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CALAMOS STRATEGIC TOTAL RETURN FUND

Form N-PX

August 28, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-21484

NAME OF REGISTRANT: CALAMOS STRATEGIC TOTAL RETURN
FUND

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 2020 Calamos Court
Naperville , IL 60563-2787

NAME AND ADDRESS OF AGENT FOR SERVICE: John P. Calamos, Sr., President
Calamos Advisors LLC
2020 Calamos Court
Naperville , IL 60563-2787

REGISTRANT'S TELEPHONE NUMBER: (630) 245-7200

DATE OF FISCAL YEAR END: 10/31

DATE OF REPORTING PERIOD: 07/01/2016 - 06/30/2017

Calamos Strategic Total Return Fund

ABBOTT LABORATORIES

Agen

Security: 002824100
Meeting Type: Annual
Meeting Date: 28-Apr-2017
Ticker: ABT
ISIN: US0028241000

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | R.J. ALPERN | Mgmt | For |
| | R.S. AUSTIN | Mgmt | For |
| | S.E. BLOUNT | Mgmt | For |
| | E.M. LIDDY | Mgmt | For |
| | N. MCKINSTRY | Mgmt | For |
| | P.N. NOVAKOVIC | Mgmt | For |
| | W.A. OSBORN | Mgmt | For |
| | S.C. SCOTT III | Mgmt | For |

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| | | | |
|----|---|------|---------|
| | D.J. STARKS | Mgmt | For |
| | G.F. TILTON | Mgmt | For |
| | M.D. WHITE | Mgmt | For |
| 2. | RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS. | Mgmt | For |
| 3. | SAY ON PAY - AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | SAY WHEN ON PAY - AN ADVISORY VOTE TO APPROVE THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 5. | APPROVAL OF THE ABBOTT LABORATORIES 2017 INCENTIVE STOCK PROGRAM | Mgmt | For |
| 6. | APPROVAL OF THE ABBOTT LABORATORIES 2017 EMPLOYEE STOCK PURCHASE PLAN FOR NON-U.S. EMPLOYEES. | Mgmt | For |
| 7. | SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN. | Shr | Against |

 ACCENTURE PLC

Agen

Security: G1151C101
 Meeting Type: Annual
 Meeting Date: 10-Feb-2017
 Ticker: ACN
 ISIN: IE00B4BNMY34

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | RE-APPOINTMENT OF DIRECTOR: JAIME ARDILA | Mgmt | For |
| 1B. | RE-APPOINTMENT OF DIRECTOR: CHARLES H. GIANCARLO | Mgmt | For |
| 1C. | RE-APPOINTMENT OF DIRECTOR: HERBERT HAINER | Mgmt | For |
| 1D. | RE-APPOINTMENT OF DIRECTOR: WILLIAM L. KIMSEY | Mgmt | For |
| 1E. | RE-APPOINTMENT OF DIRECTOR: MARJORIE MAGNER | Mgmt | For |
| 1F. | RE-APPOINTMENT OF DIRECTOR: NANCY MCKINSTRY | Mgmt | For |
| 1G. | RE-APPOINTMENT OF DIRECTOR: PIERRE NANTERME | Mgmt | For |
| 1H. | RE-APPOINTMENT OF DIRECTOR: GILLES C. PELISSON | Mgmt | For |
| 1I. | RE-APPOINTMENT OF DIRECTOR: PAULA A. PRICE | Mgmt | For |
| 1J. | RE-APPOINTMENT OF DIRECTOR: ARUN SARIN | Mgmt | For |

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| 1K. | RE-APPOINTMENT OF DIRECTOR: FRANK K. TANG | Mgmt | For |
| 2. | TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | TO RECOMMEND, IN A NON-BINDING VOTE, WHETHER A SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY 1, 2 OR 3 YEARS. | Mgmt | 1 Year |
| 4. | TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF KPMG LLP (KPMG) AS THE INDEPENDENT AUDITORS OF ACCENTURE AND TO AUTHORIZE, IN A BINDING VOTE, THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO DETERMINE KPMG'S REMUNERATION. | Mgmt | For |
| 5. | TO GRANT THE BOARD OF DIRECTORS THE AUTHORITY TO ISSUE SHARES UNDER IRISH LAW. | Mgmt | For |
| 6. | TO GRANT THE BOARD OF DIRECTORS THE AUTHORITY TO OPT-OUT OF STATUTORY PRE-EMPTION RIGHTS UNDER IRISH LAW. | Mgmt | For |
| 7. | TO DETERMINE THE PRICE RANGE AT WHICH ACCENTURE CAN RE-ALLOT SHARES THAT IT ACQUIRES AS TREASURY SHARES UNDER IRISH LAW. | Mgmt | For |

 ADVANCE AUTO PARTS, INC.

Agen

Security: 00751Y106
 Meeting Type: Annual
 Meeting Date: 17-May-2017
 Ticker: AAP
 ISIN: US00751Y1064

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | DIRECTOR | | |
| | JOHN F. BERGSTROM | Mgmt | For |
| | JOHN C. BROUILLARD | Mgmt | For |
| | BRAD W. BUSS | Mgmt | For |
| | FIONA P. DIAS | Mgmt | For |
| | JOHN F. FERRARO | Mgmt | For |
| | THOMAS R. GRECO | Mgmt | For |
| | ADRIANA KARABOUTIS | Mgmt | For |
| | EUGENE I. LEE, JR. | Mgmt | For |
| | WILLIAM S. OGLESBY | Mgmt | For |
| | REUBEN E. SLONE | Mgmt | For |
| | JEFFREY C. SMITH | Mgmt | For |
| 2. | APPROVE, BY ADVISORY VOTE, THE COMPENSATION | Mgmt | For |

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OF OUR NAMED EXECUTIVE OFFICERS.

| | | | |
|----|--|------|--------|
| 3. | RECOMMEND, BY ADVISORY VOTE, HOW OFTEN STOCKHOLDERS SHOULD VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | 1 Year |
| 4. | APPROVE THE COMPANY'S 2017 AMENDED AND RESTATED EXECUTIVE INCENTIVE PLAN. | Mgmt | For |
| 5. | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP (DELOITTE) AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |
| 6. | APPROVE PROPOSAL TO AMEND THE COMPANY'S CERTIFICATE OF INCORPORATION TO REDUCE THE THRESHOLD STOCK OWNERSHIP REQUIREMENT FROM 25 PERCENT TO 10 PERCENT FOR STOCKHOLDERS TO CALL A SPECIAL MEETING. | Mgmt | For |

AETNA INC.

Agen

Security: 00817Y108
Meeting Type: Annual
Meeting Date: 19-May-2017
Ticker: AET
ISIN: US00817Y1082

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: FERNANDO AGUIRRE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARK T. BERTOLINI | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: FRANK M. CLARK | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: BETSY Z. COHEN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MOLLY J. COYE, M.D. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ROGER N. FARAH | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JEFFREY E. GARTEN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ELLEN M. HANCOCK | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: RICHARD J. HARRINGTON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: EDWARD J. LUDWIG | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOSEPH P. NEWHOUSE | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: OLYMPIA J. SNOWE | Mgmt | For |
| 2. | COMPANY PROPOSAL - APPROVAL OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED | Mgmt | For |

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PUBLIC ACCOUNTING FIRM

| | | | |
|-----|---|------|---------|
| 3. | COMPANY PROPOSAL - APPROVAL OF AMENDMENT TO AMENDED AETNA INC. 2010 STOCK INCENTIVE PLAN TO INCREASE NUMBER OF SHARES AUTHORIZED TO BE ISSUED | Mgmt | For |
| 4. | COMPANY PROPOSAL - APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION ON A NON-BINDING ADVISORY BASIS | Mgmt | For |
| 5. | COMPANY PROPOSAL - NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF THE VOTE ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 6A. | SHAREHOLDER PROPOSAL - ANNUAL REPORT ON DIRECT AND INDIRECT LOBBYING | Shr | Against |
| 6B. | SHAREHOLDER PROPOSAL - ANNUAL REPORT ON GENDER PAY GAP | Shr | Against |

ALPHABET INC

Agen

Security: 02079K305
Meeting Type: Annual
Meeting Date: 07-Jun-2017
Ticker: GOOGL
ISIN: US02079K3059

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR LARRY PAGE SERGEY BRIN ERIC E. SCHMIDT L. JOHN DOERR ROGER W. FERGUSON, JR. DIANE B. GREENE JOHN L. HENNESSY ANN MATHER ALAN R. MULALLY PAUL S. OTELLINI K. RAM SHRIRAM SHIRLEY M. TILGHMAN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 2. | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS ALPHABET'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
| 3. | THE APPROVAL OF AN AMENDMENT TO ALPHABET'S 2012 STOCK PLAN TO INCREASE THE SHARE RESERVE BY 15,000,000 SHARES OF CLASS C CAPITAL STOCK. | Mgmt | For |
| 4. | THE APPROVAL OF THE 2016 COMPENSATION | Mgmt | For |

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AWARDED TO NAMED EXECUTIVE OFFICERS.

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|-----|--|------|---------|
| 5. | THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES REGARDING COMPENSATION AWARDED TO NAMED EXECUTIVE OFFICERS. | Mgmt | 3 Years |
| 6. | A STOCKHOLDER PROPOSAL REGARDING EQUAL SHAREHOLDER VOTING, IF PROPERLY PRESENTED AT THE MEETING. | Shr | Against |
| 7. | A STOCKHOLDER PROPOSAL REGARDING A LOBBYING REPORT, IF PROPERLY PRESENTED AT THE MEETING. | Shr | Against |
| 8. | A STOCKHOLDER PROPOSAL REGARDING A POLITICAL CONTRIBUTIONS REPORT, IF PROPERLY PRESENTED AT THE MEETING. | Shr | Against |
| 9. | A STOCKHOLDER PROPOSAL REGARDING A REPORT ON GENDER PAY, IF PROPERLY PRESENTED AT THE MEETING. | Shr | Against |
| 10. | A STOCKHOLDER PROPOSAL REGARDING A CHARITABLE CONTRIBUTIONS REPORT, IF PROPERLY PRESENTED AT THE MEETING. | Shr | Against |
| 11. | A STOCKHOLDER PROPOSAL REGARDING THE IMPLEMENTATION OF "HOLY LAND PRINCIPLES," IF PROPERLY PRESENTED AT THE MEETING. | Shr | Against |
| 12. | A STOCKHOLDER PROPOSAL REGARDING A REPORT ON "FAKE NEWS," IF PROPERLY PRESENTED AT THE MEETING. | Shr | Against |

AMAZON.COM, INC.

Agen

Security: 023135106
 Meeting Type: Annual
 Meeting Date: 23-May-2017
 Ticker: AMZN
 ISIN: US0231351067

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JEFFREY P. BEZOS | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: TOM A. ALBERG | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOHN SEELY BROWN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JAMIE S. GORELICK | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DANIEL P. HUTTENLOCHER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JUDITH A. MCGRATH | Mgmt | For |

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| 1G. | ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: THOMAS O. RYDER | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: WENDELL P. WEEKS | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 3 Years |
| 5. | APPROVAL OF THE COMPANY'S 1997 STOCK INCENTIVE PLAN, AS AMENDED AND RESTATED | Mgmt | For |
| 6. | SHAREHOLDER PROPOSAL REGARDING A REPORT ON USE OF CRIMINAL BACKGROUND CHECKS IN HIRING DECISIONS | Shr | Against |
| 7. | SHAREHOLDER PROPOSAL REGARDING SUSTAINABILITY AS AN EXECUTIVE COMPENSATION PERFORMANCE MEASURE | Shr | Against |
| 8. | SHAREHOLDER PROPOSAL REGARDING VOTE-COUNTING PRACTICES FOR SHAREHOLDER PROPOSALS | Shr | Against |

AMERICAN EXPRESS COMPANY

Agen

Security: 025816109
Meeting Type: Annual
Meeting Date: 01-May-2017
Ticker: AXP
ISIN: US0258161092

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JOHN J. BRENNAN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: URSULA M. BURNS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: KENNETH I. CHENAULT | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: PETER CHERNIN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RALPH DE LA VEGA | Mgmt | For |

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|-----|--|------|---------|
| 1G. | ELECTION OF DIRECTOR: ANNE L. LAUVERGEON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MICHAEL O. LEAVITT | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: THEODORE J. LEONSIS | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: RICHARD C. LEVIN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: SAMUEL J. PALMISANO | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DANIEL L. VASELLA | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: ROBERT D. WALTER | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: RONALD A. WILLIAMS | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | ADVISORY RESOLUTION TO APPROVE THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 5. | SHAREHOLDER PROPOSAL TO PERMIT SHAREHOLDERS TO ACT BY WRITTEN CONSENT. | Shr | Against |
| 6. | SHAREHOLDER PROPOSAL TO REQUIRE GENDER PAY EQUITY DISCLOSURE. | Shr | Against |

AMERICAN INTERNATIONAL GROUP, INC.

Agen

Security: 026874784
Meeting Type: Annual
Meeting Date: 28-Jun-2017
Ticker: AIG
ISIN: US0268747849

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: W. DON CORNWELL | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: BRIAN DUPERRAULT | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: PETER R. FISHER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JOHN H. FITZPATRICK | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: WILLIAM G. JURGENSEN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: CHRISTOPHER S. LYNCH | Mgmt | For |

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| 1G. | ELECTION OF DIRECTOR: SAMUEL J. MERKSAMER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: HENRY S. MILLER | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: LINDA A. MILLS | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: RONALD A. RITTENMEYER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DOUGLAS M. STEENLAND | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: THERESA M. STONE | Mgmt | For |
| 2. | TO VOTE, ON A NON-BINDING ADVISORY BASIS, TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | TO ACT UPON A PROPOSAL TO AMEND AND RESTATE AIG'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO RESTRICT CERTAIN TRANSFERS OF AIG COMMON STOCK IN ORDER TO PROTECT AIG'S TAX ATTRIBUTES. | Mgmt | For |
| 4. | TO ACT UPON A PROPOSAL TO RATIFY THE AMENDMENT TO EXTEND THE EXPIRATION OF THE AMERICAN INTERNATIONAL GROUP, INC. TAX ASSET PROTECTION PLAN. | Mgmt | For |
| 5. | TO ACT UPON A PROPOSAL TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS AIG'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |

 APPLE INC.

Agen

Security: 037833100
 Meeting Type: Annual
 Meeting Date: 28-Feb-2017
 Ticker: AAPL
 ISIN: US0378331005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|------------------------------------|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JAMES BELL | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: TIM COOK | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: AL GORE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: BOB IGER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ANDREA JUNG | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ART LEVINSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RON SUGAR | Mgmt | For |

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|-----|--|------|---------|
| 1H. | ELECTION OF DIRECTOR: SUE WAGNER | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS APPLE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 5. | A SHAREHOLDER PROPOSAL ENTITLED "CHARITABLE GIVING - RECIPIENTS, INTENTS AND BENEFITS" | Shr | Against |
| 6. | A SHAREHOLDER PROPOSAL REGARDING DIVERSITY AMONG OUR SENIOR MANAGEMENT AND BOARD OF DIRECTORS | Shr | Against |
| 7. | A SHAREHOLDER PROPOSAL ENTITLED "SHAREHOLDER PROXY ACCESS AMENDMENTS" | Shr | Against |
| 8. | A SHAREHOLDER PROPOSAL ENTITLED "EXECUTIVE COMPENSATION REFORM" | Shr | Against |
| 9. | A SHAREHOLDER PROPOSAL ENTITLED "EXECUTIVES TO RETAIN SIGNIFICANT STOCK" | Shr | Against |

 APPLIED MATERIALS, INC.

Agen

Security: 038222105
 Meeting Type: Annual
 Meeting Date: 09-Mar-2017
 Ticker: AMAT
 ISIN: US0382221051

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JUDY BRUNER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: XUN (ERIC) CHEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: AART J. DE GEUS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: GARY E. DICKERSON | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: STEPHEN R. FORREST | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: THOMAS J. IANNOTTI | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ALEXANDER A. KARSNER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ADRIANNA C. MA | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DENNIS D. POWELL | Mgmt | For |

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| 2. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF APPLIED MATERIALS' NAMED EXECUTIVE OFFICERS FOR FISCAL YEAR 2016. | Mgmt | For |
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 4. | APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR PURPOSES OF SECTION 162(M) AND AN ANNUAL LIMIT ON AWARDS TO NON-EMPLOYEE DIRECTORS UNDER THE AMENDED AND RESTATED EMPLOYEE STOCK INCENTIVE PLAN. | Mgmt | For |
| 5. | APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR PURPOSES OF SECTION 162(M) UNDER THE AMENDED AND RESTATED SENIOR EXECUTIVE BONUS PLAN. | Mgmt | For |
| 6. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS APPLIED MATERIALS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017. | Mgmt | For |

 AT&T INC.

