael Arough The Enthe absence of a say-on-pay pi Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |
| 1g | | Elect Director Michael Lynton | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN. (Toni) Bush, and Judy Olian is warrant subject to a reasonable time-based su Kaplan, and Bennett Rosenthal is furth LLC provide them with voting power of warranted for serving as non-independent with HOLD votes are warranted for conditional Lynton, Eileen Naughton, and | ted for maint inset provisioner warranted control of the dent member compensation | taining a multi- on. A vote AGA. d as their owne company. A ve rs of a key boa committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | I structure with disparate voting right Ressler, Michael Arougheti, R. Kipp Esupervoting shares through Ares Pa T Antony Ressler and Michael Arough The Enthe absence of a say-on-pay pi Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |
| 1h | | Elect Director Eileen Naughton | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN. (Toni) Bush, and Judy Olian is warrant subject to a reasonable time-based su Kaplan, and Bennett Rosenthal is furth LLC provide them with voting power of warranted for serving as non-independent WITHHOLD votes are warranted for condichael Lynton, Eileen Naughton, and | ted for maint inset provision her warranted control of the dent member compensation | taining a multi- n. A vote AGA. d as their owne company. A ve rs of a key boa committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | I structure with disparate voting right Ressler, Michael Arougheti, R. Kipp E supervoting shares through Ares Pa T Antony Ressler and Michael Arough Dee. In the absence of a say-on-pay pu Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |
| 1 i | | Elect Director Judy D. Olian | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN (Toni) Bush, and Judy Olian is warran subject to a reasonable time-based su Kaplan, and Bennett Rosenthal is furth LLC provide them with voting power owarranted for serving as non-independent with HOLD votes are warranted for confice Michael Lynton, Eileen Naughton, and | ted for maint inset provision iner warranted control of the dent member compensation | taining a multi- n. A vote AGA. d as their owne company. A ve rs of a key boa committee me | class capita INST Antony ership of the ote AGAINS and committe embers Ashis | I structure with disparate voting right Ressler, Michael Arougheti, R. Kipp I supervoting shares through Ares Pa T Antony Ressler and Michael Arough T Antony Ressler and Michael Arough T In the absence of a say-on-pay pi Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |

Ares Management Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | |
|--------------------|---------------------|---|----------------|------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|--|--|
| 1j | | Elect Director Antony P. Ressler | G | Mgmt | Yes | For | Against | Against | Yes | No | | |
| | | Voting Policy Rationale: A vote AGAINST Governance Committee members Antony Ressler, Michael Arougheti, Antoinette (Toni) Bush, and Judy Olian is warranted for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote AGAINST Antony Ressler, Michael Arougheti, R. Kipp deVeer, David Kaplan, and Bennett Rosenthal is further warranted as their ownership of the supervoting shares through Ares Partners Holdco LLC provide them with voting power control of the company. A vote AGAINST Antony Ressler and Michael Arougheti is further warranted for serving as non-independent members of a key board committee. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for compensation committee members Ashish Bhutani, Antoinette (Toni) Bush, Paul Joubert, Michael Lynton, Eileen Naughton, and Judy Olian due to outsized incentive fee payments and carried interest distributions. | | | | | | | | | | |
| 1k | | Elect Director Bennett Rosenthal | G | Mgmt | Yes | For | Against | For | No | Yes | | |
| | | Voting Policy Rationale: A vote AGAINST Governance Committee members Antony Ressler, Michael Arougheti, Antoinette (Toni) Bush, and Judy Olian is warranted for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote AGAINST Antony Ressler, Michael Arougheti, R. Kipp deVeer, David Kaplan, and Bennett Rosenthal is further warranted as their ownership of the supervoting shares through Ares Partners Holdco LLC provide them with voting power control of the company. A vote AGAINST Antony Ressler and Michael Arougheti is further warranted for serving as non-independent members of a key board committee. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for compensation committee members Ashish Bhutani, Antoinette (Toni) Bush, Paul Joubert, Michael Lynton, Eileen Naughton, and Judy Olian due to outsized incentive fee payments and carried interest distributions. | | | | | | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR th | is proposal to | o ratify the aud | ditor is warra | anted. | | | | | | |

Taiwan Semiconductor Manufacturing Co., Ltd.

Meeting Date: 06/04/2024 **Record Date:** 04/05/2024

Country: Taiwan
Meeting Type: Annual

Ticker: 2330 **Meeting ID:** 1862522

Primary CUSIP: Y84629107

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| | | Meeting for ADR Holders | | Mgmt | No | | | | | |
| 1 | | Approve Business Operations Report and Financial Statements | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | is merited for | this routine res | solution beca | ause no concerns have been identifie | d. | | | |
| 2 | | Approve Amendments to Articles of Association | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR procedures with regulations, and base | | • | amendments | are mostly technical in nature, to ali | gn compar | iy | | |
| 3 | | Approve Issuance of Restricted Stocks | G | Mgmt | Yes | For | For | For | No | No |
| | | | | | | heme has a reasonable vesting perio npany has provided detailed disclosur | | | | |
| | | ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING | | Mgmt | No | | | | | |

Taiwan Semiconductor Manufacturing Co., Ltd.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|-------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 4.1 | | Elect C.C. Wei, with SHAREHOLDER NO.370885, as Non-Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a nominees. | ll nominees is | s warranted giv | en the abse | ence of any known issues concerning | the | | | |
| 4.2 | | Elect F.C. Tseng, with SHAREHOLDER NO.104, as Non-Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a nominees. | ll nominees is | s warranted giv | en the abse | ence of any known issues concerning | the | | | |
| 4.3 | | Elect Ming Hsin Kung, a REPRESENTATIVE of National Development Fund, Executive Yuan, with SHAREHOLDER NO.1, as Non-Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a nominees. | ll nominees is | s warranted giv | en the abse | ence of any known issues concerning | the | | | |
| 4.4 | | Elect Sir Peter L. Bonfield, with SHAREHOLDER NO.577470XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a nominees. | ll nominees is | s warranted giv | ven the abse | ence of any known issues concerning | the | | | |
| 4.5 | | Elect Michael R. Splinter, with SHAREHOLDER NO.674701XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a nominees. | ll nominees is | s warranted giv | en the abse | ence of any known issues concerning | the | | | |
| 4.6 | | Elect Moshe N. Gavrielov, with SHAREHOLDER NO.A04480XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a nominees. | ll nominees is | s warranted giv | en the abse | ence of any known issues concerning | the | | | |
| 4.7 | | Elect L. Rafael Reif, with SHAREHOLDER NO.545784XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a nominees. | ll nominees is | s warranted giv | en the abse | ence of any known issues concerning | the | | | |
| 4.8 | | Elect Ursula M. Burns, with SHAREHOLDER NO.568069XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a nominees. | ll nominees is | s warranted giv | ven the abse | ence of any known issues concerning | the | | | |
| 4.9 | | Elect Lynn L. Elsenhans, with SHAREHOLDER NO.561527XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a | ll nominees is | s warranted giv | en the abse | ence of any known issues concerning | the | | | |

Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.

Taiwan Semiconductor Manufacturing Co., Ltd.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | vote Against Mgmt | Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|------------------------|--------------------|---------------------|-------------------------|----------------|
| 4.10 | | Elect Chuan Lin, with SHAREHOLDER NO.550387, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR nominees. | all nominees | is warranted gi | ven the abse | ence of any known issu | ues concerning the | | | |

Chipotle Mexican Grill, Inc.

Meeting Date: 06/06/2024 **Record Date:** 04/09/2024

Country: USA
Meeting Type: Annual

Ticker: CMG

Meeting ID: 1854717

Primary CUSIP: 169656105

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Albert S. Baldocchi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | R the director | nominees is war | ranted. | | | | | |
| 1.2 | | Elect Director Matthew A. Carey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | R the director | nominees is war | ranted. | | | | | |
| 1.3 | | Elect Director Gregg L. Engles | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | R the director | nominees is war | ranted. | | | | | |
| 1.4 | | Elect Director Patricia Fili-Krushel | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | R the director | nominees is war | ranted. | | | | | |
| 1.5 | | Elect Director Laura Fuentes | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | R the director | nominees is war | ranted. | | | | | |
| 1.6 | | Elect Director Mauricio Gutierrez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | R the director | nominees is war | ranted. | | | | | |
| 1.7 | | Elect Director Robin Hickenlooper | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | R the director | nominees is war | ranted. | | | | | |
| 1.8 | | Elect Director Scott Maw | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | R the director | nominees is war | ranted. | | | | | |
| 1.9 | | Elect Director Brian Niccol | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | R the director | nominees is war | ranted. | | | | | |
| 1.10 | | Elect Director Mary Winston | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | R the director | nominees is war | ranted. | | | | | |

Chipotle Mexican Grill, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------------------|-------------------------------------|-----------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the There are concerns regarding high max incentives were primarily conditioned of performance-conditioned, with a multi- | imum payou n pre-set me | ut opportunitie etrics, and long | s under the g-term incer | STIP and LTIP. That being said, short ntives were targeted to be majority | | | | |
| 3 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | ditor is warra | anted. | | | | |
| 4 | | Approve 50:1 Stock Split | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Given the incre this proposal is warranted. | ease in the co | ompany's stoc | k price in re | cent years, and the board's rationale, | a vote FO | R | | |
| 5 | | Amend Certificate of Incorporation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this not materially impact shareholder rights | | warranted. Ti | he proposea | amendment is consistent with the DC | GCL and w | ill | | |
| 6 | | Commission a Third Party Audit on Working Conditions | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this company's employees would help share strategy, particularly its efforts to comp | eholders beta | ter evaluate th | e effectiven | ess of the company's human capital n | nanageme | nt | | |
| 7 | | Adopt Policy to Not Interfere with Freedom of Association Rights | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this company's management of related risks | | warranted, as | this policy | may benefit shareholders by improvin | g the | | | |
| 8 | | Report on Adoption of Automation | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this retention and recruitment efforts, and I | | - | | | its worker | | | |
| 9 | | Report on Harassment and Discrimination Statistics | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this harassment and discrimination in the w shareholders to better assess how the d | orkplace, an | nd additional in | nformation r | egarding its preventive efforts would o | | | | |

Alphabet Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: GOOGL

Record Date: 04/09/2024 Meeting Type: Annual

Meeting ID: 1858349

Primary CUSIP: 02079K305

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Larry Page | G | Mgmt | Yes | For | For | For | No | No |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|---|---------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a multi time-based sunset. Votes AGAINST incu Washington are warranted due to execu vote FOR the remaining director nomine | i-class share Imbent comp Itive compel | e structure with pensation com nsation concer | h disparate mittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1b | | Elect Director Sergey Brin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a multitime-based sunset. Votes AGAINST incu Washington are warranted due to executote FOR the remaining director nomine | i-class share Imbent comp Itive compel | e structure with pensation com nsation concer | n disparate mittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1c | | Elect Director Sundar Pichai | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a multi time-based sunset. Votes AGAINST incu Washington are warranted due to execu vote FOR the remaining director nomine | i-class share Imbent comp Itive compel | e structure with pensation com nsation concer | h disparate mittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1d | | Elect Director John L. Hennessy | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a multi time-based sunset. Votes AGAINST incu Washington are warranted due to execu vote FOR the remaining director nomine | i-class share Imbent comp Itive compel | e structure with pensation com nsation concer | n disparate mittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1e | | Elect Director Frances H. Arnold | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a multi time-based sunset. Votes AGAINST incu Washington are warranted due to execu vote FOR the remaining director nomine | i-class share Imbent comp Itive compel | e structure with pensation com nsation concer | n disparate mittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1f | | Elect Director R. Martin "Marty" Chavez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a mult time-based sunset. Votes AGAINST incu Washington are warranted due to execu vote FOR the remaining director nomine | i-class share Imbent comp Itive compel | e structure with pensation com nsation concer | n disparate mittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1g | | Elect Director L. John Doerr | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a multitime-based sunset. Votes AGAINST incu Washington are warranted due to executor to the remaining director nomine | i-class share Imbent comp Itive compel | e structure with pensation com nsation concer | n disparate mittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1h | | Elect Director Roger W. Ferguson, Jr. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a multi time-based sunset. Votes AGAINST incu Washington are warranted due to execu vote FOR the remaining director nomine | i-class share Imbent comp Itive compel | e structure with pensation com nsation concer | n disparate mittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---|--|-------------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1 i | | Elect Director K. Ram Shriram | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | lti-class shar cumbent con cutive compe | e structure wit npensation con ensation conce | h disparate nmittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1j | | Elect Director Robin L. Washington | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | lti-class shar cumbent con cutive compe | re structure wit npensation con ensation conce | h disparate nmittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Amend Bylaw regarding Stockholder Approval of Director Compensation | S, G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN adoption of a potentially disruptive and absence of director pay magnitude and | d overly pres | scriptive propos | | | - | | | |
| 4 | | Report on Risks of Omitting Viewpoint and Ideological Diversity from EEO Policy | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN. disclosures provide sufficient informati EEO Policy. | | | | | | | | |
| 5 | | Report on Electromagnetic Radiation and Wireless Technologies Risks | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS suggests that the FCC's regulations are provides extensive disclosure indicating suggest the company is violating the latest suggest the suggest that suggests the suggest that suggests the suggest that suggests the suggest that suggests the suggests that suggests the suggests that suggests the suggests the suggests that suggests the sugge | ound electro g that its pro | magnetic interioducts comply | ference are , with the law | protective of public health; * The con and the proponent does not cite any | npany evidence t | to | | |
| 6 | | Adopt Policy to Require Board of Directors Members to Disclose their Political and Charitable Donations | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS and oversight to address the risks raise | | osal is warrante | ed as the co | mpany discloses sufficient policies, pi | rocedures, | | | |
| 7 | | Report on Climate Risk in Retirement Plan Options | Е | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the invest more responsibly, it is unclear the requested in the report would not only change, but also allow shareholders to | ow well emp complemen | oloyees unders nt and enhance | tand the ret the compar | irement plans available to them. The ny's existing commitments regarding | informatior climate | | | |
| 8 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the evaluate the company's lobbying effort | | is warranted, a | as sharehold | ders would benefit from increased dis | closure to | | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 9 | | Approve Recapitalization Plan for all Stock to Have One-vote per Share | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the preference for a capital structure in wh | | | | • | olders' | | | |
| 10 | | Report on Reproductive Healthcare Misinformation Risks | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the understanding on the steps that Alphamisinformation. | | | | | | | | |
| 11 | | Amend Audit and Compliance Committee Charter to Include Artificial Intelligence Oversight | E, S, G | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the company a more robust oversight on rewould also further complement the con | isks associate | ed with the co | mpany's arti | ificial intelligence (AI) activities. Mored | | | | |
| 12 | | Report on Risks Related to AI Generated Misinformation and Disinformation | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the mis/disinformation related to generative | | - | | • | rency on | | | |
| 13 | | Publish Human Rights Risk Assessment on the AI-Driven Targeted Ad Policies | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the impacts would help shareholders bette targeted advertising policies and practi | r evaluate th | | | | | its | | |
| 14 | | Adopt Targets Evaluating YouTube Child Safety Policies | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR the tracks metrics related to child safety or company is managing related risks. | | - | | • • | | | | |

Arista Networks, Inc.

Meeting Date: 06/07/2024 **Record Date:** 04/09/2024

Country: USA
Meeting Type: Annual

Ticker: ANET
Meeting ID: 1855774

Primary CUSIP: 040413106

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Kelly Battles | G | Mamt | Yes | For | Withhold | l For | No | Yes |

Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Jayshree Ullal and Kelly Battles given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights. A vote FOR the new director nominee Kenneth (Ken) Duda is warranted.

Arista Networks, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--------------------------------|------------------------------------|--------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1.2 | | Elect Director Kenneth Duda | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: WITHHOLD voi the board's failure to remove, or subject to the governing documents and the cla director nominee Kenneth (Ken) Duda is | ct to a sunse assified boar | et requirement, rd, each of whi | the supern | najority vote requirement to enact cer | tain chang | es | | |
| 1.3 | | Elect Director Jayshree Ullal | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD vot the board's failure to remove, or subject to the governing documents and the cla director nominee Kenneth (Ken) Duda is | ct to a sunse assified boar | et requirement, rd, each of whi | the supern | najority vote requirement to enact cer | tain chang | es | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this of weightings and targets under the ST period and utilizes the same metrics as the year in review, annual incentives ut performance-based. | IP, and the the the STIP. N | portion of the levertheless, C | performanc EO pay and | e equity that is earned over an annual company performance are reasonably | l performa | nce | | |
| 3 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | o ratify the aud | ditor is warra | anted. | | | | |
| 4 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the E | quity Plan S | Scorecard evalu | ation (EPSC | C), a vote FOR this proposal is warrant | ted. | | | |

Stroeer SE & Co. KGaA

Meeting Date: 06/11/2024 **Record Date:** 05/20/2024

Country: Germany Meeting Type: Annual Primary CUSIP: D8169G100 Ticker: SAX

Meeting ID: 1850156

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-------------------|---------------------|------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Accept Financial Statements and Statutory Reports for Fiscal Year 2023 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | ' is warranted du | ue to a lack o | of concerns. | | | | |
| 2 | | Approve Allocation of Income and Dividends of EUR 1.85 per Share | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the allocation | of income reso | olution is wa | rranted due to a lack of concerns. | | | | |
| 3 | | Approve Discharge of Personally Liable Partner for Fiscal Year 2023 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | is warranted be | ecause there | is no evidence that the personally | liable partne | r | | |

and supervisory board have not fulfilled their fiduciary duties.

Stroeer SE & Co. KGaA

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 4 | | Approve Discharge of Supervisory Board for Fiscal Year 2023 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this and supervisory board have not fulfilled | | | cause there | is no evidence that the personally lia | ble partnei | | | |
| 5 | | Ratify KPMG AG as Auditors and as Auditor for the Sustainability Reporting for Fiscal Year 2024 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is v | warranted be | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 6 | | Elect Dieter Steinkamp to the Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e proposed n | ominee is wari | ranted. | | | | | |
| 7 | | Approve Creation of EUR 5.6 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | proposed a | uthorization is | warranted | due to a lack of concerns. | | | | |
| 8 | | Amend Articles Re: Proof of Entitlement | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the new German statutory requirements. | proposed a | rticle amendm | ent is warra | anted because it reflects amendments | in line wit | h | | |
| 9 | | Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the Germany. | proposed s | hare repurchas | se program | is warranted because this is a standa | rd request | in | | |
| 10 | | Authorize Use of Financial Derivatives when Repurchasing Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal is | warranted due | e to a lack o | of concerns. | | | | |
| 11 | | Approve Remuneration Report | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAINS vested LTI tranches is underdeveloped options are subject to a performance p | * There is s | some ambiguit | y over the S | SOP, and it appears that newly grante | d stock | ed. | | |

Dollarama Inc.

Meeting Date: 06/12/2024 **Record Date:** 04/18/2024

Country: Canada Meeting Type: Annual Primary CUSIP: 25675T107 Ticker: DOL

Meeting ID: 1838130

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|-------------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1A | | Elect Director Joshua Bekenstein | G | Mgmt | Yes | For | For | For | No | No |

Dollarama Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| | | Voting Policy Rationale: Vote FOR all p | roposed non | ninees as no si | ignificant co | ncerns have been identified at this tir | ne. | | | |
| 1B | | Elect Director Gregory David | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all p | roposed non | ninees as no si | ignificant co | ncerns have been identified at this tir | ne. | | | |
| 1C | | Elect Director Elisa D. Garcia C. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all p | roposed non | ninees as no si | ignificant coi | ncerns have been identified at this tir | ne. | | | |
| 1D | | Elect Director Stephen Gunn | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all p | roposed non | ninees as no si | ignificant co | ncerns have been identified at this tir | ne. | | | |
| 1E | | Elect Director Kristin Mugford | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all p | roposed non | ninees as no si | ignificant coi | ncerns have been identified at this tir | ne. | | | |
| 1F | | Elect Director Nicholas Nomicos | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all p | roposed non | ninees as no si | ignificant coi | ncerns have been identified at this tin | ne. | | | |
| 1G | | Elect Director Neil Rossy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all p | roposed non | ninees as no si | ignificant coi | ncerns have been identified at this tin | ne. | | | |
| 1H | | Elect Director Samira Sakhia | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all p | roposed non | ninees as no si | ignificant coi | ncerns have been identified at this tin | ne. | | | |
| 1I | | Elect Director Thecla Sweeney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all p | roposed non | ninees as no si | ignificant coi | ncerns have been identified at this tir | ne. | | | |
| 1J | | Elect Director Huw Thomas | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all p | roposed non | ninees as no si | ignificant coi | ncerns have been identified at this tir | ne. | | | |
| 2 | | Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR the were reasonable relative to total fees p | | | useCoopers | LLP as auditor as non-audit fees (24 | percent) | | | |
| 3 | | Advisory Vote on Executive Compensation Approach | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR this | non-binding | advisory resolu | ution as the | re are no significant issues at this tim | ne. | | | |

Grifols SA

Meeting Date: 06/13/2024 **Record Date:** 06/07/2024

Country: Spain
Meeting Type: Annual
Primary CUSIP: E5706X215

Ticker: GRF

Meeting ID: 1864359

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Approve Standalone Financial Statements and Treatment of Net Loss | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is fiscal year in review is unqualified; and costs, and the proposed treatment of r | * The non- | payment of div | | | | | | |
| 2 | | Approve Consolidated Financial Statements | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is fiscal year in review is unqualified; and costs, and the proposed treatment of r | * The non- | payment of div | | • | | | | |
| 3 | | Approve Non-Financial Information Statement | E, S | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the reported by the company. | is item is wa | rranted due to | a lack of sp | pecific concern about the non-financial | information | on | | |
| 4 | | Approve Discharge of Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thin not fulfilled their fiduciary duties. This investigation concluded on March 21, 2 | is not witho | | | | _ | ave | | |
| 5 | | Renew Appointment of Deloitte as Auditor of Standalone Financial Statements for FY 2024-2026 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted be | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 6 | | Appoint Deloitte as the Independent Assurance Services Provider of the Company to Carry Out the Assurance of the Sustainability Report for FY 2024-2026 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted be | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 7.1 | | Acknowledge Resignation of James Costos as Director | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is requ | uired for this | item. | | | | | | |
| 7.2 | | Ratify Appointment of and Elect Jose Ignacio Abia Buenache as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the board and committee composition. | ese items is | warranted due | to a lack of | f concerns about the proposed candida | ates and ti | ne | | |
| 7.3 | | Ratify Appointment of and Elect Albert Grifols Coma-Cros as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the board and committee composition. | ese items is | warranted due | to a lack of | f concerns about the proposed candida | ates and ti | ne | | |
| 7.4 | | Elect Claire Giraut as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the board and committee composition. | ese items is | warranted due | to a lack of | concerns about the proposed candida | ates and ti | ne | | |

Grifols SA

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 7.5 | | Elect Anne-Catherine Berner as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the board and committee composition. | se items is v | varranted due | to a lack of | concerns about the proposed candida | ates and ti | he | | |
| 7.6 | | Fix Number of Directors at 13 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this limit as per local code of best practice. | resolution i | is warranted a | s the propos | sed board size would remain within th | e 15-direc | tor | | |
| 8 | | Change Location of Registered Office and Amend Article 3 Accordingly | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | item is war | ranted becaus | e the amen | dment is deemed uncontroversial. | | | | |
| 9 | | Receive Amendments to Board of Directors Regulations | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non-vo | oting item. | | | | | | | |
| 10 | | Advisory Vote on Remuneration Report | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS former executive chair Steven Mayer; a | | | | • | favor of t | he | | |
| 11 | | Amend Remuneration Policy | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS | T is warranto | ed because of | the problen | natic pay package of the new CEO. | | | | |
| 12 | | Authorize Company to Call EGM with 15 Days' Notice | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the of concerns over the use of the previou ensure that shorter dated EGMs are call. | s mandate. | However, its u | ise in the cu | rrent year, if any, will be closely moni | | nce | | |
| 13 | | Authorize Board to Ratify and Execute Approved Resolutions | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this the agreements validly adopted by the | | | rranted as i | t provides the board with the means t | o carry ou | t | | |

Monster Beverage Corporation

Meeting Date: 06/13/2024 **Record Date:** 04/22/2024

Country: USA Meeting Type: Annual Ticker: MNST **Meeting ID:** 1858404

Primary CUSIP: 61174X109

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Rodney C. Sacks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.2 | | Elect Director Hilton H. Schlosberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is war | ranted | | | | | |

Monster Beverage Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|------------------|---------------------|--------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.3 | | Elect Director Mark J. Hall | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.4 | | Elect Director Ana Demel | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.5 | | Elect Director James L. Dinkins | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.6 | | Elect Director Gary P. Fayard | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.7 | | Elect Director Tiffany M. Hall | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.8 | | Elect Director Jeanne P. Jackson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.9 | | Elect Director Steven G. Pizula | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.10 | | Elect Director Mark S. Vidergauz | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | is proposal to | o ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the review. Annual incentives were based conditioned. However, compensating total executive compensation. | largely on a | pre-set financia | al objective. | and half of LTI grants are performan | ice | | | |

Fortinet, Inc.

Meeting Date: 06/14/2024 **Record Date:** 04/22/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 34959E109

Ticker: FTNT

Meeting ID: 1858428

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Ken Xie | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | ranted. | | | | | |
| 1.2 | | Elect Director Michael Xie | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | ranted. | | | | | |

Fortinet, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|--------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.3 | | Elect Director Kenneth A. Goldman | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director no | ominees is war | ranted. | | | | | |
| 1.4 | | Elect Director Ming Hsieh | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director no | ominees is war | ranted. | | | | | |
| 1.5 | | Elect Director Jean Hu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director no | ominees is war | ranted. | | | | | |
| 1.6 | | Elect Director William H. Neukom | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director no | ominees is war | ranted. | | | | | |
| 1.7 | | Elect Director Judith Sim | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director no | ominees is war | ranted. | | | | | |
| 1.8 | | Elect Director James Stavridis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director no | ominees is war | ranted. | | | | | |
| 1.9 | | Elect Director Mary Agnes "Maggie" Wilderotter | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director no | ominees is war | ranted. | | | | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his proposal t | to ratify the au | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t plan, pay and performance are reaso | | | - | cerns are noted regarding the long-t | term incenti | ive | | |

Mastercard Incorporated

Meeting Date: 06/18/2024 **Record Date:** 04/19/2024

Country: USA

Meeting Type: Annual

Ticker: MA

Meeting ID: 1857931

Primary CUSIP: 57636Q104

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Merit E. Janow | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is war | ranted. | | | | | |
| 1b | | Elect Director Candido Bracher | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is war | ranted. | | | | | |
| 1c | | Elect Director Richard K. Davis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is war | ranted. | | | | | |

Mastercard Incorporated

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------------------|--------------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1d | | Elect Director Julius Genachowski | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director r | nominees is war | ranted. | | | | | |
| 1e | | Elect Director Choon Phong Goh | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director r | nominees is war | ranted. | | | | | |
| 1f | | Elect Director Oki Matsumoto | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director r | nominees is war | ranted. | | | | | |
| 1g | | Elect Director Michael Miebach | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director r | nominees is war | ranted. | | | | | |
| 1h | | Elect Director Youngme Moon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director r | nominees is war | ranted. | | | | | |
| 1i | | Elect Director Rima Qureshi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | nominees is war | ranted. | | | | | |
| 1j | | Elect Director Gabrielle Sulzberger | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director r | nominees is war | ranted. | | | | | |
| 1k | | Elect Director Harit Talwar | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director r | nominees is war | ranted. | | | | | |
| 11 | | Elect Director Lance Uggla | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director r | nominees is war | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to nonetheless raised regarding the sign with strong corporate financial perfor predominantly performance-condition | ificant role of mance, and | of discretion in t | the STIP. Th | at said, FY23 STI payouts were ger | nerally aligne | | | |
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | his proposal | to ratify the au | ditor is warr | ranted. | | | | |
| 4 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR to lobbying related expenditures would in participation in the public policy process | help shareho | | | | | | | |
| 5 | | Amend Director Election Resignation Bylaw | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN elections at the company that sugges proposal may not be in compliance w | t a mandato | ory resignation p | - | | | r | | |
| 6 | | Report on Congruency of Company's Privacy and Human Rights Policies with its Actions | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN | IST this prop | oosal is warrant | ed, as the c | ompany is providing sufficient disclo | osure regard | ing | | |

Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is providing sufficient disclosure regarding its human rights and data privacy efforts.

Mastercard Incorporated

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 7 | | Report on Congruency of Company's Human Rights Statement with Charitable Contributions and Voluntary Partnerships | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN regarding its charitable contributions, in determining the company's charitab | and absent s | elf-dealing or g | | | | η | | |
| 8 | | Report on Gender-Based Compensation and Benefits Inequities | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN. pay gap, appears to provide competiti discriminatory manner. | | | | . , | - | ı a | | |

Apollo Global Management, Inc.

Meeting Date: 06/24/2024 **Record Date:** 04/25/2024

Country: USA

Ticker: APO

Meeting Type: Annual

Meeting ID: 1859088

Primary CUSIP: 03769M106

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------------------|---|----------------------------|--|---|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Marc Beilinson | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAIN warranted, in the absence of a say-or resulting in excessive pay. The compawith the resulting reported compensa | n-pay propo nny does no | osal on ballot. An ot disclose a mea | NEO receiv Aningful cap | ed very large partnership intero on such distributions. This stru | est distributions octure in conjunct | ion | | |
| 1.2 | | Elect Director James Belardi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted, in the absence of a say-or resulting in excessive pay. The compawith the resulting reported compensa | n-pay propo nny does no | osal on ballot. An ot disclose a mea | NEO receiv Aningful cap | ed very large partnership inter on such distributions. This stru | est distributions octure in conjunct | ion | | |
| 1.3 | | Elect Director Jessica Bibliowicz | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted, in the absence of a say-or resulting in excessive pay. The compawith the resulting reported compensa | n-pay propo nny does no | osal on ballot. An ot disclose a mea | NEO receiv Aningful cap | ed very large partnership inter on such distributions. This stru | est distributions acture in conjunct | ion | | |
| 1.4 | | Elect Director Jay Clayton (Walter J. Clayton, III) | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted, in the absence of a say-or resulting in excessive pay. The compawith the resulting reported compensa | n-pay propo nny does no | osal on ballot. An ot disclose a mea | NEO receiv Aningful cap | ed very large partnership intero on such distributions. This stru | est distributions octure in conjunct | ion | | |
| 1.5 | | Elect Director Michael Ducey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted, in the absence of a say-or resulting in excessive pay. The compa | n-pay propo | sal on ballot. An | NEO receiv | ed very large partnership intere | est distributions | | | |

with the resulting reported compensation is considered problematic. A vote FOR the remaining director nominees is warranted.

Apollo Global Management, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------------------|-------------------------------------|----------------------------|--|--------------------------|---------------------|-------------------------|------------------------|
| 1.6 | | Elect Director Kerry Murphy Healey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compan with the resulting reported compensation | pay proposa y does not d | al on ballot. An disclose a mea | NEO receive ningful cap | ed very large partnership interest distr on such distributions. This structure in | ributions conjunction | on | | |
| 1.7 | | Elect Director Mitra Hormozi | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compan with the resulting reported compensation | pay proposa y does not d | al on ballot. An disclose a meal | NEO receive ningful cap | ed very large partnership interest distr on such distributions. This structure in | ributions conjunction | on | | |
| 1.8 | | Elect Director Pamela Joyner | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compan with the resulting reported compensation | pay proposa y does not d | al on ballot. An disclose a meal | NEO receive ningful cap | ed very large partnership interest distr on such distributions. This structure in | ributions conjunction | on | | |
| 1.9 | | Elect Director Scott Kleinman | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compan with the resulting reported compensation | pay proposa y does not d | al on ballot. An disclose a mea | NEO receive ningful cap | ed very large partnership interest distr on such distributions. This structure in | ributions conjunction | on | | |
| 1.10 | | Elect Director A.B. Krongard | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compan with the resulting reported compensation | pay proposa y does not d | al on ballot. An disclose a mea | NEO receive ningful cap | ed very large partnership interest distr on such distributions. This structure in | ributions conjunction | on | | |
| 1.11 | | Elect Director Pauline Richards | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compan with the resulting reported compensation | pay proposa y does not d | al on ballot. An disclose a meal | NEO receive ningful cap | ed very large partnership interest distr on such distributions. This structure in | ributions conjunction | on | | |
| 1.12 | | Elect Director Marc Rowan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compan with the resulting reported compensation | pay proposa y does not d | al on ballot. An disclose a mea | NEO receive ningful cap | ed very large partnership interest distrontion such distributions. This structure in | ributions conjunctio | on | | |
| 1.13 | | Elect Director David Simon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compan with the resulting reported compensation | pay proposa y does not d | al on ballot. An disclose a meal | NEO receive ningful cap | ed very large partnership interest distr on such distributions. This structure in | ributions conjunction | on | | |
| 1.14 | | Elect Director Lynn Swann | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-presulting in excessive pay. The compan with the resulting reported compensation | pay proposa y does not d | al on ballot. An disclose a meal | NEO receive ningful cap | ed very large partnership interest distr on such distributions. This structure in | ributions conjunctio | on | | |
| 1.15 | | Elect Director Patrick Toomey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compan with the resulting reported compensation | pay proposa y does not d | al on ballot. An disclose a mea | NEO receive ningful cap | ed very large partnership interest distr on such distributions. This structure in | ributions conjunction | on | | |

Apollo Global Management, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|------------------------------|------------------------------------|------------------------|---|---------------------------|---------------------|-------------------------|------------------------|
| 1.16 | | Elect Director James Zelter | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAII warranted, in the absence of a say-o- resulting in excessive pay. The comp with the resulting reported compensa- | n-pay propos any does not | al on ballot. An disclose a mea | NEO receiveningful cap | ed very large partnership interest dis on such distributions. This structure i | tributions in conjunct | tion | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his proposal | to ratify the aud | ditor is warr | anted. | | | | |

NVIDIA Corporation

Meeting Date: 06/26/2024 **Record Date:** 04/29/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 67066G104

Ticker: NVDA

Meeting ID: 1865677

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Robert K. Burgess | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director n | ominees is war | ranted. | | | | | |
| 1b | | Elect Director Tench Coxe | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director n | ominees is war | ranted. | | | | | |
| 1c | | Elect Director John O. Dabiri | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director n | ominees is war | ranted. | | | | | |
| 1d | | Elect Director Persis S. Drell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director n | ominees is war | ranted. | | | | | |
| 1e | | Elect Director Jen-Hsun Huang | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director n | ominees is war | ranted. | | | | | |
| 1f | | Elect Director Dawn Hudson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director n | ominees is war | ranted. | | | | | |
| 1g | | Elect Director Harvey C. Jones | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director n | ominees is war | ranted. | | | | | |
| 1h | | Elect Director Melissa B. Lora | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director n | ominees is war | ranted. | | | | | |
| 1 i | | Elect Director Stephen C. Neal | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director n | ominees is war | ranted. | | | | | |
| 1j | | Elect Director A. Brooke Seawell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director n | ominees is war | ranted. | | | | | |

NVIDIA Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1k | | Elect Director Aarti Shah | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 11 | | Elect Director Mark A. Stevens | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this under review. Although some concerns performance-based, with clearly disclose | are raised w | vith respect to | | , - | • | | | |
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | litor is warra | anted. | | | | |
| 4 | | Adopt Simple Majority Vote | G | SH | Yes | None | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this would enhance shareholder rights. | s proposal is | warranted giv | en that elin | nination of the supermajority vote requ | uirements | | | |

NICE Ltd. (Israel)

Meeting Date: 07/03/2024 **Record Date:** 05/31/2024

Country: Israel
Meeting Type: Annual

Ticker: NICE
Meeting ID: 1874309

Primary CUSIP: M7494X101

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| | | Meeting for ADR Holders | | Mgmt | No | | | | | |
| 1a | | Reelect David Kostman as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the comwith the board and its committees' | | | | | no concern | 5 | | |
| 1b | | Reelect Rimon Ben-Shaoul as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the comwith the board and its committees' | | | | · · | no concern | 5 | | |
| 1c | | Reelect Yehoshua (Shuki) Ehrlich as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the comwith the board and its committees' | | | | | no concern | 5 | | |
| 1d | | Reelect Leo Apotheker as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the comwith the board and its committees' | | | | | no concern | s | | |

NICE Ltd. (Israel)

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|--|--|--|---------------------|-------------------------|------------------------|
| 1e | | Reelect Joseph (Joe) Cowan as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the comparation with the board and its committees' str | | | | | no concerns | S | | |
| 2 | | Reelect Zehava Simon as External Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the comparainth the board and its committees' str | | | | | no concerns | s | | |
| 2.1 | | Vote FOR if you are a controlling shareholder or have a personal interest in Item 2, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager | G | Mgmt | Yes | None | Refer | Against | No | No |
| | | Voting Policy Rationale: Shareholders related to these agenda items, or else | | , | | ling shareholders or have a personal | interest | | | |
| 3 | | Approve Updated Compensation Policy for the Directors and Officers of the Company | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the on its amended compensation policy. It is substantially increased and raises so up to ca. USD 26 million in annual RSU Although median value of LTI grants of value of ISS-selected peers for the comitigated by: * The proposal entails a million annual grant value, being align shareholder approval and hence the meseparate RSU grants; and * We acknown | However, quanter level of a prants. * Till grants. | alified support concern. The p the potential of telected peers of ted peers is cal tap whereas ac mon market pi is symbolic ar | is warrante proposal ent a USD 26 r. approximate USD 10 mi tual compai ractice; * Ar nd sharehold | d because: * The amended cap on e ails a 33 percent increase to the man nillion RSU grants is substantially ab as USD 20 million, we note that med thion. However, these concerns are s any practice is not concerning with a any RSU grant to the CEO is subject to thers can separately assess the merits | equity award kimum cap o ove market. ian LTI grai omewhat ca. USD 8 o separate | ds of | | |
| 3.1 | | Vote FOR if you are a controlling shareholder or have a personal interest in Item 3, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager | G | Mgmt | Yes | None | Refer | Against | No | No |
| | | Voting Policy Rationale: Shareholders related to these agenda items, or else | | | | ling shareholders or have a personal | <i>interest</i> | | | |
| 4 | | Approve CEO Equity Award | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN. information regarding the value of the opportunity; * The proposed vesting paccelerate the vesting within a short p | CEO's propo eriod is shor | osed compensa ter in duration | ntion, prever than the re | nting shareholders to assess the leve commended guidelines and the poss | el of the pay Sibility to | | | |

Despite the CEO's impending departure within the following year and the short vesting period of the equity awards, the terms provide only limited guidance on the performance criteria used to determine the PSUs, thus leaving excessive room for board discretion and preventing shareholder to assess the rigor of the plan.

NICE Ltd. (Israel)

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 4.1 | | Vote FOR if you are a controlling shareholder or have a personal interest in Item 4, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager | G | Mgmt | Yes | None | Refer | Against | No | No |
| | | Voting Policy Rationale: Shareholders n related to these agenda items, or else t | | | | ling shareholders or have a personal ii | nterest | | | |
| 5 | | Reappoint Kost Forer Gabbay & Kasierer as Auditors and Authorize Board to Fix Their Remuneration | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | lit firm and i | fix their remuneration is warranted. | | | | |
| 6 | | Discuss Financial Statements and the Report of the Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is requ | ired for this | item. | | | | | | |

Autodesk, Inc.

Meeting Date: 07/16/2024 **Record Date:** 05/29/2024

Country: USA

Ticker: ADSK

Meeting Type: Annual

Meeting ID: 1878113

Primary CUSIP: 052769106

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--------------------------------|-------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Andrew Anagnost | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR caution, as shareholders should conthe audit committee's investigation of the remaining director nominees is well as the remaining director nominees. | tinue to moni into the comp | itor the progress | of regulato | ry investigations and civil litigation | arising out o | f | | |
| 1b | | Elect Director Karen Blasing | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR caution, as shareholders should conthe audit committee's investigation of the remaining director nominees is well as the remaining director nominees. | tinue to moni into the comp | itor the progress | of regulato | ry investigations and civil litigation | arising out o | f | | |
| 1c | | Elect Director Reid French | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR caution, as shareholders should conthe audit committee's investigation of the remaining director nominees is well as the remaining director nominees. | tinue to moni into the comp | itor the progress | of regulato | ry investigations and civil litigation | arising out o | f | | |
| 1d | | Elect Director Ayanna Howard | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR caution, as shareholders should conthe audit committee's investigation of the remaining director nominees is v | tinue to moni into the comp | itor the progress | of regulato | ry investigations and civil litigation | arising out o | f | | |

Autodesk, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-------------------------------|-------------------------------------|---------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1e | | Elect Director Blake Irving | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR into caution, as shareholders should continu the audit committee's investigation into the remaining director nominees is wan | ue to monito o the compai | r the progress | of regulato | ry investigations and civil litigation ar | ising out of | f | | |
| 1f | | Elect Director Mary T. McDowell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR into caution, as shareholders should continu the audit committee's investigation into the remaining director nominees is wan | | | | | | | | |
| 1g | | Elect Director Stephen Milligan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR into caution, as shareholders should continu the audit committee's investigation into the remaining director nominees is war | ue to monito o the compai | r the progress | of regulato | ry investigations and civil litigation ar | ising out of | | | |
| 1h | | Elect Director Lorrie M. Norrington | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR into caution, as shareholders should continu the audit committee's investigation into the remaining director nominees is wan | ue to monito o the compai | r the progress | of regulato | ry investigations and civil litigation ar | ising out of | | | |
| 1i | | Elect Director Betsy Rafael | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR into caution, as shareholders should continu the audit committee's investigation into the remaining director nominees is wan | ue to monito o the compai | r the progress | of regulato | ry investigations and civil litigation ar | ising out of | | | |
| 1j | | Elect Director Rami Rahim | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR into caution, as shareholders should continu the audit committee's investigation into the remaining director nominees is wan | ue to monito o the compai | r the progress | of regulato | ry investigations and civil litigation ar | ising out of | | | |
| 1k | | Elect Director Stacy J. Smith | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR into caution, as shareholders should continu the audit committee's investigation into the remaining director nominees is war | ue to monito o the compai | r the progress | of regulato | ry investigations and civil litigation ar | ising out of | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | o ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this remain, including incomplete goal discl. Nevertheless, annual incentives continuperformance conditioned and primarily | osure for the ued to be en | e incentive prog tirely based on | grams and on pre-set find | one-year performance periods for par | t of the LT. | IP. | | |
| 4 | | Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Currently, the Carrent FOR this proposal is warranted a | | | | | rings. Hence | =, | | |

Voting Policy Rationale: Currently, the company does not provide shareholders with the ability to call special meetings. Hence, a vote FOR this proposal is warranted as it represents an enhancement to shareholder's rights.

Autodesk, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 5 | | Provide Right to Call a Special Meeting | G | SH | Yes | Against | For | For | Yes | No |

Voting Policy Rationale: A vote FOR this proposal is warranted as the right to call special meetings at a 15 percent ownership threshold would enhance shareholders rights.

Dynatrace, Inc.

Meeting Date: 08/23/2024 Record Date: 06/28/2024

Country: USA

Ticker: DT

Meeting Type: Annual

Meeting ID: 1882293

Primary CUSIP: 268150109

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|---------------------|--|---------------|-------------------|---------------------|----------------------------|-------------------------|---------------------|-------------------------|------------------------|--|--|--|
| 1a | | Elect Director Jill Ward | G | Mgmt | Yes | For | Withhold | Withhold | Yes | No | | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Jill Ward and Kirsten Wolberg given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. | | | | | | | | | | | |
| 1b | | Elect Director Kirsten O. Wolberg | G | Mgmt | Yes | For | Withhold | Withhold | Yes | No | | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Jill Ward and Kirsten Wolberg given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. | | | | | | | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | | | | | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR significant concerns were identified | | l is warranted as | pay and pe | rformance are reasonably a | ligned and no | | | | | | |
| 4 | | Amend Certificate of Incorporation to Limit the Liability of Certain Officers | G | Mgmt | Yes | For | For | For | No | No | | | |

with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.

Automatic Data Processing, Inc.

