

# Global Voting Record



## BHP GROUP LIMITED

Meeting: Annual		11/1/23	Australia		
Proposal Type	Proposal	Description	MRec	Vote	
Mgmt	2	Elect Xiaoqun Clever as Director	For	For	
Mgmt	3	Elect Ian Cockerill as Director	For	For	
Mgmt	4	Elect Gary Goldberg as Director	For	For	
Mgmt	5	Elect Michelle Hinchliffe as Director	For	For	
Mgmt	6	Elect Ken MacKenzie as Director	For	For	
Mgmt	7	Elect Christine O'Reilly as Director	For	For	
Mgmt	8	Elect Catherine Tanna as Director	For	For	
Mgmt	9	Elect Dion Weisler as Director	For	For	
Mgmt	10	Approve Remuneration Report	For	For	
Mgmt	11	Approve Grant of Awards to Mike Henry	For	For	
Mgmt	12	Approve Renewal of Potential Leaving Entitlements	None	For	

## KLA CORPORATION

Meeting: Annual		11/1/23	USA		
Proposal Type	Proposal	Description	MRec	Vote	
Mgmt	1.1	Elect Director Robert Calderoni	For	For	
Mgmt	1.2	Elect Director Jeneanne Hanley	For	For	
Mgmt	1.3	Elect Director Emiko Higashi	For	For	
Mgmt	1.4	Elect Director Kevin Kennedy	For	For	
Mgmt	1.5	Elect Director Michael McMullen	For	For	
Mgmt	1.6	Elect Director Gary Moore	For	For	
Mgmt	1.7	Elect Director Marie Myers	For	For	
Mgmt	1.8	Elect Director Victor Peng	For	For	
Mgmt	1.9	Elect Director Robert Rango	For	For	
Mgmt	1.10	Elect Director Richard Wallace	For	For	
Mgmt	2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	
Mgmt	3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
Mgmt	4	Advisory Vote on Say on Pay Frequency	One Year	One Year	
Mgmt	5	Approve Omnibus Stock Plan	For	For	

## Global Voting Record

## MEHADRIN LTD.

Meeting: Annual		11/1/23	Israel		
Proposal Type	Proposal	Description	MRec	Vote	
Mgmt	1	Discuss Financial Statements and the Report of the Board		Non Voting	
Mgmt	2.1	Reelect Erez Ehud as Director	For	For	
Mgmt	2.2	Reelect Idan Vales as Director	For	For	
Mgmt	2.3	Reelect Tamir Moshe Polikar as Director	For	For	
Mgmt	2.4	Reelect Leora Pratt Levin as Director	For	For	
Mgmt	2.5	Reelect Yair Noiman as Director	For	For	
Mgmt	2.6	Reelect Osnat Hilel-Fine as Director	For	For	
Mgmt	3	Appoint Brightman Almagor Zohar & Co. as Auditors and Authorize Board to Fix Their Remuneration	For	For	
Mgmt	A	Vote FOR if you are a controlling shareholder or have a personal interest in one or several resolutions 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 Voter Rationale: Jupiter is not a controlling shareholder and does not have a personal interest as described in the proposal.	None	Against	
Mgmt	B1	If you are an Interest Holder as defined in Section 1 of the Securities Law 1968 vote FOR. Otherwise vote against. Voter Rationale: Jupiter is not an interest holder as defined in the proposal.	None	Against	
Mgmt	B2	If you are a Senior Officer as defined in Section 37(D) of the Securities Law 1968 vote FOR. Otherwise vote against. Voter Rationale: Jupiter is not a senior officer as defined in the proposa.	None	Against	
Mgmt	B3	If you are an Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law 1994 vote FOR. Otherwise vote against. Voter Rationale: Jupiter is not an institutional investor or a manager of a joint investment trust fund as defined in the proposa.	None	Against	

## SIMS LIMITED

Meeting: Annual		11/1/23	Australia		
Proposal Type	Proposal	Description	MRec	Vote	
Mgmt	1	Elect Thomas Gorman as Director	For	For	
Mgmt	2	Elect Katherine Anne Hirschfeld as Director	For	For	
Mgmt	3	Approve Remuneration Report	For	For	
Mgmt	4	Approve Grant of Performance Rights to Stephen Mikkelsen	For	For	

## VICINITY CENTRES

Meeting: Annual		11/1/23	Australia		
Proposal Type	Proposal	Description	MRec	Vote	
Mgmt	2	Approve Remuneration Report	For	For	
Mgmt	3	Elect Peter Kahan as Director	For	For	
Mgmt	4	Approve Grant of Performance Rights to Peter Huddle	For	For	

## Global Voting Record

## JOHN B. SANFILIPPO &amp; SON INC.

Meeting: Annual 11/2/23 USA

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1.1	Elect Director Pamela Forbes Lieberman Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Pamela Forbes Lieberman, Mercedes Romero, and Ellen Taaffe for maintaining a multi-class capital structure that is not subject to a reasonable time-based sunset provision.	For	Withhold
Mgmt	1.2	Elect Director Mercedes Romero Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Pamela Forbes Lieberman, Mercedes Romero, and Ellen Taaffe for maintaining a multi-class capital structure that is not subject to a reasonable time-based sunset provision.	For	Withhold
Mgmt	1.3	Elect Director Ellen C. Taaffe Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Pamela Forbes Lieberman, Mercedes Romero, and Ellen Taaffe for maintaining a multi-class capital structure that is not subject to a reasonable time-based sunset provision.	For	Withhold
Mgmt	2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
Mgmt	3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	4	Advisory Vote on Say on Pay Frequency	One Year	One Year
Mgmt	5	Approve Omnibus Stock Plan	For	For

## TAPESTRY INC.

Meeting: Annual 11/2/23 USA

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1a	Elect Director John P. Bilbrey (J.P.)	For	For
Mgmt	1b	Elect Director Darrell Cavens	For	For
Mgmt	1c	Elect Director Joanne Crevoiserat	For	For
Mgmt	1d	Elect Director Johanna (Hanneke) Faber	For	For
Mgmt	1e	Elect Director Anne Gates	For	For
Mgmt	1f	Elect Director Thomas Greco	For	For
Mgmt	1g	Elect Director Alan Lau	For	For
Mgmt	1h	Elect Director Pamela Lifford	For	For
Mgmt	1i	Elect Director Annabelle Yu Long	For	For
Mgmt	2	Ratify Deloitte & Touche LLP as Auditors	For	For
Mgmt	3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	4	Advisory Vote on Say on Pay Frequency	One Year	One Year

## Global Voting Record

## EAST BUY HOLDING LTD.

Meeting: Annual 11/3/23 Cayman Islands				
Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Accept Financial Statements and Statutory Reports	For	For
Mgmt	2	Elect Yin Qiang as Director	For	For
Mgmt	3	Elect Kwong Wai Sun Wilson as Director	For	For
Mgmt	4	Elect Tong Sui Bau as Director	For	For
Mgmt	5	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	For	For
Mgmt	6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights Voter Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.	For	Against
Mgmt	7	Authorize Repurchase of Issued Share Capital Authorize Reissuance of Repurchased Shares Voter Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.	For	For
Mgmt	8	Authorize Board to Fix Remuneration of Directors	For	Against
Mgmt	9	Authorize Board to Fix Remuneration of Directors	For	For

## H&amp;R BLOCK INC.

Meeting: Annual 11/3/23 USA				
Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1a	Elect Director Sean H. Cohan	For	For
Mgmt	1b	Elect Director Robert A. Gerard	For	For
Mgmt	1c	Elect Director Anuradha (Anu) Gupta	For	For
Mgmt	1d	Elect Director Richard A. Johnson	For	For
Mgmt	1e	Elect Director Jeffrey J. Jones II	For	For
Mgmt	1f	Elect Director Mia F. Mends	For	For
Mgmt	1g	Elect Director Yolande G. Piazza	For	For
Mgmt	1h	Elect Director Victoria J. Reich	For	For
Mgmt	1i	Elect Director Matthew E. Winter	For	For
Mgmt	2	Ratify Deloitte & Touche LLP as Auditors	For	For
Mgmt	3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	4	Advisory Vote on Say on Pay Frequency	One Year	One Year