Agen

 Security: 00206R102
 Meeting Type: Annual
 Meeting Date: 28-Apr-2017
 Ticker: T
 ISIN: US00206R1023

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RANDALL L. STEPHENSON | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: SAMUEL A. DI PIAZZA, JR. | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: RICHARD W. FISHER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: SCOTT T. FORD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: GLENN H. HUTCHINS | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: BETH E. MOONEY | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JOYCE M. ROCHE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: MATTHEW K. ROSE | Mgmt | For |

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| 1K. | ELECTION OF DIRECTOR: CYNTHIA B. TAYLOR | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: GEOFFREY Y. YANG | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | ADVISORY APPROVAL OF FREQUENCY OF VOTE ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 5. | PREPARE POLITICAL SPENDING REPORT. | Shr | Against |
| 6. | PREPARE LOBBYING REPORT. | Shr | Against |
| 7. | MODIFY PROXY ACCESS REQUIREMENTS. | Shr | Against |
| 8. | REDUCE VOTE REQUIRED FOR WRITTEN CONSENT. | Shr | Against |

BANK OF AMERICA CORPORATION

Agen

Security: 060505104
 Meeting Type: Annual
 Meeting Date: 26-Apr-2017
 Ticker: BAC
 ISIN: US0605051046

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SHARON L. ALLEN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: SUSAN S. BIES | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JACK O. BOVENDER, JR. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: PIERRE J.P. DE WECK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ARNOLD W. DONALD | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: LINDA P. HUDSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MONICA C. LOZANO | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: THOMAS J. MAY | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: LIONEL L. NOWELL, III | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1L. | ELECTION OF DIRECTOR: MICHAEL D. WHITE | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: THOMAS D. WOODS | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: R. DAVID YOST | Mgmt | For |
| 2. | APPROVING OUR EXECUTIVE COMPENSATION (AN ADVISORY, NON-BINDING "SAY ON PAY" RESOLUTION) | Mgmt | For |
| 3. | A VOTE ON THE FREQUENCY OF FUTURE ADVISORY "SAY ON PAY" RESOLUTIONS (AN ADVISORY, NON-BINDING "SAY ON FREQUENCY" RESOLUTION) | Mgmt | 1 Year |
| 4. | RATIFYING THE APPOINTMENT OF OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Mgmt | For |
| 5. | STOCKHOLDER PROPOSAL - CLAWBACK AMENDMENT | Shr | Against |
| 6. | STOCKHOLDER PROPOSAL - DIVESTITURE & DIVISION STUDY SESSIONS | Shr | Against |
| 7. | STOCKHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN | Shr | Against |
| 8. | STOCKHOLDER PROPOSAL - REPORT CONCERNING GENDER PAY EQUITY | Shr | Against |

BAXTER INTERNATIONAL INC.

Agen

Security: 071813109
 Meeting Type: Annual
 Meeting Date: 02-May-2017
 Ticker: BAX
 ISIN: US0718131099

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JOSE (JOE) ALMEIDA | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: THOMAS F. CHEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOHN D. FORSYTH | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MUNIB ISLAM | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MICHAEL F. MAHONEY | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: CAROLE J. SHAPAZIAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: THOMAS T. STALLKAMP | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ALBERT P.L. STROUCKEN | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE | Mgmt | For |

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OFFICER COMPENSATION

| | | | |
|----|---|------|---------|
| 3. | ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION ADVISORY VOTES | Mgmt | 1 Year |
| 4. | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 5. | STOCKHOLDER PROPOSAL - PROXY ACCESS BYLAW AMENDMENT TO INCREASE AGGREGATION CAP | Shr | Against |

BB&T CORPORATION

Agen

Security: 054937107
 Meeting Type: Annual
 Meeting Date: 25-Apr-2017
 Ticker: BBT
 ISIN: US0549371070

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JENNIFER S. BANNER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: K. DAVID BOYER, JR. | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ANNA R. CABLIK | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JAMES A. FAULKNER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: I. PATRICIA HENRY | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ERIC C. KENDRICK | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: KELLY S. KING | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LOUIS B. LYNN, PH.D. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CHARLES A. PATTON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: NIDO R. QUBEIN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: WILLIAM J. REUTER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: TOLLIE W. RICH, JR. | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: CHRISTINE SEARS | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: THOMAS E. SKAINS | Mgmt | For |
| 1O. | ELECTION OF DIRECTOR: THOMAS N. THOMPSON | Mgmt | For |
| 1P. | ELECTION OF DIRECTOR: STEPHEN T. WILLIAMS | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC | Mgmt | For |

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ACCOUNTING FIRM FOR 2017.

| | | | |
|----|--|------|---------|
| 3. | TO VOTE ON AN ADVISORY RESOLUTION TO APPROVE BB&T'S EXECUTIVE COMPENSATION PROGRAM, COMMONLY REFERRED TO AS A "SAY ON PAY" VOTE. | Mgmt | For |
| 4. | TO VOTE ON AN ADVISORY RESOLUTION TO APPROVE THE FREQUENCY OF BB&T'S "SAY ON PAY" VOTE. | Mgmt | 1 Year |
| 5. | TO APPROVE THE AMENDMENTS TO THE BB&T CORPORATION 2012 INCENTIVE PLAN, WHICH INCLUDE INCREASING THE NUMBER OF AUTHORIZED SHARES, AND RE-APPROVAL OF THE PLAN FOR PURPOSES OF INTERNAL REVENUE CODE SECTION 162(M). | Mgmt | For |
| 6. | TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THE ELIMINATION OF SUPERMAJORITY VOTING PROVISIONS IN BB&T CORPORATION'S ARTICLES AND BYLAWS, IF PROPERLY PRESENTED AT THE MEETING. | Shr | Against |

BP P.L.C.

Agen

Security: 055622104
 Meeting Type: Annual
 Meeting Date: 17-May-2017
 Ticker: BP
 ISIN: US0556221044

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND ACCOUNTS. | Mgmt | For |
| 2. | TO APPROVE THE DIRECTORS' REMUNERATION REPORT. | Mgmt | For |
| 3. | TO APPROVE THE DIRECTORS' REMUNERATION POLICY. | Mgmt | For |
| 4. | TO RE-ELECT MR R W DUDLEY AS A DIRECTOR. | Mgmt | For |
| 5. | TO RE-ELECT DR B GILVARY AS A DIRECTOR. | Mgmt | For |
| 6. | TO ELECT MR N S ANDERSEN AS A DIRECTOR. | Mgmt | For |
| 7. | TO RE-ELECT MR P M ANDERSON AS A DIRECTOR. | Mgmt | For |
| 8. | TO RE-ELECT MR A BOECKMANN AS A DIRECTOR. | Mgmt | For |
| 9. | TO RE-ELECT ADMIRAL F L BOWMAN AS A DIRECTOR. | Mgmt | For |

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|-----|---|------|-----|
| 10. | TO RE-ELECT MR I E L DAVIS AS A DIRECTOR. | Mgmt | For |
| 11. | TO RE-ELECT PROFESSOR DAME ANN DOWLING AS A DIRECTOR. | Mgmt | For |
| 12. | TO ELECT MS M B MEYER AS A DIRECTOR. | Mgmt | For |
| 13. | TO RE-ELECT MR B R NELSON AS A DIRECTOR. | Mgmt | For |
| 14. | TO RE-ELECT MRS P R REYNOLDS AS A DIRECTOR. | Mgmt | For |
| 15. | TO RE-ELECT SIR JOHN SAWERS AS A DIRECTOR. | Mgmt | For |
| 16. | TO RE-ELECT MR C-H SVANBERG AS A DIRECTOR. | Mgmt | For |
| 17. | TO REAPPOINT ERNST & YOUNG LLP AS AUDITORS AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION. | Mgmt | For |
| 18. | TO GIVE LIMITED AUTHORITY TO MAKE POLITICAL DONATIONS AND INCUR POLITICAL EXPENDITURE. | Mgmt | For |
| 19. | TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT. | Mgmt | For |
| 20. | SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS. | Mgmt | For |
| 21. | SPECIAL RESOLUTION: TO GIVE ADDITIONAL AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS. | Mgmt | For |
| 22. | SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY. | Mgmt | For |
| 23. | SPECIAL RESOLUTION: TO AUTHORIZE THE CALLING OF GENERAL MEETINGS (EXCLUDING ANNUAL GENERAL MEETINGS) BY NOTICE OF AT LEAST 14 CLEAR DAYS. | Mgmt | For |

BROADCOM LIMITED

Agen

Security: Y09827109
Meeting Type: Annual
Meeting Date: 05-Apr-2017
Ticker: AVGO
ISIN: SG9999014823

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MR. HOCK E. TAN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MR. JAMES V. DILLER | Mgmt | For |

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| | | | |
|-----|---|------|--------|
| 1C. | ELECTION OF DIRECTOR: MR. LEWIS C. EGGBRECHT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MR. KENNETH Y. HAO | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MR. EDDY W. HARTENSTEIN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MR. CHECK KIAN LOW | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MR. DONALD MACLEOD | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MR. PETER J. MARKS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DR. HENRY SAMUELI | Mgmt | For |
| 2. | TO APPROVE THE RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS BROADCOM'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM AND INDEPENDENT SINGAPORE AUDITOR FOR THE FISCAL YEAR ENDING OCTOBER 29, 2017 AND TO AUTHORIZE THE AUDIT COMMITTEE TO FIX ITS REMUNERATION, AS SET FORTH IN BROADCOM'S NOTICE OF, AND PROXY STATEMENT RELATING TO, ITS 2017 ANNUAL GENERAL MEETING. | Mgmt | For |
| 3. | TO APPROVE THE GENERAL AUTHORIZATION FOR THE DIRECTORS OF BROADCOM TO ALLOT AND ISSUE SHARES IN OUR CAPITAL, AS SET FORTH IN BROADCOM'S NOTICE OF, AND PROXY STATEMENT RELATING TO, ITS 2017 ANNUAL GENERAL MEETING. | Mgmt | For |
| 4. | TO APPROVE THE COMPENSATION OF BROADCOM'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN "COMPENSATION DISCUSSION AND ANALYSIS" AND IN THE COMPENSATION TABLES AND ACCOMPANYING NARRATIVE DISCLOSURE UNDER "EXECUTIVE COMPENSATION" IN BROADCOM'S PROXY STATEMENT RELATING TO ITS 2017 ANNUAL GENERAL MEETING. | Mgmt | For |
| 5. | TO RECOMMEND THAT A NON-BINDING, ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE BROADCOM'S NAMED EXECUTIVE OFFICERS BE PUT TO SHAREHOLDERS FOR THEIR CONSIDERATION EVERY: ONE; TWO; OR THREE YEARS, AS SET FORTH IN BROADCOM'S NOTICE OF, AND PROXY STATEMENT RELATING TO, ITS 2017 ANNUAL GENERAL MEETING. | Mgmt | 1 Year |

CARNIVAL CORPORATION

Agen

Security: 143658300
Meeting Type: Annual
Meeting Date: 05-Apr-2017
Ticker: CCL
ISIN: PA1436583006

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | TO RE-ELECT MICKY ARISON AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC. | Mgmt | For |
| 2. | TO RE-ELECT SIR JONATHON BAND AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC. | Mgmt | For |
| 3. | TO ELECT HELEN DEEBLE AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC. | Mgmt | For |
| 4. | TO RE-ELECT ARNOLD W. DONALD AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC. | Mgmt | For |
| 5. | TO RE-ELECT RICHARD J. GLASIER AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC. | Mgmt | For |
| 6. | TO RE-ELECT DEBRA KELLY-ENNIS AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC. | Mgmt | For |
| 7. | TO RE-ELECT SIR JOHN PARKER AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC. | Mgmt | For |
| 8. | TO RE-ELECT STUART SUBOTNICK AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC. | Mgmt | For |
| 9. | TO RE-ELECT LAURA WEIL AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC. | Mgmt | For |
| 10. | TO RE-ELECT RANDALL J. WEISENBURGER AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC. | Mgmt | For |
| 11. | TO HOLD A (NON-BINDING) ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (IN ACCORDANCE WITH LEGAL REQUIREMENTS APPLICABLE TO U.S. COMPANIES). | Mgmt | For |
| 12. | TO HOLD A (NON-BINDING) ADVISORY VOTE TO DETERMINE HOW FREQUENTLY THE SHAREHOLDERS OF CARNIVAL CORPORATION & PLC SHOULD BE PROVIDED WITH A NON-BINDING ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (IN ACCORDANCE WITH LEGAL REQUIREMENTS APPLICABLE TO U.S. COMPANIES). | Mgmt | 1 Year |
| 13. | TO APPROVE THE CARNIVAL PLC DIRECTORS' REMUNERATION REPORT (OTHER THAN THE CARNIVAL PLC DIRECTORS' REMUNERATION POLICY SET OUT IN SECTION B OF PART II OF THE | Mgmt | For |

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CARNIVAL PLC DIRECTORS' REMUNERATION REPORT) (IN ACCORDANCE WITH LEGAL REQUIREMENTS APPLICABLE TO UK COMPANIES).

- | | | | |
|-----|--|------|-----|
| 14. | TO APPROVE THE CARNIVAL PLC DIRECTORS' REMUNERATION POLICY SET OUT IN SECTION B OF PART II OF THE CARNIVAL PLC DIRECTORS' REMUNERATION REPORT (IN ACCORDANCE WITH LEGAL REQUIREMENTS APPLICABLE TO UK COMPANIES). | Mgmt | For |
| 15. | TO RE-APPOINT THE UK FIRM OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR CARNIVAL PLC AND TO RATIFY THE SELECTION OF THE U.S. FIRM OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM FOR CARNIVAL CORPORATION. | Mgmt | For |
| 16. | TO AUTHORIZE THE AUDIT COMMITTEE OF CARNIVAL PLC TO AGREE THE REMUNERATION OF THE INDEPENDENT AUDITORS OF CARNIVAL PLC. | Mgmt | For |
| 17. | TO RECEIVE THE UK ACCOUNTS AND REPORTS OF THE DIRECTORS AND AUDITORS OF CARNIVAL PLC FOR THE YEAR ENDED NOVEMBER 30, 2016 (IN ACCORDANCE WITH LEGAL REQUIREMENTS APPLICABLE TO UK COMPANIES). | Mgmt | For |
| 18. | TO APPROVE THE GIVING OF AUTHORITY FOR THE ALLOTMENT OF NEW SHARES BY CARNIVAL PLC (IN ACCORDANCE WITH CUSTOMARY PRACTICE FOR UK COMPANIES). | Mgmt | For |
| 19. | TO APPROVE THE DISAPPLICATION OF PRE-EMPTION RIGHTS IN RELATION TO THE ALLOTMENT OF NEW SHARES BY CARNIVAL PLC (IN ACCORDANCE WITH CUSTOMARY PRACTICE FOR UK COMPANIES). | Mgmt | For |
| 20. | TO APPROVE A GENERAL AUTHORITY FOR CARNIVAL PLC TO BUY BACK CARNIVAL PLC ORDINARY SHARES IN THE OPEN MARKET (IN ACCORDANCE WITH LEGAL REQUIREMENTS APPLICABLE TO UK COMPANIES DESIRING TO IMPLEMENT SHARE BUY BACK PROGRAMS). | Mgmt | For |

 CATERPILLAR INC.