Meeting Date: 11/06/2024

Country: USA

Ticker: ADP

Record Date: 09/09/2024

Meeting Type: Annual

Meeting ID: 1899483

Primary CUSIP: 053015103

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Peter Bisson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 1b | | Elect Director Maria Black | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 1c | | Elect Director David V. Goeckeler | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 1d | | Elect Director Linnie M. Haynesworth | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 1e | | Elect Director John P. Jones | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 1f | | Elect Director Francine S. Katsoudas | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 1g | | Elect Director Nazzic S. Keene | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 1h | | Elect Director Thomas J. Lynch | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 1i | | Elect Director Scott F. Powers | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 1j | | Elect Director William J. Ready | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 1k | | Elect Director Carlos A. Rodriguez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 11 | | Elect Director Sandra S. Wijnberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | nominees is war | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t and LTI programs. However, the STI | | | | | | | | |
| 3 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his proposal | to ratify the aud | ditor is warr | anted. | | | | |

Oracle Corporation

Meeting Date: 11/14/2024 **Record Date:** 09/16/2024

Country: USA Meeting Type: Annual

A vote FOR the remaining directors is warranted.

Primary CUSIP: 68389X105

Ticker: ORCL

Meeting ID: 1900450

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | |
|--------------------|---------------------|---|----------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|--|--|
| 1.1 | | Elect Director Awo Ablo | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors in | arrett for the | | | | , 5, | | | | | |
| 1.2 | | Elect Director Jeffrey S. Berg | G | Mgmt | Yes | For | Withhole | d For | No | Yes | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. A vote FOR the remaining directors is warranted. | | | | | | | | | | |
| 1.3 | | Elect Director Michael J. Boskin | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. A vote FOR the remaining directors is warranted. | | | | | | | | | | |
| 1.4 | | Elect Director Safra A. Catz | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors is | arrett for the | | | | | | | | | |
| 1.5 | | Elect Director Bruce R. Chizen | G | Mgmt | Yes | For | Withhole | d For | No | Yes | | |
| | | Voting Policy Rationale: WITHHOLD Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors is | arrett for the | | | | , - | | | | | |
| 1.6 | | Elect Director George H. Conrades | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors is | arrett for the | | | | , - | | | | | |
| 1.7 | | Elect Director Lawrence J. Ellison | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors is | arrett for the | | | | | | | | | |
| 1.8 | | Elect Director Rona A. Fairhead | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors is | arrett for the | | | | , - | | | | | |
| 1.9 | | Elect Director Jeffrey O. Henley | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors in | arrett for the | | | | | | | | | |
| 1.10 | | Elect Director Charles W. Moorman | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD Chizen, Leon Panetta, and William Po | | | | | | | | | | |

Oracle Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|---|--|--|-----------------------------|---------------------|-------------------------|------------------------|
| 1.11 | | Elect Director Leon E. Panetta | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD vo Chizen, Leon Panetta, and William Part A vote FOR the remaining directors is w | rett for the s | | | | | | | |
| 1.12 | | Elect Director William G. Parrett | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD vo Chizen, Leon Panetta, and William Parr A vote FOR the remaining directors is w | rett for the s | | | | | | | |
| 1.13 | | Elect Director Naomi O. Seligman | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: WITHHOLD vo Chizen, Leon Panetta, and William Parr A vote FOR the remaining directors is w | rett for the s | | | • | 5. | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS aligned for the year in review, there are NEOs do not utilize performance-condit to recent shareholder feedback. Addition continued monitoring is warranted, as | e concerns r tioned equity onally, thoug | noted within th v, which is inco nh disclosure st | e pay progra Insistent wit Insurrounding s | am. Most notably, annual equity gran th prevailing market practices as well security fees to Chairman Ellison impr | ts to certai as contrary | n v | | |
| 3 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | is proposal to | o ratify the aud | ditor is warra | anted. | | | | |
| 4 | | Report on Climate Risk in Retirement Plan Options | E | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this invest more responsibly, it is unclear he requested in the report would not only change, but also allow shareholders to | ow well emp complemen | loyees unders t and enhance | tand the reti the compar | irement plans available to them. The any's existing commitments regarding of | information | | | |

Microsoft Corporation

Meeting Date: 12/10/2024 **Record Date:** 09/30/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 594918104

Ticker: MSFT

Meeting ID: 1906254

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|-------------------------------------|---------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Reid G. Hoffman | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.2 | | Elect Director Hugh F. Johnston | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.3 | | Elect Director Teri L. List | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |

Microsoft Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------------------------|------------------------------------|---------------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1.4 | | Elect Director Catherine MacGregor | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1.5 | | Elect Director Mark A. L. Mason | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.6 | | Elect Director Satya Nadella | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1.7 | | Elect Director Sandra E. Peterson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1.8 | | Elect Director Penny S. Pritzker | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.9 | | Elect Director Carlos A. Rodriguez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.10 | | Elect Director Charles W. Scharf | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.11 | | Elect Director John W. Stanton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.12 | | Elect Director Emma N. Walmsley | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this Annual incentives were primarily based performance-conditioned. The cash incentives and STI payout opportunities respected. | l on objective centive payou | e criteria and t ut was reduced | the CEO's load of at the CEC | ng-term awards were entirely O's request this year. However, the CE | :O's base | | | |
| 3 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | is proposal to | o ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Report on Risks of Weapons Development | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this understand Microsoft's management as | | | | • | to better | | | |
| 5 | | Assess and Report on Investing in Bitcoin | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS investments in Bitcoin and other crypto | | | | | tential | | | |

Microsoft Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 6 | | Report on Risks of Operating in Countries with Significant Human Rights Concerns | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to how the company is managing human | , , | | | | re regardi | ing | | |
| 7 | | Report on Risks of Using Artificial Intelligence and Machine Learning Tools for Oil and Gas Development and Production | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR to to the potential risks associated with gas development and production. | | , | | | | | | |
| 8 | | Report on Risks Related to AI Generated Misinformation and Disinformation | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR to related to misinformation and disinfor business impacts and how the compa | mation, inclu | ding from gene | | | - | S | | |
| 9 | | Report on AI Data Sourcing Accountability | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to infringement. Although it discloses in | | | , | any is facing increased risks related to ks generally, shareholders would bene | ,,, | | | |

greater attention to risks related to how the company uses third-party information to train its large language models.

VOTE SUMMARY REPORT

US Large Cap Growth Proxy Voting Record

Date range covered: 01/01/2024 to 12/31/2024

Voting Statistics

| | Total | Percent |
|--|-------|-----------|
| Votable Meetings | 2 | 6 |
| Meetings Voted | 2 | 6 100.00% |
| Meetings with One or More Votes Against Management | | 7 26.92% |
| Votable Ballots | 2 | 6 |
| Ballots Voted | 2 | 6 100.00% |

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.

| | Manageme | nt Proposals | Shareholder | Proposals | All Proposals | | |
|--------------------------|----------|--------------|-------------|-----------|---------------|---------|--|
| | Total | Percent | Total | Percent | Total | Percent | |
| Votable Proposals | 303 | | 63 | | 366 | | |
| Proposals Voted | 303 | 100.00% | 63 | 100.00% | 366 | 100.00% | |
| FOR Votes | 299 | 98.68% | 9 | 14.29% | 308 | 84.15% | |
| AGAINST Votes | 1 | 0.33% | 54 | 85.71% | 55 | 15.03% | |
| ABSTAIN Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| WITHHOLD Votes | 2 | 0.66% | 0 | 0.00% | 2 | 0.55% | |
| Votes WITH Management | 300 | 99.01% | 56 | 88.89% | 356 | 97.27% | |
| Votes AGAINST Management | 3 | 0.99% | 7 | 11.11% | 10 | 2.73% | |
| Significant Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |

Note: Instructions of Do Not Vote are not considered voted; Frequency on Pay votes of 1, 2 or 3 Years are only reflected statistically, where applicable, but present in the underlying detail; and in cases of different votes submitted across ballots for a given meeting, votes cast are distinctly counted by type per proposal where total votes submitted may be higher than unique proposals voted.

E, S, G Pillar Statistics

| | Vota Propo | | Proposals Voted | | Management Proposals | | Sharel Prop | | All Proposals | | |
|--------------------------|---------------|---------|--------------------|---------|-------------------------|---------|----------------|---------|------------------|---------|--|
| | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent | |
| Environmental | 4 | 1.09% | 4 | 1.09% | 0 | 0.00% | 4 | 6.35% | 4 | 1.09% | |
| Social | 34 | 9.29% | 34 | 9.29% | 0 | 0.00% | 34 | 53.97% | 34 | 9.29% | |
| Governance | 313 | 85.52% | 313 | 85.52% | 303 | 100.00% | 10 | 15.87% | 313 | 85.52% | |
| E&S Blended | 11 | 3.01% | 11 | 3.01% | 0 | 0.00% | 11 | 17.46% | 11 | 3.01% | |
| S&G Blended | 2 | 0.55% | 2 | 0.55% | 0 | 0.00% | 2 | 3.17% | 2 | 0.55% | |
| E&S&G Blended | 2 | 0.55% | 2 | 0.55% | 0 | 0.00% | 2 | 3.17% | 2 | 0.55% | |
| Total Unique Proposal(s) | 366 | | 366 | | 303 | | 63 | | 366 | | |

 $\textit{Note: For Blended Pillars, clients should review the \textit{E,S,G} pillar designation provided in the meeting's proposal data.}$

Proposal Statistics

| | Vota Prope | | Propo Vot | | Manage Propo | | Shareh Propo | | Votes A | | Signifi Vot | |
|------------------------|---------------|---------|--------------|---------|-----------------|---------|-----------------|---------|---------|---------|----------------|---------|
| | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent |
| Audit Related | 25 | 6.83% | 25 | 6.83% | 25 | 6.83% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Capitalization | 8 | 2.19% | 8 | 2.19% | 8 | 2.19% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Company Articles | 2 | 0.55% | 2 | 0.55% | 1 | 0.27% | 1 | 0.27% | 0 | 0.00% | 0 | 0.00% |
| Compensation | 37 | 10.11% | 37 | 10.11% | 34 | 9.29% | 3 | 0.82% | 1 | 0.27% | 0 | 0.00% |
| Corporate Governance | 4 | 1.09% | 4 | 1.09% | 0 | 0.00% | 4 | 1.09% | 1 | 0.27% | 0 | 0.00% |
| Director Election | 224 | 61.20% | 224 | 61.20% | 224 | 61.20% | 0 | 0.00% | 2 | 0.55% | 0 | 0.00% |
| Director Related | 7 | 1.91% | 7 | 1.91% | 5 | 1.37% | 2 | 0.55% | 0 | 0.00% | 0 | 0.00% |
| E&S Blended | 11 | 3.01% | 11 | 3.01% | 0 | 0.00% | 11 | 3.01% | 0 | 0.00% | 0 | 0.00% |
| Environmental | 4 | 1.09% | 4 | 1.09% | 0 | 0.00% | 4 | 1.09% | 1 | 0.27% | 0 | 0.00% |
| Miscellaneous | 3 | 0.82% | 3 | 0.82% | 1 | 0.27% | 2 | 0.55% | 1 | 0.27% | 0 | 0.00% |
| Mutual Funds | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| No Research | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Non-Routine Business | 2 | 0.55% | 2 | 0.55% | 0 | 0.00% | 2 | 0.55% | 0 | 0.00% | 0 | 0.00% |
| Routine Business | 2 | 0.55% | 2 | 0.55% | 2 | 0.55% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Social | 34 | 9.29% | 34 | 9.29% | 0 | 0.00% | 34 | 9.29% | 4 | 1.09% | 0 | 0.00% |
| Strategic Transactions | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Takeover Related | 3 | 0.82% | 3 | 0.82% | 3 | 0.82% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Total | 366 | 100.00% | 366 | 100.00% | 303 | 82.79% | 63 | 17.21% | 10 | 2.73% | 0 | 0.00% |

Intuit Inc.

Meeting Date: 01/18/2024 **Record Date:** 11/20/2023

Country: USA
Meeting Type: Annual

Primary CUSIP: 461202103

Ticker: INTU

Meeting ID: 1806332

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Eve Burton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1b | | Elect Director Scott D. Cook | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1c | | Elect Director Richard L. Dalzell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1d | | Elect Director Sasan K. Goodarzi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1e | | Elect Director Deborah Liu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1f | | Elect Director Tekedra Mawakana | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1g | | Elect Director Suzanne Nora Johnson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |

Intuit Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------------------|------------------------------------|--------------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1h | | Elect Director Ryan Roslansky | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted at th | is time. | | | | |
| 1i | | Elect Director Thomas Szkutak | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted at th | is time. | | | | |
| 1j | | Elect Director Raul Vazquez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted at th | is time. | | | | |
| 1k | | Elect Director Eric S. Yuan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted at th | is time. | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this review. Annual incentives were primarise performance-based. In addition, long-t generally capped at target for negatives | ly determine erm perform | ed by pre-set fi nance shares u | inancial met tilize a three | rics and half of the long-term incentiv | e award is | | | |
| 3 | | Advisory Vote on Say on Pay Frequency | G | Mgmt | Yes | One Year | One Year | One Year | No | No |
| | | Voting Policy Rationale: A vote for the considered a best practice as they give | • | | | | pay votes | are | | |
| 4 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | s proposal to | o ratify the aud | ditor is warr | anted. | | | | |
| 5 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the E | quity Plan S | Scorecard evalu | uation (EPSC | C), a vote FOR this proposal is warrant | ted. | | | |
| 6 | | Report on Climate Risk in Retirement Plan Options | Е | SH | Yes | Against | For | For | Yes | Yes |
| | | Voting Policy Rationale: A vote FOR this invest more responsibly, it is unclear he requested in the report would not only change, but also allow shareholders to | ow well emp complement | loyees unders t and enhance | tand the ret the compar | irement plans available to them. The inny's existing commitments regarding of | informatio | | | |

Visa Inc.

Meeting Date: 01/23/2024 **Record Date:** 11/24/2023

Country: USA

Ticker: V

Meeting Type: Annual

Meeting ID: 1809416

Primary CUSIP: 92826C839

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Lloyd A. Carney | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.

Visa Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-----------------------------|-------------------------------------|-------------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1b | | Elect Director Kermit R. Crawford | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1c | | Elect Director Francisco Javier Fernandez-Carbajal | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1d | | Elect Director Ramon Laguarta | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1e | | Elect Director Teri L. List | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1f | | Elect Director John F. Lundgren | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1g | | Elect Director Ryan McInerney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warı | ranted at thi | is time. | | | | |
| 1h | | Elect Director Denise M. Morrison | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1i | | Elect Director Pamela Murphy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1j | | Elect Director Linda J. Rendle | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 1k | | Elect Director Maynard G. Webb, Jr. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | ominees is warr | ranted at thi | is time. | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi annual and long-term incentives are pr the lack of per-metric weightings and t | imarily perfo | ormance based | l, certain coi | ncerns are noted under both program | | to | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | is proposal t | o ratify the aud | ditor is warra | anted. | | | | |
| 4 | | Approve Class B Exchange Offer Program Certificate Amendments | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thin number of Class B shares will become and volatility for Class A shareholders. conversion of the Class B shares, which thereby mitigating some of this risk. | freely conve The propose | rtible into Clas. ed exchange of | s A shares a ffer provides | all at once, which could lead to marke of for a more methodical approach to t | t disruption the | าร | | |
| 5 | | Adjourn Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this meeting is warranted. | is proposal is | s warranted as | support for | the underlying proposals at the share | eholder | | | |

Visa Inc.

| | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--|--|---|---|---|--|---|---|--|
| ibmit Severance Agreement hange-in-Control) to iareholder Vote | G | SH | Yes | Against | Against | Against | No | No |
| ıl | omit Severance Agreement nange-in-Control) to areholder Vote | omit Severance Agreement G nange-in-Control) to nareholder Vote | omit Severance Agreement G SH nange-in-Control) to areholder Vote | omit Severance Agreement G SH Yes nange-in-Control) to areholder Vote | omit Severance Agreement G SH Yes Against nange-in-Control) to nareholder Vote | omit Severance Agreement G SH Yes Against Against aange-in-Control) to areholder Vote | omit Severance Agreement G SH Yes Against Against Against anange-in-Control) to | omit Severance Agreement G SH Yes Against Against Against No nange-in-Control) to areholder Vote |

Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy which limits cash severance to a reasonable basis absent shareholder approval, and no significant concerns are identified with respect to the company's broad-based equity award treatment.

Accenture plc

Meeting Date: 01/31/2024 **Record Date:** 12/04/2023

Country: Ireland Meeting Type: Annual Ticker: ACN

Meeting ID: 1811227

Primary CUSIP: G1151C101

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|---------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Jaime Ardila | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1b | | Elect Director Martin Brudermuller | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1c | | Elect Director Alan Jope | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1d | | Elect Director Nancy McKinstry | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1e | | Elect Director Beth E. Mooney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1f | | Elect Director Gilles C. Pelisson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1g | | Elect Director Paula A. Price | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1h | | Elect Director Venkata (Murthy) Renduchintala | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1 i | | Elect Director Arun Sarin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1j | | Elect Director Julie Sweet | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1k | | Elect Director Tracey T. Travis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |

Accenture plc

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the disclosure of goal definition, CEO pay | , , | | | | antial | | | |
| 3 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the | Equity Plan S | Scorecard eval | uation (EPSC | C), a vote FOR this proposal is warran | ted. | | | |
| 4 | | Amend Nonqualified Employee Stock Purchase Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the reserved is relatively conservative; and | | _ | | The purchase price is reasonable; * T. | he shares | | | |
| 5 | | Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | nis proposal t | o ratify the au | ditor is warr | anted. | | | | |
| 6 | | Renew the Board's Authority to Issue Shares Under Irish Law | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | nese proposai | ls is warranted | as the prop | osed amounts and durations are with | nin | | | |
| 7 | | Authorize Board to Opt-Out of Statutory Pre-Emption Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | nese proposai | ls is warranted | as the prop | osed amounts and durations are with | nin | | | |
| 8 | | Determine Price Range for Reissuance of Treasury Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the Ireland, and no significant concerns he | | | because this | is a routine item for companies incor | porated in | | | |

Adobe Inc.

Meeting Date: 04/17/2024 **Record Date:** 02/20/2024

Country: USA

Ticker: ADBE

Meeting Type: Annual

Meeting ID: 1828583

recting Type: Aimai

Mee

Primary CUSIP: 00724F101

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Cristiano Amon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1b | | Elect Director Amy Banse | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1c | | Elect Director Brett Biggs | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1d | | Elect Director Melanie Boulden | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |

Adobe Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|------------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1e | | Elect Director Frank Calderoni | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1f | | Elect Director Laura Desmond | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1g | | Elect Director Shantanu Narayen | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1h | | Elect Director Spencer Neumann | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1 i | | Elect Director Kathleen Oberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1j | | Elect Director Dheeraj Pandey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1k | | Elect Director David Ricks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 11 | | Elect Director Daniel Rosensweig | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 2 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the E | quity Plan S | corecard evalu | ation (EPSC | C), a vote FOR this proposal is warrant | red. | | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | proposal to | ratify the aud | litor is warra | anted. | | | | |
| 4 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this performance-based. In addition, the rel absolute results, while targeting above-period for certain equity awards and the improvements to the STI are expected. | lative TSR Ps median peri e lack of dis | SUs utilize a m formance. How closed specific | ulti-year pe vever, conce | rformance period and a payout cap fo erns remain regarding the annual perfo | r negative ormance | | | |
| 5 | | Require a Majority Vote Standard for the Election of Directors with Mandatory Resignation Policy | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS elections at the company that suggests | | | | | ed director | | | |
| 6 | | Report on Hiring of Persons with Arrest or Incarceration Records | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this understand how the company is assess. | | | | | | | | |

understand how the company is assessing and managing the progress of its various diversity and inclusion initiatives.

ASML Holding NV

Meeting Date: 04/24/2024 **Record Date:** 03/27/2024

Country: Netherlands
Meeting Type: Annual
Primary CUSIP: N07059202

Ticker: ASML
Meeting ID: 1831708

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|------------------|-----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| | | Meeting for ADR Holders | | Mgmt | No | | | | | |
| 1 | | Open Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is re | equired for this | is item. | | | | | | |
| 2 | | Discuss the Company's Business, Financial Situation and ESG Sustainability | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non | -voting item | | | | | | | |
| 3a | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR regarding actual content and disclosured to the content a | | as the proposed | d remunerat | ion report is in in line with market pr | actice, | | | |
| 3b | | Adopt Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR auditors. | is warranted b | because of the | absence of | concern with the company's audit pro | ocedures or | its | | |
| 3c | | Discussion on Company's Corporate Governance Structure and Compliance with the Corporate Governance Code | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non | -voting item. | | | | | | | |
| 3d | | Receive Explanation on Company's Reserves and Dividend Policy | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non | -voting item. | | | | | | | |
| 3e | | Approve Dividends | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to being excessive. | this dividend p | proposal is war | ranted beca | use the proposed payout ratio is ade | quate with | out | | |
| 4a | | Approve Discharge of Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR I controversies that the management I | | | | _ | l compelling | 7 | | |
| 4b | | Approve Discharge of Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR I controversies that the management I | | | | | d compelling | 7 | | |
| 5 | | Approve Number of Shares for Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | this item is wa | arranted becau | se the terms | s of the proposed equity plan are not | problemat | ic. | | |

ASML Holding NV

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 6a | | Announce Intention to Reappoint C.D. Fouquet to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are non | -voting items | s. | | | | | | |
| 6b | | Announce Intention to Reappoint J.P. Koonmen to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are non | -voting items | S. | | | | | | |
| 7a | | Discuss Updated Profile of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non-v | oting item. | | | | | | | |
| 7b | | Reelect A.P. Aris to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | s appear to p | | | · · · · · · · · · · · · · · · · · · · | | • | | |
| 7c | | Reelect D.M. Durcan to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | s appear to p | | | | | ; | | |
| 7d | | Reelect D.W.A. East to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | s appear to p | | | · | | ; | | |
| 7e | | Discuss Composition of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non-v | oting item. | | | | | | | |
| 8a | | Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration. | is proposal is | warranted be | cause it is ii | n line with commonly used safeguards | regarding | | | |
| 8b | | Authorize Board to Exclude Preemptive Rights from Share Issuances | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration. | is proposal is | warranted be | cause it is ii | n line with commonly used safeguards | regarding | • | | |
| 9 | | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is volume and pricing; * The authorizatio capital; and * The authorization would prior to the repurchase. | n would allo | w ASML Holdin | ng to repurc | hase up to 10.00 percent of the issue | d share | - | | |
| 10 | | Authorize Cancellation of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted be | ecause the can | ncellation of | shares is in shareholders' interests. | | | | |

ASML Holding NV

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 11 | | Other Business (Non-Voting) | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is red | quired for this | s item. | | | | | | |
| 12 | | Close Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is rec | quired for this | s item. | | | | | | |

Entegris, Inc.

Meeting Date: 04/24/2024 **Record Date:** 03/08/2024

Code.

Country: USA

Meeting Type: Annual

Primary CUSIP: 29362U104

Ticker: ENTG

Meeting ID: 1836305

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-------------------|---------------------|-------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director James R. Anderson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1b | | Elect Director Rodney Clark | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1c | | Elect Director James F. Gentilcore | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1d | | Elect Director Yvette Kanouff | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1e | | Elect Director James P. Lederer | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1f | | Elect Director Bertrand Loy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1g | | Elect Director David Reeder | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1h | | Elect Director Azita Saleki-Gerhardt | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is wan | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR performance are reasonably aligned | | l is warranted as | no significa | nnt concerns were ident | tified and pay and | | | |
| 3 | | Approve Qualified Employee Stock Purchase Plan | G | Mgmt | Yes | For | For | For | No | No |

Entegris, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | vote Against Mgmt | Against ISS |
|--------------------|---------------------|-----------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-------------------------|----------------|
| 4 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.

Paycom Software, Inc.

Meeting Date: 04/29/2024 **Record Date:** 03/11/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 70432V102

Ticker: PAYC

Meeting ID: 1841513

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---|---|---|---|---|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Robert J. Levenson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN sunset requirement, the supermajoric classified board, each of which adver | y vote requ | irement to enact | certain cha | nges to the governing documents | and the | ed. | | |
| 1.2 | | Elect Director Frederick C. Peters, II | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIn sunset requirement, the supermajoric classified board, each of which adver | y vote requ | irement to enact | certain cha | nges to the governing documents | and the | rd. | | |
| 1.3 | | Elect Director Felicia Williams | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIn sunset requirement, the supermajorion classified board, each of which adver | y vote requ | irement to enact | certain cha | nges to the governing documents | and the | ed. | | |
| 2 | | Ratify Grant Thornton LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his proposai | I to ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAII responsiveness to last year's falled se year in review, a qualitative analysis based on financial targets which app. Moreover, the company made a num decreasing the proportion of the equito a one-year performance period wh | ny-on-pay vo indicates sig ear rigorous, ber of probl ity grant bas | ote. However, the anificant structure at though a conce dematic changes ased on performan | ough pay ar al concerns ern remains to the LTI p nce-conditio | nd performance were quantitativel with the pay program. The annua with regards to an unbalanced pa rogram, significantly increasing Na ned equity, and changing the pen | ly aligned for t I bonus remail yout formula. EO grant value | ns es, | | |

Boston Scientific Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: BSX

Record Date: 03/08/2024

Meeting Type: Annual

Meeting ID: 1837193

Primary CUSIP: 101137107

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|--------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Charles J. Dockendorff | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1b | | Elect Director Yoshiaki Fujimori | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1c | | Elect Director Edward J. Ludwig | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1d | | Elect Director Michael F. Mahoney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1e | | Elect Director Jessica L. Mega | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1f | | Elect Director Susan E. Morano | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1g | | Elect Director John E. Sununu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1h | | Elect Director David S. Wichmann | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1i | | Elect Director Ellen M. Zane | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR review. The STI plan was primarily be performance-conditioned and me | pased on pre | -set financial god | als, while the | | | | | |
| 3 | | Amend Advance Notice Provisions | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR nominations or other proposals is co | | | | | | | | |
| 4 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |

Uber Technologies, Inc.

Meeting Date: 05/06/2024 **Record Date:** 03/13/2024

Country: USA
Meeting Type: Annual
Primary CUSIP: 90353T100

Ticker: UBER
Meeting ID: 1839033

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Ronald Sugar | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. and committee meetings held during t the remaining director nominees is wa | he fiscal yea | - | - | • | | | | |
| 1b | | Elect Director Revathi Advaithi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. and committee meetings held during the the remaining director nominees is wa | he fiscal yea | - | - | • | | | | |
| 1c | | Elect Director Turqi Alnowaiser | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the remaining director nominees is wa | he fiscal yea | - | - | • | | | | |
| 1d | | Elect Director Ursula Burns | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. and committee meetings held during the the remaining director nominees is wa | he fiscal yea | - | _ | • | | | | |
| 1e | | Elect Director Robert Eckert | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the remaining director nominees is was | he fiscal yea | - | - | • | | | | |
| 1f | | Elect Director Amanda Ginsberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the remaining director nominees is wa | he fiscal yea | - | _ | · · · · · · · · · · · · · · · · · · · | | | | |
| 1g | | Elect Director Dara Khosrowshahi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the remaining director nominees is was | he fiscal yea | - | _ | · · · · · · · · · · · · · · · · · · · | | | | |
| 1h | | Elect Director Wan Ling Martello | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the remaining director nominees is was | he fiscal yea | - | _ | • | | | | |
| 1i | | Elect Director John Thain | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. and committee meetings held during the the remaining director nominees is wa | he fiscal yea | - | _ | · · · · · · · · · · · · · · · · · · · | | | | |
| 1j | | Elect Director David I. Trujillo | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the remaining director nominees is was | he fiscal yea | - | _ | • | | | | |

Uber Technologies, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|------------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1k | | Elect Director Alexander Wynaendts | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during ti the remaining director nominees is wan | he fiscal year | | - | • | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Although some reasonably aligned at this time. | e concerns a | re noted, a vot | te FOR this p | proposal is warranted as pay and perf | formance a | nre | | |
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | is proposal to | o ratify the aud | ditor is warra | anted. | | | | |
| 4 | | Amend Certificate of Incorporation to Reflect Delaware Law Provisions Regarding Officer Exculpation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the considered to reasonably balance share qualified officers to serve the company | eholders' inte | - | | | | | | |
| 5 | | Commission a Third-Party Audit on Driver Health and Safety | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the third-party auditing on driver health an oversight mechanisms. | | | | | _ | | | |

Advanced Micro Devices, Inc.

Meeting Date: 05/08/2024 Record Date: 03/13/2024 Country: USA
Meeting Type: Annual
Primary CUSIP: 007903107

Ticker: AMD
Meeting ID: 1838424

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Nora M. Denzel | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 1b | | Elect Director Mark Durcan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 1c | | Elect Director Michael P. Gregoire | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 1d | | Elect Director Joseph A. Householder | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |

Advanced Micro Devices, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--|---|---|--|---|---------------------|-------------------------|------------------------|
| 1e | | Elect Director John W. Marren | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 1f | | Elect Director Jon A. Olson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 1g | | Elect Director Lisa T. Su | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 1h | | Elect Director Abhi Y. Talwalkar | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 1i | | Elect Director Elizabeth W. Vanderslice | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director noi | minees is warr | anted. | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | litor is warra | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this at this time. Although the lack of forwar ability to assess the rigor of the prograt company performance. Moreover, seven however, half of all sign-on and promote performance periods, mitigating concerning. | rd-looking por m, payouts ural special ec tional award | erformance go under both the quity awards w | al disclosure STI and LT vere granted | e under the annual LTI program inhib. Twere commensurate with recent and to certain NEOs in light of executive | its investor d longer-te changes; | rs' | | |
| 4 | | Reduce Ownership Threshold for Shareholders to Call Special Meeting | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this shareholders to call a special meeting wote on this proposal may signal support and subject matter, which may otherwise. | vould enhand rt for modify | ce shareholder ring certain res | s ability to i | make use of the right. Additionally, and e board implemented on special meeti | affirmativ | e | | |

Fiserv, Inc.

Meeting Date: 05/15/2024 **Record Date:** 03/18/2024

Country: USA

Meeting Type: Annual

Ticker: FI

Meeting ID: 1844491

Primary CUSIP: 337738108

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--------------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Frank J. Bisignano | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR the director nominees is warranted. No significant issues are highlighted at this time.

Fiserv, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|------------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1.2 | | Elect Director Henrique de Castro | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted. No s | ignificant issues are highlighted at th | is time. | | | |
| 1.3 | | Elect Director Harry F. DiSimone | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted. No s | ignificant issues are highlighted at th | is time. | | | |
| 1.4 | | Elect Director Lance M. Fritz | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted. No s | ignificant issues are highlighted at th | is time. | | | |
| 1.5 | | Elect Director Ajei S. Gopal | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted. No s | ignificant issues are highlighted at th | is time. | | | |
| 1.6 | | Elect Director Wafaa Mamilli | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted. No s | ignificant issues are highlighted at th | is time. | | | |
| 1.7 | | Elect Director Heidi G. Miller | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted. No s | ignificant issues are highlighted at th | is time. | | | |
| 1.8 | | Elect Director Doyle R. Simons | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted. No s | ignificant issues are highlighted at th | is time. | | | |
| 1.9 | | Elect Director Kevin M. Warren | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted. No s | ignificant issues are highlighted at th | is time. | | | |
| 1.10 | | Elect Director Charlotte B. Yarkoni | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted. No s | ignificant issues are highlighted at th | is time. | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the based on pre-set financial goals, and to period. | | | 2 | • | , | rear | | |
| 3 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |

Amazon.com, Inc.

Meeting Date: 05/22/2024 **Record Date:** 03/28/2024

Country: USA

Ticker: AMZN

Meeting Type: Annual

Meeting ID: 1848566

Primary CUSIP: 023135106

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Jeffrey P. Bezos | G | Mgmt | Yes | For | Against | For | No | No |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---|---|---|---|--|---------------------|-------------------------|------------------------|
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility among company and its shareholders, and sho exposures at the firm. Votes FOR the reference of the state of th | e board to p d chair Jeffr gst all board ould therefor | proficiently gua ey Bezos are w d members for ee be held the w | ord against a varranted gi r failing to et most accour | nd manage material environmer ven that the chair of the board u fectively supervise the managen | ntal, social and ultimately ment of risks to t | | | |
| 1b | | Elect Director Andrew R. Jassy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risk: company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility amon company and its shareholders, and sho exposures at the firm. Votes FOR the reference of the state of the | e board to p d chair Jeffr gst all board ould therefor | proficiently gua ey Bezos are w I members for te be held the l | ord against a varranted gi failing to et most accour | nd manage material environmen ven that the chair of the board u fectively supervise the managen | ntal, social and ultimately ment of risks to t | | | |
| 1c | | Elect Director Keith B. Alexander | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility amon company and its shareholders, and sho exposures at the firm. Votes FOR the reference of the state of the | e board to p d chair Jeffr gst all board ould therefor | proficiently gua ey Bezos are w d members for re be held the w | erd against a varranted gi failing to et most accour | nd manage material environmer ven that the chair of the board t fectively supervise the managen | ntal, social and ultimately ment of risks to t | | | |
| 1d | | Elect Director Edith W. Cooper | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility amon company and its shareholders, and sho exposures at the firm. Votes FOR the reformal shoulders and shoulders are the firm. | e board to p d chair Jeffr gst all board ould therefor | proficiently gua ey Bezos are w d members for ee be held the w | erd against a varranted gi failing to et most accour | nd manage material environmer ven that the chair of the board u fectively supervise the managen | ntal, social and ultimately ment of risks to t | | | |
| 1e | | Elect Director Jamie S. Gorelick | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility among company and its shareholders, and sho exposures at the firm. Votes FOR the reference of the state of th | e board to p d chair Jeffr gst all board ould therefor | proficiently gua ey Bezos are w d members for re be held the w | ord against a varranted gi failing to et most accour | nd manage material environmer ven that the chair of the board u fectively supervise the managen | ntal, social and ultimately ment of risks to t | | | |
| 1f | | Elect Director Daniel P. Huttenlocher | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility among company and its shareholders, and sho exposures at the firm. Votes FOR the reference of the state of th | e board to p d chair Jeffr gst all board ould therefor | proficiently gua ey Bezos are w I members for te be held the l | ord against a varranted gi failing to et most accour | nd manage material environmen ven that the chair of the board u fectively supervise the managen | ntal, social and ultimately ment of risks to | | | |
| 1g | | Elect Director Andrew Y. Ng | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risk: company, which reflects a failure by the governance risks. Votes AGAINST boards the most responsibility among the property of the post responsibility among the property of the post responsibility. | e board to p d chair Jeffr | oroficiently gua ey Bezos are v | rd against a varranted gi | nd manage material environmer ven that the chair of the board u | ntal, social and ultimately | | | |

company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|--|---|--|--------------------------------------|---------------------|-------------------------|------------------------|
| 1h | | Elect Director Indra K. Nooyi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST boats shoulders the most responsibility amount company and its shareholders, and she exposures at the firm. Votes FOR the incompany and its shareholders. | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are w d members for re be held the | erd against a varranted gi failing to et most accour | nd manage material environmental, ven that the chair of the board ultim fectively supervise the management | social and ately of risks to t | | | |
| 1 i | | Elect Director Jonathan J. Rubinstein | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by th governance risks. Votes AGAINST boar shoulders the most responsibility amor company and its shareholders, and sho exposures at the firm. Votes FOR the I | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are w d members for re be held the w | ord against a varranted gi failing to et most accour | nd manage material environmental, ven that the chair of the board ultim fectively supervise the management | social and ately of risks to t | | | |
| 1j | | Elect Director Brad D. Smith | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by th governance risks. Votes AGAINST boar shoulders the most responsibility amou company and its shareholders, and sho exposures at the firm. Votes FOR the i | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are w d members for re be held the l | ord against a varranted gi r failing to et most accour | nd manage material environmental, ven that the chair of the board ultim fectively supervise the management | social and ately of risks to t | | | |
| 1k | | Elect Director Patricia Q. Stonesifer | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by th governance risks. Votes AGAINST boar shoulders the most responsibility amor company and its shareholders, and sho exposures at the firm. Votes FOR the I | ne board to p rd chair Jeffr ngst all board ould therefol | oroficiently gua rey Bezos are w d members for re be held the w | ord against a varranted gi failing to el most accour | nd manage material environmental, ven that the chair of the board ultim fectively supervise the management | social and ately of risks to t | | | |
| 11 | | Elect Director Wendell P. Weeks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST boar shoulders the most responsibility amor company and its shareholders, and sho exposures at the firm. Votes FOR the I | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are w d members for re be held the w | erd against a varranted gi failing to et most accour | nd manage material environmental, ven that the chair of the board ultim fectively supervise the management | social and ately of risks to t | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|--|--|---|--|-----------------------------|-------------------------|------------------------|
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: While a pay- remain surrounding the company's pa achievement of pre-set performance: FY23 pay for all NEOs was relatively I were provided to NEOs in FY23, follor following consecutive years of relative responsiveness to certain shareholder feedback, and provided enhanced dis transparency into the committee's rate the pay program to address certain so by addressing certain shareholders quadequate responsiveness. In light of vote AGAINST this proposal is warran | ny program sicriteria, certa cow, consistin, wing relativel, ely low suppo cs' concerns. closure surro tionale for its thareholder co uestions, the | ructure, as no in mitigating fag only of a bas or large grants or this proportion of the currenge of actions of actions of actions or actions | portion of Nactors have a sea salary and made to cermosal, the contion commitment pay profess recognized the compataken in res | IEO compensation is directly tied to to been identified. Specifically, it is recon- l certain perquisites. In addition, no e- tain NEOs during the prior fiscal year, impensation committee demonstrated tee engaged with shareholders, disclor ligram design and philosophy. While to di, the company did not make materia to pany has demonstrated a degree of r ppect to certain areas of concern falls | he gnized that guity awar However, I limited osed specifi his greater I changes t esponsiven short of | ds ds ic ro ess | | |
| 4 | | Establish a Public Policy Committee | E, S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR to company will have a centralized device The adoption of this resolution will also environmental sustainability. | e to continue | e, ensure, and | promote its | social and environmental policies and | initiatives. | | | |
| 5 | | Establish a Board Committee on Corporate Financial Sustainability | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN to oversee operations and supply cha performance concerns, the board is g | in and engag | ement with cu | stomers, sup | opliers, and communities, and, absen | - | у | | |
| 6 | | Report on Customer Due Diligence | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR to disclosure on how the company is ma | | | | would benefit from increased transpo | arency and | | | |
| 7 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to evaluate the company's lobbying effo | | is warranted, | as sharehold | ders would benefit from increased dis | closure to | | | |
| 8 | | Report on Median and Adjusted Gender/Racial Pay Gaps | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to accountability for diversity efforts and is assessing and mitigating risks that | would provid | de shareholder | s with usefu | l information about how effectively n | | nt . | | |
| 9 | | Report on Viewpoint Discrimination | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAII the handling of controversial products service and when the company may i | and content | s seem to prov | vide sufficier | nt information on proper and imprope | | | | |
| 10 | | Report on Impact of Climate Change Strategy Consistent With Just Transition Guidelines | E, S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to and how the company considers hum | | • | | | | her | | |

Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from more disclosure on whether and how the company considers human capital management and community relations issues related to the transition to a low-carbon economy as part of its climate strategy.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---|---|------------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 11 | | Report on Efforts to Reduce Plastic Use | Е | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the how the company is managing risks re | | | | ers would benefit from additional infor | mation on | | | |
| 12 | | Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the disclosure on how the company is material collective bargaining rights. | | | | - | - | | | |
| 13 | | Disclose All Material Scope 3 GHG Emissions | Е | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the shareholders to better evaluate the comanaging climate-related risks appropriate the company of the shareholders. | mpany's prog | gress toward it | 's net zero a | mbition, provide assurance that the c | ompany is | | | |
| 14 | | Commission Third Party Study and Report on Risks Associated with Use of Rekognition | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the disclosure on how the company is ma | | | | would benefit from increased transpa | rency and | | | |
| 15 | | Adopt Policy to Require Board Members to Disclose their Political and Charitable Donations | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN and oversight to address the risks rais | | osal is warrante | ed as the co | mpany discloses sufficient policies, pr | ocedures, | | | |
| 16 | | Establish a Board Committee on Artificial Intelligence | E, S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the intelligence would serve to further straissues; and * Formalizing the compan not be prohibitively costly or unduly be | engthen the o | company's abil | ity to manag | ge associated human rights risks and o | other relat | ed | | |
| 17 | | Commission a Third Party Audit on Working Conditions | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the violations and resulting negative mediappears reasonable at this time. Additional statistics cited by the proponent and the evaluate the company's efforts to additional to the company's efforts to additional the company's efforts the company's efforts to additional the company's efforts the company's effo | ia attention. (tionally, resul the injury rate | Given the poter Its from an inde es reported by | ntial reputat ependent au | ional risk, an independent third-party dit may address the inconsistencies b | audit etween th | | | |
| Neur | ocrine E | Biosciences, Inc. | | | | | | | | |

Meeting Date: 05/22/2024 Country: USA **Record Date:** 03/25/2024 Meeting Type: Annual

Primary CUSIP: 64125C109

Ticker: NBIX **Meeting ID:** 1848182

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vot Aga ISS | gainst |
|--------------------|---------------------|---|----------------|-------------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|-------------------|--------|
| 1.1 | | Elect Director William H. Rastetter | G | Mgmt | Yes | For | For | For | No | No |) |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | |
| 1.2 | | Elect Director George J. Morrow | G | Mgmt | Yes | For | For | For | No | No |) |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | |
| 1.3 | | Elect Director Leslie V. Norwalk | G | Mgmt | Yes | For | For | For | No | No |) |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | |
| 1.4 | | Elect Director Christine A. Poon | G | Mgmt | Yes | For | For | For | No | No |) |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No | ס |
| | | Voting Policy Rationale: Although a creasonably aligned at this time. | concern is no | ited, a vote FOR | this propos | al is warranted as pay and performa | nce are | | | | |
| 3 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |) |
| | | Voting Policy Rationale: Based on the | e Equity Plan | Scorecard eval | uation (EPSC | C), a vote FOR this proposal is warra | inted. | | | | |
| 4 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |) |
| | | Voting Policy Rationale: A vote FOR | this proposal | to ratify the aud | ditor is warr | anted. | | | | | |

The Charles Schwab Corporation

Meeting Date: 05/23/2024 **Record Date:** 03/25/2024

Country: USA Meeting Type: Annual

Ticker: SCHW **Meeting ID:** 1845606

Primary CUSIP: 808513105

| | | | | | | | Voting | | Vote | Vote |
|--------------------|---------------------|---|----------------|----------------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
| 1.1 | | Elect Director Walter W. Bettinger, II | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director n | ominees is war | ranted. | | | | | |
| 1.2 | | Elect Director Joan T. Dea | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director n | ominees is war | ranted. | | | | | |
| 1.3 | | Elect Director Christopher V. Dodds | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director n | ominees is war | ranted. | | | | | |
| 1.4 | | Elect Director Bharat B. Masrani | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director n | ominees is war | ranted. | | | | | |

The Charles Schwab Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|-------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1.5 | | Elect Director Charles A. Ruffel | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is war | ranted. | | | | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | to ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR review. | this proposal | is warranted as | pay and pe | rformance were reasonably aligned fo | or the year | in | | |
| 4 | | Improve Executive Compensation Program and Policy | S, G | SH | Yes | Against | Against | Against | No | No |
| | | - , | | | | e company's current processes and pa the company's existing executive con | | | | |
| 5 | | Report on Civil Rights and Non-Discrimination Audit | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAI its commitment to not discriminate a | | | ted as the c | ompany provides adequate disclosure | es related t | to . | | |
| 6 | | Report on Median Gender/Racial Pay Gaps | S | SH | Yes | Against | For | For | Yes | No |
| | | - , | | • | | ers would benefit from median racial/gof the company's diversity and inclusion | | | | |

Meta Platforms, Inc.