## QANTAS AIRWAYS LIMITED

Meeting: Annual		11/3/23	Australia		
Proposal Type	Proposal	Description	MRec	Vote	
Mgmt	2a	Elect Vanessa Hudson as Director	For	For	
Mgmt	2b	Elect Doug Parker as Director	For	For	
Mgmt	2c	Elect Heather Smith as Director	For	For	
Mgmt	2d	Elect Belinda Hutchinson as Director	For	For	
Mgmt	2e	Elect Todd Sampson as Director	For	For	
		Approve Participation of Vanessa Hudson in the Long Term Incentive Plan Voter Rationale: A vote AGAINST the FY24 grant of performance rights to Vanessa Hudson is warranted. * The inclusion of a non-financial "Reputation" performance measure may result in misalignment with company performance and shareholder returns as a result of excessive board discretion in assessment of a core leadership responsibility of the CEO. * Lack of disclosed quantified and specific targets for the Reputation metric, may indicate that bonus determination may involve an excessive subjective board assessment and potential for increased certainty of vesting. * The weighting of the "Reputation" performance measure of one-third of the LTI is excessive. * The relative TSR performance measure does not have a positive TSR gateway. * Half of Relative TSR performance continues to be measured against a narrow and curated peer group of 17 Global Listed Airlines, that has historically vested at maximum, despite some years of negative shareholder returns and poor financial results. * The three-year performance period is now seen as inadequate for companies in the ASX50, with performance periods of four or more years seen to be better aligned with longer term shareholder interests.			
Mgmt	3	Approve Remuneration Report Voter Rationale: A vote AGAINST the remuneration report is warranted. The company reported improved financial results and the board appropriately applied discretion to defer, * payment of the FY23 STI bonus subject to further information and resolution of outstanding legal and governance matters, and * vesting of the FY21 LTI (at maximum) under the one-year holding lock provisions of the LTI, and then potentially subject to malus and claw back. The following concerns for problematic pay practices are raised: * There is a medium concern for misalignment between pay and performance and shareholder returns identified in quantitative pay for performance analysis. * Consistent with concerns highlighted in prior years regarding certainty of achievement and vesting, the Recovery Retention Plan (RRP) vested in full, and the company disclosed that it is not subject to malus and clawback. * The former CEO Joyce elected to convert his deferred FY18-FY20 LTI grants into shares after delaying vesting until August 2023, noting material inconsistency with the broad based ASX100 peer group metric which failed to vest, and billions of dollars in losses reported between FY20 to FY22. * Poor, absent, and inferior disclosure of FY23 STI targets and hurdles, and in the absence of such disclosure investors are left to rely on broad, directional shifts in award magnitude and results highlighted by the board, when analysing STI outcomes. * Changes to the structure of the FY24 LTI grant is inconsistent with better market practice given the inclusion of the non-financial performance measure regarding reputation for a substantial portion of the LTI which may lead to misalignment of the board determination of this measure with financial performance. * After the CEO's on-market share sale on 1 June 2023, the former CEO Joyce is disclosed as holding 228,924 shares, which appears to be below the CEO's minimum shareholder requirement of 150 percent of CEO fixed remuneration.	For	Against	
Mgmt	4	Approve Remuneration Report Voter Rationale: A vote AGAINST the remuneration report is warranted. The company reported improved financial results and the board appropriately applied discretion to defer, * payment of the FY23 STI bonus subject to further information and resolution of outstanding legal and governance matters, and * vesting of the FY21 LTI (at maximum) under the one-year holding lock provisions of the LTI, and then potentially subject to malus and claw back. The following concerns for problematic pay practices are raised: * There is a medium concern for misalignment between pay and performance and shareholder returns identified in quantitative pay for performance analysis. * Consistent with concerns highlighted in prior years regarding certainty of achievement and vesting, the Recovery Retention Plan (RRP) vested in full, and the company disclosed that it is not subject to malus and clawback. * The former CEO Joyce elected to convert his deferred FY18-FY20 LTI grants into shares after delaying vesting until August 2023, noting material inconsistency with the broad based ASX100 peer group metric which failed to vest, and billions of dollars in losses reported between FY20 to FY22. * Poor, absent, and inferior disclosure of FY23 STI targets and hurdles, and in the absence of such disclosure investors are left to rely on broad, directional shifts in award magnitude and results highlighted by the board, when analysing STI outcomes. * Changes to the structure of the FY24 LTI grant is inconsistent with better market practice given the inclusion of the non-financial performance measure regarding reputation for a substantial portion of the LTI which may lead to misalignment of the board determination of this measure with financial performance. * After the CEO's on-market share sale on 1 June 2023, the former CEO Joyce is disclosed as holding 228,924 shares, which appears to be below the CEO's minimum shareholder requirement of 150 percent of CEO fixed remuneration.	For	Against	
Mgmt	5	Approve On-Market Share Buy-Back	For	For	

**SUOFEIYA HOME COLLECTION CO. LTD.**Meeting: **Special** 11/3/23 China

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Extension of Resolution Validity Period of Shares to Specific Targets	For	For
Mgmt	2	Approve Extension of Authorization of the Board to Handle Matters Related to the Issuance of Shares to Specific Targets	For	For

**WIX.COM LTD.**Meeting: **Annual** 11/6/23 Israel

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1a.	Reelect Deirdre Bigley as Director	For	For
Mgmt	1b.	Reelect Allon Bloch as Director	For	For
Mgmt	1c.	Reelect Ferran Soriano as Director	For	For
Mgmt	2	Approve Compensation of CEO Voter Rationale: A vote AGAINST this proposal is warranted because the resulting potential level of dilution and the three-year average burn rate exceed recommended guidelines. The company maintains an evergreen provision, without limiting the potential dilution under the terms, whereby the number of shares reserved for issuance under the company's equity plans is reset annually. As such, shareholders would not be given the opportunity to oppose excessive potential dilution in the future by opposing increases to the underlying pool of reserved shares.	For	Against
Mgmt	3	Approve Amended Compensation Policy for the Directors and Officers of the Company	For	For
Mgmt	4	Ratify Appointment and Compensation of Kost Forer Gabbay & Kasierer as Auditors and Authorize Board to Fix Their Remuneration	For	For
Mgmt	A	Vote FOR if you are NOT a controlling shareholder and do NOT have a personal interest in one or several resolutions as indicated in the proxy card; otherwise vote AGAINST. If you vote AGAINST please provide an explanation to your account manager	None	For

## Global Voting Record

## INGHAMS GROUP LTD.

Meeting: Annual 11/7/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	2	Elect Margaret Haseltine as Director	For	For
Mgmt	3	Elect Helen Nash as Director	For	For
Mgmt	4	Elect Michael Ihlein as Director	For	For
Mgmt	5	Approve Remuneration Report	For	For
Mgmt	6	Approve Grant of Performance Rights to Andrew Reeves under the FY23-FY25 Long Term Incentive Plan (LTIP)	For	For
Mgmt	7	Approve Grant of Performance Rights to Andrew Reeves under the FY24-FY26 Long Term Incentive Plan (LTIP)	For	For
Mgmt	8	Approve Re-insertion of Proportional Takeover Provisions in the Constitution	For	For

## LAM RESEARCH CORPORATION

Meeting: Annual 11/7/23 USA

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1a	Elect Director Sohail U. Ahmed	For	For
Mgmt	1b	Elect Director Timothy M. Archer	For	For
Mgmt	1c	Elect Director Eric K. Brandt	For	For
Mgmt	1d	Elect Director Michael R. Cannon	For	For
Mgmt	1e	Elect Director John M. Dineen	For	For
Mgmt	1f	Elect Director Ho Kyu Kang	For	For
Mgmt	1g	Elect Director Bethany J. Mayer	For	For
Mgmt	1h	Elect Director Jyoti K. Mehra	For	For
Mgmt	1i	Elect Director Abhijit Y. Talwalkar	For	For
Mgmt	1j	Elect Director Lih Shyng (Rick L.) Tsai	For	For
Mgmt	1k	Elect Director Leslie F. Varon	For	For
Mgmt	2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	3	Advisory Vote on Say on Pay Frequency	One Year	One Year
Mgmt	4	Ratify Ernst & Young LLP as Auditors	For	For

## AL RAJHI BANK

Meeting: Ordinary Sharehc 11/8/23 Saudi Arabia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1.1	Elect Abdullah Al Rajihi as Director Voter Rationale: A vote to abstain for items 1.1-1.18 is warranted due to the absence of sufficient or consistent information with regards to the candidates up for election.	None	Abstain
Mgmt	1.2	Elect Ibraheem Al Rumeeh as Director	None	Abstain
Mgmt	1.3	Elect Badr Al Rajihi as Director	None	Abstain
Mgmt	1.4	Elect Abdulazeez Al Ghufeeli as Director	None	Abstain
Mgmt	1.5	Elect Khalid Al Quweez as Director	None	Abstain
Mgmt	1.6	Elect Ibraheem Al Ghufeeli as Director	None	Abstain
Mgmt	1.7	Elect Abdulateef Al Sayf as Director	None	Abstain
Mgmt	1.8	Elect Hamzah Khasheem as Director	None	Abstain
Mgmt	1.9	Elect Raed Al Tameemi as Director	None	Abstain
Mgmt	1.10	Elect Waleed Al Muqbil as Director	None	Abstain
Mgmt	1.11	Elect Muotasim Al Maashouq as Director	None	Abstain
Mgmt	1.12	Elect Mansour Al Buseeli as Director	None	Abstain
Mgmt	1.13	Elect Khalid Al Fahd as Director	None	Abstain
Mgmt	1.14	Elect Jihad Al Naqlah as Director	None	Abstain
Mgmt	1.15	Elect Mohammed Qassab as Director	None	Abstain
Mgmt	1.16	Elect Salih Al Khalaf as Director	None	Abstain
Mgmt	1.17	Elect Thamir Al Oteesh as Director	None	Abstain
Mgmt	1.18	Elect Nabeel Koushak as Director	None	Abstain
Mgmt	2	Elect Members of Audit Committee and Approve its Responsibilities Work Procedures and Remuneration of its Members Voter Rationale: A vote against this proposal is warranted due to the lack of independence at the audit committee level and uncertainty whether the audit committee would be chaired by an independent member.	For	Against
Mgmt	3	Approve Authorization of the Board Regarding Future Related Party Transactions According to Paragraph 1 of Article 27 of Companies Law	For	For
Mgmt	4	Amend Nomination and Remuneration Committee Charter	For	For