Agen

 Security: 149123101
 Meeting Type: Annual
 Meeting Date: 14-Jun-2017
 Ticker: CAT
 ISIN: US1491231015

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|

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| | | | |
|-----|---|------|---------|
| 1A. | ELECTION OF DIRECTOR: DAVID L. CALHOUN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: DANIEL M. DICKINSON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JUAN GALLARDO | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JESSE J. GREENE, JR. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DENNIS A. MUILENBURG | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: WILLIAM A. OSBORN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DEBRA L. REED | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: EDWARD B. RUST, JR. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: SUSAN C. SCHWAB | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JIM UMPLEBY | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: MILES D. WHITE | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: RAYFORD WILKINS, JR. | Mgmt | For |
| 2. | RATIFY THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES. | Mgmt | 1 Year |
| 5. | APPROVE THE AMENDED AND RESTATED CATERPILLAR INC. 2014 LONG-TERM INCENTIVE PLAN. | Mgmt | For |
| 6. | SHAREHOLDER PROPOSAL - PROVIDE A REPORT OF LOBBYING ACTIVITIES. | Shr | Against |
| 7. | SHAREHOLDER PROPOSAL - DECREASE PERCENT OF OWNERSHIP REQUIRED TO CALL SPECIAL SHAREHOLDER MEETING. | Shr | Against |
| 8. | SHAREHOLDER PROPOSAL - PROVIDE A REPORT OF LOBBYING PRIORITIES. | Shr | Against |
| 9. | SHAREHOLDER PROPOSAL - INCLUDE SUSTAINABILITY AS A PERFORMANCE MEASURE UNDER EXECUTIVE INCENTIVE PLANS. | Shr | Against |
| 10. | SHAREHOLDER PROPOSAL - AMEND THE COMPANY'S COMPENSATION CLAWBACK POLICY. | Shr | Against |
| 11. | SHAREHOLDER PROPOSAL - ADOPT A PERMANENT POLICY THAT THE CHAIRMAN BE INDEPENDENT. | Shr | Against |

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 CELGENE CORPORATION

Agen

Security: 151020104
 Meeting Type: Annual
 Meeting Date: 14-Jun-2017
 Ticker: CELG
 ISIN: US1510201049

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 1. | DIRECTOR ROBERT J. HUGIN MARK J. ALLES RICHARD W BARKER D PHIL MICHAEL W. BONNEY MICHAEL D. CASEY CARRIE S. COX MICHAEL A. FRIEDMAN, MD JULIA A. HALLER, M.D. GILLA S. KAPLAN, PH.D. JAMES J. LOUGHLIN ERNEST MARIO, PH.D. | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For |
| 2. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
| 3. | APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE COMPANY'S STOCK INCENTIVE PLAN. | Mgmt | For |
| 4. | APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 5. | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES. | Mgmt | 1 Year |
| 6. | STOCKHOLDER PROPOSAL TO REQUEST A BY-LAW PROVISION LIMITING MANAGEMENT'S ACCESS TO VOTE TALLIES PRIOR TO THE ANNUAL MEETING WITH RESPECT TO CERTAIN EXECUTIVE PAY MATTERS, DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT. | Shr | Against |

 CHEVRON CORPORATION

Agen

Security: 166764100
 Meeting Type: Annual
 Meeting Date: 31-May-2017
 Ticker: CVX
 ISIN: US1667641005

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: W. M. AUSTIN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: L. F. DEILY | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: R. E. DENHAM | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: A. P. GAST | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: E. HERNANDEZ, JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: J. M. HUNTSMAN JR. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: C. W. MOORMAN IV | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: D. F. MOYO | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: R. D. SUGAR | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: I. G. THULIN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: J. S. WATSON | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: M. K. WIRTH | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF PWC AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | 1 Year |
| 5. | REPORT ON LOBBYING | Shr | Against |
| 6. | REPORT ON FEASIBILITY OF POLICY ON NOT DOING BUSINESS WITH CONFLICT COMPlicit GOVERNMENTS | Shr | Against |
| 7. | REPORT ON CLIMATE CHANGE IMPACT ASSESSMENT | Shr | Against |
| 8. | REPORT ON TRANSITION TO A LOW CARBON ECONOMY | Shr | Against |
| 9. | ADOPT POLICY ON INDEPENDENT CHAIRMAN | Shr | Against |
| 10. | RECOMMEND INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE | Shr | Against |
| 11. | SET SPECIAL MEETINGS THRESHOLD AT 10% | Shr | Against |

 CITIGROUP INC.

Agen

Edgar Filing: CALAMOS STRATEGIC TOTAL RETURN FUND - Form N-PX

Security: 172967424
 Meeting Type: Annual
 Meeting Date: 25-Apr-2017
 Ticker: C
 ISIN: US1729674242

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MICHAEL L. CORBAT | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ELLEN M. COSTELLO | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: DUNCAN P. HENNES | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: PETER B. HENRY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: FRANZ B. HUMER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RENEE J. JAMES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: EUGENE M. MCQUADE | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MICHAEL E. O'NEILL | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: GARY M. REINER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: DIANA L. TAYLOR | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR. | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JAMES S. TURLEY | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: DEBORAH C. WRIGHT | Mgmt | For |
| 1O. | ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON | Mgmt | For |
| 2. | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE CITI'S 2016 EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | ADVISORY VOTE TO APPROVE THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 5. | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON THE COMPANY'S POLICIES AND GOALS TO REDUCE THE GENDER PAY GAP. | Shr | Against |
| 6. | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD APPOINT A STOCKHOLDER VALUE COMMITTEE TO ADDRESS WHETHER THE DIVESTITURE OF ALL NON-CORE BANKING BUSINESS SEGMENTS WOULD ENHANCE SHAREHOLDER VALUE. | Shr | Against |

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| | | | |
|----|--|-----|---------|
| 7. | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON LOBBYING AND GRASSROOTS LOBBYING CONTRIBUTIONS. | Shr | Against |
| 8. | STOCKHOLDER PROPOSAL REQUESTING AN AMENDMENT TO THE GENERAL CLAWBACK POLICY TO PROVIDE THAT A SUBSTANTIAL PORTION OF ANNUAL TOTAL COMPENSATION OF EXECUTIVE OFFICERS SHALL BE DEFERRED AND FORFEITED, IN PART OR WHOLE, AT THE DISCRETION OF THE BOARD, TO HELP SATISFY ANY MONETARY PENALTY ASSOCIATED WITH A VIOLATION OF LAW. | Shr | Against |
| 9. | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD ADOPT A POLICY PROHIBITING THE VESTING OF EQUITY-BASED AWARDS FOR SENIOR EXECUTIVES DUE TO A VOLUNTARY RESIGNATION TO ENTER GOVERNMENT SERVICE. | Shr | Against |

 COMCAST CORPORATION

Agen

Security: 20030N101
 Meeting Type: Annual
 Meeting Date: 08-Jun-2017
 Ticker: CMCSA
 ISIN: US20030N1019

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 1. | DIRECTOR KENNETH J. BACON MADELINE S. BELL SHELDON M. BONOVIKZ EDWARD D. BREEN GERALD L. HASSELL JEFFREY A. HONICKMAN ASUKA NAKAHARA DAVID C. NOVAK BRIAN L. ROBERTS JOHNATHAN A. RODGERS | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For |
| 2. | RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT AUDITORS | Mgmt | For |
| 3. | ADVISORY VOTE ON EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF THE VOTE ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 5. | TO PROVIDE A LOBBYING REPORT | Shr | Against |
| 6. | TO STOP 100-TO-ONE VOTING POWER | Shr | Against |

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 COSTCO WHOLESALE CORPORATION

Agen

 Security: 22160K105
 Meeting Type: Annual
 Meeting Date: 26-Jan-2017
 Ticker: COST
 ISIN: US22160K1051

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------------------|--------------------------|
| 1. | DIRECTOR SUSAN L. DECKER RICHARD A. GALANTI JOHN W. MEISENBACH CHARLES T. MUNGER | Mgmt Mgmt Mgmt Mgmt | For For For For |
| 2. | RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS. | Mgmt | For |
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |

 CROWN CASTLE INTERNATIONAL CORP

Agen

 Security: 22822V101
 Meeting Type: Annual
 Meeting Date: 18-May-2017
 Ticker: CCI
 ISIN: US22822V1017

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: P. ROBERT BAROLO | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JAY A. BROWN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CINDY CHRISTY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ARI Q. FITZGERALD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT E. GARRISON II | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: LEE W. HOGAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: EDWARD C. HUTCHESON, JR. | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: J. LANDIS MARTIN | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1I. | ELECTION OF DIRECTOR: ROBERT F. MCKENZIE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ANTHONY J. MELONE | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: W. BENJAMIN MORELAND | Mgmt | For |
| 2. | THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2017. | Mgmt | For |
| 3. | THE NON-BINDING, ADVISORY VOTE REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | A STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS, IF PROPERLY PRESENTED. | Shr | Against |

 CSX CORPORATION

Agen

Security: 126408103
 Meeting Type: Annual
 Meeting Date: 05-Jun-2017
 Ticker: CSX
 ISIN: US1264081035

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DONNA M. ALVARADO | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JOHN B. BREAU | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: PAMELA L. CARTER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEVEN T. HALVERSON | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: E. HUNTER HARRISON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: PAUL C. HILAL | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: EDWARD J. KELLY, III | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOHN D. MCPHERSON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DAVID M. MOFFETT | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DENNIS H. REILLEY | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: LINDA H. RIEFLER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: J. STEVEN WHISLER | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JOHN J. ZILLMER | Mgmt | For |
| 2. | THE RATIFICATION OF THE APPOINTMENT OF | Mgmt | For |

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ERNST & YOUNG LLP AS THE INDEPENDENT
REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.

| | | | |
|----|--|------|--------|
| 3. | ADVISORY (NON-BINDING) RESOLUTION TO APPROVE COMPENSATION FOR THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | ADVISORY (NON-BINDING) RESOLUTION TO APPROVE THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 5. | ADVISORY (NON-BINDING) RESOLUTION CONCERNING THE REIMBURSEMENT ARRANGEMENTS SOUGHT IN CONNECTION WITH THE RETENTION OF E. HUNTER HARRISON AS CEO AT CSX. | Mgmt | For |

DELTA AIR LINES, INC.

Agen

Security: 247361702
Meeting Type: Annual
Meeting Date: 30-Jun-2017
Ticker: DAL
ISIN: US2473617023

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: EDWARD H. BASTIAN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: FRANCIS S. BLAKE | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: DANIEL A. CARP | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DAVID G. DEWALT | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: WILLIAM H. EASTER III | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MICKEY P. FORET | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JEANNE P. JACKSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: GEORGE N. MATTSON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DOUGLAS R. RALPH | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: SERGIO A.L. RIAL | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: KATHY N. WALLER | Mgmt | For |
| 2. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF DELTA'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | TO RECOMMEND, ON AN ADVISORY BASIS, THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |

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| | | | |
|----|---|------|-----|
| 4. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS DELTA'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
|----|---|------|-----|

DIAMOND OFFSHORE DRILLING, INC.

Agen

Security: 25271C102
 Meeting Type: Annual
 Meeting Date: 16-May-2017
 Ticker: DO
 ISIN: US25271C1027

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JAMES S. TISCH | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARC EDWARDS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOHN R. BOLTON | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: CHARLES L. FABRIKANT | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: PAUL G. GAFFNEY II | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: EDWARD GREBOW | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: HERBERT C. HOFMANN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: KENNETH I. SIEGEL | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CLIFFORD M. SOBEL | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ANDREW H. TISCH | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: RAYMOND S. TROUBH | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITOR FOR OUR COMPANY AND ITS SUBSIDIARIES FOR FISCAL YEAR 2017. | Mgmt | For |
| 3. | TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | TO RECOMMEND, ON AN ADVISORY BASIS, THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 5. | STOCKHOLDER PROPOSAL: SUSTAINABILITY REPORTING. | Shr | Against |

DISCOVER FINANCIAL SERVICES

Agen

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 Security: 254709108
 Meeting Type: Annual
 Meeting Date: 11-May-2017
 Ticker: DFS
 ISIN: US2547091080

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JEFFREY S. ARONIN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARY K. BUSH | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: GREGORY C. CASE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: CANDACE H. DUNCAN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JOSEPH F. EAZOR | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: CYNTHIA A. GLASSMAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RICHARD H. LENNY | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: THOMAS G. MAHERAS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MICHAEL H. MOSKOW | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DAVID W. NELMS | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MARK A. THIERER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: LAWRENCE A. WEINBACH | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 3. | ADVISORY VOTE ON THE FREQUENCY OF AN ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | 1 Year |
| 4. | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |

 E. I. DU PONT DE NEMOURS AND COMPANY

Agen

Security: 263534109
 Meeting Type: Special
 Meeting Date: 20-Jul-2016
 Ticker: DD
 ISIN: US2635341090

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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- | | | | |
|----|--|------|---------|
| 1. | ADOPTION OF MERGER AGREEMENT. TO CONSIDER AND VOTE ON A PROPOSAL (THE "DUPONT MERGER PROPOSAL") TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 11, 2015 (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), BY AND AMONG DIAMOND-ORION HOLDCO, INC., A DELAWARE CORPORATION, (N/K/A DOWDUPONT INC.), E. I. DU PONT DE NEMOURS AND COMPANY, A DELAWARE CORPORATION ("DUPONT"), DIAMOND MERGER SUB, INC., A DELAWARE CORPORATION, ORION MERGER SUB, INC., A DELAWARE ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) . | Mgmt | For |
| 2. | ADJOURNMENT OF SPECIAL MEETING. TO CONSIDER AND VOTE ON A PROPOSAL TO ADJOURN THE DUPONT SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE DUPONT MERGER PROPOSAL. | Mgmt | For |
| 3. | ADVISORY VOTE REGARDING MERGER-RELATED NAMED EXECUTIVE OFFICER COMPENSATION. TO CONSIDER AND VOTE ON A NON-BINDING, ADVISORY PROPOSAL TO APPROVE THE COMPENSATION THAT MAY BECOME PAYABLE TO DUPONT'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE TRANSACTION. | Mgmt | Against |

E. I. DU PONT DE NEMOURS AND COMPANY

Agen

Security: 263534109
 Meeting Type: Annual
 Meeting Date: 24-May-2017
 Ticker: DD
 ISIN: US2635341090

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LAMBERTO ANDREOTTI | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: EDWARD D. BREEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ROBERT A. BROWN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ALEXANDER M. CUTLER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ELEUTHERE I. DU PONT | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JAMES L. GALLOGLY | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MARILLYN A. HEWSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LOIS D. JULIBER | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1I. | ELECTION OF DIRECTOR: LEE M. THOMAS | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: PATRICK J. WARD | Mgmt | For |
| 2. | TO RATIFY APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | TO APPROVE, BY ADVISORY VOTE, EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | TO RECOMMEND, BY ADVISORY VOTE, THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 5. | TO PREPARE A REPORT ON EXECUTIVE COMPENSATION | Shr | Against |
| 6. | TO PREPARE A REPORT ON ACCIDENT RISK REDUCTION | Shr | Against |

EATON CORPORATION PLC

Agen

Security: G29183103
Meeting Type: Annual
Meeting Date: 26-Apr-2017
Ticker: ETN
ISIN: IE00B8KQN827

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CRAIG ARNOLD | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: TODD M. BLUEDORN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CHRISTOPHER M. CONNOR | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MICHAEL J. CRITELLI | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: RICHARD H. FEARON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: CHARLES E. GOLDEN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ARTHUR E. JOHNSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DEBORAH L. MCCOY | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: GREGORY R. PAGE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: SANDRA PIANALTO | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: GERALD B. SMITH | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DOROTHY C. THOMPSON | Mgmt | For |
| 2. | APPROVING A PROPOSAL TO AMEND THE COMPANY'S ARTICLES OF ASSOCIATION TO IMPLEMENT PROXY | Mgmt | For |

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ACCESS.

| | | | |
|----|---|------|--------|
| 3. | APPROVING A PROPOSAL TO AMEND THE COMPANY'S ARTICLES OF ASSOCIATION REGARDING BRINGING SHAREHOLDER BUSINESS AND MAKING DIRECTOR NOMINATIONS AT AN ANNUAL GENERAL MEETING. | Mgmt | For |
| 4. | APPROVING THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR 2017 AND AUTHORIZING THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET ITS REMUNERATION. | Mgmt | For |
| 5. | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 6. | ADVISORY APPROVAL FOR FREQUENCY OF EXECUTIVE COMPENSATION VOTES. | Mgmt | 1 Year |
| 7. | APPROVING A PROPOSAL TO GRANT THE BOARD AUTHORITY TO ISSUE SHARES. | Mgmt | For |
| 8. | APPROVING A PROPOSAL TO GRANT THE BOARD AUTHORITY TO OPT OUT OF PRE-EMPTION RIGHTS. | Mgmt | For |
| 9. | AUTHORIZING THE COMPANY AND ANY SUBSIDIARY OF THE COMPANY TO MAKE OVERSEAS MARKET PURCHASES OF COMPANY SHARES. | Mgmt | For |

 ELI LILLY AND COMPANY

Agen

Security: 532457108
 Meeting Type: Annual
 Meeting Date: 01-May-2017
 Ticker: LLY
 ISIN: US5324571083

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: M. L. ESKEW | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: W. G. KAE LIN, JR. | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: J. C. LECHLEITER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: D. A. RICKS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: M. S. RUNGE | Mgmt | For |
| 2. | ADVISORY VOTE ON COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | ADVISORY VOTE REGARDING THE FREQUENCY OF ADVISORY VOTES ON COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | 1 Year |
| 4. | RATIFICATION OF THE APPOINTMENT BY THE | Mgmt | For |

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AUDIT COMMITTEE OF THE BOARD OF DIRECTORS
OF ERNST & YOUNG LLP AS PRINCIPAL
INDEPENDENT AUDITOR FOR 2017.

- | | | | |
|----|---|------|---------|
| 5. | APPROVE AMENDMENT TO THE LILLY DIRECTORS' DEFERRAL PLAN. | Mgmt | For |
| 6. | CONSIDERATION OF A SHAREHOLDER PROPOSAL SEEKING A REPORT REGARDING DIRECT AND INDIRECT POLITICAL CONTRIBUTIONS. | Shr | Against |

EOG RESOURCES, INC.