Meeting Date: 05/29/2024 Record Date: 04/01/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 30303M102

Ticker: META

Meeting ID: 1851990

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | • | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|-----------------------------|---------------|-----------|---------------------|-------------|----------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Peggy Alford | G | Mgmt | Yes | For | Withhold | For | No | Yes |

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1.3

1.4

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|--------------------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 1.2 | | Elect Director Marc L. Andreessen | G | Mgmt | Yes | For | Withhold | For | No | Yes |

Votino

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director John Arnold G Mgmt Yes For For For No No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Andrew W. G Mgmt Yes For Withhold For No Yes

Houston

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1.6

1.7

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|-------------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 1.5 | | Elect Director Nancy Killefer | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Robert M. G Mgmt Yes For For For No No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Hock E. Tan G Mgmt Yes For For For No

No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|--|---|--|---|---------------------|-------------------------|------------------------|
| 1.8 | | Elect Director Tracey T. Travis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: WITHHOLD vo. Andrew Houston, and Tony Xu are war regarding the executive pay program. I Peggy Alford, Marc Andreessen, Andrew shares, given that the multi-class struct further warranted for Peggy Alford in h consecutive years of high director pay moderate to severe ESG controversies guard against, manage and mitigate makes any public reports or information environmental and social performance, chair of the board ultimately shoulders the management of risks to the companional oversight of ESG risk exposures and the sexposures are series of the sexposures are sexposures. | ranted, in the WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD WIT | e absence of a votes are furth and Tony Xu, in ubject to a read as chair of the conable rational dentified at the conmental, social te about its sud votes for CEO sponsibility am mareholders, an | a say-on-pay er warrante n addition to sonable time compensatii le disclosed. company, l al and gover stainability s l/Chair Mark ongst all bo nd should th | r proposal on the ballot, due to nume of for incumbent governance committe on Mark Zuckerberg, the owner of the se- based sunset provision. A WITHHOL on, nominating, & governance commi Significant risks to shareholders ster- which reflects a failure by the board to committee the company trategy or communications regarding Zuckerberg are warranted given that and members for failing to effectively erefore be held the most accountable | rous conce ee member supervoting LD vote is ittee due to mming fron o proficient y does not its the CEO a supervise | s n n | | |
| 1.9 | | Elect Director Tony Xu | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD vo. Andrew Houston, and Tony Xu are war regarding the executive pay program. I Peggy Alford, Marc Andreessen, Andrew shares, given that the multi-class struct further warranted for Peggy Alford in h consecutive years of high director pay is moderate to severe ESG controversies guard against, manage and mitigate m have any public reports or information environmental and social performance. chair of the board ultimately shoulders the management of risks to the companional oversight of ESG risk exposures and the sexposures are series of the sexposures are sexposured as a sexposure of the sexposures are sexposured as a sexposure of the sexposures are sexposured as a sexposure of the sexposure of the sexposures are sexposured as a sexposure of the sexposure | ranted, in the WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD WIT | ne absence of a votes are furth and Tony Xu, in ubject to a real as chair of the conable rational dentified at the conmental, socia te about its sus votes for CEO sponsibility am mareholders, an | a say-on-pay er warrante n addition to sonable time compensatii le disclosed. n company, la al and gover stainability s l/Chair Mark ongst all bo nd should th | proposal on the ballot, due to nume of for incumbent governance committe on Mark Zuckerberg, the owner of the se- based sunset provision. A WITHHOL on, nominating, & governance commi Significant risks to shareholders ster- which reflects a failure by the board to remance risks. In addition, the compan, trategy or communications regarding Zuckerberg are warranted given that and members for failing to effectively erefore be held the most accountable | rous conce ee member supervoting LD vote is ittee due to mming from o proficient y does not its the CEO a supervise | s i i i | | |
| 1.10 | | Elect Director Mark Zuckerberg | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD vo. Andrew Houston, and Tony Xu are war regarding the executive pay program. I Peggy Alford, Marc Andreessen, Andrew shares, given that the multi-class struct further warranted for Peggy Alford in h consecutive years of high director pay moderate to severe ESG controversies guard against, manage and mitigate m have any public reports or information environmental and social performance. chair of the board ultimately shoulders the management of risks to the compandord oversight of ESG risk exposures of the sexposures of the sexposur | ranted, in the WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD WIT | ne absence of a votes are furth and Tony Xu, in ubject to a rea. as chair of the conable rational dentified at the conmental, socia te about its sus votes for CEO, sponsibility am mareholders, an | a say-on-pay er warrante n addition to sonable time compensatii le disclosed. o company, la al and gover stainability s l/Chair Mark ongst all bo nd should th | proposal on the ballot, due to nume of for incumbent governance committe on Mark Zuckerberg, the owner of the e-based sunset provision. A WITHHOL on, nominating, & governance commi Significant risks to shareholders ster which reflects a failure by the board to committee the compan- trategy or communications regarding Zuckerberg are warranted given that and members for failing to effectively erefore be held the most accountable | rous conce ee member supervoting LD vote is ittee due to mming from o proficient y does not its the CEO a supervise | s i i i | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | litor is warra | anted. | | | | |
| 3 | | Amend Certificate of Incorporation to Limit the Liability of Officers | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS company's response to shareholder litig | | | | - | garding the | | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|-------------------|---------------------|------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 4 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: Based on a que warranted. The proposed amendment shareholders' interests because the plaward. | to allow for | dividend and a | lividend equ | ivalent payments is considered cor | ntrary to | ng | | |
| 5 | | Approve Recapitalization Plan for all Stock to Have One-vote per Share | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the preference for a capital structure in w | | | | | reholders' | | | |
| 6 | | Report on Generative AI Misinformation and Disinformation Risks | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the misinformation and disinformation risk approach. | | | | , , | - | 2 | | |
| 7 | | Disclosure of Voting Results Based on Class of Shares | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the differentiating the voting results on a | | - | | | - | | | |
| 8 | | Report on Human Rights Risks in Non-US Markets | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the shareholders to better evaluate the ef moderation in its five largest non-U.S. | fectiveness o | | | | | | | |
| 9 | | Amend Corporate Governance Guidelines | E, S, G | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR th | nis proposal i | is warranted, as | s it would ei | nhance the lead independent direct | or duties. | | | |
| 10 | | Report on Human Rights Impact Assessment of Targeted Advertising | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the help shareholders better assess Meta's | | | - | - ' | | | | |
| 11 | | Report on Child Safety and Harm Reduction | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR the tracks metrics related to child safety of company is managing related risks. | | - | | | | | | |
| 12 | | Commission Third-Party Report on Minimum Age for Social Media Products and Conduct an Advisory Shareholder Vote | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN disclosure around the risks and benefit management is better positioned to expense the second sec | its of a highe | er minimum age | , the propo | | | and | | |
| 13 | | Report on Political Advertising and Election Cycle Enhanced Actions | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the on the company's platforms would allow | ow sharehold | ders to better as | ssess the co | | _ | | | |

policies and practices aimed at reducing the spread of misinformation, and as well as its management of associated risks.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 14 | | Report on Framework to Assess Company Lobbying Alignment with Climate Goals | E, S | SH | Yes | Against | For | Against | No | Yes |
| | | Matina Balia Batina da Assata FOR | | | | | | | | |

Voting Policy Rationale: A vote FOR this proposal is warranted at this time. The request is not considered overly onerous or prescriptive, and shareholders would benefit from greater transparency of the company's direct and indirect climate lobbying, and how the company would plan to mitigate any risks that might be identified.

EPAM Systems, Inc.

Meeting Date: 05/31/2024 **Record Date:** 04/02/2024

Country: USA

Meeting Type: Annual

Ticker: EPAM

Meeting ID: 1851182

Primary CUSIP: 29414B104

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Po | oting olicy ec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|--------------------|---------------------|-------------------------|--------------------|----------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Arkadiy Dobkin | G | Mgmt | Yes | For | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1b | | Elect Director DeAnne Aguirre | G | Mgmt | Yes | For | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1c | | Elect Director Chandra McMahon | G | Mgmt | Yes | For | Fc | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1d | | Elect Director Robert E. Segert | G | Mgmt | Yes | For | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | Fc | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposa | I to ratify the au | ditor is warr | anted. | | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR review. While some concerns are not performance-based equity will be incompleted. | ed, the CEC | D's annual incenti | ive was entii | rely determined by pre | | , | | | |
| 4 | | Declassify the Board of Directors | G | SH | Yes | None | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposa | l is warranted as | hoard decla | assification would enha | ance hoard account | ahility | | | |

Voting Policy Rationale: A vote FOR this proposal is warranted as board declassification would enhance board accountability.

Chipotle Mexican Grill, Inc.

Meeting Date: 06/06/2024 **Record Date:** 04/09/2024

Country: USA Meeting Type: Annual Primary CUSIP: 169656105 Ticker: CMG

Meeting ID: 1854717

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-------------------------------|---------------------------------------|-----------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Albert S. Baldocchi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1.2 | | Elect Director Matthew A. Carey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1.3 | | Elect Director Gregg L. Engles | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is war | ranted. | | | | | |
| 1.4 | | Elect Director Patricia Fili-Krushel | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1.5 | | Elect Director Laura Fuentes | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is war | ranted. | | | | | |
| 1.6 | | Elect Director Mauricio Gutierrez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1.7 | | Elect Director Robin Hickenlooper | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1.8 | | Elect Director Scott Maw | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1.9 | | Elect Director Brian Niccol | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 1.10 | | Elect Director Mary Winston | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR There are concerns regarding high r incentives were primarily conditioned performance-conditioned, with a mu- | maximum pay d on pre-set i | out opportunitie metrics, and long | es under the g-term ince | STIP and LTIP. That being santives were targeted to be maj | nid, short-term | | | |
| 3 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | to ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Approve 50:1 Stock Split | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Given the in this proposal is warranted. | ocrease in the | company's stoc | k price in re | ecent years, and the board's ra | ntionale, a vote FC | R | | |
| 5 | | Amend Certificate of Incorporation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR not materially impact shareholder rig | | is warranted. Ti | he proposed | d amendment is consistent wit | h the DGCL and w | ill | | |

Chipotle Mexican Grill, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 6 | | Commission a Third Party Audit on Working Conditions | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the company's employees would help shat strategy, particularly its efforts to company's employees. | reholders be | etter evaluate ti | he effectiver | ness of the company's human capital i | manageme | ent | | |
| 7 | | Adopt Policy to Not Interfere with Freedom of Association Rights | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the company's management of related ris | | is warranted, a | s this policy | may benefit shareholders by improvii | ng the | | | |
| 8 | | Report on Adoption of Automation | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the retention and recruitment efforts, and | | • | | | its worke | r | | |
| 9 | | Report on Harassment and Discrimination Statistics | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the harassment and discrimination in the shareholders to better assess how the | workplace, a | and additional i | nformation i | regarding its preventive efforts would | | | | |

Alphabet Inc.

Meeting Date: 06/07/2024 **Record Date:** 04/09/2024

Country: USA
Meeting Type: Annual

vote FOR the remaining director nominees is warranted.

Primary CUSIP: 02079K305

Ticker: GOOGL

Meeting ID: 1858349

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|-----------------------------|--|---|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Larry Page | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGA due to the company maintaining a time-based sunset. Votes AGAINST Washington are warranted due to vote FOR the remaining director no | multi-class sha incumbent co executive comp | are structure wit Impensation con Densation conce | th disparate nmittee mer | voting rights, which is not mbers L. John Doerr, K. Rai | subject to a reasona m Shriram, and Robi | ble n | | |
| 1b | | Elect Director Sergey Brin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGA due to the company maintaining a time-based sunset. Votes AGAINST Washington are warranted due to vote FOR the remaining director no | multi-class sha incumbent co executive comp | are structure wit Impensation con Densation conce | th disparate nmittee mer | voting rights, which is not mbers L. John Doerr, K. Rai | subject to a reasona m Shriram, and Robi | ble n | | |
| 1c | | Elect Director Sundar Pichai | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGA due to the company maintaining a time-based sunset. Votes AGAINST Washington are warranted due to d | multi-class sha incumbent co | are structure wit Impensation con | th disparate nmittee mer | voting rights, which is not mbers L. John Doerr, K. Rai | subject to a reasona m Shriram, and Robi | ble n | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | |
|--------------------|---------------------|---|---|--|----------------------------|--|-------------------------------------|---------------------|-------------------------|------------------------|--|
| 1d | | Elect Director John L. Hennessy | G | Mgmt | Yes | For | Against | For | No | Yes | |
| | | Voting Policy Rationale: Votes AGAINST governance committee members John Hennessy and Frances Arnold are warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, K. Ram Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted. | | | | | | | | | |
| 1e | | Elect Director Frances H. Arnold | G | Mgmt | Yes | For | Against | For | No | Yes | |
| | | Voting Policy Rationale: Votes AGAINST governance committee members John Hennessy and Frances Arnold are warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, K. Ram Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted. | | | | | | | | | |
| 1f | | Elect Director R. Martin "Marty" Chavez | G | Mgmt | Yes | For | For | For | No | No | |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | lti-class shar cumbent com cutive compe | e structure wit npensation com ensation concer | h disparate nmittee men | voting rights, which is not subject Subbers L. John Doerr, K. Ram Shr | ct to a reasonal iram, and Robin | , | | | |
| 1 g | | Elect Director L. John Doerr | G | Mgmt | Yes | For | Against | For | No | Yes | |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mu- time-based sunset. Votes AGAINST inc Washington are warranted due to execute vote FOR the remaining director nomin | lti-class shar cumbent com cutive compe | e structure wit npensation com ensation concer | h disparate nmittee men | voting rights, which is not subject Subbers L. John Doerr, K. Ram Shr | ct to a reasonal iram, and Robin | , | | | |
| 1h | | Elect Director Roger W. Ferguson, Jr. | G | Mgmt | Yes | For | For | For | No | No | |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST inc Washington are warranted due to exercise FOR the remaining director nomin | lti-class shar cumbent com cutive compe | e structure wit npensation com ensation concei | h disparate nmittee men | voting rights, which is not subje onbers L. John Doerr, K. Ram Shr | ct to a reasonal iram, and Robin | , | | | |
| 1i | | Elect Director K. Ram Shriram | G | Mgmt | Yes | For | Against | For | No | Yes | |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | lti-class shar cumbent com cutive compe | e structure wit npensation com ensation concer | h disparate nmittee men | voting rights, which is not subje onbers L. John Doerr, K. Ram Shr | ct to a reasonal iram, and Robin | , | | | |
| 1j | | Elect Director Robin L. Washington | G | Mgmt | Yes | For | Against | For | No | Yes | |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST included Washington are warranted due to exercise FOR the remaining director nominates. | lti-class shar cumbent com cutive compe | e structure wit npensation com ensation concer | h disparate nmittee men | voting rights, which is not subject Subbers L. John Doerr, K. Ram Shr | ct to a reasonal iram, and Robin | , | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No | |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warra | anted. | | | | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | |
|--------------------|---------------------|---|---------------|------------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|--|--|
| 3 | | Amend Bylaw regarding Stockholder Approval of Director Compensation | S, G | SH | Yes | Against | Against | Against | No | No | | |
| | | Voting Policy Rationale: A vote AGAINS adoption of a potentially disruptive and absence of director pay magnitude and | overly preso | criptive proposa | | - | - | | | | | |
| 4 | | Report on Risks of Omitting Viewpoint and Ideological Diversity from EEO Policy | E, S | SH | Yes | Against | Against | Against | No | No | | |
| | | Voting Policy Rationale: A vote AGAINS disclosures provide sufficient informatic EEO Policy. | | | | | | | | | | |
| 5 | | Report on Electromagnetic Radiation and Wireless Technologies Risks | S | SH | Yes | Against | Against | Against | No | No | | |
| | | Voting Policy Rationale: A vote AGAINST this proposal is warranted, for the following reasons: * The scientific evidence suggests that the FCC's regulations around electromagnetic interference are protective of public health; * The company provides extensive disclosure indicating that its products comply with the law and the proponent does not cite any evidence to suggest the company is violating the law; and * This issue may be better addressed through the regulatory process. | | | | | | | | | | |
| 6 | | Adopt Policy to Require Board of Directors Members to Disclose their Political and Charitable Donations | E, S | SH | Yes | Against | Against | Against | No | No | | |
| | | Voting Policy Rationale: A vote AGAINS and oversight to address the risks raise | | sal is warrante | d as the co | mpany discloses sufficient policies, pro | ocedures, | | | | | |
| 7 | | Report on Climate Risk in Retirement Plan Options | E, | SH | Yes | Against | For | Against | No | No | | |
| | | Voting Policy Rationale: A vote FOR this resolution is warranted. While the company offers an option to employees that want to invest more responsibly, it is unclear how well employees understand the retirement plans available to them. The information requested in the report would not only complement and enhance the company's existing commitments regarding climate change, but also allow shareholders to better evaluate the company's strategies and management of related risks. | | | | | | | | | | |
| 8 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | Against | No | Yes | | |
| | | Voting Policy Rationale: A vote FOR this evaluate the company's lobbying efforts | | is warranted, a | s sharehold | lers would benefit from increased disc | losure to | | | | | |
| 9 | | Approve Recapitalization Plan for all Stock to Have One-vote per Share | G | SH | Yes | Against | For | Against | No | Yes | | |
| | | Voting Policy Rationale: A vote FOR this preference for a capital structure in who | | | | * | olders' | | | | | |
| 10 | | Report on Reproductive Healthcare Misinformation Risks | S | SH | Yes | Against | For | Against | No | No | | |
| | | Voting Policy Rationale: A vote FOR this proposal is warranted because further disclosure would benefit shareholders' understanding on the steps that Alphabet Inc. is taking to address concerns related to potential reproductive healthcare misinformation. | | | | | | | | | | |
| 11 | | Amend Audit and Compliance Committee Charter to Include Artificial Intelligence Oversight | E, S, G | SH | Yes | Against | For | Against | No | No | | |
| | | Voting Policy Rationale: A vote FOR this company a more robust oversight on ris would also further complement the con | sks associate | ed with the con | npany's arti | ificial intelligence (AI) activities. Morec | | | | | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|--|---|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|--|--|--|
| 12 | | Report on Risks Related to AI Generated Misinformation and Disinformation | S | SH | Yes | Against | For | Against | No | Yes | | | |
| | | Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from greater transparency on mis/disinformation related to generative AI in order to assess how the company is managing associated risks. | | | | | | | | | | | |
| 13 | | Publish Human Rights Risk Assessment on the AI-Driven Targeted Ad Policies | S | SH | Yes | Against | For | Against | No | Yes | | | |
| | Voting Policy Rationale: A vote FOR this proposal is warranted because an independent human rights assessment on the impacts would help shareholders better evaluate the company's management of risks related to the human rights impacts of its targeted advertising policies and practices. | | | | | | | | | | | | |
| 14 | | Adopt Targets Evaluating YouTube Child Safety Policies | S | SH | Yes | Against | For | For | Yes | No | | | |
| | | Voting Policy Rationale: A vote FOR this tracks metrics related to child safety or company is managing related risks. | | | | | | | | | | | |

Arista Networks, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: ANET

Record Date: 04/09/2024

Meeting Type: Annual

Meeting ID: 1855774

Primary CUSIP: 040413106

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Agains ISS |
|--------------------|---------------------|--|------------------------------------|--------------------------------------|---------------------|--------------------------|-----------------------------|---------------------|-------------------------|-----------------------|
| 1.1 | | Elect Director Kelly Battles | G | Mgmt | Yes | For | Withhold | d For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Jayshree Ullal and Kelly Battles given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights. A vote FOR the new director nominee Kenneth (Ken) Duda is warranted. | | | | | | | | |
| 1.2 | | Elect Director Kenneth Duda | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: WITHHOLD the board's failure to remove, or sul to the governing documents and the director nominee Kenneth (Ken) Duc | bject to a sun. e classified bo | set requirement, pard, each of wh | , the superr | majority vote requiremen | nt to enact certain chang | nes | | |
| 1.3 | | Elect Director Jayshree Ullal | G | Mgmt | Yes | For | Withhold | d For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD | votes are wa | arranted for incu | mhont dira | star naminaas Taushraa l | Illal and Kelly Battles air | ven | | |
| | | the board's failure to remove, or sub- to the governing documents and the director nominee Kenneth (Ken) Duc | classified bo | set requirement, pard, each of wh | , the superr | majority vote requiremen | nt to enact certain chang | nes | | |

Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Concern remains regarding the lack of disclosure of weightings and targets under the STIP, and the portion of the performance equity that is earned over an annual performance period and utilizes the same metrics as the STIP. Nevertheless, CEO pay and company performance are reasonably aligned for the year in review, annual incentives utilize financial metrics, and the CEO's long-term incentives are entirely performance-based.

Arista Networks, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|----------------|---------------------|------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | | | | | |
| 4 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on th | ne Equity Plan | Scorecard eval | uation (EPS | C), a vote FOR this proposal | is warranted. | | | |

Monster Beverage Corporation

Meeting Date: 06/13/2024 **Record Date:** 04/22/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 61174X109

Ticker: MNST

Meeting ID: 1858404

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|---------------------|---|---------------|------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|--|--|--|
| 1.1 | | Elect Director Rodney C. Sacks | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | | | | |
| 1.2 | | Elect Director Hilton H. Schlosberg | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | | | | |
| 1.3 | | Elect Director Mark J. Hall | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | | | | |
| 1.4 | | Elect Director Ana Demel | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | | | | |
| 1.5 | | Elect Director James L. Dinkins | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | | | | |
| 1.6 | | Elect Director Gary P. Fayard | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | | | | |
| 1.7 | | Elect Director Tiffany M. Hall | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | | | | |
| 1.8 | | Elect Director Jeanne P. Jackson | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | | |
| 1.9 | | Elect Director Steven G. Pizula | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | | | | |
| 1.10 | | Elect Director Mark S. Vidergauz | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR to | his proposal | to ratify the au | ditor is warr | anted. | | | | | | | |

Monster Beverage Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives were based largely on a pre-set financial objective. and half of LTI grants are performance conditioned. However, compensating two co-CEOs each at the same level as one CEO can be costly to shareholders in terms of total executive compensation.

Fortinet, Inc.

Meeting Date: 06/14/2024 **Record Date:** 04/22/2024

Country: USA
Meeting Type: Annual

Ticker: FTNT
Meeting ID: 1858428

Primary CUSIP: 34959E109

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Agains ISS |
|--------------------|---------------------|---|---------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|-----------------------|
| 1.1 | | Elect Director Ken Xie | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.2 | | Elect Director Michael Xie | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.3 | | Elect Director Kenneth A. Goldman | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.4 | | Elect Director Ming Hsieh | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.5 | | Elect Director Jean Hu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.6 | | Elect Director William H. Neukom | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.7 | | Elect Director Judith Sim | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.8 | | Elect Director James Stavridis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.9 | | Elect Director Mary Agnes "Maggie" Wilderotter | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |

Fortinet, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR this proposal is warranted. Although concerns are noted regarding the long-term incentive plan, pay and performance are reasonably aligned for the year in review.

Mastercard Incorporated

Meeting Date: 06/18/2024 **Record Date:** 04/19/2024

Country: USA
Meeting Type: Annual

Ticker: MA

Meeting ID: 1857931

Primary CUSIP: 57636Q104

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|-------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Merit E. Janow | G | Mgmt | Yes | For | i | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1b | | Elect Director Candido Bracher | G | Mgmt | Yes | For | F | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1c | | Elect Director Richard K. Davis | G | Mgmt | Yes | For | F | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1d | | Elect Director Julius Genachowski | G | Mgmt | Yes | For | ī | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1e | | Elect Director Choon Phong Goh | G | Mgmt | Yes | For | i | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1f | | Elect Director Oki Matsumoto | G | Mgmt | Yes | For | F | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1g | | Elect Director Michael Miebach | G | Mgmt | Yes | For | F | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1h | | Elect Director Youngme Moon | G | Mgmt | Yes | For | F | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1i | | Elect Director Rima Qureshi | G | Mgmt | Yes | For | F | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1j | | Elect Director Gabrielle Sulzberger | G | Mgmt | Yes | For | Ī | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |
| 1k | | Elect Director Harit Talwar | G | Mgmt | Yes | For | F | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | |

Mastercard Incorporated

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------------------------|-------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 11 | | Elect Director Lance Uggla | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director no | ominees is war | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the nonetheless raised regarding the sign with strong corporate financial performance-condition | ificant role of mance, and f | f discretion in t | the STIP. Th | at said, FY23 STI payouts were gene | erally aligne | | | |
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | nis proposal t | to ratify the au | ditor is warr | anted. | | | | |
| 4 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR the lobbying related expenditures would be participation in the public policy process. | nelp sharehoi | • | | • • | | | | |
| 5 | | Amend Director Election Resignation Bylaw | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN elections at the company that sugges proposal may not be in compliance wi | t a mandator | y resignation p | | | | - | | |
| 6 | | Report on Congruency of Company's Privacy and Human Rights Policies with its Actions | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN its human rights and data privacy effo | | osal is warrant | ed, as the co | ompany is providing sufficient disclos | sure regardi | ing | | |
| 7 | | Report on Congruency of Company's Human Rights Statement with Charitable Contributions and Voluntary Partnerships | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN regarding its charitable contributions, in determining the company's charitate | and absent s | self-dealing or | | | | n | | |
| 8 | | Report on Gender-Based Compensation and Benefits Inequities | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN pay gap, appears to provide competit discriminatory manner. | | | | | - | ı a | | |

NVIDIA Corporation

Meeting Date: 06/26/2024Country: USATicker: NVDARecord Date: 04/29/2024Meeting Type: AnnualMeeting ID: 1865677

Primary CUSIP: 67066G104

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-------------------|---------------------|-------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Robert K. Burgess | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is wari | ranted. | | | | | |
| 1b | | Elect Director Tench Coxe | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is warı | ranted. | | | | | |
| 1c | | Elect Director John O. Dabiri | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is warı | ranted. | | | | | |
| 1d | | Elect Director Persis S. Drell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is warı | ranted. | | | | | |
| 1e | | Elect Director Jen-Hsun Huang | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is warı | ranted. | | | | | |
| 1f | | Elect Director Dawn Hudson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is wari | ranted. | | | | | |
| 1g | | Elect Director Harvey C. Jones | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is wari | ranted. | | | | | |
| 1h | | Elect Director Melissa B. Lora | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is warı | ranted. | | | | | |
| 1 i | | Elect Director Stephen C. Neal | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is warı | ranted. | | | | | |
| 1j | | Elect Director A. Brooke Seawell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is warı | ranted. | | | | | |
| 1k | | Elect Director Aarti Shah | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is warı | ranted. | | | | | |
| 11 | | Elect Director Mark A. Stevens | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director n | ominees is warı | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR under review. Although some concerperformance-based, with clearly disc | ns are raised | with respect to | | | | r | | |
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his proposal | to ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Adopt Simple Majority Vote | G | SH | Yes | None | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his proposal | is warranted giv | ven that elin | nination of the superma | njority vote requiremen | ts | | |

Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirements would enhance shareholder rights.

Autodesk, Inc.

Meeting Date: 07/16/2024 **Record Date:** 05/29/2024

Country: USA
Meeting Type: Annual

Ticker: ADSK
Meeting ID: 1878113

Primary CUSIP: 052769106

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-------------------------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Andrew Anagnost | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR in caution, as shareholders should continute audit committee's investigation into the remaining director nominees is was | nue to monito to the compa | or the progress | of regulato | ry investigations and civil litigation a | rising out o | f | | |
| 1b | | Elect Director Karen Blasing | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR in caution, as shareholders should continute audit committee's investigation into the remaining director nominees is was | nue to monito to the compa | or the progress | of regulato | ry investigations and civil litigation a | rising out o | f | | |
| 1c | | Elect Director Reid French | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR in caution, as shareholders should contin the audit committee's investigation int the remaining director nominees is wa | nue to monito to the compa | or the progress | of regulato | ry investigations and civil litigation a | rising out o | f | | |
| 1d | | Elect Director Ayanna Howard | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR in caution, as shareholders should contir the audit committee's investigation int the remaining director nominees is wa | nue to monito to the compa | or the progress | of regulato | ry investigations and civil litigation a | rising out o | f | | |
| 1e | | Elect Director Blake Irving | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR in caution, as shareholders should contir the audit committee's investigation into the remaining director nominees is was | nue to monito to the compa | or the progress | of regulato | ry investigations and civil litigation a | rising out o | f | | |
| 1f | | Elect Director Mary T. McDowell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR in caution, as shareholders should contir the audit committee's investigation int the remaining director nominees is wa | nue to monito to the compa | or the progress | of regulato | ry investigations and civil litigation a | rising out o | f | | |
| 1g | | Elect Director Stephen Milligan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR in caution, as shareholders should continuthe audit committee's investigation into the remaining director nominees is was | nue to monito to the compa | or the progress | of regulato | ry investigations and civil litigation a | rising out o | f | | |
| 1h | | Elect Director Lorrie M. Norrington | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR in caution, as shareholders should contin the audit committee's investigation in the remaining director nominees is wa | nue to monito to the compa | or the progress | of regulato | ry investigations and civil litigation a | rising out o | f | | |

Autodesk, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-------------------------------|-------------------------------------|---------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1 i | | Elect Director Betsy Rafael | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR inti- caution, as shareholders should continu the audit committee's investigation into the remaining director nominees is wan | ue to monito o the compar | r the progress | of regulator | ry investigations and civil litigation ari | sing out of | | | |
| 1j | | Elect Director Rami Rahim | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR intra- caution, as shareholders should continu- the audit committee's investigation into the remaining director nominees is wan | ue to monito o the compai | r the progress | of regulator | ry investigations and civil litigation ari | sing out of | | | |
| 1k | | Elect Director Stacy J. Smith | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR intra- caution, as shareholders should continu- the audit committee's investigation into the remaining director nominees is wan | ue to monito o the compar | r the progress | of regulator | ry investigations and civil litigation ari | sing out of | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | is proposal to | ratify the aud | ditor is warra | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this remain, including incomplete goal discl. Nevertheless, annual incentives continuperformance conditioned and primarily | osure for the ued to be en | e incentive prog tirely based on | grams and on pre-set find | one-year performance periods for part | t of the LT. | IP. | | |
| 4 | | Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Currently, the a vote FOR this proposal is warranted a | | • | | · · · | ngs. Hence | 2, | | |
| 5 | | Provide Right to Call a Special Meeting | G | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR this threshold would enhance shareholders | | warranted as | the right to | call special meetings at a 15 percent | ownership | , | | |

Dynatrace, Inc.

Meeting Date: 08/23/2024

Country: USA

Ticker: DT

Record Date: 06/28/2024

Meeting Type: Annual

Meeting ID: 1882293

Primary CUSIP: 268150109

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Jill Ward | G | Mgmt | Yes | For | Withhold | Withhold | Yes | No |

Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Jill Ward and Kirsten Wolberg given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.

Dynatrace, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|--------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1b | | Elect Director Kirsten O. Wolberg | G | Mgmt | Yes | For | Withhold | Withhold | Yes | No |
| | | Voting Policy Rationale: WITHHOLD vot given the board's failure to remove, or changes to the governing documents as | subject to a | sunset require | ement, the s | upermajority vote requirement to ena | - | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | litor is warra | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this significant concerns were identified at t | | warranted as | pay and per | rformance are reasonably aligned and | no | | | |
| 4 | | Amend Certificate of Incorporation to Limit the Liability of Certain Officers | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this with the recently amended Delaware st would allow the company to attract and | atute and ex | kisting protection | ons afforded | d to directors, providing protections to | | nat | | |

Microsoft Corporation

Meeting Date: 12/10/2024

Country: USA

Ticker: MSFT

Record Date: 09/30/2024

Meeting Type: Annual

Meeting ID: 1906254

Primary CUSIP: 594918104

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Votir Polic Rec | • | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---------------------------------------|----------------|-----------------|---------------------|-------------|-----------------------|-----|-------------------------|------------------------|
| 1.1 | | Elect Director Reid G. Hoffman | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is war | ranted. | | | | | |
| 1.2 | | Elect Director Hugh F. Johnston | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is war | ranted. | | | | | |
| 1.3 | | Elect Director Teri L. List | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is war | ranted. | | | | | |
| 1.4 | | Elect Director Catherine MacGregor | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is war | ranted. | | | | | |
| 1.5 | | Elect Director Mark A. L. Mason | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is war | ranted. | | | | | |
| 1.6 | | Elect Director Satya Nadella | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is war | ranted. | | | | | |

Microsoft Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-------------------------------|------------------------------------|------------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1.7 | | Elect Director Sandra E. Peterson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1.8 | | Elect Director Penny S. Pritzker | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.9 | | Elect Director Carlos A. Rodriguez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1.10 | | Elect Director Charles W. Scharf | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1.11 | | Elect Director John W. Stanton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.12 | | Elect Director Emma N. Walmsley | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is wari | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the Annual incentives were primarily based performance-conditioned. The cash incentive salary and STI payout opportunities re- periods. | d on objectiv centive payo | e criteria and t ut was reduced | the CEO's lo d at the CEC | ng-term awards were entirely O's request this year. However, the CE | O's base | | | |
| 3 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Report on Risks of Weapons Development | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the understand Microsoft's management as | | | | · · | to better | | | |
| 5 | | Assess and Report on Investing in Bitcoin | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS investments in Bitcoin and other crypto | | | | | ential | | | |
| 6 | | Report on Risks of Operating in Countries with Significant Human Rights Concerns | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the how the company is managing human | | | | | ıre regardi | ing | | |
| 7 | | Report on Risks of Using Artificial Intelligence and Machine Learning Tools for Oil and Gas Development and Production | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the | | | | | | | | |

Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from additional disclosure related to the potential risks associated with the use of the company's artificial intelligence and machine learning tools for new oil and gas development and production.

Microsoft Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|---------------------|---|----------------|------------------|---------------------|----------------------------|-------------------------|---------------------|-------------------------|------------------------|--|--|--|
| 8 | | Report on Risks Related to AI Generated Misinformation and Disinformation | S | SH | Yes | Against | For | Against | No | No | | | |
| | | Voting Policy Rationale: A vote FOR this proposal is warranted. Increased disclosure and greater transparency regarding risks related to misinformation and disinformation, including from generative AI, would benefit shareholders on its potential business impacts and how the company is managing these risks. | | | | | | | | | | | |
| 9 | | Report on AI Data Sourcing Accountability | S | SH | Yes | Against | For | Against | No | Yes | | | |
| | | Voting Policy Rationale: A vote FOR infringement. Although it discloses greater attention to risks related to | information al | bout its assessm | ent of AI ris | ks generally, shareholders | s would benefit from | t | | | | | |

VOTE SUMMARY REPORT

Global Growth Proxy Voting Records

Date range covered: 01/01/2024 to 12/31/2024

Voting Statistics

| | Total | Percent |
|--|-------|-----------|
| Votable Meetings | 2 | 7 |
| Meetings Voted | 2 | 7 100.00% |
| Meetings with One or More Votes Against Management | | 7 25.93% |
| Votable Ballots | 2 | 7 |
| Ballots Voted | 2 | 7 100.00% |

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.

| | Manageme | nt Proposals | Shareholder | Proposals | All Proposals | | |
|--------------------------|----------|--------------|-------------|-----------|---------------|---------|--|
| | Total | Percent | Total | Percent | Total | Percent | |
| Votable Proposals | 372 | | 59 | | 431 | | |
| Proposals Voted | 372 | 100.00% | 59 | 100.00% | 431 | 100.00% | |
| FOR Votes | 364 | 97.85% | 9 | 15.25% | 373 | 86.54% | |
| AGAINST Votes | 7 | 1.88% | 50 | 84.75% | 57 | 13.23% | |
| ABSTAIN Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| WITHHOLD Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| Votes WITH Management | 368 | 98.92% | 52 | 88.14% | 420 | 97.45% | |
| Votes AGAINST Management | 4 | 1.08% | 7 | 11.86% | 11 | 2.55% | |
| Significant Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |

Note: Instructions of Do Not Vote are not considered voted; Frequency on Pay votes of 1, 2 or 3 Years are only reflected statistically, where applicable, but present in the underlying detail; and in cases of different votes submitted across ballots for a given meeting, votes cast are distinctly counted by type per proposal where total votes submitted may be higher than unique proposals voted.

E, S, G Pillar Statistics

| | Vota Propo | | Proposals Voted | | Manage Propo | | Sharel Prope | | All Proposals | | |
|--------------------------|---------------|---------|--------------------|---------|-----------------|---------|-----------------|---------|------------------|---------|--|
| | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent | |
| Environmental | 4 | 0.93% | 4 | 0.93% | 0 | 0.00% | 4 | 6.78% | 4 | 0.93% | |
| Social | 30 | 6.96% | 30 | 6.96% | 0 | 0.00% | 30 | 50.85% | 30 | 6.96% | |
| Governance | 380 | 88.17% | 380 | 88.17% | 370 | 99.46% | 10 | 16.95% | 380 | 88.17% | |
| E&S Blended | 13 | 3.02% | 13 | 3.02% | 2 | 0.54% | 11 | 18.64% | 13 | 3.02% | |
| S&G Blended | 2 | 0.46% | 2 | 0.46% | 0 | 0.00% | 2 | 3.39% | 2 | 0.46% | |
| E&S&G Blended | 2 | 0.46% | 2 | 0.46% | 0 | 0.00% | 2 | 3.39% | 2 | 0.46% | |
| Total Unique Proposal(s) | 431 | | 431 | | 372 | | 59 | | 431 | | |

Note: For Blended Pillars, clients should review the E,S,G pillar designation provided in the meeting's proposal data.

Proposal Statistics

| | Vota Prope | | Propo Vot | | Manage Propo | | Shareh Propo | | Votes A | | Signifi Vot | |
|------------------------|---------------|---------|--------------|---------|-----------------|---------|-----------------|---------|---------|---------|----------------|---------|
| | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent |
| Audit Related | 28 | 6.50% | 28 | 6.50% | 28 | 6.50% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Capitalization | 13 | 3.02% | 13 | 3.02% | 13 | 3.02% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Company Articles | 2 | 0.46% | 2 | 0.46% | 1 | 0.23% | 1 | 0.23% | 0 | 0.00% | 0 | 0.00% |
| Compensation | 44 | 10.21% | 44 | 10.21% | 41 | 9.51% | 3 | 0.70% | 2 | 0.46% | 0 | 0.00% |
| Corporate Governance | 4 | 0.93% | 4 | 0.93% | 0 | 0.00% | 4 | 0.93% | 1 | 0.23% | 0 | 0.00% |
| Director Election | 235 | 54.52% | 235 | 54.52% | 235 | 54.52% | 0 | 0.00% | 1 | 0.23% | 0 | 0.00% |
| Director Related | 24 | 5.57% | 24 | 5.57% | 22 | 5.10% | 2 | 0.46% | 0 | 0.00% | 0 | 0.00% |
| E&S Blended | 13 | 3.02% | 13 | 3.02% | 2 | 0.46% | 11 | 2.55% | 0 | 0.00% | 0 | 0.00% |
| Environmental | 4 | 0.93% | 4 | 0.93% | 0 | 0.00% | 4 | 0.93% | 1 | 0.23% | 0 | 0.00% |
| Miscellaneous | 3 | 0.70% | 3 | 0.70% | 1 | 0.23% | 2 | 0.46% | 1 | 0.23% | 0 | 0.00% |
| Mutual Funds | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| No Research | 3 | 0.70% | 3 | 0.70% | 3 | 0.70% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Non-Routine Business | 2 | 0.46% | 2 | 0.46% | 0 | 0.00% | 2 | 0.46% | 0 | 0.00% | 0 | 0.00% |
| Routine Business | 21 | 4.87% | 21 | 4.87% | 21 | 4.87% | 0 | 0.00% | 1 | 0.23% | 0 | 0.00% |
| Social | 30 | 6.96% | 30 | 6.96% | 0 | 0.00% | 30 | 6.96% | 4 | 0.93% | 0 | 0.00% |
| Strategic Transactions | 1 | 0.23% | 1 | 0.23% | 1 | 0.23% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Takeover Related | 4 | 0.93% | 4 | 0.93% | 4 | 0.93% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Total | 431 | 100.00% | 431 | 100.00% | 372 | 86.31% | 59 | 13.69% | 11 | 2.55% | 0 | 0.00% |

Intuit Inc.

Meeting Date: 01/18/2024 **Record Date:** 11/20/2023

Country: USA
Meeting Type: Annual

Primary CUSIP: 461202103

Ticker: INTU

Meeting ID: 1806332

| | | | | | | | Voting | | Vote | Vote |
|--------------------|---------------------|--|---------------|-----------------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
| 1a | | Elect Director Eve Burton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1b | | Elect Director Scott D. Cook | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1c | | Elect Director Richard L. Dalzell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1d | | Elect Director Sasan K. Goodarzi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1e | | Elect Director Deborah Liu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1f | | Elect Director Tekedra Mawakana | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1g | | Elect Director Suzanne Nora Johnson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |

Intuit Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------------------|------------------------------------|--------------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1h | | Elect Director Ryan Roslansky | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted at th | is time. | | | | |
| 1i | | Elect Director Thomas Szkutak | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted at th | is time. | | | | |
| 1j | | Elect Director Raul Vazquez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted at th | is time. | | | | |
| 1k | | Elect Director Eric S. Yuan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted at thi | is time. | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this review. Annual incentives were primarise performance-based. In addition, long-t generally capped at target for negatives | ly determine erm perform | ed by pre-set fi nance shares u | inancial met tilize a three | rics and half of the long-term incentiv | e award is | | | |
| 3 | | Advisory Vote on Say on Pay Frequency | G | Mgmt | Yes | One Year | One Year | One Year | No | No |
| | | Voting Policy Rationale: A vote for the considered a best practice as they give | • | | | | pay votes | are | | |
| 4 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | s proposal to | o ratify the aud | ditor is warr | anted. | | | | |
| 5 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the E | quity Plan S | Scorecard evalu | uation (EPSC | C), a vote FOR this proposal is warrant | ted. | | | |
| 6 | | Report on Climate Risk in Retirement Plan Options | Е | SH | Yes | Against | For | For | Yes | Yes |
| | | Voting Policy Rationale: A vote FOR this invest more responsibly, it is unclear he requested in the report would not only change, but also allow shareholders to | ow well emp complement | loyees unders t and enhance | tand the ret the compar | irement plans available to them. The inny's existing commitments regarding of | informatio | | | |

Visa Inc.

Meeting Date: 01/23/2024 **Record Date:** 11/24/2023

Country: USA

Ticker: V

Meeting Type: Annual

Meeting ID: 1809416

Primary CUSIP: 92826C839

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Lloyd A. Carney | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.

Visa Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------------------|--------------------------------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1b | | Elect Director Kermit R. Crawford | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1c | | Elect Director Francisco Javier Fernandez-Carbajal | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1d | | Elect Director Ramon Laguarta | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1e | | Elect Director Teri L. List | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1f | | Elect Director John F. Lundgren | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1g | | Elect Director Ryan McInerney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1h | | Elect Director Denise M. Morrison | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1i | | Elect Director Pamela Murphy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1j | | Elect Director Linda J. Rendle | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1k | | Elect Director Maynard G. Webb, Jr. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the annual and long-term incentives are puthe lack of per-metric weightings and | rimarily perfo | ormance based | l, certain co | ncerns are noted under both program | | to | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Approve Class B Exchange Offer Program Certificate Amendments | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the number of Class B shares will become and volatility for Class A shareholders. conversion of the Class B shares, which thereby mitigating some of this risk. | freely conve The propose | ertible into Clas. ed exchange of | s A shares a | all at once, which could lead to marke s for a more methodical approach to t | t disruption the | กร | | |
| 5 | | Adjourn Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal is | s warranted as | support for | the underlying proposals at the share | eholder | | | |

Voting Policy Rationale: A vote FOR this proposal is warranted as support for the underlying proposals at the shareholder meeting is warranted.

Visa Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|-------------------------|----------------------------|---------------------|-------------------------|------------------------|
| 6 | | Submit Severance Agreement (Change-in-Control) to Shareholder Vote | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Pationals: A vote ACA | INST this prof | ocal ic warrant | ad The con | anany hac a nolicy whic | ch limite each covorance t | 2 | | |

Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy which limits cash severance to a reasonable basis absent shareholder approval, and no significant concerns are identified with respect to the company's broad-based equity award treatment.