## Global Voting Record

## AMCOR PLC

Meeting: Annual 11/8/23 Jersey

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1a	Elect Director Graeme Liebelt	For	For
Mgmt	1b	Elect Director Ronald Delia	For	For
Mgmt	1c	Elect Director Achal Agarwal	For	For
Mgmt	1d	Elect Director Andrea Bertone	For	For
Mgmt	1e	Elect Director Susan Carter	For	For
Mgmt	1f	Elect Director Lucrece Foufopoulos-De Ridder	For	For
Mgmt	1g	Elect Director Karen Guerra	For	For
Mgmt	1h	Elect Director Nicholas (Tom) Long	For	For
Mgmt	1i	Elect Director Arun Nayar	For	For
Mgmt	1j	Elect Director David Szczupak	For	For
Mgmt	2	Ratify PricewaterhouseCoopers AG as Auditors	For	For
Mgmt	3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	4	Authorise Repurchase of Ordinary Shares and CHES Depository Interests	For	For

## AUTOMATIC DATA PROCESSING INC.

Meeting: Annual 11/8/23 USA

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1a	Elect Director Peter Bisson	For	For
Mgmt	1b	Elect Director Maria Black	For	For
Mgmt	1c	Elect Director David V. Goeckeler	For	For
Mgmt	1d	Elect Director Linnie M. Haynesworth	For	For
Mgmt	1e	Elect Director John P. Jones	For	For
Mgmt	1f	Elect Director Francine S. Katsoudas	For	For
Mgmt	1g	Elect Director Nazzic S. Keene	For	For
Mgmt	1h	Elect Director Thomas J. Lynch	For	For
Mgmt	1i	Elect Director Scott F. Powers	For	For
Mgmt	1j	Elect Director William J. Ready	For	For
Mgmt	1k	Elect Director Carlos A. Rodriguez	For	For
Mgmt	1l	Elect Director Sandra S. Wijnberg	For	For
Mgmt	2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	3	Advisory Vote on Say on Pay Frequency	One Year	One Year
Mgmt	4	Ratify Deloitte & Touche LLP as Auditors	For	For

**LANCASTER COLONY CORPORATION**

Meeting: Annual 11/8/23 USA

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1.1	Elect Director Robert L. Fox	For	For
Mgmt	1.2	Elect Director John B. Gerlach Jr.	For	For
Mgmt	1.3	Elect Director Robert P. Ostryniec	For	For
Mgmt	2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	3	Advisory Vote on Say on Pay Frequency	One Year	One Year
Mgmt	4	Ratify Deloitte & Touche LLP as Auditors	For	For

**MAGELLAN FINANCIAL GROUP LIMITED**

Meeting: Annual 11/8/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	2	<p>Approve Remuneration Report</p> <p>Voter Rationale: A vote AGAINST the remuneration report is warranted for the following reasons: * There is a material disconnect between pay and performance in FY23; * The CEO's fixed remuneration is well above index and market peers; * STI hurdles that lack traditional financial metrics may lead to outcomes misaligned with shareholder interests; * STI awards for FY23 appear excessive given the weaker financial performance of the company in FY23; and * The company does not have a LTI award scheme that would remunerate KMP based on longer term shareholder returns, instead remuneration seems more front ended with high fixed pay and STI awards.</p>	For	Against
Mgmt	3a	<p>Elect John Eales as Director</p> <p>Voter Rationale: A vote AGAINST independent non-executive director John Eales (Item 3a) is warranted given the remuneration structure at Magellan Financial has resulted in poor pay for performance outcomes in FY23, which is below market practice. Mr Eales is the chair of the Remuneration and Nominations Committee who is ultimately responsible for the oversight of the company's executive pay structure. The company has confirmed that he has played an instrumental role in implementing a of number of remuneration practices, including retention payments. A vote FOR the election of independent non-executive directors Catherine Kovacs (Item 3b), David Dixon (Item 3c), and Deborah Page (Item 3e) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination. A qualified vote FOR Andrew Formica (Item 3d) is warranted as he is executive chair, which is against ASX Corporate Governance guidelines on the separation of management and oversight responsibilities.</p>	For	Against
Mgmt	3b	Elect Catherine Kovacs (also known as Catherine Stanton) as Director	For	For
Mgmt	3c	Elect David Dixon as Director	For	For
Mgmt	3d	Elect Andrew Formica as Director	For	For
Mgmt	3e	Elect Deborah Page as Director	For	For

**SKY NETWORK TELEVISION LIMITED**Meeting: **Annual** 11/8/23 **New Zealand**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Authorize Board to Fix Remuneration of the Auditors	For	For
Mgmt	2	Elect Keith Smith as Director	For	For
Mgmt	3	Elect Mike Darcey as Director	For	For
Mgmt	4	Elect Belinda Rowe as Director	For	For

**ZHONGJI INNOLIGHT CO. LTD.**Meeting: **Special** 11/8/23 **China**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Change in the Use of Raised Funds and Replenish Working Capital	For	For
Mgmt	2	Amend Working System for Independent Directors Voter Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.	For	Against
S/holder	3	Approve Revised Draft and Summary of Performance Shares Incentive Plan Voter Rationale: VOTE RECOMMENDATION A vote AGAINST is warranted because directors eligible to receive performance shares under the scheme are involved in the administration of the scheme.	For	Against
S/holder	4	Approve Methods to Assess the Performance of Plan Participants (Revised) Voter Rationale: VOTE RECOMMENDATION A vote AGAINST is warranted because directors eligible to receive performance shares under the scheme are involved in the administration of the scheme.	For	Against
Mgmt	5	Approve Authorization of the Board to Handle All Related Matters Voter Rationale: VOTE RECOMMENDATION A vote AGAINST is warranted because directors eligible to receive performance shares under the scheme are involved in the administration of the scheme.	For	Against

**DE GREY MINING LTD**Meeting: **Special** 11/9/23 **Australia**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Ratify Past Issuance of Tranche 1 Shares to Professional and Sophisticated Investors	For	For
Mgmt	2	Approve Issuance of Tranche 2 Shares to Professional and Sophisticated Investors	For	For
Mgmt	3	Approve Issuance of Shares to Simon Lill	For	For
Mgmt	4	Approve Issuance of Shares to Paul Harvey	For	For
Mgmt	5	Approve Issuance of Shares to Emma Scotney	For	For
Mgmt	6	Approve Issuance of Shares to Peter Hood	For	For

**JUMBO INTERACTIVE LIMITED**

Meeting: Annual 11/9/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Elect Susan Forrester as Director	For	For
Mgmt	2	Approve Remuneration Report	For	For
Mgmt	3	Approve Issuance of STI Director Rights to Mike Veverka	For	For
Mgmt	4	Approve Issuance of LTI Director Rights to Mike Veverka	For	For

**THE STAR ENTERTAINMENT GROUP LIMITED**

Meeting: Annual 11/9/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	2	Elect David Foster as Director	For	For
Mgmt	3	Elect Deborah Page as Director	For	For
Mgmt	4	Elect Toni Thornton as Director	For	For
Mgmt	5	Elect Peter Hodgson as Director	For	For
Mgmt	6	<p>Approve Remuneration Report</p> <p>Voter Rationale: A vote AGAINST the remuneration report is warranted due to the following concerns and inconsistencies with better market practice and good governance expectations of many shareholders: * Absence of disclosure of the EPS growth and ROIC hurdles in the LTI prevent an assessment of rigor and alignment with shareholder expectations, especially in the context of the material uncertainty raised by the auditor; * Excessive equity grants to the CEO in addition to the STI and LTI opportunities, which included a "one-off" grant in FY23, followed again by another "one-off" grant to be made in FY24 subject to shareholder approval at the 2023 AGM; * Dividends on unvested shares; and * A medium concern for misalignment in quantitative pay-for-performance analysis given excessive remuneration as evidenced by the excessive LTI grant to the former CEO (which ultimately lapsed) and multiple years of one-off equity grants to the CEO, with the FY24 grant to be subject only to time based vesting.</p>	For	Against
Mgmt	7	<p>Approve One-Off Retention Equity Grant of Service Rights to Robbie Cooke</p> <p>Voter Rationale: A vote AGAINST this resolution is warranted on the basis that: * The award is for retention purposes with vesting subject only to continued employment whereas shareholders in this market are typically concerned with bonuses which are not linked to rigorous performance targets over a sufficient performance period. * The grant is in addition to the LTI and excessive and inconsistent with shareholder interests and the performance of the company. A Manager has presently been appointed with responsibility for the casinos in NSW and Queensland. * Existing remuneration reward structures are already in place, and this simply adds to excess and misaligned with the shareholder experience.</p>	For	Against
Mgmt	8	Approve Grant of Performance Rights and Premium Exercise Priced Options to Robbie Cooke	For	For
Mgmt	9	Ratify Past Issuance of February Placement Shares to Institutional Investors	For	For
Mgmt	10	Ratify Past Issuance of September Placement Shares to Institutional Investors	For	For
Mgmt	11	Approve Proportional Takeover Provisions in Constitution	For	For

Mgmt	12	<p>Approve Conditional Spill Resolution</p> <p>Voter Rationale: A vote AGAINST this proposal is warranted at this time. Given the significant board refreshment in FY23, a board spill of new directors is not presently in shareholder interests. A spill meeting would cause significant disruption and uncertainty to the company at a time that it is currently undertaking a number of transformational steps to restore its suitability to hold casino licences in NSW and Queensland. Notwithstanding, concerns remains regarding the lack of meaningful changes to remuneration practices in FY23. The company is again proposing another set of one-off equity awards to the CEO, this time it is for retention purposes and not subject to any performance conditions (refer Item 7). Concerns are also raised with regard to the FY24 LTI which has a substantial 30 percent component linked to a 'return to suitability' measure which shareholders may consider an essential part of the CEO's day job. In this regard, there is presently a Manager appointed to run the casino following government intervention, such that the suitability objective is essentially a significant part of the CEO's role. Accordingly, concerns are raised for the extent of discretion by the board in assessment.</p>	Against	Against
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## TRUWORTHS INTERNATIONAL LTD.