Agen

Security: 26875P101
Meeting Type: Annual
Meeting Date: 27-Apr-2017
Ticker: EOG
ISIN: US26875P1012

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JANET F. CLARK | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: CHARLES R. CRISP | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ROBERT P. DANIELS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JAMES C. DAY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DONALD F. TEXTOR | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: WILLIAM R. THOMAS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: FRANK G. WISNER | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF DELOITTE & TOUCHE LLP, INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS AUDITORS FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
| 3. | TO APPROVE AN AMENDMENT OF THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 640 MILLION TO 1.28 BILLION. | Mgmt | For |
| 4. | TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 5. | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF HOLDING ADVISORY VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | 1 Year |

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 EXXON MOBIL CORPORATION

Agem

 Security: 30231G102
 Meeting Type: Annual
 Meeting Date: 31-May-2017
 Ticker: XOM
 ISIN: US30231G1022

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR SUSAN K. AVERY MICHAEL J. BOSKIN ANGELA F. BRALY URSULA M. BURNS HENRIETTA H. FORE KENNETH C. FRAZIER DOUGLAS R. OBERHELMAN SAMUEL J. PALMISANO STEVEN S REINEMUND WILLIAM C. WELDON DARREN W. WOODS | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 2. | RATIFICATION OF INDEPENDENT AUDITORS (PAGE 24) | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (PAGE 25) | Mgmt | For |
| 4. | FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 25) | Mgmt | 1 Year |
| 5. | INDEPENDENT CHAIRMAN (PAGE 53) | Shr | Against |
| 6. | MAJORITY VOTE FOR DIRECTORS (PAGE 54) | Shr | Against |
| 7. | SPECIAL SHAREHOLDER MEETINGS (PAGE 55) | Shr | Against |
| 8. | RESTRICT PRECATORY PROPOSALS (PAGE 56) | Shr | Against |
| 9. | REPORT ON COMPENSATION FOR WOMEN (PAGE 57) | Shr | Against |
| 10. | REPORT ON LOBBYING (PAGE 59) | Shr | Against |
| 11. | INCREASE CAPITAL DISTRIBUTIONS IN LIEU OF INVESTMENT (PAGE 60) | Shr | Against |
| 12. | REPORT ON IMPACTS OF CLIMATE CHANGE POLICIES (PAGE 62) | Shr | Against |
| 13. | REPORT ON METHANE EMISSIONS (PAGE 64) | Shr | Against |

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FACEBOOK INC.

Agen

Security: 30303M102
 Meeting Type: Annual
 Meeting Date: 01-Jun-2017
 Ticker: FB
 ISIN: US30303M1027

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 1. | DIRECTOR MARC L. ANDREESSEN ERSKINE B. BOWLES S.D.DESMOND-HELLMANN REED HASTINGS JAN KOUM SHERYL K. SANDBERG PETER A. THIEL MARK ZUCKERBERG | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For |
| 2. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS FACEBOOK, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
| 3. | A STOCKHOLDER PROPOSAL REGARDING CHANGE IN STOCKHOLDER VOTING. | Shr | Against |
| 4. | A STOCKHOLDER PROPOSAL REGARDING A LOBBYING REPORT. | Shr | Against |
| 5. | A STOCKHOLDER PROPOSAL REGARDING FALSE NEWS. | Shr | Against |
| 6. | A STOCKHOLDER PROPOSAL REGARDING A GENDER PAY EQUITY REPORT. | Shr | Against |
| 7. | A STOCKHOLDER PROPOSAL REGARDING AN INDEPENDENT CHAIR. | Shr | Against |

FIRST REPUBLIC BANK

Agen

Security: 33616C100
 Meeting Type: Annual
 Meeting Date: 09-May-2017
 Ticker: FRC
 ISIN: US33616C1009

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JAMES H. HERBERT, II | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: KATHERINE | Mgmt | For |

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AUGUST-DEWILDE

| | | | |
|-----|---|------|---------|
| 1C. | ELECTION OF DIRECTOR: THOMAS J. BARRACK, JR. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: FRANK J. FAHRENKOPF, JR. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: L. MARTIN GIBBS | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: BORIS GROYSBERG | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: SANDRA R. HERNANDEZ | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: PAMELA J. JOYNER | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: REYNOLD LEVY | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DUNCAN L. NIEDERAUER | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: GEORGE G.C. PARKER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: CHERYL SPIELMAN | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS OF FIRST REPUBLIC BANK FOR THE FISCAL YEAR ENDED DECEMBER 31, 2017. | Mgmt | For |
| 3. | TO APPROVE THE FIRST REPUBLIC BANK 2017 EXECUTIVE INCENTIVE PLAN. | Mgmt | For |
| 4. | TO APPROVE THE FIRST REPUBLIC BANK 2017 OMNIBUS AWARD PLAN. | Mgmt | For |
| 5. | TO DETERMINE, BY ADVISORY (NON-BINDING) VOTE, THE FREQUENCY OF FUTURE VOTES APPROVING COMPENSATION OF OUR EXECUTIVE OFFICERS ("SAY ON PAY" VOTES). | Mgmt | 1 Year |
| 6. | TO APPROVE, BY ADVISORY (NON-BINDING) VOTE, THE COMPENSATION OF OUR EXECUTIVE OFFICERS (A "SAY ON PAY" VOTE). | Mgmt | For |
| 7. | SHAREHOLDER PROPOSAL REQUESTING FIRST REPUBLIC BANK TO PREPARE AN EMPLOYMENT DIVERSITY REPORT. | Shr | Against |

 FORD MOTOR COMPANY

Agen

 Security: 345370860
 Meeting Type: Annual
 Meeting Date: 11-May-2017
 Ticker: F
 ISIN: US3453708600

| Prop.# | Proposal | Proposal | Proposal Vote |
|--------|----------|----------|---------------|
|--------|----------|----------|---------------|

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| | | Type | |
|-----|---|------|---------|
| 1A. | ELECTION OF DIRECTOR: STEPHEN G. BUTLER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: KIMBERLY A. CASIANO | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MARK FIELDS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: EDSEL B. FORD II | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: WILLIAM W. HELMAN IV | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN C. LECHLEITER | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ELLEN R. MARRAM | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JOHN L. THORNTON | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: LYNN M. VOJVODICH | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: JOHN S. WEINBERG | Mgmt | For |
| 2. | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | SAY-ON-PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES. | Mgmt | For |
| 4. | AN ADVISORY VOTE ON THE FREQUENCY OF A SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES. | Mgmt | 1 Year |
| 5. | RELATING TO CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT ALL OF THE COMPANY'S OUTSTANDING STOCK HAVE ONE VOTE PER SHARE. | Shr | Against |
| 6. | RELATING TO DISCLOSURE OF THE COMPANY'S LOBBYING ACTIVITIES AND EXPENDITURES. | Shr | Against |

FORTUNE BRANDS HOME & SECURITY, INC.

Agen

Security: 34964C106
Meeting Type: Annual
Meeting Date: 02-May-2017
Ticker: FBHS
ISIN: US34964C1062

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: A.D. DAVID MACKAY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: DAVID M. THOMAS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: NORMAN H. WESLEY | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |

GENERAL ELECTRIC COMPANY

Agen

Security: 369604103
Meeting Type: Annual
Meeting Date: 26-Apr-2017
Ticker: GE
ISIN: US3696041033

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| A1 | ELECTION OF DIRECTOR: SEBASTIEN M. BAZIN | Mgmt | For |
| A2 | ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE | Mgmt | For |
| A3 | ELECTION OF DIRECTOR: JOHN J. BRENNAN | Mgmt | For |
| A4 | ELECTION OF DIRECTOR: FRANCISCO D'SOUZA | Mgmt | For |
| A5 | ELECTION OF DIRECTOR: MARIJN E. DEKKERS | Mgmt | For |
| A6 | ELECTION OF DIRECTOR: PETER B. HENRY | Mgmt | For |
| A7 | ELECTION OF DIRECTOR: SUSAN J. HOCKFIELD | Mgmt | For |
| A8 | ELECTION OF DIRECTOR: JEFFREY R. IMMELT | Mgmt | For |
| A9 | ELECTION OF DIRECTOR: ANDREA JUNG | Mgmt | For |
| A10 | ELECTION OF DIRECTOR: ROBERT W. LANE | Mgmt | For |
| A11 | ELECTION OF DIRECTOR: RISA LAVIZZO-MOUREY | Mgmt | For |
| A12 | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Mgmt | For |
| A13 | ELECTION OF DIRECTOR: LOWELL C. MCADAM | Mgmt | For |
| A14 | ELECTION OF DIRECTOR: STEVEN M. MOLLENKOPF | Mgmt | For |
| A15 | ELECTION OF DIRECTOR: JAMES J. MULVA | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| A16 | ELECTION OF DIRECTOR: JAMES E. ROHR | Mgmt | For |
| A17 | ELECTION OF DIRECTOR: MARY L. SCHAPIRO | Mgmt | For |
| A18 | ELECTION OF DIRECTOR: JAMES S. TISCH | Mgmt | For |
| B1 | ADVISORY APPROVAL OF OUR NAMED EXECUTIVES' COMPENSATION | Mgmt | For |
| B2 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| B3 | APPROVAL OF GE'S 2007 LONG-TERM INCENTIVE PLAN AS AMENDED | Mgmt | For |
| B4 | APPROVAL OF THE MATERIAL TERMS OF SENIOR OFFICER PERFORMANCE GOALS | Mgmt | For |
| B5 | RATIFICATION OF KPMG AS INDEPENDENT AUDITOR FOR 2017 | Mgmt | For |
| C1 | REPORT ON LOBBYING ACTIVITIES | Shr | Against |
| C2 | REQUIRE THE CHAIRMAN OF THE BOARD TO BE INDEPENDENT | Shr | Against |
| C3 | ADOPT CUMULATIVE VOTING FOR DIRECTOR ELECTIONS | Shr | Against |
| C4 | REPORT ON CHARITABLE CONTRIBUTIONS | Shr | Against |

GENERAL MOTORS COMPANY

Agen

Security: 37045V100
Meeting Type: Annual
Meeting Date: 06-Jun-2017
Ticker: GM
ISIN: US37045V1008

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--------------------------------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | JOSEPH J. ASHTON | Mgmt | For |
| | MARY T. BARRA | Mgmt | For |
| | LINDA R. GOODEN | Mgmt | For |
| | JOSEPH JIMENEZ | Mgmt | For |
| | JANE L. MENDILLO | Mgmt | For |
| | MICHAEL G. MULLEN | Mgmt | For |
| | JAMES J. MULVA | Mgmt | For |
| | PATRICIA F. RUSSO | Mgmt | For |
| | THOMAS M. SCHOEWE | Mgmt | For |
| | THEODORE M. SOLSO | Mgmt | For |
| | CAROL M. STEPHENSON | Mgmt | For |
| 2. | APPROVE, ON AN ADVISORY BASIS, NAMED | Mgmt | For |

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EXECUTIVE OFFICER COMPENSATION

| | | | |
|----|---|------|---------|
| 3. | APPROVE THE GENERAL MOTORS COMPANY 2017 SHORT-TERM INCENTIVE PLAN | Mgmt | For |
| 4. | APPROVE THE GENERAL MOTORS COMPANY 2017 LONG-TERM INCENTIVE PLAN | Mgmt | For |
| 5. | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS GM'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Mgmt | For |
| 6. | SHAREHOLDER PROPOSAL REGARDING INDEPENDENT BOARD CHAIRMAN | Shr | For |
| 7. | GREENLIGHT PROPOSAL REGARDING CREATION OF DUAL-CLASS COMMON STOCK | Shr | Against |

 GILEAD SCIENCES, INC.

Agen

 Security: 375558103
 Meeting Type: Annual
 Meeting Date: 10-May-2017
 Ticker: GILD
 ISIN: US3755581036

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JOHN F. COGAN, PH.D. | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: KELLY A. KRAMER | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KEVIN E. LOFTON | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JOHN C. MARTIN, PH.D. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JOHN F. MILLIGAN, PH.D. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: NICHOLAS G. MOORE | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RICHARD J. WHITLEY, M.D | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: GAYLE E. WILSON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PER WOLD-OLSEN | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | RESTATEMENT OF THE GILEAD SCIENCES, INC. 2004 EQUITY INCENTIVE PLAN. | Mgmt | For |
| 4. | ADVISORY VOTE TO APPROVE THE COMPENSATION | Mgmt | For |

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OF OUR NAMED EXECUTIVE OFFICERS.

| | | | |
|----|--|------|---------|
| 5. | ADVISORY VOTE AS TO THE FREQUENCY OF FUTURE ADVISORY SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 6. | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT. | Shr | Against |
| 7. | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR. | Shr | Against |

HALLIBURTON COMPANY

Agen

Security: 406216101
Meeting Type: Annual
Meeting Date: 17-May-2017
Ticker: HAL
ISIN: US4062161017

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: ABDULAZIZ F. AL KHAYYAL | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: WILLIAM E. ALBRECHT | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ALAN M. BENNETT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JAMES R. BOYD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MILTON CARROLL | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: NANCE K. DICCIANI | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MURRY S. GERBER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOSE C. GRUBISICH | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DAVID J. LESAR | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ROBERT A. MALONE | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: J. LANDIS MARTIN | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JEFFREY A. MILLER | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: DEBRA L. REED | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION OF AUDITORS. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |

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|----|---|------|--------|
| 4. | PROPOSAL FOR ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 5. | PROPOSAL TO AMEND AND RESTATE THE HALLIBURTON COMPANY STOCK AND INCENTIVE PLAN. | Mgmt | For |

HONEYWELL INTERNATIONAL INC.

Agen

Security: 438516106
Meeting Type: Annual
Meeting Date: 24-Apr-2017
Ticker: HON
ISIN: US4385161066

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DARIUS ADAMCZYK | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: WILLIAM S. AYER | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KEVIN BURKE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JAIME CHICO PARDO | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DAVID M. COTE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: D. SCOTT DAVIS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: LINNET F. DEILY | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JUDD GREGG | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CLIVE HOLLICK | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: GRACE D. LIEBLEIN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: GEORGE PAZ | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: BRADLEY T. SHEARES | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: ROBIN L. WASHINGTON | Mgmt | For |
| 2. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVAL OF INDEPENDENT ACCOUNTANTS. | Mgmt | For |
| 5. | INDEPENDENT BOARD CHAIRMAN. | Shr | Against |

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6. POLITICAL LOBBYING AND CONTRIBUTIONS. Shr Against

JOHNSON & JOHNSON Agen

Security: 478160104
 Meeting Type: Annual
 Meeting Date: 27-Apr-2017
 Ticker: JNJ
 ISIN: US4781601046

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MARY C. BECKERLE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: D. SCOTT DAVIS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: IAN E. L. DAVIS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ALEX GORSKY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MARK B. MCCLELLAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ANNE M. MULCAHY | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: WILLIAM D. PEREZ | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CHARLES PRINCE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: A. EUGENE WASHINGTON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: RONALD A. WILLIAMS | Mgmt | For |
| 2. | ADVISORY VOTE ON FREQUENCY OF VOTING TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | 1 Year |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 4. | RE-APPROVAL OF THE MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE 2012 LONG-TERM INCENTIVE PLAN | Mgmt | For |
| 5. | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Mgmt | For |
| 6. | SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN | Shr | Against |

JPMORGAN CHASE & CO. Agen

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Security: 46625H100
 Meeting Type: Annual
 Meeting Date: 16-May-2017
 Ticker: JPM
 ISIN: US46625H1005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LINDA B. BAMMANN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JAMES A. BELL | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CRANDALL C. BOWLES | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEPHEN B. BURKE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: TODD A. COMBS | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JAMES S. CROWN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JAMES DIMON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: TIMOTHY P. FLYNN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: LABAN P. JACKSON, JR. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: MICHAEL A. NEAL | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: LEE R. RAYMOND | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: WILLIAM C. WELDON | Mgmt | For |
| 2. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 3. | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 4. | ADVISORY VOTE ON FREQUENCY OF ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 5. | INDEPENDENT BOARD CHAIRMAN | Shr | Against |
| 6. | VESTING FOR GOVERNMENT SERVICE | Shr | Against |
| 7. | CLAWBACK AMENDMENT | Shr | Against |
| 8. | GENDER PAY EQUITY | Shr | Against |
| 9. | HOW VOTES ARE COUNTED | Shr | Against |
| 10. | SPECIAL SHAREOWNER MEETINGS | Shr | Against |

LOCKHEED MARTIN CORPORATION

Agen

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Security: 539830109
 Meeting Type: Annual
 Meeting Date: 27-Apr-2017
 Ticker: LMT
 ISIN: US5398301094

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DANIEL F. AKERSON | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: NOLAN D. ARCHIBALD | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ROSALIND G. BREWER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DAVID B. BURRITT | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: BRUCE A. CARLSON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JAMES O. ELLIS, JR. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: THOMAS J. FALK | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ILENE S. GORDON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MARILLYN A. HEWSON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JAMES M. LOY | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOSEPH W. RALSTON | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: ANNE STEVENS | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR 2017 | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS (SAY-ON-PAY) | Mgmt | For |
| 4. | ADVISORY VOTE ON FREQUENCY OF HOLDING VOTES ON SAY-ON-PAY | Mgmt | 1 Year |
| 5. | STOCKHOLDER PROPOSAL REQUESTING THAT THE CORPORATION ADOPT THE HOLY LAND PRINCIPLES | Shr | Against |

LOWE'S COMPANIES, INC.