Accenture plc

Meeting Date: 01/31/2024 **Record Date:** 12/04/2023

Country: Ireland
Meeting Type: Annual

Ticker: ACN

Meeting ID: 1811227

Primary CUSIP: G1151C101

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|---------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Jaime Ardila | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1b | | Elect Director Martin Brudermuller | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1c | | Elect Director Alan Jope | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1d | | Elect Director Nancy McKinstry | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1e | | Elect Director Beth E. Mooney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1f | | Elect Director Gilles C. Pelisson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1g | | Elect Director Paula A. Price | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1h | | Elect Director Venkata (Murthy) Renduchintala | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1i | | Elect Director Arun Sarin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1j | | Elect Director Julie Sweet | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1k | | Elect Director Tracey T. Travis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |

Accenture plc

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the disclosure of goal definition, CEO pay | , , | | | | antial | | | |
| 3 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the | Equity Plan S | Scorecard eval | uation (EPSC | C), a vote FOR this proposal is warran | ted. | | | |
| 4 | | Amend Nonqualified Employee Stock Purchase Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the reserved is relatively conservative; and | | _ | | The purchase price is reasonable; * T. | he shares | | | |
| 5 | | Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | nis proposal t | o ratify the au | ditor is warr | anted. | | | | |
| 6 | | Renew the Board's Authority to Issue Shares Under Irish Law | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | nese proposai | ls is warranted | as the prop | osed amounts and durations are with | nin | | | |
| 7 | | Authorize Board to Opt-Out of Statutory Pre-Emption Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | nese proposai | ls is warranted | as the prop | osed amounts and durations are with | nin | | | |
| 8 | | Determine Price Range for Reissuance of Treasury Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the Ireland, and no significant concerns he | | | because this | is a routine item for companies incor | porated in | | | |

Adobe Inc.

Meeting Date: 04/17/2024 **Record Date:** 02/20/2024

Country: USA

Ticker: ADBE

Meeting Type: Annual

Meeting ID: 1828583

recting Type: Aimai

Mee

Primary CUSIP: 00724F101

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Cristiano Amon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1b | | Elect Director Amy Banse | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1c | | Elect Director Brett Biggs | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1d | | Elect Director Melanie Boulden | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |

Adobe Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|------------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1e | | Elect Director Frank Calderoni | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1f | | Elect Director Laura Desmond | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1g | | Elect Director Shantanu Narayen | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1h | | Elect Director Spencer Neumann | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1i | | Elect Director Kathleen Oberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1j | | Elect Director Dheeraj Pandey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1k | | Elect Director David Ricks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 11 | | Elect Director Daniel Rosensweig | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 2 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the E | quity Plan S | corecard evalu | ation (EPSC | C), a vote FOR this proposal is warrant | red. | | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | proposal to | ratify the aud | litor is warra | anted. | | | | |
| 4 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this performance-based. In addition, the rel absolute results, while targeting above-period for certain equity awards and the improvements to the STI are expected. | lative TSR Ps median peri e lack of dis | SUs utilize a m formance. How closed specific | ulti-year pe vever, conce | rformance period and a payout cap fo erns remain regarding the annual perfo | r negative ormance | | | |
| 5 | | Require a Majority Vote Standard for the Election of Directors with Mandatory Resignation Policy | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS elections at the company that suggests | | | | | ed director | | | |
| 6 | | Report on Hiring of Persons with Arrest or Incarceration Records | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this understand how the company is assess. | | | | | | | | |

understand how the company is assessing and managing the progress of its various diversity and inclusion initiatives.

ASML Holding NV

Meeting Date: 04/24/2024 **Record Date:** 03/27/2024

Country: Netherlands
Meeting Type: Annual
Primary CUSIP: N07059202

Ticker: ASML
Meeting ID: 1818545

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| | | Annual Meeting Agenda | | Mgmt | No | | | | | |
| 1 | | Open Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is req | uired for this | item. | | | | | | |
| 2 | | Discuss the Company's Business, Financial Situation and ESG Sustainability | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non- | oting item. | | | | | | | |
| 3a | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is regarding actual content and disclosur | | s the proposed | l remunerati | ion report is in in line with market pra | ctice, | | | |
| 3b | | Adopt Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is auditors. | warranted b | ecause of the a | absence of o | concern with the company's audit prod | cedures or | its | | |
| 3c | | Discussion on Company's Corporate Governance Structure and Compliance with the Corporate Governance Code | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non- | oting item. | | | | | | | |
| 3d | | Receive Explanation on Company's Reserves and Dividend Policy | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non- | oting item. | | | | | | | |
| 3e | | Approve Dividends | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the being excessive. | is dividend p | roposal is war | ranted beca | use the proposed payout ratio is adeq | uate witho | out | | |
| 4a | | Approve Discharge of Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is controversies that the management be | | | | | compelling | 1 | | |
| 4b | | Approve Discharge of Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is controversies that the management be | | | | | compelling | 1 | | |
| 5 | | Approve Number of Shares for Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is item is wa | rranted becaus | se the terms | s of the proposed equity plan are not | problemati | c. | | |

ASML Holding NV

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 6a | | Announce Intention to Reappoint C.D. Fouquet to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are non | -voting items | s. | | | | | | |
| 6b | | Announce Intention to Reappoint J.P. Koonmen to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are non | -voting items | S. | | | | | | |
| 7a | | Discuss Updated Profile of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non-v | oting item. | | | | | | | |
| 7b | | Reelect A.P. Aris to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | s appear to p | | | · · · · · · · · · · · · · · · · · · · | | • | | |
| 7c | | Reelect D.M. Durcan to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | s appear to p | | | | | ; | | |
| 7d | | Reelect D.W.A. East to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | s appear to p | | | · | | ; | | |
| 7e | | Discuss Composition of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non-v | oting item. | | | | | | | |
| 8a | | Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration. | is proposal is | warranted be | cause it is ii | n line with commonly used safeguards | regarding | | | |
| 8b | | Authorize Board to Exclude Preemptive Rights from Share Issuances | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration. | is proposal is | warranted be | cause it is ii | n line with commonly used safeguards | regarding | • | | |
| 9 | | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is volume and pricing; * The authorizatio capital; and * The authorization would prior to the repurchase. | n would allo | w ASML Holdin | ng to repurc | hase up to 10.00 percent of the issue | d share | - | | |
| 10 | | Authorize Cancellation of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted be | ecause the can | ncellation of | shares is in shareholders' interests. | | | | |

ASML Holding NV

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 11 | | Other Business (Non-Voting) | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is red | quired for this | s item. | | | | | | |
| 12 | | Close Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is rec | quired for this | s item. | | | | | | |

Entegris, Inc.

Meeting Date: 04/24/2024 **Record Date:** 03/08/2024

Code.

Country: USA

Meeting Type: Annual

Primary CUSIP: 29362U104

Ticker: ENTG

Meeting ID: 1836305

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-------------------|---------------------|-------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director James R. Anderson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1b | | Elect Director Rodney Clark | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1c | | Elect Director James F. Gentilcore | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1d | | Elect Director Yvette Kanouff | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1e | | Elect Director James P. Lederer | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1f | | Elect Director Bertrand Loy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1g | | Elect Director David Reeder | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1h | | Elect Director Azita Saleki-Gerhardt | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is wan | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR performance are reasonably aligned | | l is warranted as | no significa | nnt concerns were ident | tified and pay and | | | |
| 3 | | Approve Qualified Employee Stock Purchase Plan | G | Mgmt | Yes | For | For | For | No | No |

Entegris, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | vote Against Mgmt | Against ISS |
|--------------------|---------------------|-----------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-------------------------|----------------|
| 4 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.

Evolution AB

Meeting Date: 04/26/2024 **Record Date:** 04/18/2024

Country: Sweden
Meeting Type: Annual
Primary CUSIP: W3287P115

Ticker: EVO

Meeting ID: 1794352

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-------------------|---------------------|-------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Open Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are re | outine meetii | ng formalities. | | | | | | |
| 2.1 | | Elect Fredrik Palm as Chairman of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are re | outine meetii | ng formalities. | | | | | | |
| 3 | | Prepare and Approve List of Shareholders | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are re | outine meetir | ng formalities. | | | | | | |
| 4 | | Approve Agenda of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are re | outine meetii | ng formalities. | | | | | | |
| 5.1 | | Designate Erik Sprinchorn as Inspector of Minutes of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are re | outine meetii | ng formalities. | | | | | | |
| 6 | | Acknowledge Proper Convening of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are re | outine meetir | ng formalities. | | | | | | |
| 7.a | | Accept Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR accounts presented or audit procedu | | of the annual a | ccounts is w | arranted due to a lack of con | cern regarding the | , | | |
| 7.b | | Approve Allocation of Income and Dividends of EUR 2.65 Per Share | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR proposed dividend. | this income a | allocation propos | sal is warran | ted due to a lack of controve | rsy surrounding th | е | | |
| 7.c1 | | Approve Discharge of Jens von Bahr | G | Mgmt | Yes | For | For | For | No | No |

Evolution AB

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------|----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 7.c2 | | Approve Discharge of Fredrik Osterberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to management have not fulfilled their for | | | as there is | no evidence that the board directors | or | | | |
| 7.c3 | | Approve Discharge of Ian Livingstone | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to management have not fulfilled their for | | | as there is | no evidence that the board directors | or | | | |
| 7.c4 | | Approve Discharge of Joel Citron | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to management have not fulfilled their for | | | as there is | no evidence that the board directors | or | | | |
| 7.c5 | | Approve Discharge of Jonas Engwall | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to management have not fulfilled their for | | | as there is | no evidence that the board directors | or | | | |
| 7.c6 | | Approve Discharge of Mimi Drake | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to management have not fulfilled their fo | | | as there is | no evidence that the board directors | or | | | |
| 7.c7 | | Approve Discharge of Sandra Urie | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to management have not fulfilled their for | | | as there is | no evidence that the board directors | or | | | |
| 7.c8 | | Approve Discharge of Martin Carlesund | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to management have not fulfilled their for | | | as there is | no evidence that the board directors | or | | | |
| 8 | | Determine Number of Members (6) and Deputy Members (0) of Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to board. | his proposal is | s warranted be | cause of a l | ack of controversy concerning the size | e of the | | | |
| 9 | | Approve Remuneration of Directors in the Amount of EUR 400,000 to Chairman and EUR 100,000 for Other Directors | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN considered excessive in relation to co | | | s the propo | nsed director fees lack justification and | d can be | | | |
| 10.1 | | Reelect Jens von Bahr (Chair) as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAII warranted for lack of diversity on the | | _ | | • | ne is | | | |
| 10.2 | | Reelect Joel Citron as Director | G | Mgmt | Yes | For | Against | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted for lack of diversity on the | | _ | | _ | ne is | | | |
| 10.3 | | Reelect Mimi Drake as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted for lack of diversity on the | | _ | | _ | ne is | | | |

Evolution AB

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 10.4 | | Reelect Ian Livingstone as Director | G | Mgmt | Yes | For | Against | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted for lack of diversity on the bo | | _ | | | ne is | | | |
| 10.5 | | Reelect Sandra Urie as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted for lack of diversity on the bo | | - | | | ne is | | | |
| 10.6 | | Reelect Fredrik Osterberg as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted for lack of diversity on the bo | | - | | _ | ne is | | | |
| 11 | | Approve Remuneration of Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is v | varranted be | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 12.1 | | Ratify PricewaterhouseCoopers as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is v | varranted be | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 13 | | Approve Nomination Committee Procedures | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the due to the local market practice of inclu | | - | | _ | is warrant | red | | |
| 14 | | Approve Remuneration Policy And Other Terms of Employment For Executive Management | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this does not contravene good European ex | | | | sed remuneration policy is well descri | bed and | | | |
| 15 | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this does not contravene good European ex 2020 warrant plan vested during the fis | ecutive rem | uneration prac | tice. Signific | cant pay quantum concerns are noted | | | | |
| 16 | | Authorize Share Repurchase Program | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the warranted, despite the lack of a discloss There is no evidence of past abuse of recommendations. | ed volume li | mit, because: | . , | . , , , | | * | | |
| 17 | | Authorize Reissuance of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the warranted, despite the lack of a discloss There is no evidence of past abuse of recommendations. | ed volume li | mit, because: | - | | | * | | |
| 18 | | Approve Issuance of up to 10 Percent of Issued Shares without Preemptive Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this excessive. | s issuance a | uthorization is | warranted L | because the potential share capital inc | crease is no | ot | | |

Evolution AB

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 19 | | Approve EUR 13,722.05 Reduction in Share Capital via Share Cancellation; Approve EUR 13,722.05 Increase in Share Capital Through a Bonus Issue | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to balance sheet, which may also enhan | | | | n of shares may improve the efficienc | y of the | | | |
| 20 | | Approve Transfer of Shares to the Sellers of BTG | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | his item is w | arranted becau | se the trans | fer is largely uncontroversial and clea | rly explain | ed. | | |
| 21 | | Close Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non | -voting form | ality. | | | | | | |

Boston Scientific Corporation

Meeting Date: 05/02/2024 **Record Date:** 03/08/2024

Country: USA Meeting Type: Annual Ticker: BSX

Meeting ID: 1837193

Primary CUSIP: 101137107

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voti Polic Rec | | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|-------------|----------------------|-----|-------------------------|------------------------|
| 1a | | Elect Director Charles J. Dockendorff | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1b | | Elect Director Yoshiaki Fujimori | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1c | | Elect Director Edward J. Ludwig | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1d | | Elect Director Michael F. Mahoney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1e | | Elect Director Jessica L. Mega | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1f | | Elect Director Susan E. Morano | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1g | | Elect Director John E. Sununu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1h | | Elect Director David S. Wichmann | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |

Boston Scientific Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1i | | Elect Director Ellen M. Zane | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this review. The STI plan was primarily bass be performance-conditioned and measure | ed on pre-se | et financial goa | ls, while the | , - | • | | | |
| 3 | | Amend Advance Notice Provisions | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this nominations or other proposals is consi | | - | | | | | | |
| 4 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | ditor is warra | anted. | | | | |

Uber Technologies, Inc.

Meeting Date: 05/06/2024 **Record Date:** 03/13/2024

Country: USA

Meeting Type: Annual

Ticker: UBER

Meeting ID: 1839033

Primary CUSIP: 90353T100

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Ronald Sugar | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the remaining director nominees is we | the fiscal ye | • | - | • | | | | |
| 1b | | Elect Director Revathi Advaithi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the remaining director nominees is we | the fiscal ye | , | - | ' | | | | |
| 1c | | Elect Director Turqi Alnowaiser | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the the remaining director nominees is we | the fiscal ye | - | - | • | | | | |
| 1d | | Elect Director Ursula Burns | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the the remaining director nominees is we | the fiscal ye | - | - | • | | | | |
| 1e | | Elect Director Robert Eckert | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN and committee meetings held during the the remaining director nominees is wa | the fiscal ye | - | - | • | | | | |

Uber Technologies, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1f | | Elect Director Amanda Ginsberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is war | ne fiscal year | | - | • | | | | |
| 1g | | Elect Director Dara Khosrowshahi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is war | ne fiscal year | | _ | | | | | |
| 1h | | Elect Director Wan Ling Martello | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is war | ne fiscal year | | _ | - | | | | |
| 1 i | | Elect Director John Thain | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during th the remaining director nominees is war | ne fiscal year | | _ | | | | | |
| 1j | | Elect Director David I. Trujillo | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is wan | ne fiscal year | | - | • | | | | |
| 1k | | Elect Director Alexander Wynaendts | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS and committee meetings held during the the remaining director nominees is war | ne fiscal year | | _ | - | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Although some reasonably aligned at this time. | concerns ar | re noted, a vot | te FOR this p | proposal is warranted as pay and perf | ormance a | re | | |
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | ditor is warra | anted. | | | | |
| 4 | | Amend Certificate of Incorporation to Reflect Delaware Law Provisions Regarding Officer Exculpation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this considered to reasonably balance share qualified officers to serve the company. | eholders' inte | - | | | | | | |
| 5 | | Commission a Third-Party Audit on Driver Health and Safety | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this third-party auditing on driver health an oversight mechanisms. | | | | | _ | | | |

Advanced Micro Devices, Inc.

Meeting Date: 05/08/2024 **Record Date:** 03/13/2024

Country: USA
Meeting Type: Annual
Primary CUSIP: 007903107

Ticker: AMD
Meeting ID: 1838424

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Nora M. Denzel | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1b | | Elect Director Mark Durcan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1c | | Elect Director Michael P. Gregoire | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is warı | ranted. | | | | | |
| 1d | | Elect Director Joseph A. Householder | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is wari | ranted. | | | | | |
| 1e | | Elect Director John W. Marren | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1f | | Elect Director Jon A. Olson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1g | | Elect Director Lisa T. Su | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1h | | Elect Director Abhi Y. Talwalkar | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1i | | Elect Director Elizabeth W. Vanderslice | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is wari | ranted. | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | | | | | | | | | |

Voting Policy Rationale: A vote FOR this proposal is warranted, as CEO pay, and company performance are reasonably aligned at this time. Although the lack of forward-looking performance goal disclosure under the annual LTI program inhibits investors' ability to assess the rigor of the program, payouts under both the STI and LTI were commensurate with recent and longer-term company performance. Moreover, several special equity awards were granted to certain NEOs in light of executive changes; however, half of all sign-on and promotional awards for such NEOs were performance-conditioned, with multi-year performance periods, mitigating concerns.

Advanced Micro Devices, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-------------------------------|---------------------------------------|----------------------------------|--|----------------------------|---------------------|-------------------------|------------------------|
| 4 | | Reduce Ownership Threshold for Shareholders to Call Special Meeting | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR shareholders to call a special meeting vote on this proposal may signal supand subject matter, which may other | g would enha pport for mod | ance shareholde lifying certain re | ers ability to estrictions th | make use of the right. A e board implemented of | Additionally, an affirmati | | | |

Alcon Inc.

Meeting Date: 05/08/2024 **Record Date:** 04/22/2024

Country: Switzerland Meeting Type: Annual

Ticker: ALC

Meeting ID: 1812265

Primary CUSIP: H01301128

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--------------------------------|------------------|---------------------|--------------------------|------------------------------|---------------------|-------------------------|------------------------|
| 1 | | Accept Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR warranted. | the annual a | ccounts, annual | report, and | auditor's report for the | e fiscal year in review is | | | |
| 2 | | Approve Discharge of Board and Senior Management | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR there is no evidence that the board of | | - | | | • | | | |
| 3 | | Approve Allocation of Income and Dividends of CHF 0.24 per Share | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the allocation | n of income resc | lution is wai | rranted due to a lack o | f concerns. | | | |
| 4 | | Approve Non-Financial Report (Non-Binding) | E, S | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR concerns. | the approval | of the company | 's non-finan | cial report is warranted | d due to a lack of significa | ant | | |
| 5.1 | | Approve Remuneration Report (Non-Binding) | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAI acknowledged, overall ex-post discle the CEO's target LTI award opportur that far exceeds local market practic | sure of perfo nity, which w | ormance achieve | ements in ea | ch incentive program r | remains limited. Moreover | | | |
| 5.2 | | Approve Remuneration of Directors in the Amount of CHF 3.9 Million | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this resolution | n is warranted b | necause the | proposed amount is in | line with market practice | | | |
| 5.3 | | Approve Remuneration of Executive Committee in the Amount of CHF 43 Million | G | Mgmt | Yes | For | For | For | No | No |

Alcon Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 6.1 | | Reelect Michael Ball as Director and Board Chair | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR th | | - | | | for lack of | | | |
| 6.2 | | Reelect Lynn Bleil as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR th | | - | | | for lack of | | | |
| 6.3 | | Reelect Raquel Bono as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | - | | | for lack of | | | |
| 6.4 | | Reelect Arthur Cummings as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | | | | for lack of | | | |
| 6.5 | | Reelect David Endicott as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | - | | | for lack of | | | |
| 6.6 | | Reelect Thomas Glanzmann as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR th | | - | | | for lack of | | | |
| 6.7 | | Reelect Keith Grossman as Director | G | Mgmt | Yes | For | Against | Against | Yes | Yes |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | - | | | for lack of | | | |
| 6.8 | | Reelect Scott Maw as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR th | | _ | | | for lack of | | | |
| 6.9 | | Reelect Karen May as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | | | | for lack of | | | |
| 6.10 | | Reelect Ines Poeschel as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR the | | - | | | for lack of | | | |
| 6.11 | | Reelect Dieter Spaelti as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR th | | - | | | for lack of | | | |
| 7.1 | | Reappoint Thomas Glanzmann as Member of the Compensation Committee | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN diversity on the board. A vote FOR th | | - | | | for lack of | | | |

Alcon Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------------------------|----------------------------------|-------------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 7.2 | | Reappoint Scott Maw as Member of the Compensation Committee | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAI diversity on the board. A vote FOR to | | | | | s warranted for lack of | | | |
| 7.3 | | Reappoint Karen May as Member of the Compensation Committee | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAI diversity on the board. A vote FOR to | | _ | | | s warranted for lack of | | | |
| 7.4 | | Reappoint Ines Poeschel as Member of the Compensation Committee | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAI diversity on the board. A vote FOR to | | _ | | | s warranted for lack of | | | |
| 8 | | Designate Hartmann Dreyer as Independent Proxy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | ' is warranted du | ie to a lack o | of concerns. | | | | |
| 9 | | Ratify PricewaterhouseCoopers SA as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | is warranted | because there a | are no conce | erns regarding this propo | sal. | | | |
| 10 | | Transact Other Business (Voting) | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAI shareholder to the proxy in case new board of directors; and * The content shareholders' best interest to vote again. | v voting item at of these ne | s or counterpropew items or cour | posals are in nterproposal | troduced at the meeting Is is not known at this tin | by shareholders or the | | | |

Globant SA

Meeting Date: 05/10/2024 **Record Date:** 04/09/2024

Country: Luxembourg

Meeting Type: Annual/Special

Primary CUSIP: L44385109

Ticker: GLOB

Meeting ID: 1847580

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Votii Polic Rec | - | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|-----------------|---------------------|-------------------------|-----------------------|-------|-------------------------|------------------------|
| | | Annual Meeting Agenda | | Mgmt | No | | | | | |
| 1 | | Receive Board's and Auditor's Reports | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a nor | n-voting item. | | | | | | | |
| 2 | | Approve Consolidated Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a procedures used. | this item is w | arranted due to | a lack of co | oncern regarding the ac | counts presented or a | audit | | |

Globant SA

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|---|---|---|---------------------|-------------------------|------------------------|
| 3 | | Approve Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this procedures used. | s item is war | ranted due to | a lack of co. | ncern regarding the accounts present | ed or audit | <u>.</u> | | |
| 4 | | Approve Allocation of Income | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this proposed payout ratio, because of the s | | | | ted, despite the arguable meagerness | of the | | | |
| 5 | | Approve Discharge of Directors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this the past year. However, cautionary sup failing to submit the remuneration to a market status, both in US and Luxembo | oport is warr shareholder | anted as the covote. Despite | ompany has not being fo | s failed to demonstrate good stewards ormally required due to the company's | ship by | - | | |
| 6 | | Approve Remuneration of Directors during the Financial Year Ending on December 31, 2023 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this remuneration. | s item is war | ranted because | e there is no | o sign of excessiveness concerning the | e board | | | |
| 7 | | Approve Remuneration of Directors for the Financial Year Ending on December 31, 2024 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this remuneration. | item is war | ranted because | e there is no | o sign of excessiveness concerning the | e board | | | |
| 8 | | Appoint PricewaterhouseCoopers, Societe Cooperative as Auditor for Annual Accounts and EU IFRS Consolidated Accounts | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is v | varranted be | cause there ar | re no concei | rns regarding this proposal. | | | | |
| 9 | | Appoint Price Waterhouse & Co. S.R.L. as Auditor for IFRS Consolidated Accounts | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is v | varranted be | ecause there ar | re no concei | rns regarding this proposal. | | | | |
| 10 | | Reelect Martin Migoya as Director | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS vote AGAINST the reelection of Martin I the chair/CEO policy, and more specific abandoned in the near future; * The ned disclosure on CEO succession planning independent director in financial year 2 board of directors. A vote FOR the rem. | Migoya, unde ally: * The cominee is ser at this time. 023, showing | er Item 10 is foompany has no ving for a full However, we o g responsivene | urther warra ot stated th three-year t do note that ess to the co | anted, because the company is not con e joint chairman/CEO structure would term, not on an interim basis; and * T t the company introduced the role of i ompany's specific situation of governa | mpliant wi be There is no lead | th | | |
| 11 | | Elect Andrew McLaughlin as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS vote AGAINST the reelection of Martin in the chair/CEO policy, and throw the chair of the chair | Migoya, unde | er Item 10 is fl | urther warra | anted, because the company is not co | mpliant wi | | | |

voting Policy Rationale: A vote AGAINST incument obard chair Martin Migoya is warranted for lack of diversity on the board. A vote AGAINST the reelection of Martin Migoya, under Item 10 is further warranted, because the company is not compliant with the chair/CEO policy, and more specifically: * The company has not stated the joint chairman/CEO structure would be abandoned in the near future; * The nominee is serving for a full three-year term, not on an interim basis; and * There is no disclosure on CEO succession planning at this time. However, we do note that the company introduced the role of lead independent director in financial year 2023, showing responsiveness to the company's specific situation of governance of the board of directors. A vote FOR the remaining director nominees is warranted.

Globant SA

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|--|--|--|---|---------------------|-------------------------|------------------------|
| 12 | | Elect Alejandro Nicolas Aguzin as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS vote AGAINST the reelection of Martin the chair/CEO policy, and more specific abandoned in the near future; * The ned disclosure on CEO succession planning independent director in financial year 2 board of directors. A vote FOR the rem. | Migoya, und cally: * The co cominee is sec at this time. 2023, showin | er Item 10 is fo company has n rving for a full However, we g responsivene | urther warra ot stated th three-year do note tha ess to the co | anted, because the company is not co e joint chairman/CEO structure would term, not on an interim basis; and * 1 t the company introduced the role of a company's specific situation of governa. | mpliant wi be There is no lead | ith | | |
| 13 | | Approve Share Repurchase | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS prior limits. | T this item is | s warranted be | ecause the a | nuthority at this time as being in exces | s of norm | al | | |
| | | Extraordinary Meeting Agenda | | Mgmt | No | | | | | |
| 1 | | Increase Authorized Share Capital and Amend Articles of Association | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS new LTI plan, which is part of the over | | • | pany did no | t provide any disclosure regarding the | proposed | , | | |

Amazon.com, Inc.

Meeting Date: 05/22/2024 **Record Date:** 03/28/2024

Country: USA

ountry: OSA

Ticker: AMZN

Meeting Type: Annual

Primary CUSIP: 023135106

Meeting ID: 1848566

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|--|---|---|---|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Jeffrey P. Bezos | G | Mgmt | Yes | For | Against | For | No | No |
| | | Voting Policy Rationale: Significant ris company, which reflects a failure by t governance risks. Votes AGAINST bod shoulders the most responsibility amo company and its shareholders, and sl exposures at the firm. Votes FOR the | the board to ard chair Jei ongst all boa hould theref | proficiently gua ffrey Bezos are v ard members for fore be held the | erd against a varranted gi r failing to ei most accoui | nd manage material envir ven that the chair of the b fectively supervise the ma | onmental, social and poard ultimately anagement of risks to | | | |
| 1b | | Elect Director Andrew R. Jassy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant ris company, which reflects a failure by t governance risks. Votes AGAINST bos shoulders the most responsibility amo company and its shareholders, and sl exposures at the firm. Votes FOR the | the board to ard chair Jei ongst all boa hould theref | proficiently gua ffrey Bezos are v ard members for fore be held the | ord against a varranted gi rfailing to ei most accoui | nd manage material envir ven that the chair of the b fectively supervise the ma | onmental, social and noard ultimately nagement of risks to | | | |
| 1c | | Elect Director Keith B. Alexander | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant ris company, which reflects a failure by t governance risks. Votes AGAINST boa shoulders the most responsibility amo company and its shareholders, and sh exposures at the firm. Votes FOR the | the board to ard chair Jei ongst all boa hould theref | proficiently gua ffrey Bezos are v ard members for fore be held the | ord against a varranted gi rfailing to ei most accoui | nd manage material envir ven that the chair of the b fectively supervise the ma | onmental, social and poard ultimately anagement of risks to | | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|---------------------|--|--|--|---|---|--------------------------------------|---------------------|-------------------------|------------------------|--|--|--|
| 1d | | Elect Director Edith W. Cooper | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST boar shoulders the most responsibility amor company and its shareholders, and she exposures at the firm. Votes FOR the response to the state of the st | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | ord against a warranted gi failing to ei most accoui | nd manage material environmental, a ven that the chair of the board ultima fectively supervise the management | social and ately of risks to t | | | | | | |
| 1e | | Elect Director Jamie S. Gorelick | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | | | |
| 1 f | | Elect Director Daniel P. Huttenlocher | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by th governance risks. Votes AGAINST boar shoulders the most responsibility amor company and its shareholders, and sho exposures at the firm. Votes FOR the r | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | ord against a varranted gi failing to ei most accoui | nd manage material environmental, a ven that the chair of the board ultima fectively supervise the management | social and ately of risks to a | | | | | | |
| 1g | | Elect Director Andrew Y. Ng | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | | | |
| 1h | | Elect Director Indra K. Nooyi | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST boars shoulders the most responsibility amor company and its shareholders, and she exposures at the firm. Votes FOR the response to the state of the s | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | ord against a varranted gi failing to ei most accoui | nd manage material environmental, wen that the chair of the board ultimate fectively supervise the management | social and ately of risks to a | | | | | | |
| 1i | | Elect Director Jonathan J. Rubinstein | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST boars shoulders the most responsibility amor company and its shareholders, and she exposures at the firm. Votes FOR the response to the state of the s | ne board to p rd chair Jeffr ngst all board ould therefol | oroficiently gua rey Bezos are v d members for re be held the l | ord against a varranted gi failing to ei most accoul | nd manage material environmental, a ven that the chair of the board ultima fectively supervise the management | social and ately of risks to t | | | | | | |
| 1j | | Elect Director Brad D. Smith | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility amore company and its shareholders, and she exposures at the firm. Votes FOR the response of the state of the | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | ord against a varranted gi failing to ei most accoui | nd manage material environmental, wen that the chair of the board ultimate fectively supervise the management | social and ately of risks to a | | | | | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|---------------------|---|--|---|--|--|--|--------------------------|-------------------------|------------------------|--|--|--|
| 1k | | Elect Director Patricia Q. Stonesifer | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by th governance risks. Votes AGAINST boat shoulders the most responsibility amon company and its shareholders, and she exposures at the firm. Votes FOR the i | ne board to p rd chair Jeffi ngst all boar ould therefo | proficiently gua rey Bezos are v rd members for re be held the l | ord against a varranted gi failing to ei most accoui | and manage material environmen Even that the chair of the board u Efectively supervise the managem | tal, social and ltimately ent of risks to | | | | | | |
| 11 | | Elect Director Wendell P. Weeks | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors Voting Policy Rationale: A vote FOR th | G is proposal t | Mgmt | Yes | For | For | For | No | No | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | Against | For | No | Yes | | | |
| | | Voting Policy Rationale: While a pay-foremain surrounding the company's pay achievement of pre-set performance of FY23 pay for all NEOs was relatively lowere provided to NEOs in FY23, follow following consecutive years of relative responsiveness to certain shareholders feedback, and provided enhanced discontransparency into the committee's rational the pay program to address certain she by addressing certain shareholders quadequate responsiveness. In light of the vote AGAINST this proposal is warrant. | y program st riteria, certa w, consistin ving relativel ly low suppo s' concerns. closure surro onale for its areholder co estions, the the committe | tructure, as no nin mitigating fa gonly of a bas by large grants of this proportion the compensation of the current pay practices in the conferns. Althou lack of actions | portion of N actors have i e salary and made to cer losal, the co- tion commit- rent pay pro is recognized igh the com, taken in res | IEO compensation is directly tied been identified. Specifically, it is in a certain perquisites. In addition, tain NEOs during the prior fiscal ympensation committee demonstratee engaged with shareholders, congram design and philosophy. What, the company did not make manany has demonstrated a degree spect to certain areas of concern | to the recognized that no equity awar vear. However, ated limited disclosed specified this greater terial changes to of responsiver falls short of | ads Tac to tess | | | | | |
| 4 | | Establish a Public Policy Committee Voting Policy Rationale: A vote FOR th | E, S is proposal i | SH is warranted. B | Yes y establishir | Against | For mittee, the | Against | No | No | | | |
| | | company will have a centralized device The adoption of this resolution will also environmental sustainability. | e to continue | e, ensure, and p | promote its | social and environmental policies | and initiatives | | | | | | |
| 5 | | Establish a Board Committee on Corporate Financial Sustainability | E, S | SH | Yes | Against | Against | Against | No | No | | | |
| | | Voting Policy Rationale: A vote AGAINST this resolution is warranted. The company has a board committee with responsibility to oversee operations and supply chain and engagement with customers, suppliers, and communities, and, absent clear performance concerns, the board is generally given latitude to determine its committee structure. | | | | | | | | | | | |
| 6 | | Report on Customer Due Diligence | S | SH | Yes | Against | For | Against | No | No | | | |
| | | Voting Policy Rationale: A vote FOR the disclosure on how the company is man | | | | would benefit from increased tra | nsparency and | | | | | | |
| 7 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | Against | No | Yes | | | |
| | | Voting Policy Rationale: A vote FOR the evaluate the company's lobbying effor | | is warranted, | as sharehold | ders would benefit from increased | d disclosure to | | | | | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|---------------------|--|---------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|--|--|--|
| 8 | | Report on Median and Adjusted Gender/Racial Pay Gaps | S | SH | Yes | Against | For | Against | No | Yes | | | |
| | | Voting Policy Rationale: A vote FOR this accountability for diversity efforts and is assessing and mitigating risks that m | would provia | le shareholders | with useful | information about how effectively ma | | • | | | | | |
| 9 | | Report on Viewpoint Discrimination | E, S | SH | Yes | Against | Against | Against | No | No | | | |
| | | Voting Policy Rationale: A vote AGAINST this resolution is warranted. The company's current reporting and policies regarding the handling of controversial products and contents seem to provide sufficient information on proper and improper use of its service and when the company may restrict or remove products or content from its platform. | | | | | | | | | | | |
| 10 | | Report on Impact of Climate Change Strategy Consistent With Just Transition Guidelines | E, S | SH | Yes | Against | For | Against | No | Yes | | | |
| | | Voting Policy Rationale: A vote FOR this and how the company considers human low-carbon economy as part of its clim | n capital mai | nagement and | | | | er | | | | | |
| 11 | | Report on Efforts to Reduce Plastic Use | Е | SH | Yes | Against | For | Against | No | Yes | | | |
| | | Voting Policy Rationale: A vote FOR this how the company is managing risks res | | | | rs would benefit from additional inform | mation on | | | | | | |
| 12 | | Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining | S | SH | Yes | Against | For | Against | No | Yes | | | |
| | | Voting Policy Rationale: A vote FOR this disclosure on how the company is man collective bargaining rights. | | | | - | - | | | | | | |
| 13 | | Disclose All Material Scope 3 GHG Emissions | E | SH | Yes | Against | For | Against | No | No | | | |
| | | Voting Policy Rationale: A vote FOR this shareholders to better evaluate the commanaging climate-related risks appropriate. | mpany's prog | ress toward its | s net zero a | mbition, provide assurance that the co | | | | | | | |
| 14 | | Commission Third Party Study and Report on Risks Associated with Use of Rekognition | S | SH | Yes | Against | For | Against | No | No | | | |
| | | Voting Policy Rationale: A vote FOR this disclosure on how the company is man | | | | would benefit from increased transpar | rency and | | | | | | |
| 15 | | Adopt Policy to Require Board Members to Disclose their Political and Charitable Donations | E, S | SH | Yes | Against | Against | Against | No | No | | | |
| | | Voting Policy Rationale: A vote AGAINS and oversight to address the risks raise | | sal is warrante | d as the cor | mpany discloses sufficient policies, pro | ocedures, | | | | | | |
| 16 | | Establish a Board Committee on Artificial Intelligence | E, S | SH | Yes | Against | For | Against | No | No | | | |
| | | Voting Policy Rationale: A vote FOR this intelligence would serve to further street issues; and * Formalizing the company not be prohibitively costly or unduly but | ngthen the c | ompany's abili | ty to manag | e associated human rights risks and c | ther relate | | | | | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | vote Against Mgmt | Against ISS |
|--------------------|---------------------|---|---------------|-----------|---------------------|-------------|---------------|---------------------|-------------------------|----------------|
| 17 | | Commission a Third Party Audit on Working Conditions | S | SH | Yes | Against | For | Against | No | Yes |

Voting Policy Rationale: A vote FOR this proposal is warranted. Concerns are raised regarding recent work-place related violations and resulting negative media attention. Given the potential reputational risk, an independent third-party audit appears reasonable at this time. Additionally, results from an independent audit may address the inconsistencies between the statistics cited by the proponent and the injury rates reported by the company, which would allow shareholders to more fully evaluate the company's efforts to address workplace safety.

The Charles Schwab Corporation

program.

Meeting Date: 05/23/2024 **Record Date:** 03/25/2024

Country: USA
Meeting Type: Annual

Ticker: SCHW
Meeting ID: 1845606

Primary CUSIP: 808513105

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | | Vote Against ISS | |
|--------------------|---------------------|---|---------------|-------------------|---------------------|------------------------|--------------------------|---------------------|-------------------------|--|------------------------|--|
| 1.1 | | Elect Director Walter W. Bettinger, II | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1.2 | | Elect Director Joan T. Dea | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1.3 | | Elect Director Christopher V. Dodds | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1.4 | | Elect Director Bharat B. Masrani | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1.5 | | Elect Director Charles A. Ruffel | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | | | | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR review. | this proposai | ' is warranted as | pay and pe | erformance were reason | nably aligned for the ye | ar in | | | | |
| 4 | | Improve Executive Compensation Program and Policy | S, G | SH | Yes | Against | Again | st Against | No | | No | |
| | | Voting Policy Rationale: A vote AGAI not clear that the request to include | | | | | , - | | | | | |

The Charles Schwab Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 5 | | Report on Civil Rights and Non-Discrimination Audit | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosures related to its commitment to not discriminate against employees. | | | | | | | | |
| 6 | | Report on Median Gender/Racial Pay Gaps | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FO | , , | • | | | , , , | | | |

Meta Platforms, Inc.

Meeting Date: 05/29/2024 **Record Date:** 04/01/2024

1.1

1.2

Country: USA

Meeting Type: Annual

Primary CUSIP: 30303M102

G

Ticker: META

Meeting ID: 1851990

Voting Policy: Sustainability

Withhold For

No

Yes

Yes

Voting Vote Vote ESG Significant Votable Mamt Policy Vote Against Proposal Against **Proposal Text** Pillar Number Instruction ISS Vote Proponent Proposal Rec Rec Mgmt

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen,

For

Yes

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Mgmt

Elect Director Marc L. G Mgmt Yes For Withhold For No

Andreessen

Elect Director Peggy Alford

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1.4

1.5

Elect Director Nancy Killefer

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|----------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 1.3 | | Elect Director John Arnold | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Andrew W. G Mgmt Yes For Withhold For No Yes Houston

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Mgmt

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen,
Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns
regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members
Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting
shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is
further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to
consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from
moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently

For

For

For

No

No

Yes

further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for falling to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1.7

1.8

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|-------------------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 1.6 | | Elect Director Robert M. Kimmitt | G | Mgmt | Yes | For | For | For | No | No |

Voting

No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for falling to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Hock E. Tan G Mgmt Yes For For For No No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Tracey T. Travis G Mgmt Yes For For For No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--|---|--|--|--|---------------------------|-------------------------|------------------------|
| 1.9 | | Elect Director Tony Xu | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD was Andrew Houston, and Tony Xu are we regarding the executive pay program. Peggy Alford, Marc Andreessen, Andressen, given that the multi-class structure further warranted for Peggy Alford in consecutive years of high director pay moderate to severe ESG controversies guard against, manage and mitigate whave any public reports or information environmental and social performance chair of the board ultimately shoulder the management of risks to the comploard oversight of ESG risk exposures. | arranted, in to WITHHOLD ew Houston, acture is not s her capacity without reas s have been i material envii n on its webs e. WITHHOLL is the most re aany and its s | the absence of votes are furth and Tony Xu, is subject to a read as chair of the sonable rational identified at the ronmental, societe about its subjects for CEC esponsibility and thareholders, a | a say-on-pa ther warrante in addition t asonable tim a compensat ale disclosed e company, ial and gove ustainability D/Chair Marr mongst all be and should ti | y proposal on the ballot, due of for incumbent governance of Mark Zuckerberg, the owner of Mark Zuckerberg, the owner of Mark Zuckerberg, the owner of Mark Zuckerberg, & governance of Significant risks to sharehold which reflects a failure by the ornance risks. In addition, the strategy or communications recommended of the most according to the ornance members for failing to efficiency of the most according to the | to numerous conce committee member or of the supervoting MITHHOLD vote is the committee due to ders stemming from the board to proficient company does not egarding its iven that the CEO a frectively supervise countable for poor | rs 7 0 1 ttly | | |
| 1.10 | | Elect Director Mark Zuckerberg | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD wandrew Houston, and Tony Xu are waregarding the executive pay program. Peggy Alford, Marc Andreessen, Andressares, given that the multi-class strufurther warranted for Peggy Alford in consecutive years of high director pay moderate to severe ESG controversies guard against, manage and mitigate in have any public reports or information environmental and social performance chair of the board ultimately shoulder the management of risks to the comploard oversight of ESG risk exposures. | arranted, in to WITHHOLD ew Houston, acture is not s her capacity without reas s have been i material envii n on its webs e. WITHHOLL is the most re aany and its s | the absence of votes are furth and Tony Xu, is subject to a rea as chair of the sonable rational identified at the ronmental, societe about its subjects for CEC esponsibility and thareholders, a | a say-on-pa ther warrante in addition t asonable tim a compensat ale disclosed e company, ial and gove ustainability D/Chair Marr mongst all be and should ti | y proposal on the ballot, due of for incumbent governance of Mark Zuckerberg, the owner of Mark Zuckerberg, the owner of the owner | to numerous conce committee member or of the supervoting MITHHOLD vote is the committee due to ders stemming from the board to proficient company does not egarding its iven that the CEO a frectively supervise countable for poor | rs 7 0 1 ttly | | |
| 2 | | Ratify Ernst & Young LLP as Auditors Voting Policy Rationale: A vote FOR to | G his proposal t | Mgmt | Yes | For anted. | For | For | No | No |
| 3 | | Amend Certificate of Incorporation to Limit the Liability of Officers | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN company's response to shareholder lii | | | | | isions regarding the | ? | | |
| 4 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: Based on a q warranted. The proposed amendmen shareholders' interests because the p award. | t to allow for | dividend and d | dividend equ | ivalent payments is considere | ed contrary to | g | | |
| 5 | | Approve Recapitalization Plan for all Stock to Have One-vote per Share | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to preference for a capital structure in w | | | | | | | | |
| 6 | | Report on Generative AI Misinformation and Disinformation Risks | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to misinformation and disinformation risa approach. | | | | | _ | | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|------------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 7 | | Disclosure of Voting Results Based on Class of Shares | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the differentiating the voting results on a | | | | | - | | | |
| 8 | | Report on Human Rights Risks in Non-US Markets | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the shareholders to better evaluate the endoderation in its five largest non-U.S. | fectiveness o | | | | | | | |
| 9 | | Amend Corporate Governance Guidelines | E, S, G | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR to | nis proposal i | s warranted, as | s it would ei | nhance the lead independent director | r duties. | | | |
| 10 | | Report on Human Rights Impact Assessment of Targeted Advertising | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the help shareholders better assess Meta | | | | | | | | |
| 11 | | Report on Child Safety and Harm Reduction | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR to tracks metrics related to child safety of company is managing related risks. | | - | | | | | | |
| 12 | | Commission Third-Party Report on Minimum Age for Social Media Products and Conduct an Advisory Shareholder Vote | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN disclosure around the risks and benefimanagement is better positioned to e | its of a highe | r minimum age | e, the propo | · · · · · · · · · · · · · · · · · · · | | and | | |
| 13 | | Report on Political Advertising and Election Cycle Enhanced Actions | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR to on the company's platforms would allo policies and practices aimed at reduci | ow sharehold | lers to better a | ssess the co | mpany's management of its political | advertising | | | |
| 14 | | Report on Framework to Assess Company Lobbying Alignment with Climate Goals | E, S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the prescriptive, and shareholders would and how the company would plan to | benefit from | greater transpa | arency of the | e company's direct and indirect clima | | , | | |

EPAM Systems, Inc.