Meeting: Annual 11/9/23 South Africa

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Accept Financial Statements and Statutory Reports for the Year Ended 2 July 2023	For	For
Mgmt	2.1	Re-elect Hilton Saven as Director	For	For
Mgmt	2.2	Re-elect Michael Mark as Director	For	For
Mgmt	2.3	Re-elect Dawn Earp as Director	For	For
Mgmt	2.4	Elect Daphne Motsepe as Director	For	For
Mgmt	2.5	Elect Wayne Muller as Director	For	For
Mgmt	3	Authorise Board to Issue Shares for Cash	For	For
Mgmt	4	Authorise Repurchase of Issued Share Capital	For	For
Mgmt	5	Appoint Deloitte and Touche as Auditors with Jolandi Grace as the Registered Auditor and Authorise Their Remuneration	For	For
Mgmt	6.1	Approve Fees of the Non-Executive Chairman	For	For
Mgmt	6.2	Approve Fees of the Lead Independent Director	For	For
Mgmt	6.3	Approve Fees of the Non-Executive Directors	For	For
Mgmt	6.4	Approve Fees of the Audit Committee Chairman	For	For
Mgmt	6.5	Approve Fees of the Audit Committee Member	For	For
Mgmt	6.6	Approve Fees of the Remuneration Committee Chairman	For	For
Mgmt	6.7	Approve Fees of the Remuneration Committee Member	For	For
Mgmt	6.8	Approve Fees of the Risk Committee Member (Non-Executive Only)	For	For
Mgmt	6.9	Approve Fees of the Nomination Committee Chairman	For	For
Mgmt	6.10	Approve Fees of the Nomination Committee Member	For	For
Mgmt	6.11	Approve Fees of the Social and Ethics Committee Chairman	For	For
Mgmt	6.12	Approve Fees of the Social and Ethics Committee Member (Non-Executive Only)	For	For
Mgmt	7.1	Re-elect Roddy Sparks as Member of the Audit Committee	For	For
Mgmt	7.2	Re-elect Dawn Earp as Member of the Audit Committee	For	For
Mgmt	7.3	Re-elect Tshidi Mokgabudi as Member of the Audit Committee	For	For
Mgmt	8.1	Approve Remuneration Policy	For	For
Mgmt	8.2	Approve Implementation Report	For	For
Mgmt	9	Approve Social and Ethics Committee Report	For	For
Mgmt	10.1	Re-elect Thabo Mosololi as Member of the Social and Ethics Committee	For	For
Mgmt	10.2	Re-elect Hilton Saven as Member of the Social and Ethics Committee	For	For
Mgmt	10.3	Re-elect Emanuel Cristaudo as Member of the Social and Ethics Committee	For	For
Mgmt	11	Approve Financial Assistance in Terms of Section 45 of the Companies Act	For	For

## Global Voting Record

## ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED

Meeting: Special 11/10/23 India

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Appointment and Remuneration of Sanjeev Mantri as Managing Director and CEO	For	For

## MEINIAN ONEHEALTH HEALTHCARE HOLDINGS CO. LTD.

Meeting: Special 11/10/23 China

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Provision of Guarantee and Counter-guarantee Voter Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to some of its subsidiaries is disproportionate to the level of ownership in the said subsidiaries. The company has failed to provide any justifications in the meeting circular.	For	Against
Mgmt	2	Approve Equity Acquisition Voter Rationale: A vote AGAINST is warranted because: * the transaction price for one of the targets represents a premium to the target's appraisal value; and * the company has failed to provide any compelling justifications for the pricing and negotiation process, which raises concerns over the fairness of the proposal.	For	Against
Mgmt	3	Approve Adjustment of Horizontal Competition Preventive Agreement and Extension of Commitment Period	For	For

## NWS HOLDINGS LIMITED

Meeting: Annual 11/10/23 Bermuda

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Accept Financial Statements and Statutory Reports	For	For
Mgmt	2	Approve Final Dividend	For	For
Mgmt	3a	Elect Ng Yuen Ting Yolanda as Director	For	For
Mgmt	3b	Elect Cheng Kar Shun Henry as Director	For	For
Mgmt	3c	Elect Ma Siu Cheung as Director	For	For
Mgmt	3d	Elect Ho Gilbert Chi Hang as Director	For	For
Mgmt	3e	Elect Cheng Chi Leong Christopher as Director	For	For
Mgmt	3f	Elect Wong Kwai Huen Albert as Director	For	For
Mgmt	3g	Authorize Board to Fix Remuneration of Directors	For	For
Mgmt	4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	For	For
Mgmt	5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	For
Mgmt	6	Authorize Repurchase of Issued Share Capital	For	For
Mgmt	7	Authorize Reissuance of Repurchased Shares	For	For

## PERNOD RICARD SA

Meeting: Annual/Special 11/10/23 France

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Financial Statements and Statutory Reports	For	For
Mgmt	2	Approve Consolidated Financial Statements and Statutory Reports	For	For
Mgmt	3	Approve Allocation of Income and Dividends of EUR 4.70 per Share	For	For
Mgmt	4	Reelect Kory Sorenson as Director	For	For
Mgmt	5	Reelect Philippe Petitcolin as Director	For	For
Mgmt	6	Elect Max Koeune as Director	For	For
Mgmt	7	Renew Appointment of Deloitte & Associates as Auditor	For	For
Mgmt	8	Approve Remuneration of Directors in the Aggregate Amount of EUR 1 350 000	For	For
Mgmt	9	Approve Compensation of Alexandre Ricard Chairman and CEO	For	For
Mgmt	10	Approve Remuneration Policy of Alexandre Ricard Chairman and CEO Voter Rationale: A vote against is warranted due to concerns regarding the lack of transparency around certain aspect of the remuneration policy.	For	Against
Mgmt	11	Approve Compensation Report of Corporate Officers	For	For
Mgmt	12	Approve Remuneration Policy of Directors	For	For
Mgmt	13	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	For	For
Mgmt	14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
Mgmt	15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
Mgmt	16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 130 Million	For	For
Mgmt	17	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 39 Million	For	For
Mgmt	18	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 16 17 and 19	For	For
Mgmt	19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements up to Aggregate Nominal Amount of EUR 39 Million	For	For
Mgmt	20	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
Mgmt	21	Authorize Capitalization of Reserves of Up to EUR 130 Million for Bonus Issue or Increase in Par Value	For	For
Mgmt	22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
Mgmt	23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of the Group's Subsidiaries	For	For
Mgmt	24	Authorize Filing of Required Documents/Other Formalities	For	For



## BGC GROUP INC.

Meeting: Annual 11/14/23 USA

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1.1	Elect Director Howard W. Lutnick Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Linda Bell, Arthur Mbanefo, and David Richards for maintaining a multi-class capital structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Howard Lutnick as his ownership of the supervoting shares provide him with voting power control of the company, and as a non-independent director nominee, due to the company's lack of a formal nominating committee. A vote FOR the remaining director nominee William Addas is warranted.	For	Withhold
Mgmt	1.2	Elect Director David P. Richards Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Linda Bell, Arthur Mbanefo, and David Richards for maintaining a multi-class capital structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Howard Lutnick as his ownership of the supervoting shares provide him with voting power control of the company, and as a non-independent director nominee, due to the company's lack of a formal nominating committee. A vote FOR the remaining director nominee William Addas is warranted.	For	Withhold
Mgmt	1.3	Elect Director Arthur U. Mbanefo Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Linda Bell, Arthur Mbanefo, and David Richards for maintaining a multi-class capital structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Howard Lutnick as his ownership of the supervoting shares provide him with voting power control of the company, and as a non-independent director nominee, due to the company's lack of a formal nominating committee. A vote FOR the remaining director nominee William Addas is warranted.	For	Withhold
Mgmt	1.4	Elect Director Linda A. Bell Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Linda Bell, Arthur Mbanefo, and David Richards for maintaining a multi-class capital structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Howard Lutnick as his ownership of the supervoting shares provide him with voting power control of the company, and as a non-independent director nominee, due to the company's lack of a formal nominating committee. A vote FOR the remaining director nominee William Addas is warranted.	For	Withhold
Mgmt	1.5	Elect Director William Addas	For	For
Mgmt	2	Ratify Ernst & Young LLP as Auditors	For	For
Mgmt	3	Advisory Vote to Ratify Named Executive Officers' Compensation Voter Rationale: A vote AGAINST this proposal is warranted. The CEO's base salary and annual incentive award are outsized, particularly considering the CEO devotes only part of his working time to company matters. In addition, there is limited disclosure of the goals and actual results for the STI plan, which is heavily reliant on committee discretion. Further, the equity program is complex and unclear, which makes it difficult to assess the rigor of the program.	For	Against