Agen

Security: 548661107
 Meeting Type: Annual
 Meeting Date: 02-Jun-2017
 Ticker: LOW
 ISIN: US5486611073

| Prop.# | Proposal | Proposal | Proposal Vote |
|--------|----------|----------|---------------|
|--------|----------|----------|---------------|

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| | Type | |
|---|--|---|
| 1. DIRECTOR RAUL ALVAREZ ANGELA F. BRALY SANDRA B. COCHRAN LAURIE Z. DOUGLAS RICHARD W. DREILING ROBERT L. JOHNSON MARSHALL O. LARSEN JAMES H. MORGAN ROBERT A. NIBLOCK BERTRAM L. SCOTT ERIC C. WISEMAN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 2. ADVISORY VOTE TO APPROVE LOWE'S NAMED EXECUTIVE OFFICER COMPENSATION IN FISCAL 2016. | Mgmt | For |
| 3. ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE LOWE'S NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | 1 Year |
| 4. RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS LOWE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2017. | Mgmt | For |
| 5. PROPOSAL REGARDING THE FEASIBILITY OF SETTING RENEWABLE ENERGY SOURCING TARGETS. | Shr | Against |

MASCO CORPORATION

Agen

Security: 574599106
Meeting Type: Annual
Meeting Date: 12-May-2017
Ticker: MAS
ISIN: US5745991068

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: KEITH J. ALLMAN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: J. MICHAEL LOSH | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CHRISTOPHER A. O'HERLIHY | Mgmt | For |
| 2. | TO APPROVE, BY NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SEC, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, THE COMPENSATION TABLES AND THE RELATED MATERIALS DISCLOSED IN THE PROXY STATEMENT. | Mgmt | For |

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- | | | | |
|----|--|------|--------|
| 3. | TO RECOMMEND, BY NON-BINDING ADVISORY VOTE, THE FREQUENCY OF THE NON-BINDING ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 4. | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE COMPANY FOR 2017. | Mgmt | For |

 MASTERCARD INCORPORATED

Agen

 Security: 57636Q104
 Meeting Type: Annual
 Meeting Date: 27-Jun-2017
 Ticker: MA
 ISIN: US57636Q1040

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RICHARD HAYTHORNTHWAITE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: AJAY BANGA | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: SILVIO BARZI | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DAVID R. CARLUCCI | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: STEVEN J. FREIBERG | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JULIUS GENACHOWSKI | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MERIT E. JANOW | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: NANCY J. KARCH | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: OKI MATSUMOTO | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: RIMA QURESHI | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOSE OCTAVIO REYES LAGUNES | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JACKSON TAI | Mgmt | For |
| 2. | ADVISORY APPROVAL OF MASTERCARD'S EXECUTIVE COMPENSATION | Mgmt | For |
| 3. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 4. | RE-APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER MASTERCARD'S 2006 LONG TERM INCENTIVE PLAN, AS AMENDED AND RESTATED, FOR 162 (M) PURPOSES | Mgmt | For |

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| | | | |
|----|--|------|---------|
| 5. | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR MASTERCARD FOR 2017 | Mgmt | For |
| 6. | CONSIDERATION OF A STOCKHOLDER PROPOSAL ON GENDER PAY EQUITY | Shr | Against |

MCDONALD'S CORPORATION

Agen

Security: 580135101
 Meeting Type: Annual
 Meeting Date: 24-May-2017
 Ticker: MCD
 ISIN: US5801351017

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LLOYD DEAN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: STEPHEN EASTERBROOK | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ROBERT ECKERT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MARGARET GEORGIADIS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JEANNE JACKSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RICHARD LENNY | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOHN MULLIGAN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: SHEILA PENROSE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN ROGERS, JR. | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MILES WHITE | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 4. | APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR AWARDS UNDER THE MCDONALD'S CORPORATION 2012 OMNIBUS STOCK OWNERSHIP PLAN. | Mgmt | For |
| 5. | ADVISORY VOTE TO APPROVE THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR | Mgmt | For |

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FOR 2017.

| | | | |
|-----|---|-----|---------|
| 6. | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING A CHANGE TO THE VOTE-COUNTING STANDARD FOR SHAREHOLDER PROPOSALS, IF PROPERLY PRESENTED. | Shr | Against |
| 7. | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REGARDING THE THRESHOLD TO CALL SPECIAL SHAREHOLDER MEETINGS, IF PROPERLY PRESENTED. | Shr | Against |
| 8. | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL TO ISSUE A CLASS OF PREFERRED STOCK WITH THE RIGHT TO ELECT ITS OWN DIRECTOR, IF PROPERLY PRESENTED. | Shr | Against |
| 9. | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THAT THE BOARD MAKE ALL LAWFUL EFFORTS TO IMPLEMENT AND/OR INCREASE ACTIVITY ON THE HOLY LAND PRINCIPLES, IF PROPERLY PRESENTED. | Shr | Against |
| 10. | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THE BOARD TO UPDATE THE COMPANY'S POLICY REGARDING USE OF ANTIBIOTICS BY ITS MEAT SUPPLIERS, IF PROPERLY PRESENTED. | Shr | Against |
| 11. | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING A REPORT ASSESSING THE ENVIRONMENTAL IMPACTS OF POLYSTYRENE FOAM BEVERAGE CUPS, IF PROPERLY PRESENTED. | Shr | Against |
| 12. | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING A REPORT ON CHARITABLE CONTRIBUTIONS, IF PROPERLY PRESENTED. | Shr | Against |

 MEDTRONIC PLC

Agen

Security: G5960L103
 Meeting Type: Annual
 Meeting Date: 09-Dec-2016
 Ticker: MDT
 ISIN: IE00BTN1Y115

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RICHARD H. ANDERSON | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: CRAIG ARNOLD | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: SCOTT C. DONNELLY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: RANDALL HOGAN III | Mgmt | For |

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| | | | |
|-----|--|------|-----|
| 1E. | ELECTION OF DIRECTOR: OMAR ISHRAK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: SHIRLEY A. JACKSON, PH.D. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MICHAEL O. LEAVITT | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JAMES T. LENEHAN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: ELIZABETH NABEL, M.D. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DENISE M. O'LEARY | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: KENDALL J. POWELL | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: ROBERT C. POZEN | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: PREETHA REDDY | Mgmt | For |
| 2. | TO RATIFY THE RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS MEDTRONIC'S INDEPENDENT AUDITOR FOR FISCAL YEAR 2017 AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO SET ITS REMUNERATION. | Mgmt | For |
| 3. | TO APPROVE IN A NON-BINDING ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION (A "SAY-ON-PAY" VOTE). | Mgmt | For |
| 4. | TO APPROVE AMENDMENTS TO MEDTRONIC'S ARTICLES OF ASSOCIATION TO IMPLEMENT "PROXY ACCESS". | Mgmt | For |
| 5A. | TO APPROVE AMENDMENTS TO MEDTRONIC'S: ARTICLES OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE CHANGES. | Mgmt | For |
| 5B. | TO APPROVE AMENDMENTS TO MEDTRONIC'S: MEMORANDUM OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE CHANGES. | Mgmt | For |
| 6. | TO APPROVE AMENDMENTS TO MEDTRONIC'S ARTICLES OF ASSOCIATION TO CLARIFY THE BOARD'S SOLE AUTHORITY TO DETERMINE ITS SIZE WITHIN THE FIXED LIMITS IN THE ARTICLES OF ASSOCIATION. | Mgmt | For |

 MERCK & CO., INC.

Agen

 Security: 58933Y105
 Meeting Type: Annual
 Meeting Date: 23-May-2017
 Ticker: MRK
 ISIN: US58933Y1055

Prop.# Proposal

Proposal

Proposal Vote

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| | | Type | |
|-----|---|------|---------|
| 1A. | ELECTION OF DIRECTOR: LESLIE A. BRUN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: THOMAS R. CECH | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: PAMELA J. CRAIG | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: KENNETH C. FRAZIER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: THOMAS H. GLOCER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JOHN H. NOSEWORTHY | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CARLOS E. REPRESAS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PAUL B. ROTHMAN | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: PATRICIA F. RUSSO | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: CRAIG B. THOMPSON | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: WENDELL P. WEEKS | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: PETER C. WENDELL | Mgmt | For |
| 2. | NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF FUTURE VOTES TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | 1 Year |
| 4. | RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |
| 5. | SHAREHOLDER PROPOSAL REQUESTING AN INDEPENDENT BOARD CHAIRMAN. | Shr | Against |
| 6. | SHAREHOLDER PROPOSAL REQUESTING IMPLEMENTATION OF A SET OF EMPLOYEE PRACTICES IN ISRAEL/PALESTINE. | Shr | Against |
| 7. | SHAREHOLDER PROPOSAL REQUESTING A REPORT ON CONDUCTING BUSINESS IN CONFLICT-AFFECTED AREAS. | Shr | Against |
| 8. | SHAREHOLDER PROPOSAL REQUESTING A REPORT ON BOARD OVERSIGHT OF PRODUCT SAFETY AND QUALITY. | Shr | Against |

 METLIFE, INC.

 Agen

 Security: 59156R108

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Meeting Type: Annual
 Meeting Date: 13-Jun-2017
 Ticker: MET
 ISIN: US59156R1086

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHERYL W. GRISE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: DAVID L. HERZOG | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: R. GLENN HUBBARD, PH.D. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: STEVEN A. KANDARIAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: EDWARD J. KELLY, III | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JAMES M. KILTS | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: CATHERINE R. KINNEY | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: DENISE M. MORRISON | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2017 | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS | Mgmt | 1 Year |
| 5. | SHAREHOLDER PROPOSAL TO REDUCE THE OWNERSHIP REQUIRED FOR SHAREHOLDERS TO CALL A SPECIAL MEETING | Shr | Against |

MICROSOFT CORPORATION

Agen

Security: 594918104
 Meeting Type: Annual
 Meeting Date: 30-Nov-2016
 Ticker: MSFT
 ISIN: US5949181045

| Prop.# | Proposal | Proposal | Proposal Vote |
|--------|----------|----------|---------------|
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| | | Type | |
|-----|---|------|---------|
| 1A. | ELECTION OF DIRECTOR: WILLIAM H. GATES III | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: TERI L. LIST-STOLL | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: G. MASON MORFIT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: SATYA NADELLA | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: CHARLES H. NOSKI | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: HELMUT PANKE | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: SANDRA E. PETERSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CHARLES W. SCHARF | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JOHN W. STANTON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN W. THOMPSON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: PADMASREE WARRIOR | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 3. | RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2017 | Mgmt | For |
| 4. | APPROVAL OF AMENDMENT TO OUR AMENDED AND RESTATED ARTICLES OF INCORPORATION | Mgmt | For |
| 5. | APPROVAL OF FRENCH SUB PLAN UNDER THE 2001 STOCK PLAN | Mgmt | For |
| 6. | SHAREHOLDER PROPOSAL - REQUESTING CERTAIN PROXY ACCESS BYLAW AMENDMENTS | Shr | Against |

 MONDELEZ INTERNATIONAL, INC.

Agen

 Security: 609207105
 Meeting Type: Annual
 Meeting Date: 17-May-2017
 Ticker: MDLZ
 ISIN: US6092071058

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LEWIS W.K. BOOTH | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: CHARLES E. BUNCH | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: LOIS D. JULIBER | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1D. | ELECTION OF DIRECTOR: MARK D. KETCHUM | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JORGE S. MESQUITA | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JOSEPH NEUBAUER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: NELSON PELTZ | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: IRENE B. ROSENFELD | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: CHRISTIANA S. SHI | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: PATRICK T. SIEWERT | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: RUTH J. SIMMONS | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JEAN-FRANCOIS M. L. VAN BOXMEER | Mgmt | For |
| 2. | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 5. | SHAREHOLDER PROPOSAL: REPORT ON NON-RECYCLABLE PACKAGING. | Shr | Against |
| 6. | SHAREHOLDER PROPOSAL: CREATE A COMMITTEE TO PREPARE A REPORT REGARDING THE IMPACT OF PLANT CLOSURES ON COMMUNITIES AND ALTERNATIVES. | Shr | Against |

MORGAN STANLEY

Agen

Security: 617446448
Meeting Type: Annual
Meeting Date: 22-May-2017
Ticker: MS
ISIN: US6174464486

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: ERSKINE B. BOWLES | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ALISTAIR DARLING | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: THOMAS H. GLOCER | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1D. | ELECTION OF DIRECTOR: JAMES P. GORMAN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT H. HERZ | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: NOBUYUKI HIRANO | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: KLAUS KLEINFELD | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JAMI MISCIK | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DENNIS M. NALLY | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: HUTHAM S. OLAYAN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JAMES W. OWENS | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: RYOSUKE TAMAKOSHI | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: PERRY M. TRAQUINA | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: RAYFORD WILKINS, JR. | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR | Mgmt | For |
| 3. | TO APPROVE THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT (NON-BINDING ADVISORY VOTE) | Mgmt | For |
| 4. | TO VOTE ON THE FREQUENCY OF HOLDING A NONBINDING ADVISORY VOTE ON THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT (NON-BINDING ADVISORY VOTE) | Mgmt | 1 Year |
| 5. | TO APPROVE THE AMENDED AND RESTATED EQUITY INCENTIVE COMPENSATION PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES AND TO EXTEND THE TERM | Mgmt | For |
| 6. | TO APPROVE THE AMENDED AND RESTATED DIRECTORS' EQUITY CAPITAL ACCUMULATION PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES | Mgmt | For |
| 7. | SHAREHOLDER PROPOSAL REGARDING A CHANGE IN THE TREATMENT OF ABSTENTIONS FOR PURPOSES OF VOTE-COUNTING | Shr | Against |
| 8. | SHAREHOLDER PROPOSAL REGARDING A POLICY TO PROHIBIT VESTING OF DEFERRED EQUITY AWARDS FOR SENIOR EXECUTIVES WHO RESIGN TO ENTER GOVERNMENT SERVICE | Shr | Against |

NEWELL BRANDS INC.

Agen

Security: 651229106
Meeting Type: Annual

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Meeting Date: 09-May-2017
 Ticker: NWL
 ISIN: US6512291062

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: IAN G.H. ASHKEN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: THOMAS E. CLARKE | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KEVIN C. CONROY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: SCOTT S. COWEN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MICHAEL T. COWHIG | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DOMENICO DE SOLE | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MARTIN E. FRANKLIN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROS L'ESPERANCE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MICHAEL B. POLK | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: STEVEN J. STROBEL | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MICHAEL A. TODMAN | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: RAYMOND G. VIAULT | Mgmt | For |
| 2. | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Mgmt | For |
| 3. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |

NIKE, INC.

Agen

Security: 654106103
 Meeting Type: Annual
 Meeting Date: 22-Sep-2016
 Ticker: NKE
 ISIN: US6541061031

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | DIRECTOR ALAN B. GRAF, JR. MICHELLE A. PELUSO | Mgmt Mgmt | For For |

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|----|---|------|---------|
| | PHYLLIS M. WISE | Mgmt | For |
| 2. | TO APPROVE EXECUTIVE COMPENSATION BY AN ADVISORY VOTE. | Mgmt | For |
| 3. | TO APPROVE AN AMENDMENT TO THE NIKE, INC. EMPLOYEE STOCK PURCHASE PLAN. | Mgmt | For |
| 4. | TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS DISCLOSURE. | Shr | Against |
| 5. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |

 NOKIA CORPORATION

Agen

 Security: 654902204
 Meeting Type: Annual
 Meeting Date: 23-May-2017
 Ticker: NOK
 ISIN: US6549022043

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 7. | ADOPTION OF THE ANNUAL ACCOUNTS | Mgmt | For |
| 8. | RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET AND THE PAYMENT OF DIVIDEND | Mgmt | For |
| 9. | RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE PRESIDENT AND CEO FROM LIABILITY | Mgmt | For |
| 10. | RESOLUTION ON THE REMUNERATION TO THE MEMBERS OF THE BOARD OF DIRECTORS | Mgmt | For |
| 11. | RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS | Mgmt | For |
| 12. | DIRECTOR BRUCE BROWN | Mgmt | For |
| | JEANETTE HORAN | Mgmt | For |
| | LOUIS R. HUGHES | Mgmt | For |
| | EDWARD KOZEL | Mgmt | For |
| | JEAN C. MONTY | Mgmt | For |
| | ELIZABETH NELSON | Mgmt | For |
| | OLIVIER PIOUS | Mgmt | For |
| | RISTO SIILASMAA | Mgmt | For |
| | CARLA SMITS-NUSTELING | Mgmt | For |
| | KARI STADIGH | Mgmt | For |
| 13. | RESOLUTION ON THE REMUNERATION OF THE AUDITOR | Mgmt | For |

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| 14. | ELECTION OF AUDITOR | Mgmt | For |
| 15. | AUTHORIZATION TO THE BOARD OF DIRECTORS TO RESOLVE TO REPURCHASE THE COMPANY'S OWN SHARES | Mgmt | For |
| 16. | AUTHORIZATION TO THE BOARD OF DIRECTORS TO RESOLVE TO ISSUE SHARES AND SPECIAL RIGHTS ENTITLING TO SHARES | Mgmt | For |

 NORTHROP GRUMMAN CORPORATION

Agen

 Security: 666807102
 Meeting Type: Annual
 Meeting Date: 17-May-2017
 Ticker: NOC
 ISIN: US6668071029