Meeting Date: 05/31/2024 Record Date: 04/02/2024 Country: USA
Meeting Type: Annual
Primary CUSIP: 29414B104

Ticker: EPAM
Meeting ID: 1851182

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Arkadiy Dobkin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1b | | Elect Director DeAnne Aguirre | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1c | | Elect Director Chandra McMahon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1d | | Elect Director Robert E. Segert | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | his proposal | to ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to review. While some concerns are note performance-based equity will be inco- | ed, the CEO's | s annual incenti | ive was entii | rely determined by pre-set objective i | • | | | |
| 4 | | Declassify the Board of Directors | G | SH | Yes | None | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | his proposal i | is warranted as | board decla | assification would enhance board acco | ountability. | | | |

Taiwan Semiconductor Manufacturing Co., Ltd.

Meeting Date: 06/04/2024 **Record Date:** 04/05/2024

Country: Taiwan
Meeting Type: Annual

Primary CUSIP: Y84629107

Ticker: 2330

Meeting ID: 1862522

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|------------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| | | Meeting for ADR Holders | | Mgmt | No | | | | | |
| 1 | | Approve Business Operations Report and Financial Statements | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | merited for t | this routine res | colution beca | ause no concerns have been identified | <i>t.</i> | | | |
| 2 | | Approve Amendments to Articles of Association | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted q | iven that the a | mendments | are mostly technical in nature, to aliq | ın compan | ıv | | |

Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly technical in nature, to align company procedures with regulations, and based on operational needs.

Taiwan Semiconductor Manufacturing Co., Ltd.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|----------------|---------------------|--------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Approve Issuance of Restricted Stocks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is contains reasonable criteria for the seleperformance hurdles to be applied. | | | | | | | | |
| | | ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING | | Mgmt | No | | | | | |
| 4.1 | | Elect C.C. Wei, with SHAREHOLDER NO.370885, as Non-Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR all nominees. | nominees is | warranted give | en the abse | nce of any known issues concerning t | the | | | |
| 4.2 | | Elect F.C. Tseng, with SHAREHOLDER NO.104, as Non-Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR all nominees. | nominees is | warranted give | en the abse | nce of any known issues concerning t | the | | | |
| 4.3 | | Elect Ming Hsin Kung, a REPRESENTATIVE of National Development Fund, Executive Yuan, with SHAREHOLDER NO.1, as Non-Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR all nominees. | nominees is | warranted give | en the abse | nce of any known issues concerning t | the | | | |
| 4.4 | | Elect Sir Peter L. Bonfield, with SHAREHOLDER NO.577470XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR all nominees. | nominees is | warranted give | en the abse | nce of any known issues concerning t | the | | | |
| 4.5 | | Elect Michael R. Splinter, with SHAREHOLDER NO.674701XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR all nominees. | nominees is | warranted give | en the abse | nce of any known issues concerning t | the | | | |
| 4.6 | | Elect Moshe N. Gavrielov, with SHAREHOLDER NO.A04480XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR all nominees. | nominees is | warranted give | en the abse | nce of any known issues concerning t | the | | | |
| 4.7 | | Elect L. Rafael Reif, with SHAREHOLDER NO.545784XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR all nominees. | nominees is | warranted give | en the abse | nce of any known issues concerning t | the | | | |

Taiwan Semiconductor Manufacturing Co., Ltd.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|---------------|---------------------|--------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 4.8 | | Elect Ursula M. Burns, with SHAREHOLDER NO.568069XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR all nominees. | nominees is | warranted giv | en the abse | nce of any known issues concerning t | he | | | |
| 4.9 | | Elect Lynn L. Elsenhans, with SHAREHOLDER NO.561527XXX, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR all nominees. | nominees is | warranted giv | en the abse | nce of any known issues concerning t | he | | | |
| 4.10 | | Elect Chuan Lin, with SHAREHOLDER NO.550387, as Independent Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR all nominees. | nominees is | warranted giv | en the abse | nce of any known issues concerning t | he | | | |

Alphabet Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: GOOGL

Record Date: 04/09/2024

Meeting Type: Annual

Meeting ID: 1858349

Primary CUSIP: 02079K305

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--|--|----------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Larry Page | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a multime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | ti-class share umbent com cutive compe | e structure wit npensation com ensation concei | h disparate nmittee men | voting rights, which is not subject to a nbers L. John Doerr, K. Ram Shriram, | a reasonal and Robir | ble 1 | | |
| 1b | | Elect Director Sergey Brin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a multime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | ti-class share umbent com cutive compe | e structure wit npensation com ensation concei | h disparate nmittee men | voting rights, which is not subject to a nbers L. John Doerr, K. Ram Shriram, | a reasonal and Robir | ble 1 | | |
| 1c | | Elect Director Sundar Pichai | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a multime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | ti-class share umbent com cutive compe | e structure wit npensation com ensation concer | h disparate nmittee men | voting rights, which is not subject to a nbers L. John Doerr, K. Ram Shriram, | a reasonal and Robir | ble 1 | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|--|----------------------------|---|---|---------------------|-------------------------|------------------------|
| 1d | | Elect Director John L. Hennessy | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST included Washington are warranted due to execute FOR the remaining director nomin | lti-class shar cumbent con cutive compe | e structure wit npensation con ensation conce | h disparate nmittee men | voting rights, which is not sunbers L. John Doerr, K. Ram | bject to a reasonab Shriram, and Robin | | | |
| 1e | | Elect Director Frances H. Arnold | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | lti-class shar cumbent con cutive compe | e structure wit npensation con ensation conce | h disparate nmittee men | voting rights, which is not sunbers L. John Doerr, K. Ram | bject to a reasonab Shriram, and Robin | | | |
| 1f | | Elect Director R. Martin "Marty" Chavez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | lti-class shar cumbent con cutive compe | e structure wit npensation con ensation concel | h disparate nmittee men | voting rights, which is not sunbers L. John Doerr, K. Ram | bject to a reasonab Shriram, and Robin | | | |
| 1 g | | Elect Director L. John Doerr | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mu- time-based sunset. Votes AGAINST inc Washington are warranted due to execute vote FOR the remaining director nomin | lti-class shar cumbent con cutive compe | e structure wit npensation con ensation conce | h disparate nmittee men | voting rights, which is not sunbers L. John Doerr, K. Ram | bject to a reasonab Shriram, and Robin | | | |
| 1h | | Elect Director Roger W. Ferguson, Jr. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | lti-class shar cumbent con cutive compe | e structure wit npensation con ensation conce | h disparate nmittee men | voting rights, which is not sunbers L. John Doerr, K. Ram | bject to a reasonab Shriram, and Robin | | | |
| 1i | | Elect Director K. Ram Shriram | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | lti-class shar cumbent con cutive compe | e structure wit npensation con ensation concel | h disparate nmittee men | voting rights, which is not sunbers L. John Doerr, K. Ram | bject to a reasonab Shriram, and Robin | | | |
| 1j | | Elect Director Robin L. Washington | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST included Washington are warranted due to exercise FOR the remaining director nominates. | lti-class shar cumbent con cutive compe | e structure wit npensation con ensation conce | h disparate nmittee men | voting rights, which is not sunbers L. John Doerr, K. Ram | bject to a reasonab Shriram, and Robin | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-------------------------------|------------------------------------|----------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Amend Bylaw regarding Stockholder Approval of Director Compensation | S, G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS adoption of a potentially disruptive and absence of director pay magnitude and | overly preso | criptive propos | | - | - | | | |
| 4 | | Report on Risks of Omitting Viewpoint and Ideological Diversity from EEO Policy | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS disclosures provide sufficient informatic EEO Policy. | | | | | | | | |
| 5 | | Report on Electromagnetic Radiation and Wireless Technologies Risks | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS suggests that the FCC's regulations aro provides extensive disclosure indicating suggest the company is violating the la | und electron that its prod | nagnetic interfe ducts comply w | erence are posith the law | protective of public health; * The com and the proponent does not cite any | pany evidence t | ro | | |
| 6 | | Adopt Policy to Require Board of Directors Members to Disclose their Political and Charitable Donations | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS and oversight to address the risks raise | | sal is warrante | d as the co | mpany discloses sufficient policies, pro | ocedures, | | | |
| 7 | | Report on Climate Risk in Retirement Plan Options | E, | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this invest more responsibly, it is unclear he requested in the report would not only change, but also allow shareholders to | ow well empl complement | loyees understa and enhance | and the reti the compan | irement plans available to them. The i ny's existing commitments regarding c | information | | | |
| 8 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this evaluate the company's lobbying efforts | | is warranted, a | s sharehold | lers would benefit from increased disc | losure to | | | |
| 9 | | Approve Recapitalization Plan for all Stock to Have One-vote per Share | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this preference for a capital structure in who | | | | * | olders' | | | |
| 10 | | Report on Reproductive Healthcare Misinformation Risks | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this understanding on the steps that Alphab misinformation. | | | | | | | | |
| 11 | | Amend Audit and Compliance Committee Charter to Include Artificial Intelligence Oversight | E, S, G | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this company a more robust oversight on ris would also further complement the con | sks associate | ed with the con | npany's arti | ificial intelligence (AI) activities. Morec | | | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 12 | | Report on Risks Related to AI Generated Misinformation and Disinformation | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this mis/disinformation related to generative | | | | | rency on | | | |
| 13 | | Publish Human Rights Risk Assessment on the AI-Driven Targeted Ad Policies | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this impacts would help shareholders better targeted advertising policies and practic | r evaluate th | | | | | its | | |
| 14 | | Adopt Targets Evaluating YouTube Child Safety Policies | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR this tracks metrics related to child safety or company is managing related risks. | | | | | | | | |

Arista Networks, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: ANET

Record Date: 04/09/2024

Meeting Type: Annual

Meeting ID: 1855774

Primary CUSIP: 040413106

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Agains ISS |
|--------------------|---------------------|--|---|---|---------------------|---|---|---------------------|-------------------------|-----------------------|
| 1.1 | | Elect Director Kelly Battles | G | Mgmt | Yes | For | Withhold | d For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD the board's failure to remove, or sub to the governing documents and the director nominee Kenneth (Ken) Duc | bject to a sun c classified bo | nset requirement, pard, each of whi | the supern | najority vote requirement to | enact certain chang | nes | | |
| 1.2 | | Elect Director Kenneth Duda | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: WITHHOLD the board's failure to remove, or sub to the governing documents and the director nominee Kenneth (Ken) Duc | bject to a sun. e classified bo | nset requirement, pard, each of whi | the supern | najority vote requirement to | enact certain chang | nes | | |
| | | EL 18: 1 1 100 1 | _ | Manak | | _ | | | | |
| 1.3 | | Elect Director Jayshree Ullal | G | Mgmt | Yes | For | Withhold | d For | No | Yes |
| 1.3 | | Voting Policy Rationale: WITHHOLD the board's failure to remove, or subto the governing documents and the director nominee Kenneth (Ken) Duc | votes are wa bject to a sun e classified bo | arranted for incui set requirement, pard, each of whi | mbent direc | tor nominees Jayshree Ullan najority vote requirement to | and Kelly Battles given enact certain chang | ven ges | No | Yes |

Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Concern remains regarding the lack of disclosure of weightings and targets under the STIP, and the portion of the performance equity that is earned over an annual performance period and utilizes the same metrics as the STIP. Nevertheless, CEO pay and company performance are reasonably aligned for the year in review, annual incentives utilize financial metrics, and the CEO's long-term incentives are entirely performance-based.

Arista Networks, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|-------------------|---------------------|---------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | to ratify the aud | ditor is warı | anted. | | | | |
| 4 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on to | he Equity Plan | Scorecard eval | uation (EPS | C), a vote FOR this proposal is | warranted. | | | |

Dollarama Inc.

Meeting Date: 06/12/2024 **Record Date:** 04/18/2024

Country: Canada Meeting Type: Annual Primary CUSIP: 25675T107 Ticker: DOL

Meeting ID: 1838130

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---------------------------------------|---------------|-----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1A | | Elect Director Joshua Bekenstein | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all | proposed n | ominees as no s | ignificant co | ncerns have been identified at this til | ne. | | | |
| 1B | | Elect Director Gregory David | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all | proposed n | ominees as no s | ignificant co | ncerns have been identified at this til | ne. | | | |
| 1C | | Elect Director Elisa D. Garcia C. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all | proposed n | ominees as no s | ignificant co | ncerns have been identified at this til | ne. | | | |
| 1D | | Elect Director Stephen Gunn | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all | proposed n | ominees as no s | ignificant co | ncerns have been identified at this til | ne. | | | |
| 1E | | Elect Director Kristin Mugford | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all | proposed n | ominees as no s | ignificant co | ncerns have been identified at this til | ne. | | | |
| 1F | | Elect Director Nicholas Nomicos | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all | proposed n | ominees as no s | ignificant co | ncerns have been identified at this til | ne. | | | |
| 1G | | Elect Director Neil Rossy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all | proposed n | ominees as no s | ignificant co | ncerns have been identified at this til | ne. | | | |
| 1H | | Elect Director Samira Sakhia | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all | proposed n | ominees as no s | ignificant co | ncerns have been identified at this til | ne. | | | |
| 1I | | Elect Director Thecla Sweeney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all | proposed n | ominees as no s | ignificant co | ncerns have been identified at this til | ne. | | | |
| 1J | | Elect Director Huw Thomas | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR all | proposed n | ominees as no s | ignificant co | ncerns have been identified at this til | ne. | | | |

Dollarama Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-----------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 2 | | Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR were reasonable relative to total fe | | | ouseCoopers | LLP as auditor as non-audit fees (2 | 4 percent) | | | |
| 3 | | Advisory Vote on Executive Compensation Approach | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Vote FOR to | this non-bindin | g advisory reso | lution as the | re are no significant issues at this t | me. | | | |

Grifols SA

Meeting Date: 06/13/2024 **Record Date:** 06/07/2024

Country: Spain Meeting Type: Annual Primary CUSIP: E5706X215 Ticker: GRF

Meeting ID: 1864359

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|---------------------------|--------------------------|---------------------|-------------------------|------------------------|
| 1 | | Approve Standalone Financial Statements and Treatment of Net Loss | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR in fiscal year in review is unqualified; au costs, and the proposed treatment of | nd * The no | n-payment of di | | • | | | | |
| 2 | | Approve Consolidated Financial Statements | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR I fiscal year in review is unqualified; au costs, and the proposed treatment of | nd * The no | n-payment of di | | | | | | |
| 3 | | Approve Non-Financial Information Statement | E, S | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR treported by the company. | this item is v | warranted due to | a lack of sp | pecific concern about the | e non-financial informat | ion | | |
| 4 | | Approve Discharge of Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR a not fulfilled their fiduciary duties. Th investigation concluded on March 21, | nis is not wit | | | | - | have | | |
| 5 | | Renew Appointment of Deloitte as Auditor of Standalone | G | Mgmt | Yes | For | For | For | No | No |

Grifols SA

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 6 | | Appoint Deloitte as the Independent Assurance Services Provider of the Company to Carry Out the Assurance of the Sustainability Report for FY 2024-2026 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted b | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 7.1 | | Acknowledge Resignation of James Costos as Director | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is requ | iired for this | item. | | | | | | |
| 7.2 | | Ratify Appointment of and Elect Jose Ignacio Abia Buenache as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the board and committee composition. | ese items is | warranted due | to a lack of | f concerns about the proposed candida | ates and ti | he | | |
| 7.3 | | Ratify Appointment of and Elect Albert Grifols Coma-Cros as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the board and committee composition. | ese items is | warranted due | to a lack of | f concerns about the proposed candida | ates and ti | he | | |
| 7.4 | | Elect Claire Giraut as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the board and committee composition. | ese items is | warranted due | to a lack of | f concerns about the proposed candid | ates and ti | he | | |
| 7.5 | | Elect Anne-Catherine Berner as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the board and committee composition. | ese items is | warranted due | to a lack of | f concerns about the proposed candida | ates and ti | he | | |
| 7.6 | | Fix Number of Directors at 13 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this limit as per local code of best practice. | s resolution | is warranted a | s the propo | sed board size would remain within th | e 15-direc | tor | | |
| 8 | | Change Location of Registered Office and Amend Article 3 Accordingly | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s item is wa | rranted becaus | se the amen | dment is deemed uncontroversial. | | | | |
| 9 | | Receive Amendments to Board of Directors Regulations | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non-v | oting item. | | | | | | | |
| 10 | | Advisory Vote on Remuneration Report | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS former executive chair Steven Mayer; a | | | | | favor of t | he | | |
| 11 | | Amend Remuneration Policy | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS | T is warran | ted because of | the problem | matic pay package of the new CEO. | | | | |
| 12 | | Authorize Company to Call EGM with 15 Days' Notice | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the of concerns over the use of the previous | • | | | • | | nce | | |

ensure that shorter dated EGMs are called solely in connection with time-sensitive matters.

Grifols SA

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 13 | | Authorize Board to Ratify and Execute Approved Resolutions | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.

Fortinet, Inc.

Meeting Date: 06/14/2024 **Record Date:** 04/22/2024

Country: USA

Meeting Type: Annual
Primary CUSIP: 34959E109

Ticker: FTNT

Meeting ID: 1858428

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Agains ISS |
|--------------------|---------------------|--|---------------|---------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|-----------------------|
| 1.1 | | Elect Director Ken Xie | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.2 | | Elect Director Michael Xie | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.3 | | Elect Director Kenneth A. Goldman | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.4 | | Elect Director Ming Hsieh | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.5 | | Elect Director Jean Hu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.6 | | Elect Director William H. Neukom | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.7 | | Elect Director Judith Sim | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.8 | | Elect Director James Stavridis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1.9 | | Elect Director Mary Agnes "Maggie" Wilderotter | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposa | I to ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR this proposal is warranted. Although concerns are noted regarding the long-term incentive plan, pay and performance are reasonably aligned for the year in review.

Mastercard Incorporated

Meeting Date: 06/18/2024 **Record Date:** 04/19/2024

Country: USA

Meeting Type: Annual

Ticker: MA

Meeting ID: 1857931

Primary CUSIP: 57636Q104

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Merit E. Janow | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1b | | Elect Director Candido Bracher | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1c | | Elect Director Richard K. Davis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1d | | Elect Director Julius Genachowski | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1e | | Elect Director Choon Phong Goh | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1f | | Elect Director Oki Matsumoto | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1g | | Elect Director Michael Miebach | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1h | | Elect Director Youngme Moon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1i | | Elect Director Rima Qureshi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1j | | Elect Director Gabrielle Sulzberger | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1k | | Elect Director Harit Talwar | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 11 | | Elect Director Lance Uggla | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is wan | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | 5 " 5 / | | | , | | | | | |

Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Concerns are nonetheless raised regarding the significant role of discretion in the STIP. That said, FY23 STI payouts were generally aligned with strong corporate financial performance, and financial targets appeared to be rigorous. Further, equity grants were predominantly performance-conditioned.

Mastercard Incorporated

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|------------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | proposal to | ratify the audi | itor is warra | nted. | | | | |
| 4 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR this lobbying related expenditures would he participation in the public policy process | lp sharehold | • | | | | | | |
| 5 | | Amend Director Election Resignation Bylaw | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS elections at the company that suggest a proposal may not be in compliance with | mandatory | resignation po | | | | | | |
| 6 | | Report on Congruency of Company's Privacy and Human Rights Policies with its Actions | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS its human rights and data privacy effort | | sal is warranted | d, as the co | mpany is providing sufficient disclosur | re regardin | g | | |
| 7 | | Report on Congruency of Company's Human Rights Statement with Charitable Contributions and Voluntary Partnerships | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS regarding its charitable contributions, a in determining the company's charitable | nd absent se | lf-dealing or g | | | | | | |
| 8 | | Report on Gender-Based Compensation and Benefits Inequities | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS pay gap, appears to provide competitive discriminatory manner. | | | | | - | a | | |

NVIDIA Corporation

Meeting Date: 06/26/2024 **Record Date:** 04/29/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 67066G104

Ticker: NVDA

Meeting ID: 1865677

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Robert K. Burgess | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1b | | Elect Director Tench Coxe | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |

NVIDIA Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1c | | Elect Director John O. Dabiri | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1d | | Elect Director Persis S. Drell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1e | | Elect Director Jen-Hsun Huang | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1f | | Elect Director Dawn Hudson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1g | | Elect Director Harvey C. Jones | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1h | | Elect Director Melissa B. Lora | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1 i | | Elect Director Stephen C. Neal | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1j | | Elect Director A. Brooke Seawell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1k | | Elect Director Aarti Shah | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 11 | | Elect Director Mark A. Stevens | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this under review. Although some concerns performance-based, with clearly disclosed. | are raised v | vith respect to | | , - | | | | |
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | is proposal to | ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Adopt Simple Majority Vote | G | SH | Yes | None | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this would enhance shareholder rights. | is proposal is | warranted giv | en that elin | nination of the supermajority vote req | uirements | | | |

NICE Ltd. (Israel)

Meeting Date: 07/03/2024 **Record Date:** 05/31/2024

Country: Israel
Meeting Type: Annual
Primary CUSIP: M7494X101

Ticker: NICE
Meeting ID: 1874309

Voting Policy: Sustainability

| Proposal | Significant | | ESG | | Votable | Mgmt | Voting Policy | Vote | Vote Against | Vote Against |
|----------|-------------|---|----------------|------------------|-------------|--|------------------|-------------|-----------------|-----------------|
| Number | Vote | Proposal Text | Pillar | Proponent | Proposal | Rec | Rec | Instruction | Mgmt | ISS |
| | | Meeting for ADR Holders | | Mgmt | No | | | | | |
| 1a | | Reelect David Kostman as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the compa with the board and its committees' str | - | | | | no concern: | S | | |
| 1b | | Reelect Rimon Ben-Shaoul as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the compa with the board and its committees' str | , , | | | , , | no concerns | s | | |
| 1c | | Reelect Yehoshua (Shuki) Ehrlich as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the compa with the board and its committees' str | | | | · · | no concerns | s | | |
| 1d | | Reelect Leo Apotheker as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the compa with the board and its committees' str | | | | · · | no concerns | s | | |
| 1e | | Reelect Joseph (Joe) Cowan as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the compa with the board and its committees' str | | | | | no concerns | s | | |
| 2 | | Reelect Zehava Simon as External Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: As the compa with the board and its committees' str | - | | | | no concerns | s | | |
| 2.1 | | Vote FOR if you are a controlling shareholder or have a personal interest in Item 2, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager | G | Mgmt | Yes | None | Refer | Against | No | No |
| | | Voting Policy Rationale: Shareholders related to these agenda items, or else | | | | ling shareholders or have a personal | interest | | | |
| 3 | | Approve Updated Compensation Policy for the Directors and Officers of the Company | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | nis item is wa | arranted because | se the comp | any discloses sufficient information a | and rational | le | | |

Voting Policy Rationale: A vote FOR this item is warranted because the company discloses sufficient information and rationale on its amended compensation policy. However, qualified support is warranted because: * The amended cap on equity awards is substantially increased and raises some level of concern. The proposal entails a 33 percent increase to the maximum cap of up to ca. USD 26 million in annual RSU grants. * The potential of a USD 26 million RSU grants is substantially above market. Although median value of LTI grants of company-selected peers approximates USD 20 million, we note that median LTI grant value of ISS-selected peers for the company-selected peers is ca. USD 10 million. However, these concerns are somewhat mitigated by: * The proposal entails a theoretical cap whereas actual company practice is not concerning with a ca. USD 8 million annual grant value, being aligned with common market practice; * Any RSU grant to the CEO is subject to separate shareholder approval and hence the maximum cap is symbolic and shareholders can separately assess the merits of the separate RSU grants; and * We acknowledge the company is in the market for a new CEO.

NICE Ltd. (Israel)

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---|---|---|--|---|---------------------|-------------------------|------------------------|
| 3.1 | | Vote FOR if you are a controlling shareholder or have a personal interest in Item 3, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager | G | Mgmt | Yes | None | Refer | Against | No | No |
| | | Voting Policy Rationale: Shareholders n related to these agenda items, or else t | | , | | ling shareholders or have a personal i | nterest | | | |
| 4 | | Approve CEO Equity Award | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS information regarding the value of the opportunity; * The proposed vesting peaccelerate the vesting within a short peopsite the CEO's impending departure provide only limited guidance on the pediscretion and preventing shareholder to | CEO's propo. eriod is short eriod is not in e within the erformance o | sed compensater in duration In line with the Infollowing year Criteria used to | tion, preven than the rec pay-for-pen and the sho determine | nting shareholders to assess the level commended guidelines and the possib formance principle and Israeli market ort vesting period of the equity award | of the payonility to practice; and the term | * 15 | | |
| 4.1 | | Vote FOR if you are a controlling shareholder or have a personal interest in Item 4, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager | G | Mgmt | Yes | None | Refer | Against | No | No |
| | | Voting Policy Rationale: Shareholders n related to these agenda items, or else t | | , | | ling shareholders or have a personal in | nterest | | | |
| 5 | | Reappoint Kost Forer Gabbay & Kasierer as Auditors and Authorize Board to Fix Their Remuneration | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | lit firm and | fix their remuneration is warranted. | | | | |
| 6 | | Discuss Financial Statements and the Report of the Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is requ | iired for this | item. | | | | | | |

Autodesk, Inc.

Meeting Date: 07/16/2024 **Record Date:** 05/29/2024

Country: USA

Meeting Type: Annual

Ticker: ADSK

Meeting ID: 1878113

Primary CUSIP: 052769106

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|-----------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Andrew Anagnost | G | Mgmt | Yes | For | For | For | No | No |

Autodesk, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------------------|--------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| | | Voting Policy Rationale: A vote FOR inte- caution, as shareholders should continu- the audit committee's investigation into the remaining director nominees is warn | e to monitor the compan | the progress | of regulator | y investigations and civil litigation aris | sing out of | | | |
| 1b | | Elect Director Karen Blasing | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR inte- caution, as shareholders should continu- the audit committee's investigation into the remaining director nominees is warn | e to monitor the compan | the progress | of regulator | y investigations and civil litigation aris | sing out of | | | |
| 1c | | Elect Director Reid French | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR inte- caution, as shareholders should continue the audit committee's investigation into the remaining director nominees is warn | e to monitor the compan | the progress | of regulator | y investigations and civil litigation aris | sing out of | | | |
| 1d | | Elect Director Ayanna Howard | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR inte- caution, as shareholders should continue the audit committee's investigation into the remaining director nominees is warn | e to monitor the compan | the progress | of regulator | y investigations and civil litigation aris | sing out of | | | |
| 1e | | Elect Director Blake Irving | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR inte- caution, as shareholders should continue the audit committee's investigation into the remaining director nominees is warn | e to monitor the compan | the progress | of regulator | y investigations and civil litigation aris | sing out of | | | |
| 1f | | Elect Director Mary T. McDowell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR inte caution, as shareholders should continue the audit committee's investigation into the remaining director nominees is warn | e to monitor the compan | the progress | of regulator | y investigations and civil litigation aris | sing out of | | | |
| 1g | | Elect Director Stephen Milligan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR inte- caution, as shareholders should continu- the audit committee's investigation into the remaining director nominees is warn | e to monitor the compan | the progress | of regulator | y investigations and civil litigation aris | sing out of | | | |
| 1h | | Elect Director Lorrie M. Norrington | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR inte- caution, as shareholders should continue the audit committee's investigation into the remaining director nominees is warn | e to monitor the compan | the progress | of regulator | y investigations and civil litigation aris | sing out of | | | |
| 1i | | Elect Director Betsy Rafael | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR inte- caution, as shareholders should continu- the audit committee's investigation into the remaining director nominees is warn | e to monitor the compan | the progress | of regulator | y investigations and civil litigation aris | sing out of | | | |
| 1j | | Elect Director Rami Rahim | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR inte- caution, as shareholders should continue the audit committee's investigation into the remaining director nominees is warn | e to monitor the compan | the progress | of regulator | y investigations and civil litigation aris | sing out of | | | |

Autodesk, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--------------------------------|-------------------------------------|---------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1k | | Elect Director Stacy J. Smith | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR into caution, as shareholders should contin the audit committee's investigation into the remaining director nominees is wan | ue to monito o the compa | or the progress | of regulator | ry investigations and civil litigation an | ising out or | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | is proposal t | o ratify the aud | ditor is warra | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the remain, including incomplete goal disconsistent of the performance conditioned and primarily | losure for the ued to be en | e incentive pro ntirely based or | grams and on pre-set find | one-year performance periods for par | t of the LT | IP. | | |
| 4 | | Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Currently, the a vote FOR this proposal is warranted a | | | | | ings. Henc | 2, | | |
| 5 | | Provide Right to Call a Special Meeting | G | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR the threshold would enhance shareholders | | s warranted as | the right to | call special meetings at a 15 percent | ownership |) | | |

Microsoft Corporation

Meeting Date: 12/10/2024 **Record Date:** 09/30/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 594918104

Ticker: MSFT

Meeting ID: 1906254

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | |
|--------------------|---------------------|---|----------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|--|--|
| 1.1 | | Elect Director Reid G. Hoffman | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | | |
| 1.2 | | Elect Director Hugh F. Johnston | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1.3 | | Elect Director Teri L. List | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | | |
| 1.4 | | Elect Director Catherine MacGregor | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | | |
| 1.5 | | Elect Director Mark A. L. Mason | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | | |

Microsoft Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-------------------------------|------------------------------------|------------------------------|--|----------------------------|---------------------|-------------------------|------------------------|
| 1.6 | | Elect Director Satya Nadella | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1.7 | | Elect Director Sandra E. Peterson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1.8 | | Elect Director Penny S. Pritzker | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1.9 | | Elect Director Carlos A. Rodriguez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1.10 | | Elect Director Charles W. Scharf | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1.11 | | Elect Director John W. Stanton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1.12 | | Elect Director Emma N. Walmsley | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to Annual incentives were primarily base performance-conditioned. The cash is salary and STI payout opportunities in periods. | ed on objecti ncentive pay | ive criteria and out was reduce | the CEO's lo d at the CEC | ng-term awards were entire D's request this year. Howev | ely ver, the CEO's base | | | |
| 3 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his proposal | to ratify the au | ditor is warr | anted. | | | | |
| 4 | | Report on Risks of Weapons Development | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR t understand Microsoft's management | | | - | | reholders to better | | | |
| 5 | | Assess and Report on Investing in Bitcoin | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN investments in Bitcoin and other cryp | | | | | siders potential | | | |
| 6 | | Report on Risks of Operating in Countries with Significant Human Rights Concerns | S | SH | Yes | Against | For | Against | No | Yes |

Voting Policy Rationale: A vote FOR this proposal is warranted. Shareholders would benefit from increased disclosure regarding how the company is managing human rights-related risks in high-risk countries.

Microsoft Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 7 | | Report on Risks of Using Artificial Intelligence and Machine Learning Tools for Oil and Gas Development and Production | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR th to the potential risks associated with to gas development and production. | | - | | | | | | |
| 8 | | Report on Risks Related to AI Generated Misinformation and Disinformation | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the related to misinformation and disinformation business impacts and how the company | nation, inclu | ding from gene | | | - | s | | |
| 9 | | Report on AI Data Sourcing Accountability | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the infringement. Although it discloses info | ormation abo | out its assessm | ent of AI ris | ks generally, shareholders would bene | efit from | • | | |

VOTE SUMMARY REPORT

Global Focus Growth Proxy Voting Record

Date range covered: 01/01/2024 to 12/31/2024

Voting Statistics

| | Total | Percent |
|--|-------|-----------|
| Votable Meetings | 1. | 2 |
| Meetings Voted | 1. | 100.00% |
| Meetings with One or More Votes Against Management | ; | 3 25.00% |
| Votable Ballots | 1. | 2 |
| Ballots Voted | 12 | 2 100.00% |

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.

| | Manageme | nt Proposals | Shareholder | Proposals | All Proposals | | |
|--------------------------|----------|--------------|-------------|-----------|---------------|---------|--|
| | Total | Percent | Total | Percent | Total | Percent | |
| Votable Proposals | 159 | | 48 | | 207 | | |
| Proposals Voted | 159 | 100.00% | 48 | 100.00% | 207 | 100.00% | |
| FOR Votes | 157 | 98.74% | 5 | 10.42% | 162 | 78.26% | |
| AGAINST Votes | 1 | 0.63% | 43 | 89.58% | 44 | 21.26% | |
| ABSTAIN Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| WITHHOLD Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| Votes WITH Management | 158 | 99.37% | 44 | 91.67% | 202 | 97.58% | |
| Votes AGAINST Management | 1 | 0.63% | 4 | 8.33% | 5 | 2.42% | |
| Significant Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |

Note: Instructions of Do Not Vote are not considered voted; Frequency on Pay votes of 1, 2 or 3 Years are only reflected statistically, where applicable, but present in the underlying detail; and in cases of different votes submitted across ballots for a given meeting, votes cast are distinctly counted by type per proposal where total votes submitted may be higher than unique proposals voted.

E, S, G Pillar Statistics

| | Vota Propo | | Proposals Voted | | Manage Propo | | Shareh Prope | | All Proposals | | |
|--------------------------|---------------|---------|--------------------|---------------|-----------------|---------|-----------------|---------|------------------|---------|--|
| | Total | Percent | Total | Total Percent | | Percent | Total | Percent | Total | Percent | |
| Environmental | 4 | 1.93% | 4 | 1.93% | 0 | 0.00% | 4 | 8.33% | 4 | 1.93% | |
| Social | 25 | 12.08% | 25 | 12.08% | 0 | 0.00% | 25 | 52.08% | 25 | 12.08% | |
| Governance | 166 | 80.19% | 166 | 80.19% | 159 | 100.00% | 7 | 14.58% | 166 | 80.19% | |
| E&S Blended | 9 | 4.35% | 9 | 4.35% | 0 | 0.00% | 9 | 18.75% | 9 | 4.35% | |
| S&G Blended | 1 | 0.48% | 1 | 0.48% | 0 | 0.00% | 1 | 2.08% | 1 | 0.48% | |
| E&S&G Blended | 2 | 0.97% | 2 | 0.97% | 0 | 0.00% | 2 | 4.17% | 2 | 0.97% | |
| Total Unique Proposal(s) | 207 | | 207 | | 159 | | 48 | | 207 | | |

 $\textit{Note: For Blended Pillars, clients should review the \textit{E,S,G} pillar designation provided in the meeting's proposal data.}$

Proposal Statistics

| | Vota Prope | | Propo Vot | | Manage Propo | | Shareh Propo | | Votes A | | Signifi Vot | |
|------------------------|---------------|---------|--------------|---------|-----------------|---------|-----------------|---------|---------|---------|----------------|---------|
| | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent |
| Audit Related | 11 | 5.31% | 11 | 5.31% | 11 | 5.31% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Capitalization | 7 | 3.38% | 7 | 3.38% | 7 | 3.38% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Company Articles | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Compensation | 20 | 9.66% | 20 | 9.66% | 18 | 8.70% | 2 | 0.97% | 1 | 0.48% | 0 | 0.00% |
| Corporate Governance | 3 | 1.45% | 3 | 1.45% | 0 | 0.00% | 3 | 1.45% | 0 | 0.00% | 0 | 0.00% |
| Director Election | 116 | 56.04% | 116 | 56.04% | 116 | 56.04% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Director Related | 4 | 1.93% | 4 | 1.93% | 3 | 1.45% | 1 | 0.48% | 0 | 0.00% | 0 | 0.00% |
| E&S Blended | 9 | 4.35% | 9 | 4.35% | 0 | 0.00% | 9 | 4.35% | 0 | 0.00% | 0 | 0.00% |
| Environmental | 4 | 1.93% | 4 | 1.93% | 0 | 0.00% | 4 | 1.93% | 1 | 0.48% | 0 | 0.00% |
| Miscellaneous | 3 | 1.45% | 3 | 1.45% | 1 | 0.48% | 2 | 0.97% | 1 | 0.48% | 0 | 0.00% |
| Mutual Funds | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| No Research | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Non-Routine Business | 2 | 0.97% | 2 | 0.97% | 0 | 0.00% | 2 | 0.97% | 0 | 0.00% | 0 | 0.00% |
| Routine Business | 2 | 0.97% | 2 | 0.97% | 2 | 0.97% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Social | 25 | 12.08% | 25 | 12.08% | 0 | 0.00% | 25 | 12.08% | 2 | 0.97% | 0 | 0.00% |
| Strategic Transactions | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Takeover Related | 1 | 0.48% | 1 | 0.48% | 1 | 0.48% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Total | 207 | 100.00% | 207 | 100.00% | 159 | 76.81% | 48 | 23.19% | 5 | 2.42% | 0 | 0.00% |

Intuit Inc.

Meeting Date: 01/18/2024 **Record Date:** 11/20/2023

Country: USA
Meeting Type: Annual

Primary CUSIP: 461202103

Ticker: INTU

Meeting ID: 1806332

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Eve Burton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1b | | Elect Director Scott D. Cook | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1c | | Elect Director Richard L. Dalzell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1d | | Elect Director Sasan K. Goodarzi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1e | | Elect Director Deborah Liu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1f | | Elect Director Tekedra Mawakana | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |
| 1g | | Elect Director Suzanne Nora Johnson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted at th | is time. | | | | |

Intuit Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-------------------------------|--|--------------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1h | | Elect Director Ryan Roslansky | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at thi | is time. | | | | |
| 1i | | Elect Director Thomas Szkutak | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at thi | is time. | | | | |
| 1j | | Elect Director Raul Vazquez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at thi | is time. | | | | |
| 1k | | Elect Director Eric S. Yuan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at thi | is time. | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| 3 | | Voting Policy Rationale: A vote FOR the review. Annual incentives were primare performance-based. In addition, long-generally capped at target for negative. Advisory Vote on Saven Bayes. | ily determine term perforn | ed by pre-set fi nance shares u SR performance | inancial met tilize a three | rics and half of the long-term incentiv | e award is | | No | No |
| 3 | | Advisory Vote on Say on Pay Frequency | G | Mgmt | 165 | Year | Year | One real | INO | NO |
| | | Voting Policy Rationale: A vote for the considered a best practice as they give | • | | | | pay votes | are | | |
| 4 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |
| 5 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the | Equity Plan S | Scorecard evalu | uation (EPSC | C), a vote FOR this proposal is warran | ted. | | | |
| 6 | | Report on Climate Risk in Retirement Plan Options | Е | SH | Yes | Against | For | For | Yes | Yes |
| | | Voting Policy Rationale: A vote FOR the invest more responsibly, it is unclear the requested in the report would not only change, but also allow shareholders to | ow well emp complemen | oloyees unders ot and enhance | tand the ret the compar | irement plans available to them. The ny's existing commitments regarding | informatio climate | | | |

Visa Inc.

Meeting Date: 01/23/2024

Country: USA

: USA

Record Date: 11/24/2023

Primary CUSIP: 92826C839

Meeting Type: Annual

Ticker: V

Meeting ID: 1809416

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Lloyd A. Carney | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.

Visa Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------------------|--------------------------------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1b | | Elect Director Kermit R. Crawford | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1c | | Elect Director Francisco Javier Fernandez-Carbajal | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1d | | Elect Director Ramon Laguarta | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1e | | Elect Director Teri L. List | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1f | | Elect Director John F. Lundgren | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1g | | Elect Director Ryan McInerney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1h | | Elect Director Denise M. Morrison | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1i | | Elect Director Pamela Murphy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1j | | Elect Director Linda J. Rendle | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1k | | Elect Director Maynard G. Webb, Jr. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the annual and long-term incentives are puthe lack of per-metric weightings and | rimarily perfo | ormance based | l, certain co | ncerns are noted under both program | | to | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Approve Class B Exchange Offer Program Certificate Amendments | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the number of Class B shares will become and volatility for Class A shareholders. conversion of the Class B shares, which thereby mitigating some of this risk. | freely conve The propose | ertible into Clas. ed exchange of | s A shares a | all at once, which could lead to marke s for a more methodical approach to t | t disruption the | กร | | |
| 5 | | Adjourn Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal is | s warranted as | support for | the underlying proposals at the share | eholder | | | |

Voting Policy Rationale: A vote FOR this proposal is warranted as support for the underlying proposals at the shareholder meeting is warranted.

Visa Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|-------------------------|----------------------------|---------------------|-------------------------|------------------------|
| 6 | | Submit Severance Agreement (Change-in-Control) to Shareholder Vote | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Pationals: A vote ACA | INST this prof | ocal ic warrant | ad The con | anany hac a nolicy whic | ch limite each covorance t | 2 | | |

Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy which limits cash severance to a reasonable basis absent shareholder approval, and no significant concerns are identified with respect to the company's broad-based equity award treatment.

Accenture plc

Meeting Date: 01/31/2024 **Record Date:** 12/04/2023

Country: Ireland
Meeting Type: Annual

Ticker: ACN

Meeting ID: 1811227

Primary CUSIP: G1151C101

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|---------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Jaime Ardila | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1b | | Elect Director Martin Brudermuller | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1c | | Elect Director Alan Jope | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1d | | Elect Director Nancy McKinstry | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1e | | Elect Director Beth E. Mooney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1f | | Elect Director Gilles C. Pelisson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1g | | Elect Director Paula A. Price | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1h | | Elect Director Venkata (Murthy) Renduchintala | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1i | | Elect Director Arun Sarin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1j | | Elect Director Julie Sweet | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1k | | Elect Director Tracey T. Travis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |

Accenture plc

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the disclosure of goal definition, CEO pay | , , | | | | antial | | | |
| 3 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the | Equity Plan S | Scorecard eval | uation (EPSC | C), a vote FOR this proposal is warran | ted. | | | |
| 4 | | Amend Nonqualified Employee Stock Purchase Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the reserved is relatively conservative; and | | _ | | The purchase price is reasonable; * T. | he shares | | | |
| 5 | | Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | nis proposal t | o ratify the au | ditor is warr | anted. | | | | |
| 6 | | Renew the Board's Authority to Issue Shares Under Irish Law | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | nese proposai | ls is warranted | as the prop | osed amounts and durations are with | nin | | | |
| 7 | | Authorize Board to Opt-Out of Statutory Pre-Emption Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | nese proposai | ls is warranted | as the prop | osed amounts and durations are with | nin | | | |
| 8 | | Determine Price Range for Reissuance of Treasury Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the Ireland, and no significant concerns he | | | because this | is a routine item for companies incor | porated in | | | |

Adobe Inc.

Meeting Date: 04/17/2024 **Record Date:** 02/20/2024

Country: USA

Ticker: ADBE

Meeting Type: Annual

Meeting ID: 1828583

recting Type: Aimai

Mee

Primary CUSIP: 00724F101

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Cristiano Amon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1b | | Elect Director Amy Banse | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1c | | Elect Director Brett Biggs | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1d | | Elect Director Melanie Boulden | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |

Adobe Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|------------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1e | | Elect Director Frank Calderoni | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1f | | Elect Director Laura Desmond | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1g | | Elect Director Shantanu Narayen | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1h | | Elect Director Spencer Neumann | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1 i | | Elect Director Kathleen Oberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1j | | Elect Director Dheeraj Pandey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 1k | | Elect Director David Ricks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 11 | | Elect Director Daniel Rosensweig | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 2 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the E | quity Plan S | corecard evalu | ation (EPSC | C), a vote FOR this proposal is warrant | red. | | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | proposal to | ratify the aud | litor is warra | anted. | | | | |
| 4 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this performance-based. In addition, the rel absolute results, while targeting above-period for certain equity awards and the improvements to the STI are expected. | lative TSR Ps median peri e lack of dis | SUs utilize a m formance. How closed specific | ulti-year pe vever, conce | rformance period and a payout cap fo erns remain regarding the annual perfo | r negative ormance | | | |
| 5 | | Require a Majority Vote Standard for the Election of Directors with Mandatory Resignation Policy | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS elections at the company that suggests | | | | | ed director | | | |
| 6 | | Report on Hiring of Persons with Arrest or Incarceration Records | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this understand how the company is assess. | | | | | | | | |

understand how the company is assessing and managing the progress of its various diversity and inclusion initiatives.