## Global Voting Record

## GOODMAN GROUP

Meeting: Annual 11/14/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Appoint KPMG as Auditor of Goodman Logistics (HK) Limited	For	For
Mgmt	2a	Elect Stephen Johns as Director of Goodman Limited	For	For
Mgmt	2b	Elect Stephen Johns as Director of Goodman Logistics (HK) Limited	For	For
Mgmt	3	Elect Mark Johnson as Director of Goodman Limited	For	For
Mgmt	4	Elect Belinda Robson as Director of Goodman Limited	For	For
Mgmt	5	Elect George Zoghbi as Director of Goodman Limited	For	For
Mgmt	6	Elect Kitty Chung as Director of Goodman Logistics (HK) Limited	For	For
Mgmt	7	Approve Remuneration Report	For	For
Mgmt	8	Approve Issuance of Performance Rights to Greg Goodman	For	For
Mgmt	9	Approve Issuance of Performance Rights to Danny Peeters	For	For
Mgmt	10	Approve Issuance of Performance Rights to Anthony Rozic	For	For

## JACK HENRY &amp; ASSOCIATES INC.

Meeting: Annual 11/14/23 USA

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1.1	Elect Director David B. Foss	For	For
Mgmt	1.2	Elect Director Matthew C. Flanigan	For	For
Mgmt	1.3	Elect Director Thomas H. Wilson Jr.	For	For
Mgmt	1.4	Elect Director Jacque R. Fiegel	For	For
Mgmt	1.5	Elect Director Thomas A. Wimsett	For	For
Mgmt	1.6	Elect Director Laura G. Kelly	For	For
Mgmt	1.7	Elect Director Shruti S. Miyashiro	For	For
Mgmt	1.8	Elect Director Wesley A. Brown	For	For
Mgmt	1.9	Elect Director Curtis A. Campbell	For	For
Mgmt	2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	3	Advisory Vote on Say on Pay Frequency	One Year	One Year
Mgmt	4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

**OFFSHORE OIL ENGINEERING CO. LTD.**Meeting: **Special**      **11/14/23**      **China**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Amend Articles of Association	For	For
S/holder	2	Elect Liu Zhenyu as Supervisor Voter Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.	For	For
S/holder	3.1	Elect Wang Zhanling as Director Voter Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.	For	For
S/holder	3.2	Elect Peng Lei as Director Voter Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.	For	For
S/holder	3.3	Elect Liu Yiyong as Director Voter Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.	For	For
Mgmt	4.1	Elect Xin Wei as Director	For	For
Mgmt	4.2	Elect Zheng Zhongliang as Director	For	For
Mgmt	4.3	Elect Xing Wenxiang as Director	For	For

**CARDINAL HEALTH INC.**Meeting: **Annual**      **11/15/23**      **USA**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1a	Elect Director Steven K. Barg	For	For
Mgmt	1b	Elect Director Michelle M. Brennan	For	For
Mgmt	1c	Elect Director Sujatha Chandrasekaran	For	For
Mgmt	1d	Elect Director Sheri H. Edison	For	For
Mgmt	1e	Elect Director David C. Evans	For	For
Mgmt	1f	Elect Director Patricia A. Hemingway Hall	For	For
Mgmt	1g	Elect Director Jason M. Hollar	For	For
Mgmt	1h	Elect Director Akhil Johri	For	For
Mgmt	1i	Elect Director Gregory B. Kenny	For	For
Mgmt	1j	Elect Director Nancy Killefer	For	For
Mgmt	1k	Elect Director Christine A. Mundkur	For	For
Mgmt	2	Ratify Ernst & Young LLP as Auditors	For	For
Mgmt	3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	4	Advisory Vote on Say on Pay Frequency	One Year	One Year
S/holder	5	Adopt Share Retention Policy For Senior Executives Voter Rationale: A vote FOR this proposal is warranted as the more rigorous guidelines recommended by the proponent may better address concerns about creating a strong link between the interests of top executives and long-term shareholder value.	Against	For
S/holder	6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote Voter Rationale: A vote AGAINST this proposal is warranted given that the company has a policy which limits cash severance to a reasonable basis and requires shareholder approval for agreements above that limit.	Against	Against

## Global Voting Record

## DR. REDDY'S LABORATORIES LTD.

Meeting: Special 11/15/23 India

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Elect Alpna Hansraj Seth as Director	For	For

## REGIONAL SAB DE CV

Meeting: Ordinary Sharehc 11/15/23 Mexico

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Certification of Company's Bylaws	For	For
Mgmt	2	Approve Cash Dividends of MXN 1.25 Billion	For	For
Mgmt	3	Authorize Board to Ratify and Execute Approved Resolutions	For	For
Mgmt	4	Approve Minutes of Meeting	For	For

**S2 RESOURCES LTD.**

Meeting: Annual 11/15/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Elect Jeffrey Dowling as Director	For	For
Mgmt	3	Approve the Issuance of Up to 10 Percent of the Company's Issued Capital	For	For
Mgmt	4	Approve Issuance of Related Party Options to Mark Bennett	None	For
Mgmt	5	Approve Issuance of Related Party Options to Jeffrey Dowling	None	For
Mgmt	6	Approve Issuance of Related Party Options to Anna Neuling	None	For

**TYRO PAYMENTS LIMITED**

Meeting: Annual 11/15/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	2	Approve Remuneration Report Voter Rationale: A vote AGAINST the remuneration report is warranted. A material misalignment between pay, performance and shareholder outcomes has been identified for the period under review, and the following additional concerns are highlighted: * The weighting of the financial metric in the STIP was reduced, resulting in STI awards earned above target predominantly based on strategic goals and individual KPIs; * The CEO's LTI grant, which was not subject to shareholder approval, excessively increased in relative magnitude while the rigor of metric goals declined, with no disclosed positive absolute TSR gateway for the relative TSR metric; * Closing-cycle LTI awards vested nearly at maximum despite negative shareholder outcomes over the period, raising questions regarding the appropriateness of selected metrics and goal-setting rigor; and, * The company granted retention rights to an executive KMP that appear to lack any service-based vesting requirements, a practice that is not in line with shareholder interests.	For	Against
Mgmt	3	Elect Aliza Knox as Director	For	For
Mgmt	4	Approve Participation by Directors in Sacrifice Rights Plan	None	For
Mgmt	5	Approve Grant of Equity Rights to Jon Davey	For	For
Mgmt	6	Approve Grant of Performance Rights to Jon Davey	For	For

**COSCO SHIPPING HOLDINGS CO. LTD.**Meeting: **Extraordinary Sh: 11/16/23** **China**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Interim Profit Distribution Plan and Interim Dividend Payment	For	For
Mgmt	2.1	Approve Remuneration Standard of the Board and the Supervisory Committee	For	For
Mgmt	2.2	Approve Purchase of Liability Insurance for the Board Supervisory Committee and Senior Management Members and Relevant Authorization	For	For
Mgmt	3.1	Elect Wan Min as Director	For	For
Mgmt	3.2	Elect Chen Yangfan as Director	For	For
Mgmt	3.3	Elect Yang Zhijian as Director	For	For
Mgmt	3.4	Elect Zhang Wei as Director	For	For
Mgmt	3.5	Elect Tao Weidong as Director	For	For
Mgmt	3.6	Elect Yu De as Director	For	For
Mgmt	4.1	Elect Ma Si-hang Frederick as Director	For	For
Mgmt	4.2	Elect Shen Dou as Director	For	For
Mgmt	4.3	Elect Hai Chi Yuet as Director	For	For
Mgmt	5.1	Elect Yang Shicheng as Supervisor	For	For
Mgmt	5.2	Elect Xu Donggen as Supervisor	For	For
Mgmt	5.3	Elect Si Yuncong as Supervisor	For	For

**KUNLUN ENERGY COMPANY LIMITED**Meeting: **Special** **11/16/23** **Bermuda**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve New Master Agreement Non-Exempt Continuing Connected Transactions Proposed Annual Caps and Related Transactions Voter Rationale: A vote AGAINST this resolution is warranted in view of the following: * While the financial services under the New Master Agreement are exempt from independent shareholder approval, withholding support for the proposed related-party transactions will also hinder the implementation of the financial services under the said agreement. Thereby, protecting the group from the associated risks of GFC involvement. * The company did not specify if the deposits of the group in CNPC Finance will only be utilized at the group's discretion and will not be used to extend financial services to the affiliates of the controlling shareholder group.	For	Against

**MARUTI SUZUKI INDIA LIMITED**Meeting: **Special** **11/16/23** **India**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Material Related Party Transactions with Suzuki Motor Corporation	For	For
Mgmt	2	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	For