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: WESLEY G. BUSH | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARIANNE C. BROWN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: VICTOR H. FAZIO | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DONALD E. FELSINGER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ANN M. FUDGE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: BRUCE S. GORDON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: WILLIAM H. HERNANDEZ | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MADELEINE A. KLEINER | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: KARL J. KRAPEK | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: GARY ROUGHEAD | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: THOMAS M. SCHOEWE | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JAMES S. TURLEY | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: MARK A. WELSH III | Mgmt | For |
| 2. | PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | PROPOSAL TO VOTE ON THE PREFERRED FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | 1 Year |

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| 4. | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
|----|--|------|-----|

NUCOR CORPORATION

Agen

Security: 670346105
 Meeting Type: Annual
 Meeting Date: 11-May-2017
 Ticker: NUE
 ISIN: US6703461052

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR PATRICK J. DEMPSEY JOHN J. FERRIOLA GREGORY J. HAYES VICTORIA F. HAYNES PH.D BERNARD L. KASRIEL CHRISTOPHER J. KEARNEY LAURETTE T. KOELLNER JOHN H. WALKER | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2. | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS NUCOR'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017 | Mgmt | For |
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF NUCOR'S NAMED EXECUTIVE OFFICER COMPENSATION IN 2016 | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON NUCOR'S NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | 3 Years |
| 5. | STOCKHOLDER PROPOSAL REGARDING NUCOR'S LOBBYING AND CORPORATE SPENDING ON POLITICAL CONTRIBUTIONS | Shr | Against |
| 6. | STOCKHOLDER PROPOSAL REGARDING GREENHOUSE GAS (GHG) EMISSIONS | Shr | Against |

ORANGE SA, PARIS

Agen

Security: F6866T100
 Meeting Type: MIX
 Meeting Date: 01-Jun-2017
 Ticker:
 ISIN: FR0000133308

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| CMMT | PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR" AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE. | Non-Voting | |
| CMMT | THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT YOUR CLIENT REPRESENTATIVE | Non-Voting | |
| CMMT | IN CASE AMENDMENTS OR NEW RESOLUTIONS ARE PRESENTED DURING THE MEETING, YOUR VOTE WILL DEFAULT TO 'ABSTAIN'. SHARES CAN ALTERNATIVELY BE PASSED TO THE CHAIRMAN OR A NAMED THIRD PARTY TO VOTE ON ANY SUCH ITEM RAISED. SHOULD YOU WISH TO PASS CONTROL OF YOUR SHARES IN THIS WAY, PLEASE CONTACT YOUR BROADRIDGE CLIENT SERVICE REPRESENTATIVE. THANK YOU | Non-Voting | |
| CMMT | PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 751923 DUE TO ADDITION OF RESOLUTION E.A. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU. | Non-Voting | |
| CMMT | PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLICKING ON THE MATERIAL URL LINK: https://balo.journal-officiel.gouv.fr/pdf/2017/0505/201705051701566.pdf AND http://www.journal-officiel.gouv.fr//pdf/2017/0329/201703291700757.pdf | Non-Voting | |
| O.1 | APPROVAL OF THE ANNUAL CORPORATE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2016 | Mgmt | For |
| O.2 | APPROVAL OF THE ANNUAL CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2016 | Mgmt | For |
| O.3 | ALLOCATION OF INCOME FOR THE YEAR ENDED 31 DECEMBER 2016, AS REFLECTED IN THE ANNUAL FINANCIAL STATEMENTS | Mgmt | For |
| O.4 | AGREEMENTS PURSUANT TO ARTICLE L.225-38 OF THE FRENCH COMMERCIAL CODE | Mgmt | For |
| O.5 | RENEWAL OF THE TERM OF BPIFRANCE | Mgmt | For |

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PARTICIPATIONS AS DIRECTOR

| | | | |
|------|---|------|-----|
| 0.6 | RATIFICATION OF THE CO-OPTATION OF ALEXANDRE BOMPARDS AS DIRECTOR TO REPLACE MR BERNARD DUFAU, RESIGNING | Mgmt | For |
| 0.7 | ADVISORY REVIEW ON THE COMPENSATION FOR THE FINANCIAL YEAR ENDED ON 31 DECEMBER 2016 OWED OR PAID TO MR STEPHANE RICHARD, CHIEF EXECUTIVE OFFICER | Mgmt | For |
| 0.8 | ADVISORY REVIEW ON THE COMPENSATION FOR THE FINANCIAL YEAR ENDED ON 31 DECEMBER 2016 OWED OR PAID TO MR RAMON FERNANDEZ, DEPUTY GENERAL MANAGER | Mgmt | For |
| 0.9 | ADVISORY REVIEW ON THE COMPENSATION FOR THE FINANCIAL YEAR ENDED ON 31 DECEMBER 2016 OWED OR PAID TO MR PIERRE LOUETTE, DEPUTY GENERAL MANAGER | Mgmt | For |
| 0.10 | ADVISORY REVIEW ON THE COMPENSATION FOR THE FINANCIAL YEAR ENDED ON 31 DECEMBER 2016 OWED OR PAID TO MR GERVAIS PELLISSIER, DEPUTY GENERAL MANAGER | Mgmt | For |
| 0.11 | APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING FIXED, VARIABLE AND EXCEPTIONAL COMPONENTS MAKING UP THE TOTAL COMPENSATION AND BENEFITS OF ALL KINDS ALLOCATED TO MR STEPHANE RICHARD, IN HIS CAPACITY AS CHIEF EXECUTIVE OFFICER | Mgmt | For |
| 0.12 | APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING FIXED, VARIABLE AND EXCEPTIONAL COMPONENTS MAKING UP THE TOTAL COMPENSATION AND BENEFITS ALLOCATED TO MR RAMON FERNANDEZ, IN HIS CAPACITY AS DEPUTY GENERAL MANAGER | Mgmt | For |
| 0.13 | APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING FIXED, VARIABLE AND EXCEPTIONAL COMPONENTS MAKING UP THE TOTAL COMPENSATION AND BENEFITS ALLOCATED TO MR PIERRE LOUETTE, IN HIS CAPACITY AS DEPUTY GENERAL MANAGER | Mgmt | For |
| 0.14 | APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING FIXED, VARIABLE AND EXCEPTIONAL COMPONENTS MAKING UP THE TOTAL COMPENSATION AND BENEFITS ALLOCATED TO MR GERVAIS PELLISSIER, IN HIS CAPACITY AS DEPUTY GENERAL MANAGER | Mgmt | For |
| 0.15 | AUTHORISATION TO BE GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF BUYING AND TRANSFERRING COMPANY SHARES | Mgmt | For |
| E.16 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS IN ORDER TO ISSUE | Mgmt | For |

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| | | | |
|------|---|------|-----|
| | COMPANY SHARES AND COMPLEX TRANSFERABLE SECURITIES, WITH RETENTION OF SHAREHOLDERS' PRE-EMPTIVE SUBSCRIPTION RIGHT (USABLE ONLY OUTSIDE A PUBLIC OFFER PERIOD FOR THE SECURITIES OF THE COMPANY, EXCEPT WITH SPECIFIC AUTHORISATION OF THE GENERAL MEETING) | | |
| E.17 | AUTHORISATION GIVEN TO THE BOARD OF DIRECTORS TO USE THE DELEGATION OF AUTHORITY GRANTED IN THE SIXTEENTH RESOLUTION DURING PERIODS OF A PUBLIC OFFER FOR SECURITIES OF THE COMPANY | Mgmt | For |
| E.18 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS IN ORDER TO ISSUE COMPANY SHARES AND COMPLEX TRANSFERABLE SECURITIES, WITH CANCELLATION OF SHAREHOLDERS' PRE-EMPTIVE SUBSCRIPTION RIGHT IN THE CONTEXT OF A PUBLIC OFFER (USABLE ONLY OUTSIDE OF A PERIOD OF A PUBLIC OFFER FOR THE SECURITIES OF THE COMPANY, EXCEPT WITH THE SPECIFIC AUTHORISATION OF THE GENERAL MEETING) | Mgmt | For |
| E.19 | AUTHORISATION GIVEN TO THE BOARD OF DIRECTORS TO USE THE DELEGATION OF AUTHORITY GRANTED IN THE EIGHTEENTH RESOLUTION IN PERIODS OF PUBLIC OFFER FOR THE SECURITIES OF THE COMPANY | Mgmt | For |
| E.20 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS, IN ORDER TO ISSUE COMPANY SHARES AND COMPLEX TRANSFERABLE SECURITIES, WITH CANCELLATION OF SHAREHOLDERS' PRE-EMPTIVE SUBSCRIPTION RIGHT, IN THE CONTEXT OF AN OFFER REFERRED TO IN SECTION II OF ARTICLE L.411-2 OF THE FRENCH MONETARY AND FINANCIAL CODE (USABLE ONLY OUTSIDE A PERIOD OF PUBLIC OFFER FOR SECURITIES OF THE COMPANY, EXCEPT WITH THE SPECIFIC AUTHORISATION OF THE GENERAL MEETING) | Mgmt | For |
| E.21 | AUTHORISATION GIVEN TO THE BOARD OF DIRECTORS, IN ORDER TO USE THE DELEGATION OF AUTHORITY GIVEN IN THE TWENTIETH RESOLUTION IN PERIODS OF PUBLIC OFFER FOR THE SECURITIES OF THE COMPANY | Mgmt | For |
| E.22 | DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS FOR THE PURPOSE, WHEN ISSUING SECURITIES, TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED | Mgmt | For |
| E.23 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS IN ORDER TO ISSUE SHARES AND COMPLEX TRANSFERABLE SECURITIES, WITH CANCELLATION OF SHAREHOLDERS' PRE-EMPTIVE SUBSCRIPTION RIGHT, IN THE EVENT OF A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY (USABLE ONLY OUTSIDE A PERIOD OF A | Mgmt | For |

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| | | | |
|------|--|------|---------|
| | PUBLIC OFFER FOR SECURITIES OF THE COMPANY, EXCEPT WITH THE SPECIFIC AUTHORISATION OF THE GENERAL MEETING) | | |
| E.24 | AUTHORISATION GIVEN TO THE BOARD OF DIRECTORS, TO USE THE DELEGATION OF AUTHORITY GIVEN IN THE TWENTY-THIRD RESOLUTION IN PERIODS OF PUBLIC OFFER FOR THE SECURITIES OF THE COMPANY | Mgmt | For |
| E.25 | DELEGATION OF POWERS GRANTED TO THE BOARD OF DIRECTORS IN ORDER TO ISSUE SHARES AND COMPLEX TRANSFERABLE SECURITIES, WITH CANCELLATION OF SHAREHOLDERS' PRE-EMPTIVE SUBSCRIPTION RIGHT, IN VIEW OF REMUNERATING CONTRIBUTIONS IN KIND MADE TO THE COMPANY AND CONSISTING OF EQUITY SECURITIES OR TRANSFERABLE SECURITIES GRANTING ACCESS TO CAPITAL (USABLE ONLY OUTSIDE A PERIOD OF A PUBLIC OFFER FOR SECURITIES OF THE COMPANY, EXCEPT WITH THE SPECIFIC AUTHORISATION OF THE GENERAL MEETING) | Mgmt | For |
| E.26 | AUTHORISATION GIVEN TO THE BOARD OF DIRECTORS TO USE THE POWERS GRANTED IN THE TWENTY-FIFTH RESOLUTION IN PERIODS OF PUBLIC OFFER FOR SECURITIES OF THE COMPANY | Mgmt | For |
| E.27 | OVERALL LIMITATION OF AUTHORISATIONS | Mgmt | For |
| E.28 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE THE COMPANY'S CAPITAL BY INCORPORATING RESERVES, PROFITS OR PREMIUMS | Mgmt | For |
| E.29 | AUTHORISATION GIVEN TO THE BOARD OF DIRECTORS TO PROCEED WITH THE FREE ALLOCATION OF COMPANY SHARES FOR THE BENEFIT OF THE EXECUTIVE OFFICERS AND CERTAIN STAFF MEMBERS OF THE ORANGE GROUP | Mgmt | For |
| E.30 | AUTHORISATION GIVEN TO THE BOARD OF DIRECTORS TO PROCEED WITH THE FREE ALLOCATION OF COMPANY SHARES TO THE BENEFIT OF THE ORANGE GROUP STAFF MEMBERS | Mgmt | For |
| E.31 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO PROCEED WITH ISSUING SHARES OR COMPLEX TRANSFERABLE SECURITIES, RESERVED FOR MEMBERS OF COMPANY SAVINGS SCHEMES, WITH CANCELLATION OF THE SHAREHOLDERS' PRE-EMPTIVE SUBSCRIPTION RIGHT | Mgmt | For |
| E.32 | AUTHORISATION TO THE BOARD OF DIRECTORS TO REDUCE THE CAPITAL BY CANCELLING SHARES | Mgmt | For |
| E.33 | POWERS TO CARRY OUT ALL LEGAL FORMALITIES | Mgmt | For |
| E.A | PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: PROPOSED BY FCPE CAP'ORANGE ET MOTIVATION: AMENDMENT TO | Shr | Against |

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ARTICLE 13 OF THE BY-LAWS ON DIVERSITY
WITHIN THE BOARD OF DIRECTORS

PEPSICO, INC.

Agen

Security: 713448108
Meeting Type: Annual
Meeting Date: 03-May-2017
Ticker: PEP
ISIN: US7134481081

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SHONA L. BROWN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: GEORGE W. BUCKLEY | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CESAR CONDE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: IAN M. COOK | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DINA DUBLON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RONA A. FAIRHEAD | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RICHARD W. FISHER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: WILLIAM R. JOHNSON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: INDRA K. NOOYI | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DAVID C. PAGE | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ROBERT C. POHLAD | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DANIEL VASELLA | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: DARREN WALKER | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: ALBERTO WEISSER | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | ADVISORY VOTE ON FREQUENCY OF FUTURE SHAREHOLDER ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 5. | REPORT REGARDING PESTICIDE POLLUTION. | Shr | Against |
| 6. | IMPLEMENTATION OF HOLY LAND PRINCIPLES. | Shr | Against |

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 PFIZER INC.

Agen

Security: 717081103
 Meeting Type: Annual
 Meeting Date: 27-Apr-2017
 Ticker: PFE
 ISIN: US7170811035

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DENNIS A. AUSIELLO | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: RONALD E. BLAYLOCK | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: W. DON CORNWELL | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JOSEPH J. ECHEVARRIA | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: FRANCES D. FERGUSON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: HELEN H. HOBBS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JAMES M. KILTS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: SHANTANU NARAYEN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: IAN C. READ | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: STEPHEN W. SANGER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JAMES C. SMITH | Mgmt | For |
| 2. | RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Mgmt | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 5. | SHAREHOLDER PROPOSAL REGARDING THE HOLY LAND PRINCIPLES | Shr | Against |
| 6. | SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREOWNER MEETINGS | Shr | Against |
| 7. | SHAREHOLDER PROPOSAL REGARDING INDEPENDENT CHAIR POLICY | Shr | Against |

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PHILIP MORRIS INTERNATIONAL INC.