ASML Holding NV

Meeting Date: 04/24/2024 **Record Date:** 03/27/2024

Country: Netherlands
Meeting Type: Annual
Primary CUSIP: N07059202

Ticker: ASML
Meeting ID: 1831708

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|------------------|-----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| | | Meeting for ADR Holders | | Mgmt | No | | | | | |
| 1 | | Open Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is re | equired for this | is item. | | | | | | |
| 2 | | Discuss the Company's Business, Financial Situation and ESG Sustainability | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non | -voting item | | | | | | | |
| 3a | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR regarding actual content and disclosured to the content a | | as the proposed | d remunerat | ion report is in in line with market pr | actice, | | | |
| 3b | | Adopt Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR auditors. | is warranted b | because of the | absence of | concern with the company's audit pro | ocedures or | its | | |
| 3c | | Discussion on Company's Corporate Governance Structure and Compliance with the Corporate Governance Code | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non | -voting item. | | | | | | | |
| 3d | | Receive Explanation on Company's Reserves and Dividend Policy | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non | -voting item. | | | | | | | |
| 3e | | Approve Dividends | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to being excessive. | this dividend p | proposal is war | ranted beca | use the proposed payout ratio is ade | quate with | out | | |
| 4a | | Approve Discharge of Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR I controversies that the management I | | | | _ | l compelling | 7 | | |
| 4b | | Approve Discharge of Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR I controversies that the management I | | | | | d compelling | 7 | | |
| 5 | | Approve Number of Shares for Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | this item is wa | arranted becau | se the terms | s of the proposed equity plan are not | problemat | ic. | | |

ASML Holding NV

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|----------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 6a | | Announce Intention to Reappoint C.D. Fouquet to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are non | -voting items | s. | | | | | | |
| 6b | | Announce Intention to Reappoint J.P. Koonmen to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are non | -voting items | S. | | | | | | |
| 7a | | Discuss Updated Profile of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non-v | oting item. | | | | | | | |
| 7b | | Reelect A.P. Aris to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | s appear to p | | | · · · · · · · · · · · · · · · · · · · | | • | | |
| 7c | | Reelect D.M. Durcan to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | s appear to p | | | | | ; | | |
| 7d | | Reelect D.W.A. East to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | s appear to p | | | · | | ; | | |
| 7e | | Discuss Composition of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non-v | oting item. | | | | | | | |
| 8a | | Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration. | is proposal is | warranted be | cause it is ii | n line with commonly used safeguards | regarding | | | |
| 8b | | Authorize Board to Exclude Preemptive Rights from Share Issuances | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration. | is proposal is | warranted be | cause it is ii | n line with commonly used safeguards | regarding | • | | |
| 9 | | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is volume and pricing; * The authorizatio capital; and * The authorization would prior to the repurchase. | n would allo | w ASML Holdin | ng to repurc | hase up to 10.00 percent of the issue | d share | - | | |
| 10 | | Authorize Cancellation of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted be | ecause the can | ncellation of | shares is in shareholders' interests. | | | | |

ASML Holding NV

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 11 | | Other Business (Non-Voting) | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is red | quired for this | s item. | | | | | | |
| 12 | | Close Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is rec | quired for this | s item. | | | | | | |

Advanced Micro Devices, Inc.

Meeting Date: 05/08/2024 **Record Date:** 03/13/2024

Country: USA

Meeting Type: Annual
Primary CUSIP: 007903107

Ticker: AMD

Meeting ID: 1838424

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | |
|--------------------|---------------------|---|---------------|--------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|--|--|
| 1a | | Elect Director Nora M. Denzel | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | | |
| 1b | | Elect Director Mark Durcan | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1c | | Elect Director Michael P. Gregoire | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1d | | Elect Director Joseph A. Householder | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | | |
| 1e | | Elect Director John W. Marren | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1f | | Elect Director Jon A. Olson | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1g | | Elect Director Lisa T. Su | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1h | | Elect Director Abhi Y. Talwalkar | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1i | | Elect Director Elizabeth W. Vanderslice | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR | this proposa | I to ratify the au | ditor is warr | anted. | | | | | | |

Advanced Micro Devices, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this proposal is warranted, as CEO pay, and company performance are reasonably aligned at this time. Although the lack of forward-looking performance goal disclosure under the annual LTI program inhibits investors' ability to assess the rigor of the program, payouts under both the STI and LTI were commensurate with recent and longer-term company performance. Moreover, several special equity awards were granted to certain NEOs in light of executive changes; however, half of all sign-on and promotional awards for such NEOs were performance-conditioned, with multi-year performance periods, mitigating concerns. | | | | | | | | |
| 4 | | Reduce Ownership Threshold for Shareholders to Call Special Meeting | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this proposal is warranted, as the proposed 10 percent ownership threshold for shareholders to call a special meeting would enhance shareholders ability to make use of the right. Additionally, an affirmative vote on this proposal may signal support for modifying certain restrictions the board implemented on special meeting timing and subject matter, which may otherwise hinder the effectiveness of the right. | | | | | | | | |

Amazon.com, Inc.

Meeting Date: 05/22/2024 **Record Date:** 03/28/2024

Country: USA

Ticker: AMZN

Meeting Type: Annual

Meeting ID: 1848566

Primary CUSIP: 023135106

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | |
|--------------------|---------------------|---|---|--|---|--|--|---------------------|-------------------------|------------------------|--|
| 1a | | Elect Director Jeffrey P. Bezos | G | Mgmt | Yes | For | Against | For | No | No | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | |
| 1b | | Elect Director Andrew R. Jassy | G | Mgmt | Yes | For | For | For | No | No | |
| | | Voting Policy Rationale: Significant of company, which reflects a failure by governance risks. Votes AGAINST be shoulders the most responsibility and company and its shareholders, and exposures at the firm. Votes FOR the | the board to oard chair Jei nongst all boa should theref | proficiently gua ffrey Bezos are v ard members for fore be held the l | ord against a varranted gi failing to ei most accoui | nd manage material environme wen that the chair of the board fectively supervise the managel | ntal, social and ultimately ment of risks to | | | | |
| 1c | | Elect Director Keith B. Alexander | G | Mgmt | Yes | For | For | For | No | No | |
| | | Voting Policy Rationale: Significant company, which reflects a failure by governance risks. Votes AGAINST be shoulders that the thresholders and | the board to oard chair Jei nongst all boa | proficiently gua ffrey Bezos are v ard members for | ord against a warranted gi failing to ei | nd manage material environme wen that the chair of the board fectively supervise the manage | ntal, social and ultimately ment of risks to | | | | |

company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted.

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|---------------------|---|--|--|---|---|--------------------------------------|---------------------|-------------------------|------------------------|--|--|--|
| 1d | | Elect Director Edith W. Cooper | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST boat shoulders the most responsibility amor company and its shareholders, and sho exposures at the firm. Votes FOR the r | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | ord against a varranted gi failing to ei most accoui | nd manage material environmental, a ven that the chair of the board ultima fectively supervise the management | social and ately of risks to t | | | | | | |
| 1e | | Elect Director Jamie S. Gorelick | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | | | |
| 1f | | Elect Director Daniel P. Huttenlocher | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by th governance risks. Votes AGAINST boar shoulders the most responsibility amor company and its shareholders, and sho exposures at the firm. Votes FOR the i | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | erd against a varranted gi failing to ei most accoui | nd manage material environmental, a ven that the chair of the board ultima fectively supervise the management | social and ately of risks to a | | | | | | |
| 1g | | Elect Director Andrew Y. Ng | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | | | |
| 1h | | Elect Director Indra K. Nooyi | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility amore company and its shareholders, and she exposures at the firm. Votes FOR the its company and its shareholders. | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | ord against a varranted gi r failing to ei most accoui | nd manage material environmental, wen that the chair of the board ultimate fectively supervise the management | social and ately of risks to a | | | | | | |
| 1i | | Elect Director Jonathan J. Rubinstein | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by th governance risks. Votes AGAINST boar shoulders the most responsibility amor company and its shareholders, and sho exposures at the firm. Votes FOR the i | ne board to p rd chair Jeffr ngst all board ould therefol | oroficiently gua rey Bezos are v d members for re be held the l | ord against a varranted gi r failing to ei most accoui | nd manage material environmental, a ven that the chair of the board ultima fectively supervise the management | social and ately of risks to t | | | | | | |
| 1j | | Elect Director Brad D. Smith | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: Significant risk company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility amore company and its shareholders, and she exposures at the firm. Votes FOR the response to the significant risks and she was a supposed to the significant risks | ne board to p rd chair Jeffr ngst all board ould therefol | proficiently gua rey Bezos are v d members for re be held the l | erd against a varranted gi failing to ei most accoui | nd manage material environmental, wen that the chair of the board ultimate fectively supervise the management | social and ately of risks to a | | | | | | |

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | |
|--------------------|---------------------|---|--|---|--|--|--|--------------------------|-------------------------|------------------------|--|--|
| 1k | | Elect Director Patricia Q. Stonesifer | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | | |
| 11 | | Elect Director Wendell P. Weeks | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted. | | | | | | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors Voting Policy Rationale: A vote FOR th | G is proposal t | Mgmt | Yes | For | For | For | No | No | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | Against | For | No | Yes | | |
| | | Voting Policy Rationale: While a pay-foremain surrounding the company's pay achievement of pre-set performance of FY23 pay for all NEOs was relatively lowere provided to NEOs in FY23, follow following consecutive years of relative responsiveness to certain shareholders feedback, and provided enhanced discontransparency into the committee's rational the pay program to address certain she by addressing certain shareholders quadequate responsiveness. In light of the vote AGAINST this proposal is warrant. | y program st riteria, certa w, consistin ving relativel ly low suppo s' concerns. closure surro onale for its areholder co estions, the the committe | tructure, as no nin mitigating fa gonly of a bas by large grants of this proportion the compensation of the current pay practices in the conferns. Althou lack of actions | portion of N actors have i e salary and made to cer losal, the co- tion commit- rent pay pro is recognized igh the com, taken in res | IEO compensation is directly tied been identified. Specifically, it is in a certain perquisites. In addition, tain NEOs during the prior fiscal ympensation committee demonstratee engaged with shareholders, congram design and philosophy. What, the company did not make manany has demonstrated a degree spect to certain areas of concern | to the recognized that no equity awar vear. However, ated limited disclosed specified this greater terial changes to of responsiver falls short of | ads Tac to tess | | | | |
| 4 | | Establish a Public Policy Committee Voting Policy Rationale: A vote FOR th | E, S is proposal i | SH is warranted. B | Yes y establishir | Against | For mittee, the | Against | No | No | | |
| | | company will have a centralized device The adoption of this resolution will also environmental sustainability. | e to continue | e, ensure, and p | promote its | social and environmental policies | and initiatives | | | | | |
| 5 | | Establish a Board Committee on Corporate Financial Sustainability | E, S | SH | Yes | Against | Against | Against | No | No | | |
| | | Voting Policy Rationale: A vote AGAIN to oversee operations and supply chain performance concerns, the board is get | n and engag | nement with cus | stomers, sup | opliers, and communities, and, al | • | y | | | | |
| 6 | | Report on Customer Due Diligence | S | SH | Yes | Against | For | Against | No | No | | |
| | | Voting Policy Rationale: A vote FOR the disclosure on how the company is man | | | | would benefit from increased tra | nsparency and | | | | | |
| 7 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | Against | No | Yes | | |
| | | Voting Policy Rationale: A vote FOR the evaluate the company's lobbying effor | | is warranted, | as sharehold | ders would benefit from increased | d disclosure to | | | | | |

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 8 | | Report on Median and Adjusted Gender/Racial Pay Gaps | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this accountability for diversity efforts and is assessing and mitigating risks that m | would provid | le shareholders | with useful | information about how effectively ma | | • | | |
| 9 | | Report on Viewpoint Discrimination | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS the handling of controversial products service and when the company may re | and contents | seem to provi | ide sufficient | t information on proper and improper | | | | |
| 10 | | Report on Impact of Climate Change Strategy Consistent With Just Transition Guidelines | E, S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this and how the company considers humal low-carbon economy as part of its clim | n capital mai | nagement and | | | | er | | |
| 11 | | Report on Efforts to Reduce Plastic Use | Е | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR thin how the company is managing risks rea | | | | rs would benefit from additional inform | mation on | | | |
| 12 | | Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this disclosure on how the company is man collective bargaining rights. | | | | - | - | | | |
| 13 | | Disclose All Material Scope 3 GHG Emissions | E | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this shareholders to better evaluate the commanaging climate-related risks appropriate. | mpany's prog | ress toward its | s net zero ai | mbition, provide assurance that the co | | | | |
| 14 | | Commission Third Party Study and Report on Risks Associated with Use of Rekognition | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this disclosure on how the company is man | | | | would benefit from increased transpar | rency and | | | |
| 15 | | Adopt Policy to Require Board Members to Disclose their Political and Charitable Donations | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS and oversight to address the risks raise | | sal is warrante | d as the cor | mpany discloses sufficient policies, pro | ocedures, | | | |
| 16 | | Establish a Board Committee on Artificial Intelligence | E, S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this intelligence would serve to further street issues; and * Formalizing the company not be prohibitively costly or unduly but | ngthen the c | ompany's abili | ty to manag | e associated human rights risks and c | ther relate | | | |

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|---|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 17 | | Commission a Third Party Audit on Working Conditions | S | SH | Yes | Against | For | Against | No | Yes |

Voting Policy Rationale: A vote FOR this proposal is warranted. Concerns are raised regarding recent work-place related violations and resulting negative media attention. Given the potential reputational risk, an independent third-party audit appears reasonable at this time. Additionally, results from an independent audit may address the inconsistencies between the statistics cited by the proponent and the injury rates reported by the company, which would allow shareholders to more fully evaluate the company's efforts to address workplace safety.

Meta Platforms, Inc.

Meeting Date: 05/29/2024 **Record Date:** 04/01/2024

Country: USA
Meeting Type: Annual

Ticker: META
Meeting ID: 1851990

Primary CUSIP: 30303M102

Voting Policy: Sustainability

| | | | | | · | oting Policy: Sustainabili | ty | | | |
|--------------------|---------------------|--|--|--|---|--|---|-----------------------|-------------------------|------------------------|
| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
| 1.1 | | Elect Director Peggy Alford | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD Andrew Houston, and Tony Xu are regarding the executive pay progra Peggy Alford, Marc Andreessen, An shares, given that the multi-class sfurther warranted for Peggy Alford consecutive years of high director produced to severe ESG controvers guard against, manage and mitigate have any public reports or information environmental and social performation of the board ultimately should the management of risks to the conboard oversight of ESG risk exposures. | warranted, in WITHHOL offew Housto tructure is no in her capacion without resies have been to on its we noe. WITHHOL offers the most impany and its wampany an | In the absence of LD votes are fund the subject to a resity as chair of the easonable ration of the easonable of the easonable ration of the easonable | f a say-on-pa ther warrante in addition t easonable tim e compensat he company, cial and gove sustainability FO/Chair Man mongst all be and should ti | y proposal on the ballo ed for incumbent goven to Mark Zuckerberg, the te-based sunset provision, nominating, & goven I. Significant risks to she which reflects a failure ternance risks. In addition strategy or communical to Zuckerberg are warral to ard members for failing therefore be held the mo | t, due to numerous conce nance committee member towner of the supervoting on. A WITHHOLD vote is ternance committee due to areholders stemming from by the board to proficien on, the company does not tions regarding its nated given that the CEO a g to effectively supervise tost accountable for poor varranted. | rs n n nttly | | |
| 1.2 | | Elect Director Marc L. Andreessen | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | | | | | | | | | |

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1.4

1.5

Elect Director Nancy Killefer

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|----------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 1.3 | | Elect Director John Arnold | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Andrew W. G Mgmt Yes For Withhold For No Yes Houston

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Mgmt

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen,
Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns
regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members
Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting
shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is
further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to
consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from
moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently

For

For

For

No

No

Yes

further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for falling to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1.7

1.8

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|-------------------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 1.6 | | Elect Director Robert M. Kimmitt | G | Mgmt | Yes | For | For | For | No | No |

Voting

No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for falling to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Hock E. Tan G Mgmt Yes For For For No No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Tracey T. Travis G Mgmt Yes For For For No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--|---|--|--|--|---------------------------|-------------------------|------------------------|
| 1.9 | | Elect Director Tony Xu | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD was Andrew Houston, and Tony Xu are we regarding the executive pay program. Peggy Alford, Marc Andreessen, Andressen, given that the multi-class structure further warranted for Peggy Alford in consecutive years of high director pay moderate to severe ESG controversies guard against, manage and mitigate whave any public reports or information environmental and social performance chair of the board ultimately shoulder the management of risks to the comploard oversight of ESG risk exposures. | arranted, in to WITHHOLD ew Houston, acture is not s her capacity without reas s have been i material envii n on its webs e. WITHHOLL is the most re aany and its s | the absence of votes are furth and Tony Xu, is subject to a read as chair of the sonable rational identified at the ronmental, societe about its subjects for CEC esponsibility and thareholders, a | a say-on-pa ther warrante in addition t asonable tim a compensat ale disclosed e company, ial and gove ustainability D/Chair Marr mongst all be and should ti | y proposal on the ballot, due of for incumbent governance of Mark Zuckerberg, the owner of Mark Zuckerberg, the owner of Mark Zuckerberg, the owner of Mark Zuckerberg, & governance of Significant risks to sharehold which reflects a failure by the ornance risks. In addition, the strategy or communications recommended of the most according to the ornance members for failing to efficiency of the most according to the | to numerous conce committee member or of the supervoting MITHHOLD vote is the committee due to ders stemming from the board to proficient company does not egarding its iven that the CEO a frectively supervise countable for poor | rs 7 0 1 ttly | | |
| 1.10 | | Elect Director Mark Zuckerberg | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD wandrew Houston, and Tony Xu are waregarding the executive pay program. Peggy Alford, Marc Andreessen, Andressares, given that the multi-class structure further warranted for Peggy Alford in consecutive years of high director pay moderate to severe ESG controversies guard against, manage and mitigate in have any public reports or information environmental and social performance chair of the board ultimately shoulder the management of risks to the composard oversight of ESG risk exposures. | arranted, in to WITHHOLD ew Houston, acture is not s her capacity without reas s have been i material envii n on its webs e. WITHHOLL is the most re aany and its s | the absence of votes are furth and Tony Xu, is subject to a rea as chair of the sonable rational identified at the ronmental, societe about its subjects for CEC esponsibility and thareholders, a | a say-on-pa ther warrante in addition t asonable tim a compensat ale disclosed e company, ial and gove ustainability D/Chair Marr mongst all be and should ti | y proposal on the ballot, due of for incumbent governance of Mark Zuckerberg, the owner of Mark Zuckerberg, the owner of the owner | to numerous conce committee member or of the supervoting MITHHOLD vote is the committee due to ders stemming from the board to proficient company does not egarding its iven that the CEO a frectively supervise countable for poor | rs 7 0 1 ttly | | |
| 2 | | Ratify Ernst & Young LLP as Auditors Voting Policy Rationale: A vote FOR to | G his proposal t | Mgmt | Yes | For anted. | For | For | No | No |
| 3 | | Amend Certificate of Incorporation to Limit the Liability of Officers | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN company's response to shareholder lii | | | | | isions regarding the | ? | | |
| 4 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: Based on a q warranted. The proposed amendmen shareholders' interests because the p award. | t to allow for | dividend and d | dividend equ | ivalent payments is considere | ed contrary to | g | | |
| 5 | | Approve Recapitalization Plan for all Stock to Have One-vote per Share | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to preference for a capital structure in w | | | | | | | | |
| 6 | | Report on Generative AI Misinformation and Disinformation Risks | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to misinformation and disinformation risa approach. | | | | | _ | | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|------------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 7 | | Disclosure of Voting Results Based on Class of Shares | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the differentiating the voting results on a | | | | | - | | | |
| 8 | | Report on Human Rights Risks in Non-US Markets | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the shareholders to better evaluate the endoderation in its five largest non-U.S. | fectiveness o | | | | | | | |
| 9 | | Amend Corporate Governance Guidelines | E, S, G | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR to | nis proposal i | s warranted, as | s it would ei | nhance the lead independent director | r duties. | | | |
| 10 | | Report on Human Rights Impact Assessment of Targeted Advertising | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the help shareholders better assess Meta | | | | | | | | |
| 11 | | Report on Child Safety and Harm Reduction | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR to tracks metrics related to child safety of company is managing related risks. | | - | | | | | | |
| 12 | | Commission Third-Party Report on Minimum Age for Social Media Products and Conduct an Advisory Shareholder Vote | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN disclosure around the risks and benefimanagement is better positioned to e | its of a highe | r minimum age | e, the propo | · · · · · · · · · · · · · · · · · · · | | and | | |
| 13 | | Report on Political Advertising and Election Cycle Enhanced Actions | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR to on the company's platforms would allo policies and practices aimed at reduci | ow sharehold | lers to better a | ssess the co | mpany's management of its political | advertising | | | |
| 14 | | Report on Framework to Assess Company Lobbying Alignment with Climate Goals | E, S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the prescriptive, and shareholders would and how the company would plan to | benefit from | greater transpa | arency of the | e company's direct and indirect clima | | , | | |

Alphabet Inc.

Meeting Date: 06/07/2024 Record Date: 04/09/2024 Country: USA
Meeting Type: Annual
Primary CUSIP: 02079K305

Ticker: GOOGL
Meeting ID: 1858349

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|---|----------------------------|--|---------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Larry Page | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mu time-based sunset. Votes AGAINST in Washington are warranted due to exe vote FOR the remaining director nomin | lti-class share cumbent com cutive compe | e structure witi pensation com nsation concer | h disparate nmittee men | voting rights, which is not subject to abers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1b | | Elect Director Sergey Brin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mu time-based sunset. Votes AGAINST inc Washington are warranted due to exe vote FOR the remaining director nomin | lti-class share cumbent com cutive compe | e structure witi pensation com nsation concer | h disparate nmittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1c | | Elect Director Sundar Pichai | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mu time-based sunset. Votes AGAINST in Washington are warranted due to exe vote FOR the remaining director nominations. | lti-class share cumbent com cutive compe | e structure witi pensation com nsation concer | h disparate nmittee men | voting rights, which is not subject to abers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1d | | Elect Director John L. Hennessy | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mu time-based sunset. Votes AGAINST in Washington are warranted due to exercise FOR the remaining director nominations. | lti-class share cumbent com cutive compe | e structure witi pensation com nsation concer | h disparate nmittee men | voting rights, which is not subject to abers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1e | | Elect Director Frances H. Arnold | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mu time-based sunset. Votes AGAINST in Washington are warranted due to exe vote FOR the remaining director nomin | lti-class share cumbent com cutive compe | e structure witi pensation com nsation concer | h disparate nmittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab . and Robin | | | |
| 1f | | Elect Director R. Martin "Marty" Chavez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mu time-based sunset. Votes AGAINST in Washington are warranted due to exercise FOR the remaining director nominations. | lti-class share cumbent com cutive compe | e structure witi pensation com nsation concer | h disparate nmittee men | voting rights, which is not subject to abers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1g | | Elect Director L. John Doerr | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a mutime-based sunset. Votes AGAINST in Washington are warranted due to exercise FOR the remaining director nominations. | lti-class share cumbent com cutive compe | e structure witi pensation com nsation concer | h disparate nmittee men | voting rights, which is not subject to abers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--|---|----------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1h | | Elect Director Roger W. Ferguson, Jr. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a multime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | lti-class share cumbent com cutive compe | e structure witi npensation com ensation concer | h disparate Imittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1i | | Elect Director K. Ram Shriram | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a multime-based sunset. Votes AGAINST includes Washington are warranted due to execute FOR the remaining director nominates. | lti-class share cumbent com cutive compe | e structure witi npensation com ensation concer | h disparate Imittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1j | | Elect Director Robin L. Washington | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINS due to the company maintaining a multime-based sunset. Votes AGAINST inc Washington are warranted due to execute FOR the remaining director nomin | lti-class share cumbent com cutive compe | e structure witi npensation com ensation concer | h disparate nmittee men | voting rights, which is not subject to nbers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | is proposal to | o ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Amend Bylaw regarding Stockholder Approval of Director Compensation | S, G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS adoption of a potentially disruptive and absence of director pay magnitude and | d overly pres | criptive propos | | | - | | | |
| 4 | | Report on Risks of Omitting Viewpoint and Ideological Diversity from EEO Policy | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS disclosures provide sufficient information EEO Policy. | | | | | | | | |
| 5 | | Report on Electromagnetic Radiation and Wireless Technologies Risks | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS suggests that the FCC's regulations are provides extensive disclosure indicating suggest the company is violating the la | ound electrong that its pro | magnetic interl nducts comply v | ference are point the law | protective of public health; * The con and the proponent does not cite any | npany evidence t | to | | |
| 6 | | Adopt Policy to Require Board of Directors Members to Disclose their Political and Charitable Donations | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS and oversight to address the risks raise | | osal is warrante | ed as the co | mpany discloses sufficient policies, pr | rocedures, | | | |
| 7 | | Report on Climate Risk in Retirement Plan Options | Е | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR thin invest more responsibly, it is unclear have requested in the report would not only change, but also allow shareholders to | ow well emp complemen | oloyees underst t and enhance | tand the ret the compar | irement plans available to them. The ny's existing commitments regarding o | informatior climate | | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 8 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this evaluate the company's lobbying effort | | is warranted, a | as sharehold | ders would benefit from increased dist | closure to | | | |
| 9 | | Approve Recapitalization Plan for all Stock to Have One-vote per Share | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this preference for a capital structure in who | | | | • | holders' | | | |
| 10 | | Report on Reproductive Healthcare Misinformation Risks | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this understanding on the steps that Alphat misinformation. | | | | | | | | |
| 11 | | Amend Audit and Compliance Committee Charter to Include Artificial Intelligence Oversight | E, S, G | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this company a more robust oversight on ru would also further complement the con | isks associato | ed with the co | mpany's arti | ificial intelligence (AI) activities. More | | | | |
| 12 | | Report on Risks Related to AI Generated Misinformation and Disinformation | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR thi mis/disinformation related to generativ | | - | | | arency on | | | |
| 13 | | Publish Human Rights Risk Assessment on the AI-Driven Targeted Ad Policies | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR thi impacts would help shareholders bette targeted advertising policies and practi | r evaluate th | | | | | its | | |
| 14 | | Adopt Targets Evaluating YouTube Child Safety Policies | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR this tracks metrics related to child safety or company is managing related risks. | | - | | | | | | |

Arista Networks, Inc.

Meeting Date: 06/07/2024 **Record Date:** 04/09/2024

Country: USA Meeting Type: Annual Ticker: ANET **Meeting ID:** 1855774

Primary CUSIP: 040413106

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Kelly Battles | G | Mgmt | Yes | For | Withhold | For | No | Yes |

Arista Networks, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------------------------|-----------------------------------|---------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| | | Voting Policy Rationale: WITHHOLD of the board's failure to remove, or subj to the governing documents and the director nominee Kenneth (Ken) Dud | iect to a suns classified boa | et requirement ard, each of wh | t, the supern | | tain chang | ies | | |
| 1.2 | | Elect Director Kenneth Duda | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: WITHHOLD the board's failure to remove, or subject to the governing documents and the director nominee Kenneth (Ken) Dud. | iect to a suns classified boa | et requirement ard, each of wh | t, the supern | | tain chang | ies | | |
| 1.3 | | Elect Director Jayshree Ullal | G | Mgmt | Yes | For | Withhold | l For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD of the board's failure to remove, or subj to the governing documents and the director nominee Kenneth (Ken) Dud | iect to a suns classified boa | et requirement ard, each of wh | t, the supern | | tain chang | ies | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | of weightings and targets under the | STIP, and the as the STIP. I | portion of the Nevertheless, C | performanc CEO pay and | company performance are reasonabl | l performa | nce | | |
| 3 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his proposal t | to ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the | Equity Plan | Scorecard eval | uation (EPSC | C), a vote FOR this proposal is warran | ted. | | | |

NVIDIA Corporation

Meeting Date: 06/26/2024

Country: USA

Ticker: NVDA

Record Date: 04/29/2024

Meeting Type: Annual

Meeting ID: 1865677

Primary CUSIP: 67066G104

| Proposal | Significant | | ESG | | Votable | Mgmt | Voting Policy | Vote | Vote Against | Vote Against |
|----------|-------------|---|---------------|----------------|----------|------|------------------|-------------|-----------------|-----------------|
| Number | Vote | Proposal Text | Pillar | Proponent | Proposal | Rec | Rec | Instruction | Mgmt | ISS |
| 1a | | Elect Director Robert K. Burgess | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is warı | ranted. | | | | | |
| 1b | | Elect Director Tench Coxe | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1c | | Elect Director John O. Dabiri | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1d | | Elect Director Persis S. Drell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is wari | ranted. | | | | | |

NVIDIA Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1e | | Elect Director Jen-Hsun Huang | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1f | | Elect Director Dawn Hudson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 1g | | Elect Director Harvey C. Jones | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 1h | | Elect Director Melissa B. Lora | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1i | | Elect Director Stephen C. Neal | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1j | | Elect Director A. Brooke Seawell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 1k | | Elect Director Aarti Shah | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | anted. | | | | | |
| 11 | | Elect Director Mark A. Stevens | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this under review. Although some concerns performance-based, with clearly disclos | are raised v | vith respect to | | , - | • | | | |
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | is proposal to | o ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Adopt Simple Majority Vote | G | SH | Yes | None | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this would enhance shareholder rights. | is proposal is | warranted giv | en that elin | nination of the supermajority vote req | uirements | | | |

Microsoft Corporation

Meeting Date: 12/10/2024 **Record Date:** 09/30/2024

Country: USA

Journal y. USA

Meeting Type: Annual

Primary CUSIP: 594918104

Ticker: MSFT

Meeting ID: 1906254

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Reid G. Hoffman | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR the director nominees is warranted.

Microsoft Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|------------------------------|------------------------------------|---------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1.2 | | Elect Director Hugh F. Johnston | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.3 | | Elect Director Teri L. List | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.4 | | Elect Director Catherine MacGregor | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.5 | | Elect Director Mark A. L. Mason | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.6 | | Elect Director Satya Nadella | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.7 | | Elect Director Sandra E. Peterson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.8 | | Elect Director Penny S. Pritzker | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.9 | | Elect Director Carlos A. Rodriguez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.10 | | Elect Director Charles W. Scharf | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.11 | | Elect Director John W. Stanton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 1.12 | | Elect Director Emma N. Walmsley | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warr | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi Annual incentives were primarily based performance-conditioned. The cash inc salary and STI payout opportunities re- periods. | on objective entive payou | e criteria and t ut was reduced | the CEO's load at the CEO | ng-term awards were entirely 's request this year. However, the CE | O's base | | | |
| 3 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | s proposal to | o ratify the aud | ditor is warra | anted. | | | | |
| 4 | | Report on Risks of Weapons Development | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR thi | s resolution | is warranted a | s the reaues | sted report would allow shareholders | to better | | | |

Voting Policy Rationale: A vote FOR this resolution is warranted as the requested report would allow shareholders to better understand Microsoft's management and oversight of risks related to weapons development.

Microsoft Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|------------------|---------------------|-------------|--------------------------|---------------------|-------------------------|------------------------|
| 5 | | Assess and Report on Investing in Bitcoin | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAII investments in Bitcoin and other cryp | | | | | considers potential | | | |
| 6 | | Report on Risks of Operating in Countries with Significant Human Rights Concerns | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to how the company is managing human | , , | | | | eased disclosure regardi | ing | | |
| 7 | | Report on Risks of Using Artificial Intelligence and Machine Learning Tools for Oil and Gas Development and Production | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR to to the potential risks associated with gas development and production. | | • | | | | | | |
| 8 | | Report on Risks Related to AI Generated Misinformation and Disinformation | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR to related to misinformation and disinfor business impacts and how the compa | rmation, inc | luding from gene | | - | | S | | |
| 9 | | Report on AI Data Sourcing Accountability | S | SH | Yes | Against | For | Against | No | Yes |
| | | | | | | | | | | |

Voting Policy Rationale: A vote FOR this resolution is warranted as the company is facing increased risks related to copyright infringement. Although it discloses information about its assessment of AI risks generally, shareholders would benefit from greater attention to risks related to how the company uses third-party information to train its large language models.

VOTE SUMMARY REPORT

Dividend Growth Proxy Voting Record

Date range covered: 01/01/2024 to 12/31/2024

Voting Statistics

| | Total | Percent |
|--|-------|---------|
| Votable Meetings | 25 | |
| Meetings Voted | 25 | 100.00% |
| Meetings with One or More Votes Against Management | 10 | 40.00% |
| Votable Ballots | 25 | |
| Ballots Voted | 25 | 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.

| | Manageme | nt Proposals | Shareholder | Proposals | All Proposals | | |
|--------------------------|----------|--------------|-------------|-----------|---------------|---------|--|
| | Total | Percent | Total | Percent | Total | Percent | |
| Votable Proposals | 354 | | 58 | | 412 | | |
| Proposals Voted | 354 | 100.00% | 58 | 100.00% | 412 | 100.00% | |
| FOR Votes | 344 | 97.18% | 8 | 13.79% | 352 | 85.44% | |
| AGAINST Votes | 9 | 2.54% | 50 | 86.21% | 59 | 14.32% | |
| ABSTAIN Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| WITHHOLD Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| Votes WITH Management | 345 | 97.46% | 51 | 87.93% | 396 | 96.12% | |
| Votes AGAINST Management | 9 | 2.54% | 7 | 12.07% | 16 | 3.88% | |
| Significant Votes | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |

Note: Instructions of Do Not Vote are not considered voted; Frequency on Pay votes of 1, 2 or 3 Years are only reflected statistically, where applicable, but present in the underlying detail; and in cases of different votes submitted across ballots for a given meeting, votes cast are distinctly counted by type per proposal where total votes submitted may be higher than unique proposals voted.

E, S, G Pillar Statistics

| | | Votable Proposals | | Proposals Voted | | ement osals | Sharel Prop | | All Proposals | | |
|--------------------------|-------|----------------------|---------------|--------------------|-------|----------------|----------------|---------|------------------|---------|--|
| | Total | Percent | Total Percent | | Total | Percent | Total | Percent | Total | Percent | |
| Environmental | 5 | 1.21% | 5 | 1.21% | 0 | 0.00% | 5 | 8.62% | 5 | 1.21% | |
| Social | 30 | 7.28% | 30 | 7.28% | 1 | 0.28% | 29 | 50.00% | 30 | 7.28% | |
| Governance | 362 | 87.86% | 362 | 87.86% | 353 | 99.72% | 9 | 15.52% | 362 | 87.86% | |
| E&S Blended | 11 | 2.67% | 11 | 2.67% | 0 | 0.00% | 11 | 18.97% | 11 | 2.67% | |
| S&G Blended | 2 | 0.49% | 2 | 0.49% | 0 | 0.00% | 2 | 3.45% | 2 | 0.49% | |
| E&S&G Blended | 2 | 0.49% | 2 | 0.49% | 0 | 0.00% | 2 | 3.45% | 2 | 0.49% | |
| Total Unique Proposal(s) | 412 | | 412 | | 354 | | 58 | | 412 | | |

 $\textit{Note: For Blended Pillars, clients should review the \textit{E,S,G} pillar designation provided in the meeting's proposal data.}$

Proposal Statistics

| | | Votable Proposals | | Proposals Voted | | Management Proposals | | Shareholder Proposals | | Votes Against Management | | Significant Votes | |
|------------------------|-------|----------------------|-------|--------------------|-------|-------------------------|-------|--------------------------|-------|-----------------------------|-------|----------------------|--|
| | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent | Total | Percent | |
| Audit Related | 26 | 6.31% | 26 | 6.31% | 26 | 6.31% | 0 | 0.00% | 1 | 0.24% | 0 | 0.00% | |
| Capitalization | 18 | 4.37% | 18 | 4.37% | 18 | 4.37% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| Company Articles | 3 | 0.73% | 3 | 0.73% | 2 | 0.49% | 1 | 0.24% | 1 | 0.24% | 0 | 0.00% | |
| Compensation | 35 | 8.50% | 35 | 8.50% | 32 | 7.77% | 3 | 0.73% | 2 | 0.49% | 0 | 0.00% | |
| Corporate Governance | 4 | 0.97% | 4 | 0.97% | 0 | 0.00% | 4 | 0.97% | 1 | 0.24% | 0 | 0.00% | |
| Director Election | 237 | 57.52% | 237 | 57.52% | 237 | 57.52% | 0 | 0.00% | 4 | 0.97% | 0 | 0.00% | |
| Director Related | 17 | 4.13% | 17 | 4.13% | 16 | 3.88% | 1 | 0.24% | 1 | 0.24% | 0 | 0.00% | |
| E&S Blended | 11 | 2.67% | 11 | 2.67% | 0 | 0.00% | 11 | 2.67% | 0 | 0.00% | 0 | 0.00% | |
| Environmental | 5 | 1.21% | 5 | 1.21% | 0 | 0.00% | 5 | 1.21% | 1 | 0.24% | 0 | 0.00% | |
| Miscellaneous | 4 | 0.97% | 4 | 0.97% | 2 | 0.49% | 2 | 0.49% | 1 | 0.24% | 0 | 0.00% | |
| Mutual Funds | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| No Research | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| Non-Routine Business | 2 | 0.49% | 2 | 0.49% | 0 | 0.00% | 2 | 0.49% | 0 | 0.00% | 0 | 0.00% | |
| Routine Business | 15 | 3.64% | 15 | 3.64% | 15 | 3.64% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| Social | 30 | 7.28% | 30 | 7.28% | 1 | 0.24% | 29 | 7.04% | 4 | 0.97% | 0 | 0.00% | |
| Strategic Transactions | 1 | 0.24% | 1 | 0.24% | 1 | 0.24% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| Takeover Related | 4 | 0.97% | 4 | 0.97% | 4 | 0.97% | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% | |
| Total | 412 | 100.00% | 412 | 100.00% | 354 | 85.92% | 58 | 14.08% | 16 | 3.88% | 0 | 0.00% | |

Intuit Inc.

Meeting Date: 01/18/2024 **Record Date:** 11/20/2023

Country: USA
Meeting Type: Annual

Primary CUSIP: 461202103

Ticker: INTU

Meeting ID: 1806332

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Eve Burton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1b | | Elect Director Scott D. Cook | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1c | | Elect Director Richard L. Dalzell | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1d | | Elect Director Sasan K. Goodarzi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1e | | Elect Director Deborah Liu | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is wan | ranted at th | is time. | | | | |
| 1f | | Elect Director Tekedra Mawakana | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |
| 1g | | Elect Director Suzanne Nora Johnson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted at th | is time. | | | | |

Intuit Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-------------------------------|--|--------------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1h | | Elect Director Ryan Roslansky | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at thi | is time. | | | | |
| 1i | | Elect Director Thomas Szkutak | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at thi | is time. | | | | |
| 1j | | Elect Director Raul Vazquez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at thi | is time. | | | | |
| 1k | | Elect Director Eric S. Yuan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at thi | is time. | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| 3 | | Voting Policy Rationale: A vote FOR the review. Annual incentives were primare performance-based. In addition, long-generally capped at target for negative. Advisory Vote on Saven Bayes. | ily determine term perforn | ed by pre-set fi nance shares u SR performance | inancial met tilize a three | rics and half of the long-term incentiv | e award is | | No | No |
| 3 | | Advisory Vote on Say on Pay Frequency | G | Mgmt | 165 | Year | Year | One real | INO | NO |
| | | Voting Policy Rationale: A vote for the considered a best practice as they give | • | | | | pay votes | are | | |
| 4 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |
| 5 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the | Equity Plan S | Scorecard evalu | uation (EPSC | C), a vote FOR this proposal is warran | ted. | | | |
| 6 | | Report on Climate Risk in Retirement Plan Options | Е | SH | Yes | Against | For | For | Yes | Yes |
| | | Voting Policy Rationale: A vote FOR the invest more responsibly, it is unclear the requested in the report would not only change, but also allow shareholders to | ow well emp complemen | oloyees unders ot and enhance | tand the ret the compar | irement plans available to them. The ny's existing commitments regarding | informatio climate | | | |

Visa Inc.

Meeting Date: 01/23/2024

Country: USA

: USA

Record Date: 11/24/2023

Primary CUSIP: 92826C839

Meeting Type: Annual

Ticker: V

Meeting ID: 1809416

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Lloyd A. Carney | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.

Visa Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------------------|--------------------------------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1b | | Elect Director Kermit R. Crawford | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1c | | Elect Director Francisco Javier Fernandez-Carbajal | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1d | | Elect Director Ramon Laguarta | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1e | | Elect Director Teri L. List | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1f | | Elect Director John F. Lundgren | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1g | | Elect Director Ryan McInerney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1h | | Elect Director Denise M. Morrison | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1i | | Elect Director Pamela Murphy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 1j | | Elect Director Linda J. Rendle | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is wari | ranted at th | is time. | | | | |
| 1k | | Elect Director Maynard G. Webb, Jr. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is warı | ranted at th | is time. | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the annual and long-term incentives are puthe lack of per-metric weightings and | rimarily perfo | ormance based | l, certain co | ncerns are noted under both program | | to | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Approve Class B Exchange Offer Program Certificate Amendments | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the number of Class B shares will become and volatility for Class A shareholders. conversion of the Class B shares, which thereby mitigating some of this risk. | freely conve The propose | ertible into Clas. ed exchange of | s A shares a | all at once, which could lead to marke s for a more methodical approach to t | t disruption the | กร | | |
| 5 | | Adjourn Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal is | s warranted as | support for | the underlying proposals at the share | eholder | | | |

Voting Policy Rationale: A vote FOR this proposal is warranted as support for the underlying proposals at the shareholder meeting is warranted.

Visa Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|-------------------------|----------------------------|---------------------|-------------------------|------------------------|
| 6 | | Submit Severance Agreement (Change-in-Control) to Shareholder Vote | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Pationals: A vote ACA | INST this prof | ocal ic warrant | ad The con | anany hac a nolicy whic | ch limite each covorance t | 2 | | |

Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy which limits cash severance to a reasonable basis absent shareholder approval, and no significant concerns are identified with respect to the company's broad-based equity award treatment.