## Global Voting Record

**NORTHERN STAR RESOURCES LTD.**Meeting: **Annual**      **11/16/23**      **Australia**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Approve FY20 Share Plan	For	For
Mgmt	3	Approve Issuance of LTI Performance Rights to Stuart Tonkin	For	For
Mgmt	4	Approve Issuance of STI Performance Rights to Stuart Tonkin	For	For
Mgmt	5	Elect Michael Chaney as Director	For	For
Mgmt	6	Elect John Fitzgerald as Director	For	For
Mgmt	7	Elect Sally Langer as Director	For	For
Mgmt	8	Adopt New Constitution	For	For
Mgmt	9	Approve Proportional Takeover Provisions	For	For

**STAVELY MINERALS LTD.**Meeting: **Annual**      **11/16/23**      **Australia**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Elect Robert Dennis as Director	For	For
Mgmt	3	Elect Amanda Sparks as Director	For	For
Mgmt	4	Approve Issuance of Options to Christopher Cairns	None	For
Mgmt	5	Approve Issuance of Options to Jennifer Murphy	None	For
Mgmt	6	Approve Issuance of Options to Amanda Sparks	None	For
Mgmt	7	Approve Issuance of Options to Peter Ironside	None	For
Mgmt	8	Approve Issuance of Options to Robert Dennis	None	For
Mgmt	9	Approve the Issuance of Up to 10 Percent of the Company's Issued Capital	For	For
Mgmt	10	Approve Employee Incentive Plan	For	For

**THE A2 MILK COMPANY LIMITED**Meeting: **Annual**      **11/16/23**      **New Zealand**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Authorize Board to Fix Remuneration of the Auditors	For	For
Mgmt	2	Elect Kate Mitchell as Director	For	For
Mgmt	3	Approve Issuance of Performance Rights to David Bortolussi	For	For

## Global Voting Record

**DONALDSON COMPANY INC.**

Meeting: Annual 11/17/23 USA

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1.1	Elect Director Tod E. Carpenter	For	For
Mgmt	1.2	Elect Director Pilar Cruz	For	For
Mgmt	1.3	Elect Director Ajita G. Rajendra	For	For
Mgmt	2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	3	Advisory Vote on Say on Pay Frequency	One Year	One Year
Mgmt	4	Amend Omnibus Stock Plan	For	For
Mgmt	5	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

**KB FINANCIAL GROUP INC.**

Meeting: Special 11/17/23 South Korea

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Elect Yang Jong-hui as Inside Director	For	For

**THE ESTEE LAUDER COMPANIES INC.**

Meeting: Annual 11/17/23 USA

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1a	Elect Director Charlene Barshefsky	For	For
Mgmt	1b	Elect Director Angela Wei Dong	For	For
Mgmt	1c	Elect Director Fabrizio Freda	For	For
Mgmt	1d	Elect Director Gary M. Lauder	For	For
Mgmt	1e	Elect Director Jane Lauder	For	For
Mgmt	2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
Mgmt	3	Advisory Vote to Ratify Named Executive Officers' Compensation Voter Rationale: A vote against is warranted due to concerns with total executive compensation quantum and the structure of the executive compensation.	For	Against
Mgmt	4	Advisory Vote on Say on Pay Frequency	One Year	One Year



Global Voting Record

**KASPI.KZ JSC**

Meeting: **Extraordinary Sh: 11/20/23**      **Kazakhstan**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Meeting Agenda	For	For
Mgmt	2	Amend Company's Corporate Governance Code	For	For
Mgmt	3	Approve Dividends of KZT 850 per Share	For	For
Mgmt	A	I am not a Legal Entity or Having Shareholder Participant or an Individual which Participates in Legal Entities Incorporated in any Offshore Zones promulgated by the Agency on Financial Supervision of Kazakhstan	For	For
Mgmt	B	For participation of BNY Mellon in EGM in favor of Holder the Holder entitles BNY Mellon to disclose information about Holder in Central Securities Depository of Republic of Kazakhstan and register of shareholders	For	For

**SICHUAN KELUN PHARMACEUTICAL CO. LTD.**

Meeting: **Special**      **11/20/23**      **China**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve to Appoint Auditor	For	For
Mgmt	2	Approve Repurchase and Cancellation of Performance Shares	For	For
Mgmt	3	Amend Articles of Association	For	For

## Global Voting Record

## BLUESCOPE STEEL LIMITED

Meeting: Annual 11/21/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	2a	Elect Rebecca Dee-Bradbury as Director	For	For
Mgmt	2b	Elect Jennifer Lambert as Director	For	For
Mgmt	2c	Elect Kathleen Conlon as Director	For	For
Mgmt	3	Approve Remuneration Report	For	For
Mgmt	4	Approve Grant of Share Rights to Mark Vassella	For	For
Mgmt	5	Approve Grant of Alignment Rights to Mark Vassella	For	For
Mgmt	6	Approve Renewal of Proportional Takeover Provisions	For	For

## MONADELPHOUS GROUP LIMITED

Meeting: Annual 11/21/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Elect Robert Velletri as Director	For	For
Mgmt	2	Elect Helen Gillies as Director	For	For
Mgmt	3	Elect Zoran Bebic as Director	For	For
Mgmt	4	Approve Grant of Performance Rights to Zoran Bebic	For	For
Mgmt	5	Approve Remuneration Report	For	For

## PERSEUS MINING LIMITED

Meeting: Annual 11/21/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Elect Elissa Cornelius as Director Voter Rationale: A vote AGAINST the re-election of Elissa Cornelius (Item 2) is warranted as she is non-independent non-executive director on a board that is not majority independent (only 43-percent independent). Ms Cornelius also serves on the Audit and Risk Committee, which is not fully independent (only 33-percent independent) and the Remuneration Committee, which is not majority independent (no independent members). A vote FOR the re-election of independent non-executive director David Ransom (Item 3) is warranted as no material concerns have been identified regarding board and committee composition resulting from his nomination.	For	Against
Mgmt	3	Elect David Ransom as Director	For	For
Mgmt	4	Approve Renewal of Performance Rights Plan	For	For
Mgmt	5	Approve Issuance of Performance Rights to Jeffrey Quartermaine	For	For

**DOWNER EDI LIMITED**Meeting: **Annual** 11/22/23 **Australia**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	2A	Elect Steven MacDonald as Director	For	For
Mgmt	2B	Elect Sheridan Broadbent as Director	For	For
Mgmt	3	<p>Approve Remuneration Report</p> <p>Voter Rationale: A vote AGAINST the remuneration report is warranted. Corporate governance concerns are highlighted for misalignment of pay and performance regarding the former CEO. * There is disclosure that performance rights under the FY21 LTI grant were provisionally tested following the end of the financial year and the former CEO (and other executives) would have 16.7 percent of the grant being provisionally qualified and remain subject to board approval in FY24. This appears materially misaligned with the performance of the company and shareholder outcomes. * There is no disclosure regarding the treatment of the performance rights held under the FY22 LTI and FY23 LTI grants, which the company discloses will be tested in the ordinary course. Given the disclosure of accounting irregularities resulting in a significant charge against profit, the former CEO may be regarded as being accountable and that malus and clawback provisions should be expected to apply.</p>	For	Against
Mgmt	4A	Approve Managing Director's Long-Term Incentive (LTI) for 2023	For	For
Mgmt	4B	Approve Managing Director's Long-Term Incentive (LTI) for 2024	For	For
Mgmt	5	Approve the Spill Resolution	Against	Against

**DE GREY MINING LTD**Meeting: **Annual** 11/23/23 **Australia**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Elect Emma Scotney as Director	For	For
Mgmt	3	Elect Peter Hood as Director	For	For
Mgmt	4	Elect Simon Lill as Director	For	For
Mgmt	5	Approve Issuance of Share Rights to Emma Scotney	For	For
Mgmt	6	Approve Issuance of Performance Rights to Glenn Jardine	For	For
Mgmt	7	Approve Renewal of Proportional Takeover Provisions	For	For
Mgmt	8	Approve Employee Securities Incentive Plan	For	For
Mgmt	9	Approve Potential Termination Benefits to Glenn Jardine	For	For
Mgmt	10	Approve Potential Termination Benefits to Peter Canterbury	For	For
Mgmt	11	Approve Potential Termination Benefits to Peter Holmes	For	For
Mgmt	12	Approve Potential Termination Benefits to Philip Tornatora	For	For
Mgmt	13	Approve Potential Termination Benefits to Craig Nelmes	For	For

## Global Voting Record

## EVOLUTION MINING LIMITED

Meeting: Annual 11/23/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	None	For
Mgmt	2	Elect Jacob (Jake) Klein as Director	For	For
Mgmt	3	Elect Thomas (Tommy) McKeith as Director	For	For
Mgmt	4	Elect James (Jim) Askew as Director	For	For
Mgmt	5	Elect Peter Smith as Director	For	For
Mgmt	6	Approve Issuance of Performance Rights to Jacob (Jake) Klein	For	For
Mgmt	7	Approve Issuance of Performance Rights to Lawrence (Lawrie) Conway	For	For
Mgmt	8	Approve Employee Share Option and Performance Rights Plan	For	For

## INVESTIGATOR RESOURCES LIMITED

Meeting: Annual 11/23/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Elect Andrew Shearer as Director	For	For
Mgmt	3	Approve Renewal of Investigator Resources Limited's Employee Share Option Plan	None	For
Mgmt	4	Approve Renewal of Proportional Takeover Provision	For	For
Mgmt	5	Approve the Issuance of Up to 10 Percent of the Company's Issued Capital	For	For