Agen

Security: 718172109
 Meeting Type: Annual
 Meeting Date: 03-May-2017
 Ticker: PM
 ISIN: US7181721090

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: HAROLD BROWN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ANDRE CALANTZOPOULOS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: LOUIS C. CAMILLERI | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MASSIMO FERRAGAMO | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: WERNER GEISSLER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JENNIFER LI | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JUN MAKIHARA | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: SERGIO MARCHIONNE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: KALPANA MORPARIA | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: LUCIO A. NOTO | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: FREDERIK PAULSEN | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: ROBERT B. POLET | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: STEPHEN M. WOLF | Mgmt | For |
| 2. | ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION | Mgmt | For |
| 3. | ADVISORY RESOLUTION ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 4. | APPROVAL OF THE 2017 PERFORMANCE INCENTIVE PLAN | Mgmt | For |
| 5. | APPROVAL OF THE 2017 STOCK COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS | Mgmt | For |
| 6. | RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS | Mgmt | For |
| 7. | SHAREHOLDER PROPOSAL 1 - HUMAN RIGHTS POLICY | Shr | Against |
| 8. | SHAREHOLDER PROPOSAL 2 - MEDIATION OF ALLEGED HUMAN RIGHTS VIOLATIONS | Shr | Against |

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 PIONEER NATURAL RESOURCES COMPANY

Agen

Security: 723787107
 Meeting Type: Annual
 Meeting Date: 18-May-2017
 Ticker: PXD
 ISIN: US7237871071

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: EDISON C. BUCHANAN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ANDREW F. CATES | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: TIMOTHY L. DOVE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: PHILLIP A. GOBE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: LARRY R. GRILLOT | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: STACY P. METHVIN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ROYCE W. MITCHELL | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: FRANK A. RISCH | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: SCOTT D. SHEFFIELD | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: MONA K. SUTPHEN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: J. KENNETH THOMPSON | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: PHOEBE A. WOOD | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: MICHAEL D. WORTLEY | Mgmt | For |
| 2. | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 4. | ADVISORY VOTE REGARDING FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 5. | STOCKHOLDER PROPOSAL RELATING TO A SUSTAINABILITY REPORT | Shr | Against |

 QUALCOMM INCORPORATED

Agen

Security: 747525103

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Meeting Type: Annual
 Meeting Date: 07-Mar-2017
 Ticker: QCOM
 ISIN: US7475251036

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: BARBARA T. ALEXANDER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JEFFREY W. HENDERSON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: THOMAS W. HORTON | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: PAUL E. JACOBS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ANN M. LIVERMORE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: HARISH MANWANI | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MARK D. MCLAUGHLIN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: STEVE MOLLENKOPF | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CLARK T. RANDT, JR. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: FRANCISCO ROS | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ANTHONY J. VINCIQUERRA | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 24, 2017. | Mgmt | For |
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF OUR EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL TO AMEND THE PROXY ACCESS PROVISION OF OUR AMENDED AND RESTATED BYLAWS, IF PROPERLY PRESENTED AT THE ANNUAL MEETING. | Shr | Against |

SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

Agen

Security: 806857108
 Meeting Type: Annual
 Meeting Date: 05-Apr-2017
 Ticker: SLB
 ISIN: AN8068571086

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: PETER L.S. CURRIE | Mgmt | For |

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| | | | |
|-----|--|------|--------|
| 1B. | ELECTION OF DIRECTOR: MIGUEL M. GALUCCIO | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: V. MAUREEN KEMPSTON DARKES | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: PAAL KIBSGAARD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: NIKOLAY KUDRYAVTSEV | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: HELGE LUND | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MICHAEL E. MARKS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: INDRA K. NOOYI | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: LUBNA S. OLAYAN | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: LEO RAFAEL REIF | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: TORE I. SANDVOLD | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: HENRI SEYDOUX | Mgmt | For |
| 2. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | TO CONDUCT AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 4. | TO APPROVE THE COMPANY'S 2016 FINANCIAL STATEMENTS AND THE BOARD'S 2016 DECLARATIONS OF DIVIDENDS. | Mgmt | For |
| 5. | TO APPROVE THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |
| 6. | TO APPROVE THE ADOPTION OF THE 2017 SCHLUMBERGER OMNIBUS STOCK INCENTIVE PLAN. | Mgmt | For |
| 7. | TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE SCHLUMBERGER DISCOUNTED STOCK PURCHASE PLAN. | Mgmt | For |

SIEMENS AG, MUENCHEN

Agen

Security: D69671218
Meeting Type: AGM
Meeting Date: 01-Feb-2017
Ticker:
ISIN: DE0007236101

| | | | |
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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|------------------|---------------|

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|------|--|------------|-----|
| CMMT | <p>PLEASE NOTE THAT FOLLOWING THE AMENDMENT TO PARAGRAPH 21 OF THE SECURITIES TRADE ACT ON 9TH JULY 2015 AND THE OVER-RULING OF THE DISTRICT COURT IN COLOGNE JUDGMENT FROM 6TH JUNE 2012 THE VOTING PROCESS HAS NOW CHANGED WITH REGARD TO THE GERMAN REGISTERED SHARES. AS A RESULT, IT IS NOW THE RESPONSIBILITY OF THE END-INVESTOR (I.E. FINAL BENEFICIARY) AND NOT THE INTERMEDIARY TO DISCLOSE RESPECTIVE FINAL BENEFICIARY VOTING RIGHTS THEREFORE THE CUSTODIAN BANK / AGENT IN THE MARKET WILL BE SENDING THE VOTING DIRECTLY TO MARKET AND IT IS THE END INVESTORS RESPONSIBILITY TO ENSURE THE REGISTRATION ELEMENT IS COMPLETE WITH THE ISSUER DIRECTLY, SHOULD THEY HOLD MORE THAN 3 % OF THE TOTAL SHARE CAPITAL.</p> | Non-Voting | |
| CMMT | <p>THE VOTE/REGISTRATION DEADLINE AS DISPLAYED ON PROXYEDGE IS SUBJECT TO CHANGE AND WILL BE UPDATED AS SOON AS BROADRIDGE RECEIVES CONFIRMATION FROM THE SUB CUSTODIANS REGARDING THEIR INSTRUCTION DEADLINE. FOR ANY QUERIES PLEASE CONTACT YOUR CLIENT SERVICES REPRESENTATIVE.</p> | Non-Voting | |
| CMMT | <p>ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.</p> | Non-Voting | |
| CMMT | <p>COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 17.01.2017. FURTHER INFORMATION ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT ON PROXYEDGE.</p> | Non-Voting | |
| 1 | <p>RECEIVE FINANCIAL STATEMENTS AND STATUTORY REPORTS FOR FISCAL 2015/2016</p> | Non-Voting | |
| 2 | <p>APPROVE ALLOCATION OF INCOME AND DIVIDENDS</p> | Mgmt | For |

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OF EUR 3.60 PER SHARE

| | | | |
|---|--|------|-----|
| 3 | APPROVE DISCHARGE OF MANAGEMENT BOARD FOR FISCAL 2015/2016 | Mgmt | For |
| 4 | APPROVE DISCHARGE OF SUPERVISORY BOARD FOR FISCAL 2015/2016 | Mgmt | For |
| 5 | RATIFY ERNST AND YOUNG GMBH AS AUDITORS FOR FISCAL 2016/2017 | Mgmt | For |

SOUTHWEST AIRLINES CO.

Agen

Security: 844741108
 Meeting Type: Annual
 Meeting Date: 17-May-2017
 Ticker: LUV
 ISIN: US8447411088

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DAVID W. BIEGLER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: J. VERONICA BIGGINS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: DOUGLAS H. BROOKS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: WILLIAM H. CUNNINGHAM | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JOHN G. DENISON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: THOMAS W. GILLIGAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: GARY C. KELLY | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: GRACE D. LIEBLEIN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: NANCY B. LOEFFLER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN T. MONTFORD | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: RON RICKS | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 3. | ADVISORY VOTE ON FREQUENCY OF VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | 1 Year |
| 4. | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |

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 STARBUCKS CORPORATION

Agen

 Security: 855244109
 Meeting Type: Annual
 Meeting Date: 22-Mar-2017
 Ticker: SBUX
 ISIN: US8552441094

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: HOWARD SCHULTZ | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: WILLIAM W. BRADLEY | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ROSALIND BREWER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MARY N. DILLON | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT M. GATES | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MELLODY HOBSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: KEVIN R. JOHNSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JORGEN VIG KNUDSTORP | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: SATYA NADELLA | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOSHUA COOPER RAMO | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: CLARA SHIH | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JAVIER G. TERUEL | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: MYRON E. ULLMAN, III | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: CRAIG E. WEATHERUP | Mgmt | For |
| 2. | ADVISORY RESOLUTION TO APPROVE OUR EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 4. | RATIFICATION OF SELECTION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2017. | Mgmt | For |
| 5. | AMEND PROXY ACCESS BYLAW. | Shr | Against |

 STRYKER CORPORATION

Agen

 Security: 863667101
 Meeting Type: Annual

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Meeting Date: 03-May-2017
 Ticker: SYK
 ISIN: US8636671013

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: HOWARD E. COX, JR. | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: SRIKANT M. DATAR, PH.D. | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ROCH DOLIVEUX, DVM | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: LOUISE L. FRANCESCONI | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ALLAN C. GOLSTON (LEAD INDEPENDENT DIRECTOR) | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: KEVIN A. LOBO (CHAIRMAN OF THE BOARD) | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ANDREW K. SILVERNAIL | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: RONDA E. STRYKER | Mgmt | For |
| 2. | RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |
| 3. | APPROVE THE 2011 LONG-TERM INCENTIVE PLAN, AS AMENDED AND RESTATED. | Mgmt | For |
| 4. | APPROVE THE 2011 PERFORMANCE INCENTIVE AWARD PLAN, AS AMENDED AND RESTATED. | Mgmt | For |
| 5. | APPROVE THE 2008 EMPLOYEE STOCK PURCHASE PLAN, AS AMENDED AND RESTATED. | Mgmt | For |
| 6. | RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE EXECUTIVE BONUS PLAN. | Mgmt | For |
| 7. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 8. | ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | 1 Year |

SYNCHRONY FINANCIAL

Agen

Security: 87165B103
 Meeting Type: Annual
 Meeting Date: 18-May-2017
 Ticker: SYF
 ISIN: US87165B1035

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MARGARET M. KEANE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: PAGET L. ALVES | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ARTHUR W. COVIELLO, JR. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: WILLIAM W. GRAYLIN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROY A. GUTHRIE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RICHARD C. HARTNACK | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JEFFREY G. NAYLOR | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LAUREL J. RICHIE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: OLYMPIA J. SNOWE | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 3. | APPROVE THE ADOPTION OF THE AMENDMENT TO THE SYNCHRONY FINANCIAL 2014 LONG-TERM INCENTIVE PLAN AND RE-APPROVAL OF PERFORMANCE MEASURES | Mgmt | For |
| 4. | RATIFICATION OF SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR 2017 | Mgmt | For |

THE BANK OF NEW YORK MELLON CORPORATION

Agen

Security: 064058100
 Meeting Type: Annual
 Meeting Date: 11-Apr-2017
 Ticker: BK
 ISIN: US0640581007

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LINDA Z. COOK | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: NICHOLAS M. DONOFRIO | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOSEPH J. ECHEVARRIA | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: EDWARD P. GARDEN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JEFFREY A. GOLDSTEIN | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1F. | ELECTION OF DIRECTOR: GERALD L. HASSELL | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JOHN M. HINSHAW | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: EDMUND F. KELLY | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JOHN A. LUKE, JR. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JENNIFER B. MORGAN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MARK A. NORDENBERG | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: ELIZABETH E. ROBINSON | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: SAMUEL C. SCOTT III | Mgmt | For |
| 2. | ADVISORY RESOLUTION TO APPROVE THE 2016 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | PROPOSAL TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF STOCKHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 4. | RATIFICATION OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR 2017. | Mgmt | For |
| 5. | STOCKHOLDER PROPOSAL REGARDING A PROXY VOTING REVIEW REPORT. | Shr | Against |

THE COCA-COLA COMPANY

Agen

Security: 191216100
Meeting Type: Annual
Meeting Date: 26-Apr-2017
Ticker: KO
ISIN: US1912161007

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: HERBERT A. ALLEN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: RONALD W. ALLEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: MARC BOLLAND | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ANA BOTIN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: RICHARD M. DALEY | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: BARRY DILLER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: HELENE D. GAYLE | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ALEXIS M. HERMAN | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1I. | ELECTION OF DIRECTOR: MUHTAR KENT | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ROBERT A. KOTICK | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: SAM NUNN | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JAMES QUINCEY | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: DAVID B. WEINBERG | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 3. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 4. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS | Mgmt | For |
| 5. | SHAREOWNER PROPOSAL REGARDING A HUMAN RIGHTS REVIEW | Shr | Against |

 THE DOW CHEMICAL COMPANY

Agen

 Security: 260543103
 Meeting Type: Special
 Meeting Date: 20-Jul-2016
 Ticker: DOW
 ISIN: US2605431038

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | ADOPTION OF THE MERGER AGREEMENT. TO CONSIDER AND VOTE ON A PROPOSAL (THE "DOW MERGER PROPOSAL") TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 11, 2015 (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), BY AND AMONG DIAMOND-ORION HOLDCO, INC., A DELAWARE CORPORATION, (N/K/A DOWDUPONT INC.), THE DOW CHEMICAL COMPANY, A DELAWARE CORPORATION ("DOW"), DIAMOND MERGER SUB, INC., A DELAWARE CORPORATION, ORION MERGER SUB, INC., A DELAWARE CORPORATION ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Mgmt | For |
| 2. | ADJOURNMENT OF SPECIAL MEETING. TO CONSIDER AND VOTE ON A PROPOSAL TO ADJOURN THE DOW SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO | Mgmt | For |

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APPROVE THE DOW MERGER PROPOSAL (THE "DOW
ADJOURNMENT PROPOSAL").

- | | | | |
|----|--|------|-----|
| 3. | ADVISORY VOTE REGARDING MERGER-RELATED NAMED EXECUTIVE OFFICER COMPENSATION. TO CONSIDER AND VOTE ON A NON-BINDING, ADVISORY PROPOSAL TO APPROVE THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO DOW'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE TRANSACTION (THE "DOW COMPENSATION PROPOSAL"). | Mgmt | For |
|----|--|------|-----|

THE DOW CHEMICAL COMPANY

Agen

Security: 260543103
 Meeting Type: Annual
 Meeting Date: 11-May-2017
 Ticker: DOW
 ISIN: US2605431038

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: AJAY BANGA | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JACQUELINE K. BARTON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JAMES A. BELL | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: RICHARD K. DAVIS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JEFF M. FETTIG | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ANDREW N. LIVERIS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MARK LOUGHRIDGE | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: RAYMOND J. MILCHOVICH | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: ROBERT S. (STEVE) MILLER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: PAUL POLMAN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: DENNIS H. REILLEY | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JAMES M. RINGLER | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: RUTH G. SHAW | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |

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| | | | |
|----|--|------|--------|
| 4. | ADVISORY RESOLUTION ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
|----|--|------|--------|

THE GOLDMAN SACHS GROUP, INC.

Agen

Security: 38141G104
 Meeting Type: Annual
 Meeting Date: 28-Apr-2017
 Ticker: GS
 ISIN: US38141G1040

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LLOYD C. BLANKFEIN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: M. MICHELE BURNS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: MARK A. FLAHERTY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: WILLIAM W. GEORGE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JAMES A. JOHNSON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ELLEN J. KULLMAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: LAKSHMI N. MITTAL | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ADEBAYO O. OGUNLESI | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PETER OPPENHEIMER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DAVID A. VINIAR | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MARK O. WINKELMAN | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (SAY ON PAY) | Mgmt | For |
| 3. | ADVISORY VOTE ON THE FREQUENCY OF SAY ON PAY | Mgmt | 1 Year |
| 4. | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Mgmt | For |

THE HOME DEPOT, INC.

Agen

Security: 437076102
 Meeting Type: Annual
 Meeting Date: 18-May-2017
 Ticker: HD

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ISIN: US4370761029

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: GERARD J. ARPEY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ARI BOUSBIB | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JEFFERY H. BOYD | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: J. FRANK BROWN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ALBERT P. CAREY | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ARMANDO CODINA | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: HELENA B. FOULKES | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: LINDA R. GOODEN | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: WAYNE M. HEWETT | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: KAREN L. KATEN | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: CRAIG A. MENEAR | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: MARK VADON | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION ("SAY-ON-PAY"). | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE SAY-ON-PAY VOTES. | Mgmt | 1 Year |
| 5. | SHAREHOLDER PROPOSAL REGARDING PREPARATION OF AN EMPLOYMENT DIVERSITY REPORT. | Shr | Against |
| 6. | SHAREHOLDER PROPOSAL REGARDING ADVISORY VOTE ON POLITICAL CONTRIBUTIONS. | Shr | Against |
| 7. | SHAREHOLDER PROPOSAL TO REDUCE THE THRESHOLD TO CALL SPECIAL SHAREHOLDER MEETINGS TO 15% OF OUTSTANDING SHARES. | Shr | Against |

THE PNC FINANCIAL SERVICES GROUP, INC.

Agen

Security: 693475105
 Meeting Type: Annual
 Meeting Date: 25-Apr-2017
 Ticker: PNC
 ISIN: US6934751057

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHARLES E. BUNCH | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARJORIE RODGERS CHESHIRE | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ANDREW T. FELDSTEIN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DANIEL R. HESSE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: KAY COLES JAMES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RICHARD B. KELSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JANE G. PEPPER | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DONALD J. SHEPARD | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: LORENE K. STEFFES | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: DENNIS F. STRIGL | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: MICHAEL J. WARD | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: GREGORY D. WASSON | Mgmt | For |
| 2. | RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 4. | RECOMMENDATION FOR THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 5. | A SHAREHOLDER PROPOSAL REQUESTING A DIVERSITY REPORT WITH SPECIFIC ADDITIONAL DISCLOSURE, INCLUDING EEOC-DEFINED METRICS. | Shr | Against |

THE PROCTER & GAMBLE COMPANY

Agen

Security: 742718109
 Meeting Type: Annual
 Meeting Date: 11-Oct-2016
 Ticker: PG
 ISIN: US7427181091

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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| | | | |
|-----|---|------|---------|
| 1A. | ELECTION OF DIRECTOR: FRANCIS S. BLAKE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ANGELA F. BRALY | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KENNETH I. CHENAULT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: SCOTT D. COOK | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: TERRY J. LUNDGREN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DAVID S. TAYLOR | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MARGARET C. WHITMAN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PATRICIA A. WOERTZ | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ERNESTO ZEDILLO | Mgmt | For |
| 2. | RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION (THE "SAY ON PAY" VOTE) | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL - REPORT ON LOBBYING POLICIES OF THIRD PARTY ORGANIZATIONS | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL - REPORT ON APPLICATION OF COMPANY NON-DISCRIMINATION POLICIES IN STATES WITH PRO-DISCRIMINATION LAWS | Shr | Against |

 THE TJX COMPANIES, INC.