Accenture plc

Meeting Date: 01/31/2024 **Record Date:** 12/04/2023

Country: Ireland
Meeting Type: Annual

Ticker: ACN

Meeting ID: 1811227

Primary CUSIP: G1151C101

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|---------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Jaime Ardila | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1b | | Elect Director Martin Brudermuller | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1c | | Elect Director Alan Jope | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1d | | Elect Director Nancy McKinstry | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1e | | Elect Director Beth E. Mooney | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1f | | Elect Director Gilles C. Pelisson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1g | | Elect Director Paula A. Price | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1h | | Elect Director Venkata (Murthy) Renduchintala | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1i | | Elect Director Arun Sarin | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1j | | Elect Director Julie Sweet | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |
| 1k | | Elect Director Tracey T. Travis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the directors | is warranted. | | | | | | |

Accenture plc

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this disclosure of goal definition, CEO pay a | | | | | antial | | | |
| 3 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the E | Equity Plan S | Scorecard evalu | uation (EPSC | C), a vote FOR this proposal is warrant | ted. | | | |
| 4 | | Amend Nonqualified Employee Stock Purchase Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this reserved is relatively conservative; and | | _ | | The purchase price is reasonable; * Ti | he shares | | | |
| 5 | | Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | is proposal to | o ratify the aud | ditor is warra | anted. | | | | |
| 6 | | Renew the Board's Authority to Issue Shares Under Irish Law | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | ese proposal | 's is warranted | as the prop | osed amounts and durations are with | in | | | |
| 7 | | Authorize Board to Opt-Out of Statutory Pre-Emption Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | ese proposal | 's is warranted | as the prop | osed amounts and durations are with | in | | | |
| 8 | | Determine Price Range for Reissuance of Treasury Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi Ireland, and no significant concerns ha | | | ecause this | is a routine item for companies incorp | porated in | | | |

PT Bank Mandiri (Persero) Tbk

Meeting Date: 03/07/2024 **Record Date:** 02/12/2024

Country: Indonesia Meeting Type: Annual

Ticker: BMRI

Meeting ID: 1818374

Primary CUSIP: Y7123S108

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|--------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Approve Annual Report, Financial Statements, Statutory Reports, Report of the Micro and Small Business Funding Program (PUMK), and Discharge of Directors and Commissioners | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the company's financial statements. | is resolution | is warranted g | viven the abs | sence of any known issues surroundin | g the | | | |
| 2 | | Approve Allocation of Income | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is resolution | is warranted. | | | | | | |

PT Bank Mandiri (Persero) Tbk

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|-----------------|------------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Approve Remuneration and Tantiem of Directors and Commissioners | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | this resolution | is warranted. | | | | | | |
| 4 | | Appoint Auditors of the Company and the Micro and Small Business Funding Program (PUMK) | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAII paid to the company's audit firm in the | | | - | | al audit fed | es | | |
| 5 | | Accept Report on the Use of Proceeds from the Shelf Public Offering of Shelf Green Bonds I Tranche I of Bank Mandiri of 2023 | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is re | quired for thi | is item. | | | | | | |
| 6 | | Approve Company's Recovery Plan Update | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | this resolution | is warranted. | | | | | | |
| 7 | | Amend Articles of Association | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAII voting decision. | NST this reso. | lution is warran | ted given th | e lack of further information to make | an informe | ed | | |
| 8 | | Approve Changes in the Boards of the Company | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAII decision. | NST this reso | lution is warran | ted given th | e lack of information to make an info | rmed votin | g | | |

AstraZeneca PLC

Meeting Date: 04/11/2024 **Record Date:** 04/09/2024

Country: United Kingdom Meeting Type: Annual

Ticker: AZN

Meeting ID: 1823178

Primary CUSIP: G0593M107

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|------------------|---------------------|----------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Accept Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR warranted as no significant concern | | | ission of the | directors' report and fina | ncial statements is | | | |
| 2 | | Approve Dividends | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR been identified. | this resolutio | n is warranted L | because this | is a routine item and no s | significant concerns h | ave | | |
| 3 | | Reappoint PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this item is u | varranted as no | significant o | oncerns have heen identit | ied | | | |

AstraZeneca PLC

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--|--|--|---|----------------------------|---------------------|-------------------------|------------------------|
| 4 | | Authorise Board to Fix Remuneration of Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | item is warı | ranted because | e there are | no concerns regarding this proposal. | | | | |
| 5a | | Re-elect Michel Demare as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 51 A Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitm reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althoug s at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M companies in addition to his position at ve effectively in his respective roles. T is role at Investor AB, given its signific | arcus the The main | | | |
| 5b | | Re-elect Pascal Soriot as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 51 A Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitm reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althoug s at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M companies in addition to his position at ve effectively in his respective roles. I is role at Investor AB, given its signific | arcus t the The main | | | |
| 5c | | Re-elect Aradhana Sarin as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l / Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitme reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althougs at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M. companies in addition to his position at ve effectively in his respective roles. T is role at Investor AB, given its signific | arcus the The main | | | |
| 5d | | Re-elect Philip Broadley as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 51 A Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitm reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althougs at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M companies in addition to his position at ve effectively in his respective roles. T is role at Investor AB, given its signific | arcus t the The main | | | |
| 5e | | Re-elect Euan Ashley as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l / Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitme reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althoug s at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M companies in addition to his position at ve effectively in his respective roles. T is role at Investor AB, given its signific | arcus t the The main | | | |
| 5f | | Re-elect Deborah DiSanzo as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 51 A Item 5m A vote FOR this Director is con Wallenberg holds a significant number of Company. These external time commitm reason for support is: * All of his director those companies. Taking this factor into | sidered war of board role nents may u orships at list | ranted, althoug s at other pub ndermine his a ted companies | gh it is not v licly-listed c ability to ser relate to hi | without concern for shareholders: * M companies in addition to his position at ve effectively in his respective roles. T is role at Investor AB, given its signific | arcus t the The main | | | |

AstraZeneca PLC

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|---|---|------------------------------|---------------------|-------------------------|------------------------|
| 5g | | Re-elect Diana Layfield as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l Item 5m A vote FOR this Director is co. Wallenberg holds a significant number Company. These external time commit reason for support is: * All of his direct those companies. Taking this factor int | nsidered wai of board rold ments may u torships at lis | rranted, althou es at other pub undermine his a sted companies | gh it is not plicly-listed of ability to sen s relate to h | without concern for shareholders: * N companies in addition to his position a rve effectively in his respective roles. is role at Investor AB, given its signifi | Marcus ot the The main | | | |
| 5h | | Elect Anna Manz as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l Item 5m A vote FOR this Director is co. Wallenberg holds a significant number Company. These external time commit reason for support is: * All of his direct those companies. Taking this factor int | nsidered wai of board rold ments may u torships at lis | rranted, althou es at other pub undermine his a sted companies | gh it is not plicly-listed of ability to sen s relate to h | without concern for shareholders: * N companies in addition to his position a rve effectively in his respective roles. is role at Investor AB, given its signifi | Marcus ot the The main | | | |
| 5i | | Re-elect Sheri McCoy as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l Item 5m A vote FOR this Director is co. Wallenberg holds a significant number Company. These external time commit reason for support is: * All of his direct those companies. Taking this factor int | nsidered wai of board role ments may u torships at lis | rranted, althou es at other pub undermine his a sted companies | gh it is not plicly-listed c ability to sen s relate to h | without concern for shareholders: * N companies in addition to his position a rve effectively in his respective roles. is role at Investor AB, given its signifi | Marcus ot the The main | | | |
| 5j | | Re-elect Tony Mok as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l Item 5m A vote FOR this Director is co. Wallenberg holds a significant number Company. These external time commits reason for support is: * All of his direct those companies. Taking this factor into | nsidered wai of board rold ments may u torships at lis | rranted, althou es at other pub undermine his a sted companies | gh it is not plicly-listed c ability to sen s relate to h | without concern for shareholders: * N companies in addition to his position a rve effectively in his respective roles. is role at Investor AB, given its signifi | Marcus ot the The main | | | |
| 5k | | Re-elect Nazneen Rahman as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l Item 5m A vote FOR this Director is co. Wallenberg holds a significant number Company. These external time commits reason for support is: * All of his direct those companies. Taking this factor int | nsidered wai of board roli ments may u torships at lis | rranted, althou es at other pub undermine his a sted companies | gh it is not plicly-listed of ability to sen s relate to h | without concern for shareholders: * N companies in addition to his position a rve effectively in his respective roles. is role at Investor AB, given its signifi | Marcus ot the The main | | | |
| 51 | | Re-elect Andreas Rummelt as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l Item 5m A vote FOR this Director is co. Wallenberg holds a significant number Company. These external time commit reason for support is: * All of his direct those companies. Taking this factor int | nsidered wai of board role ments may u torships at lis | rranted, althou es at other pub undermine his a sted companies | gh it is not plicly-listed of ability to sen s relate to h | without concern for shareholders: * N companies in addition to his position a rve effectively in his respective roles. is role at Investor AB, given its signifi | Marcus ot the The main | | | |
| 5m | | Re-elect Marcus Wallenberg as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Items 5a to 5l Item 5m A vote FOR this Director is co. Wallenberg holds a significant number Company. These external time commit reason for support is: * All of his direct | nsidered wal of board role ments may t | rranted, althou es at other pub undermine his d | gh it is not plicly-listed o ability to sei | without concern for shareholders: * N companies in addition to his position a rve effectively in his respective roles. | Marcus ot the The main | | | |

those companies. Taking this factor into account, support for his re-election is considered warranted.

AstraZeneca PLC

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|---|--|---|---|---------------------|-------------------------|------------------------|
| 6 | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s item is wai | rranted as no s | significant co | oncerns have been identified. | | | | |
| 7 | | Approve Remuneration Policy | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS maximum of 850% of salary, represent Company's FTSE 10 peers. Bonus oppovariable incentive repositioning follows opportunity of an additional 3.5x salary since 2020 is also recognised). The mereach, is in a high-paying sector, and is exceeds FTSE peers is very high, to the | t a substantion fortunities are a trend of la since 2020 rits of the Co s led by a ve | al pay adjustm increased sim arge increases (although the ompany's ratio ry highly regal | ent which pultaneously, to potential growth of to nale are ack rded CEO. H | ositions executive pay very significant, further increasing variable pay. * The pay every policy year and represents the Company in market cap, revenue, knowledged: AstraZeneca undoubtedly lowever, the degree by which the new | tly above to e proposed the and TSR v has a glo | he d bal | | |
| 8 | | Amend Performance Share Plan 2020 | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS significant pay adjustment which position | | | | , , | esents a | | | |
| 9 | | Authorise UK Political Donations and Expenditure | S | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this overtly political payments but is making | | | | | | | | |
| 10 | | Authorise Issue of Equity | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | ese resolution | ns is warranted | d because ti | he proposed amounts and durations a | re within | | | |
| 11 | | Authorise Issue of Equity without Pre-emptive Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | ese resolution | ns is warranted | d because ti | he proposed amounts and durations a | re within | | | |
| 12 | | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the recommended limits. | ese resolution | ns is warranted | d because ti | he proposed amounts and durations a | re within | | | |
| 13 | | Authorise Market Purchase of Ordinary Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this recommended limits. | s resolution | is warranted b | ecause the | proposed amount and duration are wi | ithin | | | |
| 14 | | Authorise the Company to Call General Meeting with Two Weeks' Notice | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s resolution | is warranted I | Vo issues of | concern have been identified | | | | |

Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.

Adobe Inc.

Meeting Date: 04/17/2024 Record Date: 02/20/2024 Country: USA
Meeting Type: Annual
Primary CUSIP: 00724F101

Ticker: ADBE
Meeting ID: 1828583

Voting Policy: Sustainability

| 10 | Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|------------|------|--|---------------|-------------------|---------------------|-----------------------------------|---------------|---------------------|-----------------|----------------|
| 1a | | Elect Director Cristiano Amon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is wan | ranted. | | | | | |
| 1b | | Elect Director Amy Banse | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1c | | Elect Director Brett Biggs | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1d | | Elect Director Melanie Boulden | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is wan | ranted. | | | | | |
| 1e | | Elect Director Frank Calderoni | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1f | | Elect Director Laura Desmond | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1g | | Elect Director Shantanu Narayen | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1h | | Elect Director Spencer Neumann | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1 i | | Elect Director Kathleen Oberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1j | | Elect Director Dheeraj Pandey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1k | | Elect Director David Ricks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 11 | | Elect Director Daniel Rosensweig | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 2 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Based on the | Equity Plan | Scorecard evalu | uation (EPSC | C), a vote FOR this proposal is v | warranted. | | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | his proposal | to ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives and long-term incentives are primarily performance-based. In addition, the relative TSR PSUs utilize a multi-year performance period and a payout cap for negative absolute results, while targeting above-median performance. However, concerns remain regarding the annual performance period for certain equity awards and the lack of disclosed specific annual incentive targets and weightings, though certain improvements to the STI are expected to be made next year.

Adobe Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 5 | | Require a Majority Vote Standard for the Election of Directors with Mandatory Resignation Policy | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGA elections at the company that sugg | | | , | , , | g failed director | • | | |
| 6 | | Report on Hiring of Persons with Arrest or Incarceration Records | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR | | | | , | | | | |

ASML Holding NV

Meeting Date: 04/24/2024 **Record Date:** 03/27/2024

Country: Netherlands **Meeting Type:** Annual

Primary CUSIP: N07059202

Ticker: ASML

Meeting ID: 1818545

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| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|-----------------|---------------------|---------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| | | Annual Meeting Agenda | | Mgmt | No | | | | | |
| 1 | | Open Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is re | equired for th | is item. | | | | | | |
| 2 | | Discuss the Company's Business, Financial Situation and ESG Sustainability | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a nor | n-voting item. | | | | | | | |
| 3a | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR regarding actual content and disclosi | | as the proposed | d remunerati | ion report is in in line with I | market practice, | | | |
| 3b | | Adopt Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR auditors. | is warranted | because of the | absence of o | concern with the company's | audit procedures or | r its | | |
| 3c | | Discussion on Company's Corporate Governance Structure and Compliance with the Corporate Governance Code | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a nor | -voting item. | | | | | | | |
| 3d | | Receive Explanation on Company's Reserves and Dividend Policy | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a nor | n-voting item. | , | | | | | | |

ASML Holding NV

volume and duration.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 3e | | Approve Dividends | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the being excessive. | his dividend p | oroposal is warı | ranted beca | use the proposed payout ratio is adeq | guate witho | out | | |
| 4a | | Approve Discharge of Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is controversies that the management b | | | | , | compelling | 7 | | |
| 4b | | Approve Discharge of Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is controversies that the management b | | | | • | compelling | 7 | | |
| 5 | | Approve Number of Shares for Management Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | his item is wa | arranted becaus | se the terms | s of the proposed equity plan are not | problemati | ic. | | |
| 6a | | Announce Intention to Reappoint C.D. Fouquet to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are not | n-voting iten | ıs. | | | | | | |
| 6b | | Announce Intention to Reappoint J.P. Koonmen to Management Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are no | n-voting iten | ıs. | | | | | | |
| 7a | | Discuss Updated Profile of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non- | voting item. | | | | | | | |
| 7b | | Reelect A.P. Aris to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | es appear to | | | ' | | s | | |
| 7c | | Reelect D.M. Durcan to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | es appear to | | | - | | 5 | | |
| 7d | | Reelect D.W.A. East to Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the exceeding four years; * The candidate no known controversy concerning the | es appear to | | | ' | | ş. | | |
| 7e | | Discuss Composition of the Supervisory Board | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non- | voting item. | | | | | | | |
| 8a | | Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the volume and duration | nis proposal i | s warranted be | cause it is i | n line with commonly used safeguard. | s regarding | 7 | | |

ASML Holding NV

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 8b | | Authorize Board to Exclude Preemptive Rights from Share Issuances | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this volume and duration. | s proposal is | warranted bed | cause it is ir | n line with commonly used safeguards | regarding | | | |
| 9 | | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is volume and pricing; * The authorization capital; and * The authorization would prior to the repurchase. | n would allo | w ASML Holdin | g to repurci | hase up to 10.00 percent of the issued | d share | - | | |
| 10 | | Authorize Cancellation of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is v | warranted be | ecause the can | cellation of | shares is in shareholders' interests. | | | | |
| 11 | | Other Business (Non-Voting) | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is requ | iired for this | item. | | | | | | |
| 12 | | Close Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: No vote is requ | ired for this | item. | | | | | | |

Abbott Laboratories

Meeting Date: 04/26/2024 **Record Date:** 02/28/2024

Country: USA
Meeting Type: Annual

Primary CUSIP: 002824100

Ticker: ABT

Meeting ID: 1835685

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Robert J. Alpern | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1.2 | | Elect Director Claire Babineaux-Fontenot | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1.3 | | Elect Director Sally E. Blount | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1.4 | | Elect Director Robert B. Ford | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1.5 | | Elect Director Paola Gonzalez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |
| 1.6 | | Elect Director Michelle A. Kumbier | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to | he director n | ominees is war | ranted. | | | | | |

Abbott Laboratories

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|--------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.7 | | Elect Director Darren W. McDew | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is warı | ranted. | | | | | |
| 1.8 | | Elect Director Nancy McKinstry | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is warı | ranted. | | | | | |
| 1.9 | | Elect Director Michael G. O'Grady | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is warı | ranted. | | | | | |
| 1.10 | | Elect Director Michael F. Roman | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is warı | ranted. | | | | | |
| 1.11 | | Elect Director Daniel J. Starks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is warı | ranted. | | | | | |
| 1.12 | | Elect Director John G. Stratton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | minees is warı | ranted. | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | o ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thunder review. Although there are conceptormance based and there is no up | cerns with the | e structure of t | the LTI, the | majority of the incentive program wa | | | | |

Evolution AB

Meeting Date: 04/26/2024

Country: Sweden

Ticker: EVO

Record Date: 04/18/2024 Meeting Type: Annual

Meeting ID: 1794352

Primary CUSIP: W3287P115

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|--------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Open Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: These are ro | utine meeting | formalities. | | | | | | |
| 2.1 | | Elect Fredrik Palm as Chairman of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are ro | utine meeting | formalities. | | | | | | |
| 3 | | Prepare and Approve List of Shareholders | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are ro | utine meeting | formalities. | | | | | | |

Evolution AB

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 4 | | Approve Agenda of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are rout | ine meeting | formalities. | | | | | | |
| 5.1 | | Designate Erik Sprinchorn as Inspector of Minutes of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are rout | ine meeting | formalities. | | | | | | |
| 6 | | Acknowledge Proper Convening of Meeting | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: These are rout | ine meeting | formalities. | | | | | | |
| 7.a | | Accept Financial Statements and Statutory Reports | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the accounts presented or audit procedures | | f the annual ac | ccounts is w | arranted due to a lack of concern rega | arding the | | | |
| 7.b | | Approve Allocation of Income and Dividends of EUR 2.65 Per Share | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this proposed dividend. | s income allo | ocation propos | al is warran | ted due to a lack of controversy surro | unding the | ? | | |
| 7.c1 | | Approve Discharge of Jens von Bahr | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c2 | | Approve Discharge of Fredrik Osterberg | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c3 | | Approve Discharge of Ian Livingstone | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c4 | | Approve Discharge of Joel Citron | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c5 | | Approve Discharge of Jonas Engwall | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c6 | | Approve Discharge of Mimi Drake | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |
| 7.c7 | | Approve Discharge of Sandra Urie | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the management have not fulfilled their fid | | | as there is | no evidence that the board directors o | or | | | |

Evolution AB

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|-----------------|----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 7.c8 | | Approve Discharge of Martin Carlesund | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to management have not fulfilled their for | | | as there is | no evidence that the board directors | or | | | |
| 8 | | Determine Number of Members (6) and Deputy Members (0) of Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to board. | his proposal i. | s warranted be | ecause of a l | ack of controversy concerning the size | e of the | | | |
| 9 | | Approve Remuneration of Directors in the Amount of EUR 400,000 to Chairman and EUR 100,000 for Other Directors | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAIN considered excessive in relation to co. | | | as the propo | sed director fees lack justification and | d can be | | | |
| 10.1 | | Reelect Jens von Bahr (Chair) as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted for lack of diversity on the | | _ | | | ne is | | | |
| 10.2 | | Reelect Joel Citron as Director | G | Mgmt | Yes | For | Against | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted for lack of diversity on the | | _ | | | ne is | | | |
| 10.3 | | Reelect Mimi Drake as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted for lack of diversity on the | | _ | | | ne is | | | |
| 10.4 | | Reelect Ian Livingstone as Director | G | Mgmt | Yes | For | Against | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted for lack of diversity on the | | _ | | _ | ne is | | | |
| 10.5 | | Reelect Sandra Urie as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted for lack of diversity on the | | _ | | _ | ne is | | | |
| 10.6 | | Reelect Fredrik Osterberg as Director | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted for lack of diversity on the | | _ | | • | ne is | | | |
| 11 | | Approve Remuneration of Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted b | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 12.1 | | Ratify PricewaterhouseCoopers as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR is | warranted b | ecause there a | re no conce | rns regarding this proposal. | | | | |
| 13 | | Approve Nomination Committee Procedures | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to due to the local market practice of inc | | - | | _ | is warran | ted | | |

Evolution AB

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|------------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 14 | | Approve Remuneration Policy And Other Terms of Employment For Executive Management | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t does not contravene good European | | | | osed remuneration policy is well desc | cribed and | | | |
| 15 | | Approve Remuneration Report | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t does not contravene good European 2020 warrant plan vested during the | executive ren | nuneration pra | ctice. Signific | cant pay quantum concerns are note | | | | |
| 16 | | Authorize Share Repurchase Program | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t warranted, despite the lack of a discl There is no evidence of past abuse o | osed volume | limit, because: | | . , , , | | <i>! *</i> | | |
| 17 | | Authorize Reissuance of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t warranted, despite the lack of a discl There is no evidence of past abuse o | osed volume | limit, because: | | . , , , | | <i>! *</i> | | |
| 18 | | Approve Issuance of up to 10 Percent of Issued Shares without Preemptive Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t excessive. | his issuance a | authorization is | warranted i | because the potential share capital i | increase is i | ot | | |
| 19 | | Approve EUR 13,722.05 Reduction in Share Capital via Share Cancellation; Approve EUR 13,722.05 Increase in Share Capital Through a Bonus Issue | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t balance sheet, which may also enhan | | | | n of shares may improve the efficien | cy of the | | | |
| 20 | | Approve Transfer of Shares to the Sellers of BTG | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his item is wa | arranted becau | se the trans | fer is largely uncontroversial and cle | arly explain | ed. | | |
| 21 | | Close Meeting | G | Mgmt | No | | | | | |
| | | Voting Policy Rationale: This is a non | voting forma | ality. | | | | | | |

Advanced Micro Devices, Inc.

Meeting Date: 05/08/2024 **Record Date:** 03/13/2024

Country: USA

Meeting Type: Annual

Ticker: AMD

Meeting ID: 1838424

Primary CUSIP: 007903107

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|-------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Nora M. Denzel | G | Mgmt | Yes | For | For | For | No | No |

Advanced Micro Devices, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---|---|---|--|--|---------------------|-------------------------|------------------------|
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is war | ranted. | | | | | |
| 1b | | Elect Director Mark Durcan | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is war | ranted. | | | | | |
| 1c | | Elect Director Michael P. Gregoire | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is war | ranted. | | | | | |
| 1d | | Elect Director Joseph A. Householder | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is war | ranted. | | | | | |
| 1e | | Elect Director John W. Marren | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is war | ranted. | | | | | |
| 1f | | Elect Director Jon A. Olson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is war | ranted. | | | | | |
| 1g | | Elect Director Lisa T. Su | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is war | ranted. | | | | | |
| 1h | | Elect Director Abhi Y. Talwalkar | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is war | ranted. | | | | | |
| 1i | | Elect Director Elizabeth W. Vanderslice | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | e director no | ominees is war | ranted. | | | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR th | is proposal t | to ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the at this time. Although the lack of forward ability to assess the rigor of the program company performance. Moreover, seven however, half of all sign-on and promous performance periods, mitigating concessions. | ard-looking p am, payouts eral special e otional award | performance go under both the equity awards v | oal disclosur e STI and Li were granted | e under the annual LTI program inhi TI were commensurate with recent ald to certain NEOs in light of executive | bits investo nd longer-to e changes; | rs' | | |
| 4 | | Reduce Ownership Threshold for Shareholders to Call Special Meeting | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR th shareholders to call a special meeting vote on this proposal may signal suppo and subject matter, which may otherw | would enhai ort for modif | nce shareholde fying certain re | rs ability to strictions the | make use of the right. Additionally, a e board implemented on special mee | n affirmati | ve | | |

Prologis, Inc.

Meeting Date: 05/09/2024 **Record Date:** 03/12/2024

Country: USA
Meeting Type: Annual
Primary CUSIP: 74340W103

Ticker: PLD Meeting ID: 1841903

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|--|--|--|--|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Hamid R. Moghadam | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1b | | Elect Director Cristina G. Bita | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1c | | Elect Director James B. Connor | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1d | | Elect Director George L. Fotiades | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1e | | Elect Director Lydia H. Kennard | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1f | | Elect Director Irving F. Lyons, III | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1g | | Elect Director Guy A. Metcalfe | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1h | | Elect Director Avid Modjtabai | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1i | | Elect Director David P. O'Connor | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1j | | Elect Director Olivier Piani | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 1k | | Elect Director Carl B. Webb | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | he director r | nominees is war | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to sufficient responsiveness to last year in response to shareholder concerns, include a simplified LTI program, elin goal rigor and a meaningful cap on to warranted as the company implement | s failed say- mitigate a p nination of o ntal reported | on-pay vote. In ay-for-performa ne outperforma I compensation | addition, se ance misalig nce progran for the curre | everal changes to the pay program nment for the year under review. n and a smaller pool for the other, | for FY24, ma These change increased LT | es I | | |
| 3 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | his proposal | to ratify the au | ditor is warr | anted. | | | | |
| 4 | | Reduce Supermajority Vote Requirement to Amend Charter | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t requirements enhances shareholder in | | als is warranted | given that | the reduction in the supermajority | vote | | | |

Prologis, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 5 | | Reduce Supermajority Vote Requirement to Amend Bylaws | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements enhances shareholder rights. | | | | | | | | |
| 6 | | Adopt Simple Majority Vote | G | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR this proposal is warranted. Strong support for this proposal could motivate management to keep trying to pass a management proposal to eliminate the supermajority requirements, in the event that Items 4 and 5 are not approved this year. | | | | | | | | |

Lamar Advertising Company

Meeting Date: 05/16/2024 **Record Date:** 03/18/2024

Country: USA Meeting Type: Annual Ticker: LAMR

Meeting ID: 1845927

Primary CUSIP: 512816109

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Agains ISS | | |
|--------------------|---------------------|---|---|--|---|---|--|---------------------|-------------------------|-----------------------|--|--|
| 1.1 | | Elect Director Nancy Fletcher | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members John Koerner III, Stephen Mumblow, Thomas Reifenheiser, and Elizabeth (Liz) Thompson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for director nominees Kevin Reilly Jr., Wendell Reilly, and Anna Reilly as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted. | | | | | | | | | | |
| 1.2 | | Elect Director John E. Koerner, III | G | Mgmt | Yes | For | Withhold | l For | No | Yes | | |
| | | Voting Policy Rationale: WITHHOLD of Stephen Mumblow, Thomas Reifenhe subject to a reasonable time-based s Wendell Reilly, and Anna Reilly as the company. A vote FOR the remaining | eiser, and Eli unset provis eir ownershi | izabeth (Liz) Tho ion. WITHHOLD ip of the supervol | mpson for n votes are w ting shares p | naintaining a multi-class st varranted for director nomi | ructure that is not inees Kevin Reilly Jr., | | | | | |
| 1.3 | | Elect Director Marshall A. Loeb | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: WITHHOLD Stephen Mumblow, Thomas Reifenhe subject to a reasonable time-based s Wendell Reilly, and Anna Reilly as the company. A vote FOR the remaining | eiser, and Eli unset provis eir ownershij | izabeth (Liz) Tho ision. WITHHOLD ip of the supervol | mpson for n votes are w ting shares p | naintaining a multi-class st varranted for director nomi | ructure that is not inees Kevin Reilly Jr., | | | | | |
| 1.4 | | Elect Director Stephen P. Mumblow | G | Mgmt | Yes | For | Withhold | l For | No | Yes | | |
| | | Voting Policy Rationale: WITHHOLD Stephen Mumblow, Thomas Reifenhe subject to a reasonable time-based s Wendell Reilly, and Anna Reilly as the company. A vote FOR the remaining | eiser, and Eli unset provis eir ownershi | izabeth (Liz) Tho ion. WITHHOLD ip of the supervol | mpson for n votes are w ting shares p | naintaining a multi-class st varranted for director nomi | ructure that is not inees Kevin Reilly Jr., | | | | | |
| 1.5 | | Elect Director Thomas V. | G | Mgmt | Yes | For | Withhold | l For | No | Yes | | |

Wendell Reilly, and Anna Reilly as their ownership of the supervoting shares provides them with voting power control of the

company. A vote FOR the remaining director nominees is warranted.

Lamar Advertising Company

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | |
|--------------------|---------------------|---|---|---|--|--|-------------------------------------|---------------------|-------------------------|------------------------|--|
| 1.6 | | Elect Director Anna Reilly | G | Mgmt | Yes | For | Withhold | For | No | Yes | |
| | | Voting Policy Rationale: WITHHOLD Stephen Mumblow, Thomas Reifenhe subject to a reasonable time-based s Wendell Reilly, and Anna Reilly as the company. A vote FOR the remaining | eiser, and Eli. unset provisi eir ownership | zabeth (Liz) Th ion. WITHHOLL o of the superv | ompson for in the compson for interest in the compson for in the compson for in the compson for in the compson for interest i | maintaining a multi-class structu varranted for director nominees | re that is not Kevin Reilly Jr., | | | | |
| 1.7 | | Elect Director Kevin P. Reilly, Jr. | G | Mgmt | Yes | For | Withhold | For | No | Yes | |
| | | Voting Policy Rationale: WITHHOLD (Stephen Mumblow, Thomas Reifenhersubject to a reasonable time-based swendell Reilly, and Anna Reilly as the company. A vote FOR the remaining | eiser, and Eli. unset provis eir ownership | zabeth (Liz) Th ion. WITHHOLL o of the superv | ompson for r D votes are w oting shares | maintaining a multi-class structu varranted for director nominees | re that is not Kevin Reilly Jr., | | | | |
| 1.8 | | Elect Director Wendell Reilly | G | Mgmt | Yes | For | Withhold | For | No | Yes | |
| | | Voting Policy Rationale: WITHHOLD Stephen Mumblow, Thomas Reifenhe subject to a reasonable time-based s Wendell Reilly, and Anna Reilly as the company. A vote FOR the remaining | eiser, and Eli. unset provis eir ownership | zabeth (Liz) Th ion. WITHHOLL o of the superv | ompson for r D votes are w oting shares | maintaining a multi-class structu varranted for director nominees | re that is not Kevin Reilly Jr., | | | | |
| 1.9 | | Elect Director Elizabeth Thompson | G | Mgmt | Yes | For | Withhold | For | No | Yes | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members John Koerner III, Stephen Mumblow, Thomas Reifenheiser, and Elizabeth (Liz) Thompson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for director nominees Kevin Reilly Ir., Wendell Reilly, and Anna Reilly as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted. | | | | | | | | | |
| 2 | | Ratify KPMG LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No | |
| | | Voting Policy Rationale: A vote FOR t | this proposal | to ratify the au | uditor is warr | anted. | | | | | |

Amazon.com, Inc.

Meeting Date: 05/22/2024 Record Date: 03/28/2024

Country: USA

Meeting Type: Annual

Ticker: AMZN

Meeting ID: 1848566

Primary CUSIP: 023135106

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---------------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Jeffrey P. Bezos | G | Mgmt | Yes | For | Against | For | No | No |

Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes FOR the remaining nominees are warranted.

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|--|---|---|------------------------------------|---------------------|-------------------------|------------------------|
| 1b | | Elect Director Andrew R. Jassy | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility among company and its shareholders, and sho exposures at the firm. Votes FOR the reference of the state of th | e board to p d chair Jeffre gst all board uld thereford | roficiently guar ey Bezos are w I members for e be held the n | rd against a varranted giv failing to ef most accour | nd manage material environmental, s ven that the chair of the board ultima fectively supervise the management o | ocial and tely of risks to t | | | |
| 1c | | Elect Director Keith B. Alexander | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility among company and its shareholders, and sho exposures at the firm. Votes FOR the re- | e board to pa d chair Jeffre gst all board uld therefore | roficiently guar ey Bezos are w I members for a e be held the n | rd against a varranted giv failing to eff most accoun | nd manage material environmental, s ven that the chair of the board ultima fectively supervise the management o | ocial and tely of risks to t | | | |
| 1d | | Elect Director Edith W. Cooper | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility among company and its shareholders, and sho exposures at the firm. Votes FOR the reference of the state of th | e board to pa d chair Jeffre gst all board ould therefore | roficiently guar ey Bezos are w I members for a e be held the n | rd against a varranted giv failing to eff most accour | nd manage material environmental, s ven that the chair of the board ultima fectively supervise the management o | ocial and tely of risks to t | | | |
| 1e | | Elect Director Jamie S. Gorelick | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility among company and its shareholders, and sho exposures at the firm. Votes FOR the reference of the state of th | e board to pa d chair Jeffre gst all board ould therefore | roficiently guar ey Bezos are w I members for a e be held the n | rd against a varranted giv failing to eff most accour | nd manage material environmental, s ven that the chair of the board ultima fectively supervise the management o | ocial and tely of risks to t | | | |
| 1f | | Elect Director Daniel P. Huttenlocher | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility among company and its shareholders, and sho exposures at the firm. Votes FOR the re- | e board to pa d chair Jeffre gst all board uld therefore | roficiently guai ey Bezos are w I members for t e be held the n | rd against a arranted giv failing to eff most accour | nd manage material environmental, s ven that the chair of the board ultima fectively supervise the management o | ocial and tely of risks to t | | | |
| 1g | | Elect Director Andrew Y. Ng | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility among company and its shareholders, and sho exposures at the firm. Votes FOR the reference of the state of th | e board to p d chair Jeffre gst all board uld therefore | roficiently guar ey Bezos are w I members for e be held the n | rd against a varranted giv failing to eff most accourt | nd manage material environmental, s ven that the chair of the board ultima fectively supervise the management o | ocial and tely of risks to t | | | |
| 1h | | Elect Director Indra K. Nooyi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant risks company, which reflects a failure by the governance risks. Votes AGAINST board shoulders the most responsibility among company and its shareholders, and sho exposures at the firm. Votes FOR the re | e board to pa d chair Jeffre gst all board ould therefore | roficiently guar ey Bezos are w I members for a e be held the n | rd against a varranted giv failing to eff most accour | nd manage material environmental, s ven that the chair of the board ultima fectively supervise the management o | ocial and tely of risks to t | | | |

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Agains ISS |
|--------------------|---------------------|--|---|---|--|---|---|-----------------------------|-------------------------|-----------------------|
| 1i | | Elect Director Jonathan J. Rubinstein | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant ric company, which reflects a failure by governance risks. Votes AGAINST bo shoulders the most responsibility am company and its shareholders, and s exposures at the firm. Votes FOR the | the board to ard chair Jefi ongst all boa hould therefo | proficiently gua frey Bezos are v rd members for ore be held the | ard against a warranted gi failing to ei most accoui | and manage material of it iven that the chair of it fectively supervise th | environmental, social and the board ultimately e management of risks to t | | | |
| 1j | | Elect Director Brad D. Smith | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant ric company, which reflects a failure by governance risks. Votes AGAINST bo shoulders the most responsibility am company and its shareholders, and s exposures at the firm. Votes FOR the | the board to ard chair Jefi ongst all boa hould therefo | proficiently gua frey Bezos are v rd members for ore be held the | ard against a warranted gi failing to ei most accoui | and manage material of it iven that the chair of it fectively supervise th | environmental, social and the board ultimately e management of risks to t | | | |
| 1k | | Elect Director Patricia Q. Stonesifer | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant ric company, which reflects a failure by governance risks. Votes AGAINST bo shoulders the most responsibility am company and its shareholders, and s exposures at the firm. Votes FOR the | the board to ard chair Jefi ongst all boa hould therefo | proficiently gua frey Bezos are v rd members for ore be held the | ard against a warranted gi failing to ei most accoui | and manage material of it iven that the chair of it fectively supervise th | environmental, social and the board ultimately e management of risks to t | | | |
| 11 | | Elect Director Wendell P. Weeks | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Significant ric company, which reflects a failure by governance risks. Votes AGAINST bo shoulders the most responsibility am company and its shareholders, and s exposures at the firm. Votes FOR the | the board to ard chair Jefi ongst all boal hould therefo | proficiently gua frey Bezos are v rd members for ore be held the | ard against a warranted gi failing to ei most accoui | and manage material of it iven that the chair of it fectively supervise th | environmental, social and the board ultimately e management of risks to t | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR t | this proposal | to ratify the aud | ditor is warr | anted. | | | | |
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: While a pay- remain surrounding the company's p achievement of pre-set performance FY23 pay for all NEOs was relatively were provided to NEOs in FY23, follo following consecutive years of relatively responsiveness to certain shareholde feedback, and provided enhanced distransparency into the committee's rathe pay program to address certain shareholders of adequate responsiveness. In light of vote AGAINST this proposal is warranteed. | ay program s criteria, certa- low, consistir wing relative. ely low suppo- rs' concerns. sclosure surro- tionale for its thareholder co- uestions, the the committe | etructure, as no ain mitigating fa ag only of a bas ly large grants i ort for this prop The compensa ounding the cur a pay practices i oncerns. Althou lack of actions | portion of N actors have is actors have is actors have is actors and actors act | IEO compensation is of been identified. Special certain perquisites. It tain NEOs during the ampensation committed tee engaged with shangram design and philed, the company did no pany has demonstrates spect to certain areas | directly tied to the fically, it is recognized that In addition, no equity awar prior fiscal year. However, we demonstrated limited reholders, disclosed specificosophy. While this greater of make material changes the dadgree of responsiven of concern falls short of | ds ds dc do ess | | |
| 4 | | Establish a Public Policy Committee | E, S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR t | this proposal | is warranted. B | y establishir | ng a dedicated Public | Policy Committee, the | | | |

Voting Policy Rationale: A vote FOR this proposal is warranted. By establishing a dedicated Public Policy Committee, the company will have a centralized device to continue, ensure, and promote its social and environmental policies and initiatives. The adoption of this resolution will also solidify the company's position among its peers as an industry leader in this area of environmental sustainability.

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------|-----------------|---------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 5 | | Establish a Board Committee on Corporate Financial Sustainability | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN. to oversee operations and supply chain performance concerns, the board is get | n and engag | ement with cus | stomers, sup | opliers, and communities, and, absent | | / | | |
| 6 | | Report on Customer Due Diligence | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the disclosure on how the company is man | , , | | | would benefit from increased transpa | arency and | | | |
| 7 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the evaluate the company's lobbying effort | | is warranted, a | as sharehold | ders would benefit from increased dis | closure to | | | |
| 8 | | Report on Median and Adjusted Gender/Racial Pay Gaps | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the accountability for diversity efforts and is assessing and mitigating risks that re- | would provi | de shareholder. | s with usefu | l information about how effectively m | | t | | |
| 9 | | Report on Viewpoint Discrimination | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN. the handling of controversial products service and when the company may re | and content | 's seem to prov | vide sufficien | t information on proper and imprope | | , | | |
| 10 | | Report on Impact of Climate Change Strategy Consistent With Just Transition Guidelines | E, S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the and how the company considers huma low-carbon economy as part of its clim | an capital ma | anagement and | | | | er | | |
| 11 | | Report on Efforts to Reduce Plastic Use | Е | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the how the company is managing risks re | | | | ers would benefit from additional info | rmation on | | | |
| 12 | | Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR th disclosure on how the company is mal collective bargaining rights. | | | | - | | | | |
| 13 | | Disclose All Material Scope 3 GHG Emissions | Е | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the shareholders to better evaluate the co- managing climate-related risks approp | mpany's pro | gress toward it | ts net zero a | mbition, provide assurance that the o | company is | | | |
| 14 | | Commission Third Party Study and Report on Risks Associated with Use of Rekognition | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the disclosure on how the company is man | | | | would benefit from increased transpa | arency and | | | |

Amazon.com, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|---|-------------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 15 | | Adopt Policy to Require Board Members to Disclose their Political and Charitable Donations | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS and oversight to address the risks raise | | sal is warrante | ed as the co | mpany discloses sufficient policies, pro | ocedures, | | | |
| 16 | | Establish a Board Committee on Artificial Intelligence | E, S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this intelligence would serve to further strer issues; and * Formalizing the company not be prohibitively costly or unduly but | ngthen the c | ompany's abili | ty to manag | e associated human rights risks and c | other relate | ed | | |
| 17 | | Commission a Third Party Audit on Working Conditions | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this violations and resulting negative media appears reasonable at this time. Additional statistics cited by the proponent and the evaluate the company's efforts to address | attention. Gonally, result ne injury rate | iven the poter is from an inde is reported by | ntial reputat. ependent au | ional risk, an independent third-party of dit may address the inconsistencies be | audit etween the | | | |

The Charles Schwab Corporation

Meeting Date: 05/23/2024 **Record Date:** 03/25/2024

Country: USA
Meeting Type: Annual

Primary CUSIP: 808513105

Ticker: SCHW

Meeting ID: 1845606

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | | oting olicy ec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|-------------------|---------------------|-------------|----|----------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Walter W. Bettinger, II | G | Mgmt | Yes | For | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | |
| 1.2 | | Elect Director Joan T. Dea | G | Mgmt | Yes | For | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | |
| 1.3 | | Elect Director Christopher V. Dodds | G | Mgmt | Yes | For | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | |
| 1.4 | | Elect Director Bharat B. Masrani | G | Mgmt | Yes | For | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | |
| 1.5 | | Elect Director Charles A. Ruffel | G | Mgmt | Yes | For | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director i | nominees is war | ranted. | | | | | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | Fo | or | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | to ratify the aud | ditor is warr | anted. | | | | | |

The Charles Schwab Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|--------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 3 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this review. | is proposal is | warranted as | pay and pe | rformance were reasonably aligned fo | r the year | in | | |
| 4 | | Improve Executive Compensation Program and Policy | S, G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS not clear that the request to include the program. | | | | , | , | · is | | |
| 5 | | Report on Civil Rights and Non-Discrimination Audit | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS its commitment to not discriminate aga | | | ted as the c | ompany provides adequate disclosure | s related t | О | | |
| 6 | | Report on Median Gender/Racial Pay Gaps | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR this gap reporting that would allow them to | | • | | | | | | |

Meta Platforms, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: META

Record Date: 04/01/2024

Meeting Type: Annual

Meeting ID: 1851990

Primary CUSIP: 30303M102

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|-----------------------------|---------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Flect Director Peggy Alford | G | Mamt | Yes | For | Withhold | For | No | Yes |

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1.3

1.4

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|--------------------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 1.2 | | Elect Director Marc L. Andreessen | G | Mgmt | Yes | For | Withhold | For | No | Yes |

Votino

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director John Arnold G Mgmt Yes For For For No No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Andrew W. G Mgmt Yes For Withhold For No Yes
Houston

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1.6

1.7

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | Against Mgmt | Against ISS |
|--------------------|---------------------|-------------------------------|---------------|-----------|---------------------|-------------|---------------|---------------------|-----------------|----------------|
| 1.5 | | Elect Director Nancy Killefer | G | Mgmt | Yes | For | For | For | No | No |

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Robert M. G Mgmt Yes For For For No No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

Elect Director Hock E. Tan G Mgmt Yes For For For No

No

Voting Policy Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--|--|--|---|--|--------------------------|-------------------------|------------------------|
| 1.8 | | Elect Director Tracey T. Travis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: WITHHOLD vot Andrew Houston, and Tony Xu are wan regarding the executive pay program. V Peggy Alford, Marc Andreessen, Andrev shares, given that the multi-class struct further warranted for Peggy Alford in h consecutive years of high director pay v moderate to severe ESG controversies of guard against, manage and mitigate ma have any public reports or information environmental and social performance. chair of the board ultimately shoulders the management of risks to the compan board oversight of ESG risk exposures a | ranted, in the WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD | ne absence of a votes are furth and Tony Xu, in ubject to a real as chair of the conable rational dentified at the conmental, social te about its sull votes for CEC sponsibility am chareholders, an | a say-on-pay ner warrante in addition to sonable time compensati ele disclosed e company, ial and goven stainability so OChair Mark nongst all bo and should th | or proposal on the ballot, due to nume of for incumbent governance committed of Mark Zuckerberg, the owner of the e-based sunset provision. A WITHHO on, nominating, & governance comm Significant risks to shareholders ster which reflects a failure by the board of trance risks. In addition, the compan strategy or communications regarding Zuckerberg are warranted given tha ard members for failing to effectively erefore be held the most accountable | rous conce ee membel supervoting LD vote is ittee due to mming fron to proficien y does not its t the CEO a | rs 7 n n | | |
| 1.9 | | Elect Director Tony Xu | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD vot Andrew Houston, and Tony Xu are wan regarding the executive pay program. It Peggy Alford, Marc Andreessen, Andrew shares, given that the multi-class struct further warranted for Peggy Alford in his consecutive years of high director pay to moderate to severe ESG controversies is guard against, manage and mitigate multipate years of the board ultimately shoulders the management of risks to the compan board oversight of ESG risk exposures a | ranted, in the WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD | ne absence of a votes are furth and Tony Xu, in ubject to a rea as chair of the conable rationa dentified at the conmental, socia te about its sus ovotes for CEC sponsibility am chareholders, an | a say-on-pay ner warrante in addition to sonable time compensation de disclosed e company, ial and goven stainability so of the company of the company and should the company | or proposal on the ballot, due to nume of for incumbent governance committed of Mark Zuckerberg, the owner of the e-based sunset provision. A WITHHO on, nominating, & governance comm Significant risks to shareholders ster which reflects a failure by the board of trance risks. In addition, the compan strategy or communications regarding Zuckerberg are warranted given tha ard members for failing to effectively erefore be held the most accountable | erous conce ee membel supervoting LD vote is ittee due to mming fron to proficien by does not its t the CEO a | s n n ttly | | |
| 1.10 | | Elect Director Mark Zuckerberg | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD vol Andrew Houston, and Tony Xu are wan regarding the executive pay program. V Peggy Alford, Marc Andreessen, Andrev shares, given that the multi-class struct further warranted for Peggy Alford in h consecutive years of high director pay v moderate to severe ESG controversies of guard against, manage and mitigate man have any public reports or information of environmental and social performance. chair of the board ultimately shoulders the management of risks to the compan board oversight of ESG risk exposures a | ranted, in the WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD of WITHHOLD | ne absence of a votes are furth and Tony Xu, in ubject to a rea as chair of the conable rationa dentified at the conmental, socia te about its su to votes for CEC sponsibility am thareholders, an | a say-on-pay ner warrante in addition to sonable time compensati ele disclosed e company, ial and gove stainability s D/Chair Mark nongst all bo nd should th | or proposal on the ballot, due to nume of for incumbent governance committed of Mark Zuckerberg, the owner of the e-based sunset provision. A WITHHO on, nominating, & governance comm Significant risks to shareholders ster which reflects a failure by the board of trance risks. In addition, the compan- trategy or communications regarding Zuckerberg are warranted given tha ard members for failing to effectively erefore be held the most accountable | erous conce ee membel supervoting LD vote is ittee due to mming fron to proficien y does not its t the CEO a | s 7 0 1 ttly | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | o ratify the aud | ditor is warra | anted. | | | | |
| 3 | | Amend Certificate of Incorporation to Limit the Liability of Officers | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS company's response to shareholder litig | | | | | garding the | • | | |

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|-------------------|---------------------|------------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 4 | | Amend Omnibus Stock Plan | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: Based on a que warranted. The proposed amendment shareholders' interests because the plaward. | to allow for | dividend and a | lividend equ | ivalent payments is considered cor | ntrary to | ng | | |
| 5 | | Approve Recapitalization Plan for all Stock to Have One-vote per Share | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the preference for a capital structure in w | | | | | reholders' | | | |
| 6 | | Report on Generative AI Misinformation and Disinformation Risks | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the misinformation and disinformation risk approach. | | | | , , | - | 2 | | |
| 7 | | Disclosure of Voting Results Based on Class of Shares | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the differentiating the voting results on a | | - | | | - | | | |
| 8 | | Report on Human Rights Risks in Non-US Markets | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the shareholders to better evaluate the ef moderation in its five largest non-U.S. | fectiveness o | | | | | | | |
| 9 | | Amend Corporate Governance Guidelines | E, S, G | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR th | nis proposal i | is warranted, as | s it would ei | nhance the lead independent direct | or duties. | | | |
| 10 | | Report on Human Rights Impact Assessment of Targeted Advertising | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR the help shareholders better assess Meta's | | | - | - ' | | | | |
| 11 | | Report on Child Safety and Harm Reduction | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR the tracks metrics related to child safety of company is managing related risks. | | - | | | | | | |
| 12 | | Commission Third-Party Report on Minimum Age for Social Media Products and Conduct an Advisory Shareholder Vote | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAIN disclosure around the risks and benefit management is better positioned to expense the second sec | its of a highe | er minimum age | , the propo | | | and | | |
| 13 | | Report on Political Advertising and Election Cycle Enhanced Actions | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR the on the company's platforms would allow | ow sharehold | ders to better as | ssess the co | | _ | | | |

policies and practices aimed at reducing the spread of misinformation, and as well as its management of associated risks.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Policy Rec | Vote Instruction | vote Against Mgmt | Against ISS |
|--------------------|---------------------|---|---------------|----------------|---------------------|---------------------------|-------------------------|---------------------|-------------------------|----------------|
| 14 | | Report on Framework to Assess Company Lobbying Alignment with Climate Goals | E, S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Pationals: A vote FOR | thic proposal | ic warranted a | t thic time 7 | The request is not consid | darad avarly aparaus ar | | | |

Voting Policy Rationale: A vote FOR this proposal is warranted at this time. The request is not considered overly onerous or prescriptive, and shareholders would benefit from greater transparency of the company's direct and indirect climate lobbying, and how the company would plan to mitigate any risks that might be identified.