**OUTSURANCE GROUP LTD.**

Meeting: Annual 11/23/23 South Africa

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Policy	For	For
Mgmt	2	Approve Remuneration Implementation Report Voter Rationale: A vote AGAINST this item is warranted: * The performance conditions applicable to cash-settled ESOP awards granted to the EDs during the year are not disclosed.	For	Against
Mgmt	1.1	Elect Herman Bosman as Director Voter Rationale: Item 1.1 A vote AGAINST this item is warranted: * Herman Bosman stepped down as CEO in November 2022 but remains on the Board as Chair. This is not in line with the best practice recommendation in South Africa. Item 1.2-1.5 A vote FOR this item is warranted: * No issues have been identified in relation to the re-election of these directors.	For	Against
Mgmt	1.2	Re-elect Jannie Durand as Director	For	For
Mgmt	1.3	Re-elect Murphy Morobe as Director	For	For
Mgmt	1.4	Re-elect Sharron Venessa Naidoo as Director	For	For
Mgmt	1.5	Re-elect Raymond Ndlovu as Director	For	For
Mgmt	2	Authorise Board to Issue Shares for Cash	For	For
Mgmt	3	Approve Conditional Share Plan	For	For
Mgmt	4	Appoint KPMG as Auditors and Authorise Their Remuneration	For	For
Mgmt	5.1	Re-elect George Marx as Chairperson of the Audit Risk and Compliance Committee	For	For
Mgmt	5.2	Re-elect Buhle Hanise as Member of the Audit Risk and Compliance Committee	For	For
Mgmt	5.3	Re-elect Hantie Van Heerden as Member of the Audit Risk and Compliance Committee	For	For
Mgmt	5.4	Re-elect Sharron Venessa Naidoo as Member of the Audit Risk and Compliance Committee	For	For
Mgmt	5.5	Re-elect Tlaleng Moabi as Member of the Audit Risk and Compliance Committee	For	For
Mgmt	6	Authorise Ratification of Approved Resolutions	For	For
Mgmt	1	Approve Non-executive Directors' Remuneration	For	For
Mgmt	2	Authorise Repurchase of Issued Share Capital	For	For
Mgmt	3	Authorise Issue of Shares and/or Options Pursuant to a Reinvestment Option	For	For
Mgmt	4	Approve Issuance of Shares Convertible Securities and/or Options in Connection with the Company's Share or Employee Incentive Schemes	For	For
Mgmt	5	Approve Financial Assistance to Directors Prescribed Officers and Employee Share Scheme Beneficiaries Voter Rationale: Item 5 A vote AGAINST this item is warranted: * This proposal includes a general authority relating to the provision of financial assistance to Directors. Such proposals should be considered by shareholders on a specific rather than a general basis. Item 6 A vote FOR this item is warranted: * This is a routine request, proposed as a result of the implementation of the Companies Act 2008.	For	Against
Mgmt	6	Approve Financial Assistance to Related and Inter-related Entities	For	For

## Global Voting Record

## RAMELIUS RESOURCES LIMITED

Meeting: Annual 11/23/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Elect Colin Francis Moorhead as Director	For	For
Mgmt	3	Elect David Clifford Southam as Director	For	For
Mgmt	4	Approve Grant of Performance Rights to Mark William Zeptner	For	For

## REGIS RESOURCES LIMITED

Meeting: Annual 11/23/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Elect Lynda Burnett as Director	For	For
Mgmt	3	Elect James Mactier as Director	For	For
Mgmt	4	Elect Paul Arndt as Director	For	For
Mgmt	5	Approve Grant of Short Term Incentive Performance Rights to Jim Beyer	For	For
Mgmt	6	Approve Grant of Long Term Incentive Performance Rights to Jim Beyer	For	For
Mgmt	7	Approve Renewal of Provisional Takeover Provisions of the Constitution	For	For

## STRICKLAND METALS LIMITED

Meeting: Annual 11/23/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Approve the Issuance of Up to 10 Percent of the Company's Issued Capital	For	For
Mgmt	3	Elect Trent Franklin as Director	For	For
Mgmt	4	Elect Anthony McClure as Director	For	For
Mgmt	5	Approve Strickland Metals Limited Securities Incentive Plan	For	For

## Global Voting Record

**PROCTER & GAMBLE HYGIENE & HEALTH CARE LTD.**

Meeting: Annual 11/24/23 India

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Accept Financial Statements and Statutory Reports	For	For
Mgmt	2	Confirm Interim Dividend and Declare Final Dividend	For	For
Mgmt	3	Reelect Karthik Natarajan as Director Voter Rationale: A vote against is warranted due to concerns with the nominee's previous board attendance levels.	For	Against
Mgmt	4	Reelect Pramod Agarwal as Director	For	For
Mgmt	5	Approve Remuneration of Cost Auditors	For	For
Mgmt	6	Approve Payment of Commission to Non-Executive Directors	For	For
Mgmt	7	Approve Material Related Party Transactions with Procter & Gamble Home Products Private Limited (India)	For	For

**SILVER LAKE RESOURCES LIMITED**

Meeting: Annual 11/24/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Elect David Quinlivan as Director	For	For

**IMCD NV**

Meeting: Extraordinary Sh: 11/27/23 Netherlands

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Open Meeting		Non Voting
Mgmt	2	Elect Dorthe Mikkelsen to Supervisory Board	For	For
Mgmt	3	Close Meeting		Non Voting

**TASTY BITE EATABLES LTD.**

Meeting: Special 11/27/23 India

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Appointment and Remuneration of Dilen Gandhi as Managing Director	For	For

## Global Voting Record

## AUSGOLD LIMITED

Meeting: Annual 11/28/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Elect Denis Rakich as Director	For	For
Mgmt	2	Approve Remuneration Report	For	For
Mgmt	3	Ratify Past Issuance of Placement Shares to Unrelated Placees	For	For
Mgmt	4	Ratify Past Issuance of Placement Shares to Dundee Resources Ltd	For	For
Mgmt	5	Approve the Issuance of Up to 10 Percent of the Company's Issued Capital	For	For

## BIOCON LIMITED

Meeting: Special 11/28/23 India

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Elect Nicholas Robert Haggar as Director	For	For

## BLUEFIELD SOLAR INCOME FUND LTD

Meeting: Annual 11/28/23 Guernsey

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Accept Financial Statements and Statutory Reports	For	For
Mgmt	2	Approve Remuneration Report	For	For
Mgmt	3	Re-elect Elizabeth Burne as Director	For	For
Mgmt	4	Re-elect Meriel Lenfestey as Director	For	For
Mgmt	5	Re-elect John Scott as Director	For	For
Mgmt	6	Re-elect Michael Gibbons as Director	For	For
Mgmt	7	Ratify KPMG Channel Islands Limited as Auditors	For	For
Mgmt	8	Authorise Board to Fix Remuneration of Auditors	For	For
Mgmt	9	Approve Stock Dividend Program	For	For
Mgmt	10	Approve Interim Dividends	For	For
Mgmt	11	Authorise Market Purchase of Ordinary Shares	For	For
Mgmt	12	Approve Continuation of Company as Presently Constituted	For	For
Mgmt	13	Authorise Issue of Equity Voter Rationale: A vote against is warranted as the proposed amount and duration exceeds best practice guidance.	For	Against
Mgmt	14	Authorise Issue of Equity without Pre-emptive Rights	For	For
Mgmt	15	Authorise Issue of Equity without Pre-emptive Rights (Additional Authority)	For	For



## Global Voting Record

## FERGUSON PLC

Meeting: Annual 11/28/23 Jersey

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1a	Elect Director Kelly Baker	For	For
Mgmt	1b	Elect Director Bill Brundage	For	For
Mgmt	1c	Elect Director Geoff Drabble	For	For
Mgmt	1d	Elect Director Catherine Halligan	For	For
Mgmt	1e	Elect Director Brian May	For	For
Mgmt	1f	Elect Director James S. Metcalf	For	For
Mgmt	1g	Elect Director Kevin Murphy	For	For
Mgmt	1h	Elect Director Alan Murray	For	For
Mgmt	1i	Elect Director Thomas Schmitt	For	For
Mgmt	1j	Elect Director Nadia Shouraboura	For	For
Mgmt	1k	Elect Director Suzanne Wood	For	For
Mgmt	2	Reappoint Deloitte LLP as Statutory Auditor	For	For
Mgmt	3	Authorise Board to Fix Remuneration of Auditors	For	For
Mgmt	4	Accept Financial Statements and Statutory Reports	For	For
Mgmt	5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	6	Advisory Vote on Say on Pay Frequency	One Year	One Year
Mgmt	7	Approve Omnibus Stock Plan	For	For
Mgmt	8	Authorise Issue of Equity	For	For
Mgmt	9	Authorise Issue of Equity without Pre-emptive Rights	For	For
Mgmt	10	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition Financing or Specified Capital Investment	For	For
Mgmt	11	Authorise Market Purchase of Ordinary Shares	For	For
Mgmt	12	Adopt New Articles of Association	For	For