Agen

 Security: 872540109
 Meeting Type: Annual
 Meeting Date: 06-Jun-2017
 Ticker: TJX
 ISIN: US8725401090

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---------------------------------------|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: ZEIN ABDALLA | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JOSE B. ALVAREZ | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ALAN M. BENNETT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DAVID T. CHING | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ERNIE HERRMAN | Mgmt | For |

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|-----|---|------|---------|
| 1F. | ELECTION OF DIRECTOR: MICHAEL F. HINES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: AMY B. LANE | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CAROL MEYROWITZ | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JACKWYN L. NEMEROV | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN F. O'BRIEN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: WILLOW B. SHIRE | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS AS TJX'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2018 | Mgmt | For |
| 3. | REAPPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE STOCK INCENTIVE PLAN | Mgmt | For |
| 4. | REAPPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE CASH INCENTIVE PLANS | Mgmt | For |
| 5. | ADVISORY APPROVAL OF TJX'S EXECUTIVE COMPENSATION (THE SAY-ON-PAY VOTE) | Mgmt | For |
| 6. | ADVISORY APPROVAL OF THE FREQUENCY OF TJX'S SAY-ON-PAY VOTES | Mgmt | 1 Year |
| 7. | SHAREHOLDER PROPOSAL FOR INCLUSION OF DIVERSITY AS A CEO PERFORMANCE MEASURE | Shr | Against |
| 8. | SHAREHOLDER PROPOSAL FOR A REVIEW AND SUMMARY REPORT ON EXECUTIVE COMPENSATION POLICIES | Shr | Against |
| 9. | SHAREHOLDER PROPOSAL FOR A REPORT ON COMPENSATION DISPARITIES BASED ON RACE, GENDER, OR ETHNICITY | Shr | Against |
| 10. | SHAREHOLDER PROPOSAL FOR A REPORT ON NET-ZERO GREENHOUSE GAS EMISSIONS | Shr | Against |

THE WALT DISNEY COMPANY

Agen

Security: 254687106
Meeting Type: Annual
Meeting Date: 08-Mar-2017
Ticker: DIS
ISIN: US2546871060

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SUSAN E. ARNOLD | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JOHN S. CHEN | Mgmt | For |

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|-----|---|------|---------|
| 1C. | ELECTION OF DIRECTOR: JACK DORSEY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ROBERT A. IGER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: FRED H. LANGHAMMER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: AYLWIN B. LEWIS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MARK G. PARKER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: SHERYL K. SANDBERG | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ORIN C. SMITH | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2017. | Mgmt | For |
| 3. | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | TO APPROVE HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION EVERY ONE, TWO OR THREE YEARS, AS INDICATED. | Mgmt | 1 Year |
| 5. | TO APPROVE THE SHAREHOLDER PROPOSAL REQUESTING AN ANNUAL REPORT DISCLOSING INFORMATION REGARDING THE COMPANY'S LOBBYING POLICIES AND ACTIVITIES. | Shr | Against |
| 6. | TO APPROVE THE SHAREHOLDER PROPOSAL REQUESTING THE BOARD TO AMEND THE COMPANY'S BYLAWS RELATING TO PROXY ACCESS TO INCREASE THE NUMBER OF PERMITTED NOMINEES, REMOVE THE LIMIT ON AGGREGATING SHARES TO MEET THE SHAREHOLDING REQUIREMENT, AND REMOVE THE LIMITATION ON RENOMINATION OF PERSONS BASED ON VOTES IN A PRIOR ELECTION. | Shr | Against |

THERMO FISHER SCIENTIFIC INC.

Agen

Security: 883556102
 Meeting Type: Annual
 Meeting Date: 17-May-2017
 Ticker: TMO
 ISIN: US8835561023

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MARC N. CASPER | Mgmt | For |

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|-----|---|------|--------|
| 1B. | ELECTION OF DIRECTOR: NELSON J. CHAI | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: C. MARTIN HARRIS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: TYLER JACKS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JUDY C. LEWENT | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: THOMAS J. LYNCH | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JIM P. MANZI | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: WILLIAM G. PARRETT | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: LARS R. SORENSEN | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: SCOTT M. SPERLING | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ELAINE S. ULLIAN | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DION J. WEISLER | Mgmt | For |
| 2. | AN ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 3. | AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION ADVISORY VOTES. | Mgmt | 1 Year |
| 4. | RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR 2017. | Mgmt | For |

TOPBUILD CORP

Agem

Security: 89055F103
Meeting Type: Annual
Meeting Date: 01-May-2017
Ticker: BLD
ISIN: US89055F1030

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | DIRECTOR MARK A. PETRARCA MARGARET M. WHELAN | Mgmt Mgmt | For For |
| 2. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY'S FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
| 3. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED | Mgmt | For |

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EXECUTIVE OFFICERS.

UNION PACIFIC CORPORATION

Agen

Security: 907818108
 Meeting Type: Annual
 Meeting Date: 11-May-2017
 Ticker: UNP
 ISIN: US9078181081

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: ANDREW H. CARD JR. | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ERROLL B. DAVIS JR. | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: DAVID B. DILLON | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: LANCE M. FRITZ | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DEBORAH C. HOPKINS | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JANE H. LUTE | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MICHAEL R. MCCARTHY | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MICHAEL W. MCCONNELL | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: THOMAS F. MCLARTY III | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: STEVEN R. ROGEL | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOSE H. VILLARREAL | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Mgmt | For |
| 3. | AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION ("SAY ON PAY"). | Mgmt | For |
| 4. | AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION ("SAY ON FREQUENCY"). | Mgmt | 1 Year |
| 5. | SHAREHOLDER PROPOSAL REGARDING INDEPENDENT CHAIRMAN IF PROPERLY PRESENTED AT THE ANNUAL MEETING. | Shr | Against |

UNITED PARCEL SERVICE, INC.

Agen

Security: 911312106

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Meeting Type: Annual
 Meeting Date: 04-May-2017
 Ticker: UPS
 ISIN: US9113121068

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DAVID P. ABNEY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: RODNEY C. ADKINS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: MICHAEL J. BURNS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: WILLIAM R. JOHNSON | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: CANDACE KENDLE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ANN M. LIVERMORE | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RUDY H.P. MARKHAM | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: FRANCK J. MOISON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CLARK T. RANDT, JR. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN T. STANKEY | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: CAROL B. TOME | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: KEVIN M. WARSH | Mgmt | For |
| 2. | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | TO APPROVE THE ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 3 Years |
| 4. | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS UPS'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
| 5. | TO PREPARE AN ANNUAL REPORT ON LOBBYING ACTIVITIES. | Shr | Against |
| 6. | TO REDUCE THE VOTING POWER OF CLASS A STOCK FROM 10 VOTES PER SHARE TO ONE VOTE PER SHARE. | Shr | Against |
| 7. | TO ADOPT HOLY LAND PRINCIPLES. | Shr | Against |

UNITED TECHNOLOGIES CORPORATION

Agen

Security: 913017109
 Meeting Type: Annual

Edgar Filing: CALAMOS STRATEGIC TOTAL RETURN FUND - Form N-PX

Meeting Date: 24-Apr-2017
 Ticker: UTX
 ISIN: US9130171096

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LLOYD J. AUSTIN III | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: DIANE M. BRYANT | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOHN V. FARACI | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JEAN-PIERRE GARNIER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: GREGORY J. HAYES | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: EDWARD A. KANGAS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ELLEN J. KULLMAN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MARSHALL O. LARSEN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: HAROLD MCGRAW III | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: BRIAN C. ROGERS | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: CHRISTINE TODD WHITMAN | Mgmt | For |
| 2. | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP TO SERVE AS INDEPENDENT AUDITOR FOR 2017. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF SHAREOWNER VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | 1 Year |

UNITEDHEALTH GROUP INCORPORATED

Agen

Security: 91324P102
 Meeting Type: Annual
 Meeting Date: 05-Jun-2017
 Ticker: UNH
 ISIN: US91324P1021

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: WILLIAM C. BALLARD, JR. | Mgmt | For |

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|-----|---|------|---------|
| 1B. | ELECTION OF DIRECTOR: RICHARD T. BURKE | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: TIMOTHY P. FLYNN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEPHEN J. HEMSLEY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MICHELE J. HOOPER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RODGER A. LAWSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: GLENN M. RENWICK | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: KENNETH I. SHINE, M.D. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: GAIL R. WILENSKY, PH.D. | Mgmt | For |
| 2. | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF THE FREQUENCY OF HOLDING FUTURE SAY-ON-PAY VOTES. | Mgmt | 1 Year |
| 4. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
| 5. | THE SHAREHOLDER PROPOSAL SET FORTH IN THE PROXY STATEMENT REQUESTING ADDITIONAL LOBBYING DISCLOSURE, IF PROPERLY PRESENTED AT THE 2017 ANNUAL MEETING OF SHAREHOLDERS. | Shr | Against |

VERIZON COMMUNICATIONS INC.

Agen

Security: 92343V104
Meeting Type: Annual
Meeting Date: 04-May-2017
Ticker: VZ
ISIN: US92343V1044

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARK T. BERTOLINI | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: RICHARD L. CARRION | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MELANIE L. HEALEY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: M. FRANCES KEETH | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: KARL-LUDWIG KLEY | Mgmt | For |

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|-----|--|------|---------|
| 1G. | ELECTION OF DIRECTOR: LOWELL C. MCADAM | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CLARENCE OTIS, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: RODNEY E. SLATER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: KATHRYN A. TESIJA | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: GREGORY D. WASSON | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: GREGORY G. WEAVER | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | ADVISORY VOTE RELATED TO FUTURE VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 5. | APPROVAL OF 2017 LONG-TERM INCENTIVE PLAN | Mgmt | For |
| 6. | HUMAN RIGHTS COMMITTEE | Shr | Against |
| 7. | REPORT ON GREENHOUSE GAS REDUCTION TARGETS | Shr | Against |
| 8. | SPECIAL SHAREOWNER MEETINGS | Shr | Against |
| 9. | EXECUTIVE COMPENSATION CLAWBACK POLICY | Shr | Against |
| 10. | STOCK RETENTION POLICY | Shr | Against |
| 11. | LIMIT MATCHING CONTRIBUTIONS FOR EXECUTIVES | Shr | Against |

VISA INC.

Agen

Security: 92826C839
Meeting Type: Annual
Meeting Date: 31-Jan-2017
Ticker: V
ISIN: US92826C8394

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LLOYD A. CARNEY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARY B. CRANSTON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: FRANCISCO JAVIER FERNANDEZ-CARBAJAL | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: GARY A. HOFFMAN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR. | Mgmt | For |

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|-----|--|------|--------|
| 1F. | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOHN A.C. SWAINSON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MAYNARD G. WEBB, JR. | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 4. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2017 FISCAL YEAR. | Mgmt | For |

WAL-MART STORES, INC.

Agen

Security: 931142103
Meeting Type: Annual
Meeting Date: 02-Jun-2017
Ticker: WMT
ISIN: US9311421039

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JAMES I. CASH, JR. | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: TIMOTHY P. FLYNN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CARLA A. HARRIS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: THOMAS W. HORTON | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MARISSA A. MAYER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: C.DOUGLAS MCMILLON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: GREGORY B. PENNER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: STEVEN S REINEMUND | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: KEVIN Y. SYSTROM | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: S. ROBSON WALTON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: STEUART L. WALTON | Mgmt | For |
| 2. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE SHAREHOLDER ADVISORY VOTES TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | 1 Year |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |

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| 4. | RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT ACCOUNTANTS | Mgmt | For |
| 5. | REQUEST TO ADOPT AN INDEPENDENT CHAIRMAN POLICY | Shr | Against |
| 6. | SHAREHOLDER PROXY ACCESS | Shr | Against |
| 7. | REQUEST FOR INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE | Shr | Against |

WALGREENS BOOTS ALLIANCE, INC.

Agen

Security: 931427108
 Meeting Type: Annual
 Meeting Date: 26-Jan-2017
 Ticker: WBA
 ISIN: US9314271084

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JANICE M. BABIAK | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: DAVID J. BRAILER | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: WILLIAM C. FOOTE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: GINGER L. GRAHAM | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JOHN A. LEDERER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DOMINIC P. MURPHY | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: STEFANO PESSINA | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LEONARD D. SCHAEFFER | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: NANCY M. SCHLICHTING | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JAMES A. SKINNER | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 3. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017. | Mgmt | For |
| 4. | APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE MEASURES UNDER THE WALGREENS BOOTS ALLIANCE, INC. AMENDED AND RESTATED 2011 CASH-BASED INCENTIVE PLAN. | Mgmt | For |
| 5. | STOCKHOLDER PROPOSAL REQUESTING CERTAIN | Shr | Against |

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PROXY ACCESS BY-LAW AMENDMENTS.

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| 6. | STOCKHOLDER PROPOSAL RELATING TO EXECUTIVE PAY & SUSTAINABILITY PERFORMANCE. | Shr | Against |
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WELLS FARGO & COMPANY

Agen

Security: 949746101
 Meeting Type: Annual
 Meeting Date: 25-Apr-2017
 Ticker: WFC
 ISIN: US9497461015

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JOHN D. BAKER II | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JOHN S. CHEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: LLOYD H. DEAN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ELIZABETH A. DUKE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DONALD M. JAMES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: KAREN B. PEETZ | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: FEDERICO F. PENA | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JAMES H. QUIGLEY | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: STEPHEN W. SANGER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: RONALD L. SARGENT | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: TIMOTHY J. SLOAN | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: SUSAN G. SWENSON | Mgmt | For |
| 1O. | ELECTION OF DIRECTOR: SUZANNE M. VAUTRINOT | Mgmt | For |
| 2. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | ADVISORY PROPOSAL ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 4. | RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |

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| 5. | STOCKHOLDER PROPOSAL - RETAIL BANKING SALES PRACTICES REPORT. | Shr | Against |
| 6. | STOCKHOLDER PROPOSAL - CUMULATIVE VOTING. | Shr | Against |
| 7. | STOCKHOLDER PROPOSAL - DIVESTING NON-CORE BUSINESS REPORT. | Shr | Against |
| 8. | STOCKHOLDER PROPOSAL - GENDER PAY EQUITY REPORT. | Shr | Against |
| 9. | STOCKHOLDER PROPOSAL - LOBBYING REPORT. | Shr | Against |
| 10. | STOCKHOLDER PROPOSAL - INDIGENOUS PEOPLES' RIGHTS POLICY. | Shr | Against |

WELLTOWER INC.

Agen

Security: 95040Q104
Meeting Type: Annual
Meeting Date: 04-May-2017
Ticker: HCN
ISIN: US95040Q1040

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: KENNETH J. BACON | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: THOMAS J. DEROSA | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JEFFREY H. DONAHUE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: FRED S. KLIPSCH | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: GEOFFREY G. MEYERS | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: TIMOTHY J. NAUGHTON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: SHARON M. OSTER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JUDITH C. PELHAM | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: SERGIO D. RIVERA | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: R. SCOTT TRUMBULL | Mgmt | For |
| 2. | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2017. | Mgmt | For |
| 3. | THE ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SEC. | Mgmt | For |

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4. THE ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION. Mgmt 1 Year

 WHIRLPOOL CORPORATION

Agen

Security: 963320106
 Meeting Type: Annual
 Meeting Date: 18-Apr-2017
 Ticker: WHR
 ISIN: US9633201069

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SAMUEL R. ALLEN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARC R. BITZER | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: GREG CREED | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: GARY T. DICAMILLO | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DIANE M. DIETZ | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: GERRI T. ELLIOTT | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JEFF M. FETTIG | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MICHAEL F. JOHNSTON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JOHN D. LIU | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: HARISH MANWANI | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: WILLIAM D. PEREZ | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: LARRY O. SPENCER | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: MICHAEL D. WHITE | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE WHIRLPOOL'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 4. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS WHIRLPOOL'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt | For |

 ZIMMER BIOMET HOLDINGS, INC.

Agen

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Security: 98956P102
 Meeting Type: Annual
 Meeting Date: 12-May-2017
 Ticker: ZBH
 ISIN: US98956P1021

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHRISTOPHER B. BEGLEY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: BETSY J. BERNARD | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: GAIL K. BOUDREAUX | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DAVID C. DVORAK | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MICHAEL J. FARRELL | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: LARRY C. GLASSCOCK | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ROBERT A. HAGEMANN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ARTHUR J. HIGGINS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MICHAEL W. MICHELSON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: CECIL B. PICKETT, PH.D. | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JEFFREY K. RHODES | Mgmt | For |
| 2. | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION (SAY ON PAY) | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF SAY ON PAY VOTES | Mgmt | 1 Year |

* Management position unknown

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

| | |
|----------------|-------------------------------------|
| (Registrant) | CALAMOS STRATEGIC TOTAL RETURN FUND |
| By (Signature) | /s/ John P. Calamos, Sr. |
| Name | John P. Calamos, Sr. |
| Title | President |

Date

08/28/2017