Ares Management Corporation

Meeting Date: 06/04/2024 **Record Date:** 04/05/2024

Country: USA

Meeting Type: Annual

Ticker: ARES

Meeting ID: 1853386

Primary CUSIP: 03990B101

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---|---|---|--|---|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Michael J. Arougheti | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAL (Toni) Bush, and Judy Olian is warra subject to a reasonable time-based. Kaplan, and Bennett Rosenthal is ful LLC provide them with voting power warranted for serving as non-indeper WITHHOLD votes are warranted for Michael Lynton, Eileen Naughton, an | ented for mai sunset provis rther warrand control of the endent memb compensatio | intaining a multi- sion. A vote AGA ted as their owne he company. A vo bers of a key boa on committee me | class capital INST Antony ership of the ote AGAINS ard committe ombers Ashis | structure with disparate r Ressler, Michael Aroug supervoting shares thro T Antony Ressler and Mi re. In the absence of a s sh Bhutani, Antoinette (1 | e voting rights that is no heti, R. Kipp deVeer, Da hugh Ares Partners Hold chael Arougheti is furth ay-on-pay proposal, Foni) Bush, Paul Jouben | avid Ico er | | |
| 1b | | Elect Director Ashish Bhutani | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAL (Toni) Bush, and Judy Olian is warra subject to a reasonable time-based. Kaplan, and Bennett Rosenthal is ful LLC provide them with voting power warranted for serving as non-indepe WITHHOLD votes are warranted for Michael Lynton, Eileen Naughton, an | ented for mai sunset provis rther warrand control of the endent memb compensatio | intaining a multi- sion. A vote AGA ted as their owne he company. A vo bers of a key boa on committee me | class capital INST Antony ership of the ote AGAINS and committe ombers Ashis | structure with disparate r Ressler, Michael Aroug supervoting shares thro T Antony Ressler and Mi re. In the absence of a s sh Bhutani, Antoinette (1 | e voting rights that is no heti, R. Kipp deVeer, Da hugh Ares Partners Hold chael Arougheti is furth ay-on-pay proposal, Foni) Bush, Paul Jouben | avid Ico er | | |
| 1c | | Elect Director Antoinette Bush | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAL (Toni) Bush, and Judy Olian is warra subject to a reasonable time-based. Kaplan, and Bennett Rosenthal is ful LLC provide them with voting power warranted for serving as non-indepe WITHHOLD votes are warranted for Michael Lynton, Eileen Naughton, an | ented for mai sunset provis rther warrand control of the endent memb compensatio | intaining a multi- sion. A vote AGA ted as their owne he company. A vo bers of a key boa on committee me | class capital INST Antony ership of the ote AGAINS ard committe ombers Ashis | structure with disparate r Ressler, Michael Aroug supervoting shares thro T Antony Ressler and Mi e. In the absence of a s sh Bhutani, Antoinette (1 | e voting rights that is no heti, R. Kipp deVeer, Da ough Ares Partners Hold chael Arougheti is furth ay-on-pay proposal, Foni) Bush, Paul Jouben | avid Ico er | | |
| | | | | | | | | | | |

Voting Policy Rationale: A vote AGAINST Governance Committee members Antony Ressier, Michael Aroughet, Antonette (Toni) Bush, and Judy Olian is warranted for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote AGAINST Antony Ressler, Michael Arougheti, R. Kipp deVeer, David Kaplan, and Bennett Rosenthal is further warranted as their ownership of the supervoting shares through Ares Partners Holdco LLC provide them with voting power control of the company. A vote AGAINST Antony Ressler and Michael Arougheti is further warranted for serving as non-independent members of a key board committee. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for compensation committee members Ashish Bhutani, Antoinette (Toni) Bush, Paul Joubert, Michael Lynton, Eileen Naughton, and Judy Olian due to outsized incentive fee payments and carried interest distributions.

Ares Management Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---|--|---|--|--|---------------------|-------------------------|------------------------|
| 1e | | Elect Director Paul G. Joubert | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS (Toni) Bush, and Judy Olian is warrants subject to a reasonable time-based sur. Kaplan, and Bennett Rosenthal is furthe LLC provide them with voting power cowarranted for serving as non-independ WITHHOLD votes are warranted for co. Michael Lynton, Eileen Naughton, and L | ed for maint nset provisio er warrante ontrol of the lent membe mpensation | taining a multi- on. A vote AGA. d as their owne company. A ve rs of a key boa committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | structure with disparate voting right Ressler, Michael Arougheti, R. Kipp Supervoting shares through Ares Pa TAntony Ressler and Michael Arough Pe. In the absence of a say-on-pay pr Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |
| 1f | | Elect Director David B. Kaplan | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS (Toni) Bush, and Judy Olian is warrante subject to a reasonable time-based sur. Kaplan, and Bennett Rosenthal is furthe LLC provide them with voting power cowarranted for serving as non-independ WITHHOLD votes are warranted for co. Michael Lynton, Eileen Naughton, and | ed for maint nset provisio er warrante ontrol of the lent membe mpensation | taining a multi- on. A vote AGA. d as their owne company. A ve rs of a key boa committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | structure with disparate voting right Ressler, Michael Arougheti, R. Kipp Supervoting shares through Ares Pa TAntony Ressler and Michael Arough Pe. In the absence of a say-on-pay pr Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |
| 1g | | Elect Director Michael Lynton | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS (Toni) Bush, and Judy Olian is warrants subject to a reasonable time-based sur. Kaplan, and Bennett Rosenthal is furthe LLC provide them with voting power cowarranted for serving as non-independ WITHHOLD votes are warranted for co. Michael Lynton, Eileen Naughton, and | ed for maint nset provisio er warrante ontrol of the lent membe onpensation | taining a multi- on. A vote AGA. d as their owne company. A ve rs of a key boa committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | structure with disparate voting right Ressler, Michael Arougheti, R. Kipp Supervoting shares through Ares Pa TAntony Ressler and Michael Arough Pe. In the absence of a say-on-pay pr Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |
| 1h | | Elect Director Eileen Naughton | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS (Toni) Bush, and Judy Olian is warrants subject to a reasonable time-based sur Kaplan, and Bennett Rosenthal is furth LLC provide them with voting power cowarranted for serving as non-independ WITHHOLD votes are warranted for co. Michael Lynton, Eileen Naughton, and | ed for maint nset provisio er warrante ontrol of the lent membe mpensation | taining a multi- on. A vote AGA. d as their owne company. A ve rs of a key boa committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | structure with disparate voting right Ressler, Michael Arougheti, R. Kipp Supervoting shares through Ares Pa TAntony Ressler and Michael Arough Te. In the absence of a say-on-pay pr Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |
| 1 i | | Elect Director Judy D. Olian | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS (Toni) Bush, and Judy Olian is warrante subject to a reasonable time-based sur Kaplan, and Bennett Rosenthal is furthe LLC provide them with voting power cowarranted for serving as non-independ WITHHOLD votes are warranted for condichael Lynton, Eileen Naughton, and London State Control of the State Contr | ed for maint nset provisio er warranted ontrol of the lent membel mpensation | taining a multi- on. A vote AGA. d as their owne company. A vo rs of a key boa committee me | class capital INST Antony ership of the ote AGAINS and committe embers Ashis | structure with disparate voting right Ressler, Michael Arougheti, R. Kipp Supervoting shares through Ares Pa TAntony Ressler and Michael Arough Pe. In the absence of a say-on-pay pr Sh Bhutani, Antoinette (Toni) Bush, P | s that is no deVeer, Da rtners Hold eti is furthe oposal, aul Joubert | ovid Ico er | | |
| 1j | | Elect Director Antony P. Ressler | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAINS (Toni) Bush, and Judy Olian is warrante subject to a reasonable time-based sur Kaplan, and Bennett Rosenthal is furth LLC provide them with voting power co | ed for maint nset provisio er warrante | taining a multi- nn. A vote AGA. d as their owne | class capital INST Antony ership of the | structure with disparate voting right Ressler, Michael Arougheti, R. Kipp Supervoting shares through Ares Pal | s that is no deVeer, Da rtners Hold | ovid Ico | | |

warranted for serving as non-independent members of a key board committee. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for compensation committee members Ashish Bhutani, Antoinette (Toni) Bush, Paul Joubert, Michael Lynton, Eileen Naughton, and Judy Olian due to outsized incentive fee payments and carried interest distributions.

Ares Management Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|---|--|--|---------------------|-------------------------|------------------------|
| 1k | | Elect Director Bennett Rosenthal | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: A vote AGAINS (Toni) Bush, and Judy Olian is warrants subject to a reasonable time-based sur. Kaplan, and Bennett Rosenthal is furthe LLC provide them with voting power cowarranted for serving as non-independ WITHHOLD votes are warranted for co. Michael Lynton, Eileen Naughton, and | ed for mainta set provision er warranted antrol of the ent member mpensation | aining a multi- n. A vote AGAi l as their owne company. A vo s of a key boa committee me | class capital INST Antony ership of the ote AGAINST ord committe ord committe ord capital | structure with disparate voting rights Ressler, Michael Arougheti, R. Kipp of supervoting shares through Ares Para TAntony Ressler and Michael Aroughe e. In the absence of a say-on-pay pro sh Bhutani, Antoinette (Toni) Bush, Pa | that is no leVeer, Da tners Hold ti is furthe posal, ul Joubert | vid co er | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | o ratify the aud | ditor is warra | anted. | | | | |

Alphabet Inc.

Meeting Date: 06/07/2024 **Record Date:** 04/09/2024

Country: USA

intry: USA

Ticker: GOOGL

Meeting Type: Annual

Meeting ID: 1858349

Primary CUSIP: 02079K305

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|--|----------------------------|--|--|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Larry Page | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGA due to the company maintaining a time-based sunset. Votes AGAINST Washington are warranted due to vote FOR the remaining director ne | multi-class sh incumbent co executive com | are structure wit ompensation con pensation concel | h disparate nmittee men | voting rights, which is a mbers L. John Doerr, K. | not subject to a reasona . Ram Shriram, and Robi | ble in | | |
| 1b | | Elect Director Sergey Brin | G | Mgmt | Yes | For | For | For | No | No |
| | | due to the company maintaining a time-based sunset. Votes AGAINST Washington are warranted due to vote FOR the remaining director no | incumbent co executive com ominees is wai | ompensation con pensation concer rranted. | nmittee men | nbers L. John Doerr, K. bsence of a say-on-pay | . Ram Shriram, and Robi y proposal on the ballot. | in A | | |
| 1c | | Elect Director Sundar Pichai | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGA due to the company maintaining a time-based sunset. Votes AGAINS: Washington are warranted due to | multi-class sh incumbent co | are structure wit ompensation con | h disparate nmittee men | voting rights, which is a mbers L. John Doerr, K. | not subject to a reasona . Ram Shriram, and Robi | ble n | | |
| | | vote FOR the remaining director no | ominees is wai | rranted. | | | | | | |

voting Policy Rationale: Votes AGAINST governance committee members John Hennessy and Frances Arnold are warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, K. Ram Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---|---|-----------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1e | | Elect Director Frances H. Arnold | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a multime-based sunset. Votes AGAINST incompany washington are warranted due to execute FOR the remaining director nominal contents. | ti-class share umbent com utive compe | e structure witi pensation com nsation concer | h disparate i mittee men | voting rights, which is not subject to a bers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1f | | Elect Director R. Martin "Marty" Chavez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a multime-based sunset. Votes AGAINST incompany washington are warranted due to execute FOR the remaining director nominal contents. | ti-class share umbent com utive compe | e structure with pensation com nsation concer | h disparate i mittee men | voting rights, which is not subject to a bers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1g | | Elect Director L. John Doerr | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a mult time-based sunset. Votes AGAINST inco Washington are warranted due to execu vote FOR the remaining director nomin | ti-class share umbent com utive compe | e structure with pensation com nsation concer | h disparate i mittee men | voting rights, which is not subject to a bers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1h | | Elect Director Roger W. Ferguson, Jr. | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a mult time-based sunset. Votes AGAINST inco Washington are warranted due to execu vote FOR the remaining director nomine | ti-class share umbent com utive compe | e structure with pensation com nsation concer | h disparate i mittee men | voting rights, which is not subject to a abers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1i | | Elect Director K. Ram Shriram | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a mult time-based sunset. Votes AGAINST inco Washington are warranted due to execu vote FOR the remaining director nomin | ti-class share umbent com utive compe | e structure with pensation com nsation concer | h disparate i mittee men | voting rights, which is not subject to a abers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 1j | | Elect Director Robin L. Washington | G | Mgmt | Yes | For | Against | For | No | Yes |
| | | Voting Policy Rationale: Votes AGAINST due to the company maintaining a mult time-based sunset. Votes AGAINST inco Washington are warranted due to execu vote FOR the remaining director nomine | ti-class share umbent com utive compe | e structure with pensation com nsation concer | h disparate i mittee men | voting rights, which is not subject to a bers L. John Doerr, K. Ram Shriram, | a reasonab and Robin | | | |
| 2 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | litor is warra | anted. | | | | |
| 3 | | Amend Bylaw regarding Stockholder Approval of Director Compensation | S, G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS adoption of a potentially disruptive and | overly pres | criptive propos | | - | • | | | |

absence of director pay magnitude and structure concerns.

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|------------------------------|-----------------------------------|----------------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 4 | | Report on Risks of Omitting Viewpoint and Ideological Diversity from EEO Policy | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS disclosures provide sufficient informatic EEO Policy. | | | | | | | | |
| 5 | | Report on Electromagnetic Radiation and Wireless Technologies Risks | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS suggests that the FCC's regulations aro provides extensive disclosure indicating suggest the company is violating the la | und electron that its pro | nagnetic interf ducts comply v | erence are posith the law | protective of public health; * The com and the proponent does not cite any | pany evidence t | to | | |
| 6 | | Adopt Policy to Require Board of Directors Members to Disclose their Political and Charitable Donations | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS and oversight to address the risks raise | | sal is warrante | ed as the co | mpany discloses sufficient policies, pro | ocedures, | | | |
| 7 | | Report on Climate Risk in Retirement Plan Options | E | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this invest more responsibly, it is unclear he requested in the report would not only change, but also allow shareholders to | ow well empl complement | loyees underst and enhance | and the reti the compan | rement plans available to them. The i y's existing commitments regarding c | information | | | |
| 8 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this evaluate the company's lobbying efforts | | is warranted, a | as sharehold | lers would benefit from increased disc | losure to | | | |
| 9 | | Approve Recapitalization Plan for all Stock to Have One-vote per Share | G | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this preference for a capital structure in whi | | | | | olders' | | | |
| 10 | | Report on Reproductive Healthcare Misinformation Risks | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this understanding on the steps that Alphab misinformation. | | | | | | | | |
| 11 | | Amend Audit and Compliance Committee Charter to Include Artificial Intelligence Oversight | E, S, G | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this company a more robust oversight on riwould also further complement the con | sks associate | ed with the cor | mpany's arti | ficial intelligence (AI) activities. Morec | | | | |
| 12 | | Report on Risks Related to AI Generated Misinformation and Disinformation | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR this mis/disinformation related to generative | | • | | | rency on | | | |

Alphabet Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------|-----------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 13 | | Publish Human Rights Risk Assessment on the AI-Driven Targeted Ad Policies | S | SH | Yes | Against | For | Against | No | Yes |
| | | Voting Policy Rationale: A vote FOR to impacts would help shareholders bett targeted advertising policies and pract | er evaluate ti | | | , | | its | | |
| 14 | | Adopt Targets Evaluating YouTube Child Safety Policies | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR to tracks metrics related to child safety company is managing related risks. | | | | , , | | | | |

Arista Networks, Inc.

Meeting Date: 06/07/2024 **Record Date:** 04/09/2024

Country: USA

Meeting Type: Annual

Meet

Meeting ID: 1855774

Ticker: ANET

Primary CUSIP: 040413106

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|--------------------------------|---------------------------------------|--------------------------|---|---|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Kelly Battles | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD of the board's failure to remove, or subj to the governing documents and the director nominee Kenneth (Ken) Dud | iect to a sur classified bo | nset requirement, oard, each of wh | the supern | najority vote requirement to | o enact certain chang | es | | |
| 1.2 | | Elect Director Kenneth Duda | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: WITHHOLD with the board's failure to remove, or subject to the governing documents and the director nominee Kenneth (Ken) Dud. | iect to a sur classified bo | nset requirement, oard, each of wh | the supern | najority vote requirement to | o enact certain chang | es | | |
| 1.3 | | Elect Director Jayshree Ullal | G | Mgmt | Yes | For | Withhold | For | No | Yes |
| | | Voting Policy Rationale: WITHHOLD with the board's failure to remove, or subject to the governing documents and the director nominee Kenneth (Ken) Dud. | iect to a sur classified bo | nset requirement, oard, each of wh | the supern | najority vote requirement to | o enact certain chang | es | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR to of weightings and targets under the speriod and utilizes the same metrics the year in review, annual incentives performance-based. | STIP, and that as the STIP. | he portion of the Nevertheless, C | performanc EO pay and | e equity that is earned over company performance are | r an annual performa reasonably aligned fo | nce | | |
| | | Ratify Ernst & Young LLP as | G | Mgmt | Yes | For | For | For | No | No |
| 3 | | Auditors | | | | | | | | 140 |
| 3 | | Voting Policy Rationale: A vote FOR t | his proposa | I to ratify the aud | ditor is warra | anted. | | | | 140 |

Stroeer SE & Co. KGaA

Meeting Date: 06/11/2024 **Record Date:** 05/20/2024

Country: Germany **Meeting Type:** Annual

Ticker: SAX
Meeting ID: 1850156

Primary CUSIP: D8169G100

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|----------------|------------------|---------------------|---------------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 1 | | Accept Financial Statements and Statutory Reports for Fiscal Year 2023 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | is warranted du | ie to a lack o | of concerns. | | | | |
| 2 | | Approve Allocation of Income and Dividends of EUR 1.85 per Share | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the allocation | of income reso | lution is wa | rranted due to a lack of concer | ns. | | | |
| 3 | | Approve Discharge of Personally Liable Partner for Fiscal Year 2023 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR and supervisory board have not fulf | | | ecause there | is no evidence that the persor | nally liable partne | r | | |
| 4 | | Approve Discharge of Supervisory Board for Fiscal Year 2023 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR and supervisory board have not fulf | | | ecause there | is no evidence that the persor | nally liable partne | r | | |
| 5 | | Ratify KPMG AG as Auditors and as Auditor for the Sustainability Reporting for Fiscal Year 2024 | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | is warranted | because there a | are no conce | rns regarding this proposal. | | | | |
| 6 | | Elect Dieter Steinkamp to the Supervisory Board | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the proposed | nominee is wai | rranted. | | | | | |
| 7 | | Approve Creation of EUR 5.6 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the proposed | authorization is | warranted | due to a lack of concerns. | | | | |
| 8 | | Amend Articles Re: Proof of Entitlement | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR new German statutory requirements | | article amendn | nent is warra | anted because it reflects amend | dments in line wi | th | | |
| 9 | | Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR Germany. | the proposed | share repurcha | se program | is warranted because this is a | standard request | in . | | |

Stroeer SE & Co. KGaA

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-------------------|---------------------|--------------------------|-------------------------|---------------------|-------------------------|------------------------|
| 10 | | Authorize Use of Financial Derivatives when Repurchasing Shares | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | this proposal | ' is warranted du | ie to a lack | of concerns. | | | | |
| 11 | | Approve Remuneration Report | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAI vested LTI tranches is underdevelope options are subject to a performance | ed. * There i | is some ambigui | ity over the : | SOP, and it appears that | newly granted stock | sed. | | |

Mastercard Incorporated

Meeting Date: 06/18/2024

Country: USA

Ticker: MA

Record Date: 04/19/2024

Meeting Type: Annual

Meeting ID: 1857931

Primary CUSIP: 57636Q104

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|---------------|-----------------|---------------------|-------------|-------------------------|---------------------|-------------------------|------------------------|
| 1a | | Elect Director Merit E. Janow | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1b | | Elect Director Candido Bracher | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1c | | Elect Director Richard K. Davis | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1d | | Elect Director Julius Genachowski | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1e | | Elect Director Choon Phong Goh | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1f | | Elect Director Oki Matsumoto | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1g | | Elect Director Michael Miebach | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1h | | Elect Director Youngme Moon | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1i | | Elect Director Rima Qureshi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |
| 1j | | Elect Director Gabrielle Sulzberger | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | |

Mastercard Incorporated

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|--|--------------------------------|------------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|
| 1k | | Elect Director Harit Talwar | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | ranted. | | | | | |
| 11 | | Elect Director Lance Uggla | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | director no | minees is warr | anted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this nonetheless raised regarding the signifi- with strong corporate financial perform- predominantly performance-conditioned | icant role of ance, and fil | discretion in ti | he STIP. The | at said, FY23 STI payouts were gener | ally aligned | | | |
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | ratify the aud | ditor is warra | anted. | | | | |
| 4 | | Report on Lobbying Payments and Policy | S | SH | Yes | Against | For | For | Yes | No |
| | | Voting Policy Rationale: A vote FOR this lobbying related expenditures would he participation in the public policy process. | elp sharehold | | | | | | | |
| 5 | | Amend Director Election Resignation Bylaw | G | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS elections at the company that suggest a proposal may not be in compliance with | a mandatory | resignation p | | | | | | |
| 6 | | Report on Congruency of Company's Privacy and Human Rights Policies with its Actions | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS its human rights and data privacy effort | | sal is warrante | ed, as the co | ompany is providing sufficient disclosu | re regardii | ng | | |
| 7 | | Report on Congruency of Company's Human Rights Statement with Charitable Contributions and Voluntary Partnerships | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS regarding its charitable contributions, a in determining the company's charitable | nd absent s | elf-dealing or g | | | | 7 | | |
| 8 | | Report on Gender-Based Compensation and Benefits Inequities | E, S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS pay gap, appears to provide competitive discriminatory manner. | | | | | - | a | | |

Apollo Global Management, Inc.

Meeting Date: 06/24/2024Country: USATicker: APORecord Date: 04/25/2024Meeting Type: AnnualMeeting ID: 1859088

Primary CUSIP: 03769M106

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|----------------------------|------------------------------------|---------------------------|---|----------------------------|---------------------|-------------------------|------------------------|
| 1.1 | | Elect Director Marc Beilinson | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAIN. warranted, in the absence of a say-on-resulting in excessive pay. The compawith the resulting reported compensations. | pay proposa ny does not | al on ballot. An disclose a mea | NEO receiv ningful cap | ed very large partnership interest dis on such distributions. This structure | stributions in conjunct | ion | | |
| 1.2 | | Elect Director James Belardi | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compawith the resulting reported compensations | pay proposa ny does not | al on ballot. An disclose a mea | NEO receiv ningful cap | ed very large partnership interest dis on such distributions. This structure | stributions in conjunct | ion | | |
| 1.3 | | Elect Director Jessica Bibliowicz | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compawith the resulting reported compensations | pay proposa ny does not | al on ballot. An disclose a mea | NEO receiv ningful cap | ed very large partnership interest dis on such distributions. This structure | stributions in conjunct | ion | | |
| 1.4 | | Elect Director Jay Clayton (Walter J. Clayton, III) | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted, in the absence of a say-on-resulting in excessive pay. The comparainth the resulting reported compensations. | pay proposa ny does not | al on ballot. An disclose a mea | NEO receiv ningful cap | ed very large partnership interest dis on such distributions. This structure | stributions in conjunct | ion | | |
| 1.5 | | Elect Director Michael Ducey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. warranted, in the absence of a say-on-resulting in excessive pay. The compawith the resulting reported compensations. | pay proposa ny does not | al on ballot. An disclose a mea | NEO receiv ningful cap | ed very large partnership interest dis on such distributions. This structure | stributions in conjunct | ion | | |
| 1.6 | | Elect Director Kerry Murphy Healey | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. warranted, in the absence of a say-on-resulting in excessive pay. The compawith the resulting reported compensations. | pay proposa ny does not | al on ballot. An disclose a mea | NEO receiv ningful cap | ed very large partnership interest dis on such distributions. This structure | stributions in conjunct | ion | | |
| 1.7 | | Elect Director Mitra Hormozi | G | Mgmt | Yes | For | Against | Against | Yes | No |
| | | Voting Policy Rationale: A vote AGAIN warranted, in the absence of a say-on-resulting in excessive pay. The compawith the resulting reported compensations | pay proposa ny does not | al on ballot. An disclose a mea | NEO receiv ningful cap | ed very large partnership interest dis on such distributions. This structure | stributions in conjunct | ion | | |
| 1.8 | | Elect Director Pamela Joyner | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN warranted, in the absence of a say-on-resulting in excessive pay. The compawith the resulting reported compensations | pay proposa ny does not | al on ballot. An disclose a mea | NEO receiv ningful cap | ed very large partnership interest dis on such distributions. This structure | stributions in conjunct | ion | | |
| 1.9 | | Elect Director Scott Kleinman | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote AGAIN. warranted, in the absence of a say-on resulting in excessive pay. The compares | pay propos | al on ballot. An | NEO receiv | ed very large partnership interest dis | stributions | | | |

with the resulting reported compensation is considered problematic. A vote FOR the remaining director nominees is warranted.

Apollo Global Management, Inc.

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | |
|---|---------------------|---|------------------------------|------------------------------------|----------------------------|---|--------------------------|---------------------|-------------------------|------------------------|--|--|
| 1.10 | | Elect Director A.B. Krongard | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The company with the resulting reported compensations. | pay proposa ny does not d | nl on ballot. An disclose a mea | NEO receive ningful cap | ed very large partnership interest dist on such distributions. This structure i | ributions n conjuncti | ion | | | | |
| 1.11 | | Elect Director Pauline Richards | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote AGAINST compensation committee members Marc Beilinson, Mitra Hormozi and Lynn Swann is warranted, in the absence of a say-on-pay proposal on ballot. An NEO received very large partnership interest distributions resulting in excessive pay. The company does not disclose a meaningful cap on such distributions. This structure in conjunction with the resulting reported compensation is considered problematic. A vote FOR the remaining director nominees is warranted. | | | | | | | | | | |
| 1.12 | | Elect Director Marc Rowan | G | Mgmt | Yes | For | For | For | No | No | | |
| Voting Policy Rationale: A vote AGAINST compensation committee members Marc Beilinson, Mitra Hormozi and Lynn Swann is warranted, in the absence of a say-on-pay proposal on ballot. An NEO received very large partnership interest distributions resulting in excessive pay. The company does not disclose a meaningful cap on such distributions. This structure in conjunction with the resulting reported compensation is considered problematic. A vote FOR the remaining director nominees is warranted. | | | | | | | | | | | | |
| 1.13 | | Elect Director David Simon | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The company with the resulting reported compensations. | pay proposa ny does not d | nl on ballot. An disclose a mea | NEO receive ningful cap | ed very large partnership interest dist on such distributions. This structure i | ributions n conjuncti | on | | | | |
| 1.14 | | Elect Director Lynn Swann | G | Mgmt | Yes | For | Against | Against | Yes | No | | |
| | | Voting Policy Rationale: A vote AGAINST compensation committee members Marc Beilinson, Mitra Hormozi and Lynn Swann is warranted, in the absence of a say-on-pay proposal on ballot. An NEO received very large partnership interest distributions resulting in excessive pay. The company does not disclose a meaningful cap on such distributions. This structure in conjunction with the resulting reported compensation is considered problematic. A vote FOR the remaining director nominees is warranted. | | | | | | | | | | |
| 1.15 | | Elect Director Patrick Toomey | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote AGAINST compensation committee members Marc Beilinson, Mitra Hormozi and Lynn Swann is warranted, in the absence of a say-on-pay proposal on ballot. An NEO received very large partnership interest distributions resulting in excessive pay. The company does not disclose a meaningful cap on such distributions. This structure in conjunction with the resulting reported compensation is considered problematic. A vote FOR the remaining director nominees is warranted. | | | | | | | | | | |
| 1.16 | | Elect Director James Zelter | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote AGAINS warranted, in the absence of a say-on-resulting in excessive pay. The compart with the resulting reported compensation | pay proposa ny does not d | nl on ballot. An disclose a mea | NEO receive ningful cap | ed very large partnership interest dist on such distributions. This structure in | ributions n conjuncti | ion | | | | |
| 2 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No | | |
| | | Voting Policy Rationale: A vote FOR this | s proposal to | o ratify the aud | ditor is warra | anted. | | | | | | |

Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.

NVIDIA Corporation

Meeting Date: 06/26/2024 **Record Date:** 04/29/2024

Country: USA
Meeting Type: Annual
Primary CUSIP: 67066G104

Ticker: NVDA
Meeting ID: 1865677

Voting Policy: Sustainability

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | | Vote Against ISS | |
|--------------------|---------------------|---|----------------|-------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|--|------------------------|--|
| 1a | | Elect Director Robert K. Burgess | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is wari | ranted. | | | | | | | |
| 1b | | Elect Director Tench Coxe | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is wari | ranted. | | | | | | | |
| 1c | | Elect Director John O. Dabiri | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is warı | ranted. | | | | | | | |
| 1d | | Elect Director Persis S. Drell | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is warı | ranted. | | | | | | | |
| 1e | | Elect Director Jen-Hsun Huang | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is warı | ranted. | | | | | | | |
| 1f | | Elect Director Dawn Hudson | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is wari | ranted. | | | | | | | |
| 1g | | Elect Director Harvey C. Jones | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is warı | ranted. | | | | | | | |
| 1h | | Elect Director Melissa B. Lora | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is warı | ranted. | | | | | | | |
| 1 i | | Elect Director Stephen C. Neal | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is warı | ranted. | | | | | | | |
| 1j | | Elect Director A. Brooke Seawell | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1k | | Elect Director Aarti Shah | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is warı | ranted. | | | | | | | |
| 11 | | Elect Director Mark A. Stevens | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director r | nominees is wari | ranted. | | | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year under review. Although some concerns are raised with respect to the LTI plan, the CEO's equity awards are entirely performance-based, with clearly disclosed target goals. | | | | | | | | | | |
| 3 | | Ratify PricewaterhouseCoopers LLP as Auditors | G | Mgmt | Yes | For | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | this proposal | to ratify the aud | ditor is warr | anted. | | | | | | |
| 4 | | Adopt Simple Majority Vote | G | SH | Yes | None | For | For | No | | No | |

Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirements would enhance shareholder rights.

Automatic Data Processing, Inc.

Meeting Date: 11/06/2024 **Record Date:** 09/09/2024

Country: USA
Meeting Type: Annual

Ticker: ADP
Meeting ID: 1899483

Primary CUSIP: 053015103

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | A | /ote Against ISS | |
|--------------------|---------------------|---|---------------|---------------------|---------------------|-------------|-------------------------|---------------------|-------------------------|---|------------------------|--|
| 1a | | Elect Director Peter Bisson | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 1b | | Elect Director Maria Black | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 1c | | Elect Director David V. Goeckeler | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 1d | | Elect Director Linnie M. Haynesworth | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | |
| 1e | | Elect Director John P. Jones | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 1f | | Elect Director Francine S. Katsoudas | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 1g | | Elect Director Nazzic S. Keene | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 1h | | Elect Director Thomas J. Lynch | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 1i | | Elect Director Scott F. Powers | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 1j | | Elect Director William J. Ready | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 1k | | Elect Director Carlos A. Rodriguez | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 11 | | Elect Director Sandra S. Wijnberg | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | the director | nominees is war | ranted. | | | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR tand LTI programs. However, the STI | | | | | | | | | | |
| 3 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | N | No | |
| | | Voting Policy Rationale: A vote FOR t | this proposal | I to ratify the aud | ditor is warr | anted. | | | | | | |

Oracle Corporation

Meeting Date: 11/14/2024 **Record Date:** 09/16/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 68389X105

Ticker: ORCL

Meeting ID: 1900450

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|---------------------|---|----------------|-----------|---------------------|---------------------------------------|-------------------------|---------------------|-------------------------|------------------------|--|--|--|
| 1.1 | | Elect Director Awo Ablo | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: WITHHOLD v Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors is | rett for the s | | | • | | | | | | | |
| 1.2 | | Elect Director Jeffrey S. Berg | G | Mgmt | Yes | For | Withhold | d For | No | Yes | | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. A vote FOR the remaining directors is warranted. | | | | | | | | | | | |
| 1.3 | | Elect Director Michael J. Boskin | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. A vote FOR the remaining directors is warranted. | | | | | | | | | | | |
| 1.4 | | Elect Director Safra A. Catz | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: WITHHOLD v Chizen, Leon Panetta, and William Par A vote FOR the remaining directors is | rett for the s | | | · | | | | | | | |
| 1.5 | | Elect Director Bruce R. Chizen | G | Mgmt | Yes | For | Withhold | d For | No | Yes | | | |
| | | Voting Policy Rationale: WITHHOLD v Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors is | rett for the s | | | • | | | | | | | |
| 1.6 | | Elect Director George H. Conrades | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: WITHHOLD v Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors is | rett for the s | | | • | | | | | | | |
| 1.7 | | Elect Director Lawrence J. Ellison | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: WITHHOLD v Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors is | rett for the s | | | · · · · · · · · · · · · · · · · · · · | _ | | | | | | |
| 1.8 | | Elect Director Rona A. Fairhead | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. A vote FOR the remaining directors is warranted. | | | | | | | | | | | |
| 1.9 | | Elect Director Jeffrey O. Henley | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. A vote FOR the remaining directors is warranted. | | | | | | | | | | | |
| 1.10 | | Elect Director Charles W. Moorman | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: WITHHOLD v Chizen, Leon Panetta, and William Pa A vote FOR the remaining directors is | rett for the s | | | · · · · · · · · · · · · · · · · · · · | _ | | | | | | |

Oracle Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | | | |
|--------------------|---------------------|---|--|---|--|--|-----------------------------|---------------------|-------------------------|------------------------|--|--|--|
| 1.11 | | Elect Director Leon E. Panetta | G | Mgmt | Yes | For | Withhold | For | No | Yes | | | |
| | | Voting Policy Rationale: WITHHOLD vo Chizen, Leon Panetta, and William Part A vote FOR the remaining directors is v | rett for the s | | | | | | | | | | |
| 1.12 | | Elect Director William G. Parrett | G | Mgmt | Yes | For | Withhold | For | No | Yes | | | |
| | | Voting Policy Rationale: WITHHOLD votes are warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. A vote FOR the remaining directors is warranted. | | | | | | | | | | | |
| 1.13 | | Elect Director Naomi O. Seligman | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: WITHHOLD vo Chizen, Leon Panetta, and William Pari A vote FOR the remaining directors is w | rett for the s | | | , | 5. | | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | Against | For | No | Yes | | | |
| | | Voting Policy Rationale: A vote AGAINS aligned for the year in review, there ar NEOs do not utilize performance-condito recent shareholder feedback. Additional continued monitoring is warranted, as | e concerns r tioned equity onally, thoug | noted within th v, which is inco nh disclosure su | e pay progra Insistent wit Insurrounding s | am. Most notably, annual equity gran th prevailing market practices as well security fees to Chairman Ellison impr | ts to certai as contrary | n v | | | | | |
| 3 | | Ratify Ernst & Young LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No | | | |
| | | Voting Policy Rationale: A vote FOR the | is proposal to | o ratify the aud | ditor is warra | anted. | | | | | | | |
| 4 | | Report on Climate Risk in Retirement Plan Options | E | SH | Yes | Against | For | Against | No | No | | | |
| | | Voting Policy Rationale: A vote FOR thi invest more responsibly, it is unclear have requested in the report would not only change, but also allow shareholders to | ow well emp complemen | loyees unders t and enhance | tand the reti the compar | irement plans available to them. The ny's existing commitments regarding o | information | | | | | | |

Microsoft Corporation

Meeting Date: 12/10/2024 **Record Date:** 09/30/2024

Country: USA

Meeting Type: Annual

Primary CUSIP: 594918104

Ticker: MSFT

Meeting ID: 1906254

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | | Vote Against ISS | |
|--------------------|---------------------|---|---------------|-----------------|---------------------|-------------|--|-------------------------|---------------------|-------------------------|--|------------------------|--|
| 1.1 | | Elect Director Reid G. Hoffman | G | Mgmt | Yes | For | | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | | | |
| 1.2 | | Elect Director Hugh F. Johnston | G | Mgmt | Yes | For | | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR the director nominees is warranted. | | | | | | | | | | | |
| 1.3 | | Elect Director Teri L. List | G | Mgmt | Yes | For | | For | For | No | | No | |
| | | Voting Policy Rationale: A vote FOR | the director | nominees is war | ranted. | | | | | | | | |

Microsoft Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS |
|--------------------|---------------------|---|---------------------------------|------------------------------------|---------------------------------|--|-------------------------|---------------------|-------------------------|------------------------|
| 1.4 | | Elect Director Catherine MacGregor | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is wari | ranted. | | | | | |
| 1.5 | | Elect Director Mark A. L. Mason | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.6 | | Elect Director Satya Nadella | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.7 | | Elect Director Sandra E. Peterson | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.8 | | Elect Director Penny S. Pritzker | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.9 | | Elect Director Carlos A. Rodriguez | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.10 | | Elect Director Charles W. Scharf | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.11 | | Elect Director John W. Stanton | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 1.12 | | Elect Director Emma N. Walmsley | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR the | e director no | minees is warı | ranted. | | | | | |
| 2 | | Advisory Vote to Ratify Named Executive Officers' Compensation | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR this Annual incentives were primarily based performance-conditioned. The cash incentives alary and STI payout opportunities respecteds. | l on objective centive payou | e criteria and t ut was reduced | the CEO's load of at the CEC | ng-term awards were entirely O's request this year. However, the CE | O's base | | | |
| 3 | | Ratify Deloitte & Touche LLP as Auditors | G | Mgmt | Yes | For | For | For | No | No |
| | | Voting Policy Rationale: A vote FOR thi | is proposal to | o ratify the aud | ditor is warr | anted. | | | | |
| 4 | | Report on Risks of Weapons Development | S | SH | Yes | Against | For | Against | No | No |
| | | Voting Policy Rationale: A vote FOR this understand Microsoft's management as | | | | • | to better | | | |
| 5 | | Assess and Report on Investing in Bitcoin | S | SH | Yes | Against | Against | Against | No | No |
| | | Voting Policy Rationale: A vote AGAINS investments in Bitcoin and other crypto | | | | | ential | | | |

Microsoft Corporation

| Proposal Number | Significant Vote | Proposal Text | ESG Pillar | Proponent | Votable Proposal | Mgmt Rec | Voting Policy Rec | Vote Instruction | Vote Against Mgmt | Vote Against ISS | |
|--------------------|---------------------|---|---------------|----------------|---------------------|---|-------------------------|---------------------|-------------------------|------------------------|--|
| 6 | | Report on Risks of Operating in Countries with Significant Human Rights Concerns | S | SH | Yes | Against | For | Against | No | Yes | |
| | | Voting Policy Rationale: A vote FOR this proposal is warranted. Shareholders would benefit from increased disclosure regarding how the company is managing human rights-related risks in high-risk countries. | | | | | | | | | |
| 7 | | Report on Risks of Using Artificial Intelligence and Machine Learning Tools for Oil and Gas Development and Production | S | SH | Yes | Against | For | Against | No | No | |
| | | Voting Policy Rationale: A vote FOR to to the potential risks associated with gas development and production. | , , | , | | ers would benefit from additional discl igence and machine learning tools for | | | | | |
| 8 | | Report on Risks Related to AI Generated Misinformation and Disinformation | S | SH | Yes | Against | For | Against | No | No | |
| | | Voting Policy Rationale: A vote FOR to related to misinformation and disinfor business impacts and how the compa | mation, inclu | ıding from gen | | closure and greater transparency rega yould benefit shareholders on its poter | - | S | | | |
| 9 | | Report on AI Data Sourcing Accountability | S | SH | Yes | Against | For | Against | No | Yes | |
| | | Voting Policy Rationale: A vote FOR to infringement. Although it discloses in | | | , | any is facing increased risks related to ks generally, shareholders would bene | ,,, | | | | |

greater attention to risks related to how the company uses third-party information to train its large language models.