## OAKLEY CAPITAL INVESTMENTS LTD

Meeting: Annual 11/28/23 Bermuda

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Ratify KPMG Audit Limited as Auditors and Authorise Their Remuneration	For	For
Mgmt	2	Re-elect Caroline Foulger as Director	For	For
Mgmt	3	Re-elect Richard Lightowler as Director	For	For
Mgmt	4	Re-elect Fiona Beck as Director	For	For
Mgmt	5	Re-elect Peter Dubens as Director	For	For
Mgmt	6	Authorise Board to Fill Vacancies	For	For
Mgmt	7	Authorise Issue of Equity without Pre-emptive Rights	For	For
Mgmt	8	Approve that the Company Ceases to Continue as Constituted Voter Rationale: A vote against is warranted as the discontinuation of the company is not in the best interests of shareholders.	Against	Against

## Global Voting Record

## A2A SPA

Meeting: Ordinary Sharehc 11/29/23 Italy

Proposal Type	Proposal	Description	MRec	Vote
S/holder	1	Elect Mario Gualtiero Francesco Motta as Director Voter Rationale: This item warrants a vote FOR because the company has disclosed all information regarding the proposed nominee.	None	For
Mgmt	2	Amend Remuneration Policy	For	For
Mgmt	3	Approve Long-Term Variable Incentive Plan 2023-2025	For	For

## ARTEMIS RESOURCES LIMITED

Meeting: Annual 11/29/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Approve the Spill Resolution Voter Rationale: A vote against is warranted because the company's remuneration practices are in line with local market standards and the proposal is not in the best interests of shareholders.	None	Against
Mgmt	3	Elect Vivienne Powe as Director	For	For
Mgmt	4	Elect Simon Dominy as Director	For	For
Mgmt	5	Ratify Past Issuance of 40 Million Placement Shares to Institutional and Sophisticated Investors	For	For
Mgmt	6	Ratify Past Issuance of 130 Million Placement Shares to Institutional and Sophisticated Investors	For	For
Mgmt	7	Ratify Past Issuance of Placement Options	For	For
Mgmt	8	Ratify Past Issuance of Options to CPS Capital Group Pty Ltd	For	For
Mgmt	9	Ratify Past Issuance of Shares in Lieu of Cash Remuneration to Alastair Clayton and David Lenigas	For	For
Mgmt	10	Approve the Issuance of Up to 10 Percent of the Company's Issued Capital	For	For
Mgmt	11	Approve the Employee Securities Incentive Plan	For	For

## CAPRICORN METALS LTD

Meeting: Annual 11/29/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report	For	For
Mgmt	2	Elect Mark Okeby as Director	For	For
Mgmt	3	Elect Jillian Irvin as Director	For	For
Mgmt	4	Approve Re-adoption of Performance Rights Plan	For	For
Mgmt	5	Approve Increase to Non-Executive Directors' Remuneration	None	For
Mgmt	6	Approve Issuance of Performance Rights to Mark Clark Voter Rationale: A vote AGAINST the grant of performance rights to Executive Chair Mark Clark is warranted. There is no material change in quantum, or performance measures and targets, which are well disclosed. This recommendation is based primarily on concerns for the performance period for 50-percent of this LTI grant is below the minimum of three years. Give the growth of this company and inclusion in the ASX200, this represents a material inconsistency with market practice and the expectations of many shareholders.	For	Against

**MEHADRIN LTD.**

Meeting: **Special**      **11/29/23**      **Israel**

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Updated Compensation Policy for the Directors and Officers of the Company	For	For
Mgmt	2	Issue Exemption and Indemnification Agreements to Officers Among and/or On-Behalf of Controllers	For	For
Mgmt	A	Vote FOR if you are a controlling shareholder or have a personal interest in one or several resolutions 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 Voter Rationale: Jupiter is not a controlling shareholder.	None	Against
Mgmt	B1	If you are an Interest Holder as defined in Section 1 of the Securities Law 1968 vote FOR. Otherwise vote against. Voter Rationale: Jupiter is not an interest holder as defined.	None	Against
Mgmt	B2	If you are a Senior Officer as defined in Section 37(D) of the Securities Law 1968 vote FOR. Otherwise vote against. Voter Rationale: Jupiter is not a senior officer as defined.	None	Against
Mgmt	B3	If you are an Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law 1994 vote FOR. Otherwise vote against. Voter Rationale: Jupiter is not an institutional investor as defined.	None	Against

## NRW HOLDINGS LIMITED

Meeting: Annual 11/29/23 Australia

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Approve Remuneration Report Voter Rationale: Despite a pay-for-performance analysis suggesting that pay outcomes have been aligned with shareholder outcomes for the year under review, a vote AGAINST this proposal is warranted given the company's poor response to the "first strike" at the 2022 AGM. The 2022 Remuneration Report had 49.7 percent votes against one of the highest totals in FY22. Nevertheless, there is no mention of the strike in the 2023 Annual Report, nor any disclosure commenting on shareholder concerns nor disclosure of company actions taken directly in response to shareholder feedback. Although there are some improvements to the FY24 LTI, the vagueness surrounding the board's response to the strike is problematic, as it is impossible to determine what, if any, shareholder concerns were addressed.	None	Against
Mgmt	2	Elect Jeff Dowling as Director	For	For
Mgmt	3	Elect Peter Johnston as Director Voter Rationale: A vote FOR the re-election of Jeffrey Dowling is warranted as no material issues have been identified regarding his director nomination in respect of board and committee composition. A vote AGAINST the re-election of Peter Johnston is warranted. Johnston is Chair of the nomination and remuneration committee and is considered accountable for the board's poor response to the "first strike," which is particularly concerning given that nearly half of all votes cast were against the 2022 Remuneration Report.	For	Against
Mgmt	4	Approve Performance Rights Plan	For	For
Mgmt	5	Approve Grant of Performance Rights to Julian Pemberton	For	For
Mgmt	6	Approve Conditional Spill Resolution Voter Rationale: A vote AGAINST the resolution is warranted at this time, due to the likely disruption to the company a spill of the board would likely cause. For those shareholders still concerned about the board's response to the first strike and the company's overall remuneration practices, a vote against the Chairperson of the Nomination & Remuneration Committee (Item 3) is considered warranted.	Against	Against

## SBI LIFE INSURANCE COMPANY LIMITED

Meeting: Special 11/29/23 India

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Elect Amit Jhingran as Director and Approve Appointment and Remuneration of Amit Jhingran as Managing Director & Chief Executive Officer	For	For

## Global Voting Record

## CANTALOUPE INC.

Meeting: Annual 11/30/23 USA

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1.1	Elect Director Douglas G. Bergeron	For	For
Mgmt	1.2	Elect Director Lisa P. Baird	For	For
Mgmt	1.3	Elect Director Ian Harris	For	For
Mgmt	1.4	Elect Director Jacob Lamm	For	For
Mgmt	1.5	Elect Director Michael K. Passilla	For	For
Mgmt	1.6	Elect Director Ellen Richey	For	For
Mgmt	1.7	Elect Director Anne M. Smalling	For	For
Mgmt	1.8	Elect Director Ravi Venkatesan	For	For
Mgmt	1.9	Elect Director Shannon S. Warren	For	For
Mgmt	2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Mgmt	3	Ratify Deloitte & Touche LLP as Auditors	For	For

## FIRSTRAND LTD.

Meeting: Annual 11/30/23 South Africa

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1.1	Re-elect Zelda Roscherr as Director	For	For
Mgmt	1.2	Re-elect Tom Winterboer as Director	For	For
Mgmt	1.3	Elect Tamara Isaacs as Director	For	For
Mgmt	2.1	Appoint Ernst & Young Inc as Auditors	For	For
Mgmt	2.2	Reappoint PricewaterhouseCoopers Inc as Auditors	For	For
Mgmt	3	Authorise Board to Issue Shares for Cash	For	For
Mgmt	4	Authorise Ratification of Approved Resolutions	For	For
Mgmt	1	Approve Remuneration Policy	For	For
Mgmt	2	Approve Remuneration Implementation Report	For	For
Mgmt	1	Authorise Repurchase of Issued Share Capital	For	For
Mgmt	2.1	Approve Financial Assistance to Directors and Prescribed Officers as Employee Share Scheme Beneficiaries	For	For
Mgmt	2.2	Approve Financial Assistance to Related and Inter-related Entities	For	For
Mgmt	3	Approve Remuneration of Non-Executive Directors	For	For

## PETROLEO BRASILEIRO SA

Meeting: Extraordinary Sh: 11/30/23 Brazil

Proposal Type	Proposal	Description	MRec	Vote
Mgmt	1	Amend Articles and Consolidate Bylaws Voter Rationale: A vote AGAINST this request is warranted because: * The company has bundled unrelated bylaw amendments under a single agenda item, thus preventing shareholders from voting on each proposed change individually; * There are material governance concerns regarding the proposed changes to the eligibility rules for administrators, as well as the creation of a new statutory reserve; and * Independent board members elected by minority shareholders raised concerns regarding the proposed changes.	For	Against
Mgmt	2	In the Event of a Second Call Can the Voting Instructions Contained in this Proxy Card Be Considered Valid for the Second Call?	None	For

Jupiter Asset Management Limited, The Zig Zag Building, 70 Victoria Street, London England, SW1E 6SQ  
Authorised and regulated by the Financial Conduct Authority whose address is 12 Endeavour Square, London E20 1JN  
4188