

VOTE SUMMARY REPORT

Date range covered : 07/01/2024 to 09/30/2024

LOCATION(S): ALL LOCATIONS

INSTITUTION ACCOUNT(S): ALL INSTITUTION ACCOUNTS

Alcoa Corporation

Meeting Date: 07/16/2024Country: USATicker: AA

Record Date: 06/05/2024Meeting Type: Special

Primary Security ID: 013872106

Shares Voted: 36,200

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|---|-----------|----------|-------------------|------------------|
| 1 | Issue Shares in Connection with Transaction | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted given the compelling strategic rationale for the transaction, including cost synergies. In addition, Alcoa shares have outperformed since announcement, implying some downside risk of non-approval. | | | | | |
| 2 | Adjourn Meeting | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted as the underlying transaction merits support. | | | | | |

Autodesk, Inc.

Meeting Date: 07/16/2024Country: USATicker: ADSK

Record Date: 05/29/2024Meeting Type: Annual

Primary Security ID: 052769106

Shares Voted: 10,807

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--------------------------------------|-----------|----------|-------------------|------------------|
| 1a | Elect Director Andrew Anagnost | Mgmt | For | For | For |
| 1b | Elect Director Karen Blasing | Mgmt | For | For | For |
| 1c | Elect Director Reid French | Mgmt | For | For | For |
| 1d | Elect Director Ayanna Howard | Mgmt | For | For | For |
| 1e | Elect Director Blake Irving | Mgmt | For | For | For |
| 1f | Elect Director Mary T. McDowell | Mgmt | For | For | For |
| 1g | Elect Director Stephen Milligan | Mgmt | For | For | For |
| 1h | Elect Director Lorrie M. Norrington | Mgmt | For | For | For |
| 1i | Elect Director Betsy Rafael | Mgmt | For | For | For |
| 1j | Elect Director Rami Rahim | Mgmt | For | For | For |
| 1k | Elect Director Stacy J. Smith | Mgmt | For | For | For |
| 2 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |

Autodesk, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|---|-----------|----------|-------------------|------------------|
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 4 | Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold | Mgmt | For | For | For |
| 5 | Provide Right to Call a Special Meeting | SH | Against | For | For |
| Voter Rationale: A vote FOR this proposal is warranted as the right to call special meetings at a 15 percent ownership threshold would enhance shareholders rights. | | | | | |

Constellation Brands, Inc.

| | | |
|--------------------------------|----------------------|-------------|
| Meeting Date: 07/17/2024 | Country: USA | Ticker: STZ |
| Record Date: 05/20/2024 | Meeting Type: Annual | |
| Primary Security ID: 21036P108 | | |

Shares Voted: 8,121

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1a | Elect Director Christopher J. Baldwin | Mgmt | For | For | For |
| 1b | Elect Director Christy Clark | Mgmt | For | For | For |
| 1c | Elect Director Jennifer M. Daniels | Mgmt | For | For | For |
| 1d | Elect Director Nicholas I. Fink | Mgmt | For | For | For |
| 1e | Elect Director William Giles | Mgmt | For | For | For |
| 1f | Elect Director Ernesto M. Hernandez | Mgmt | For | For | For |
| 1g | Elect Director Jose Manuel Madero Garza | Mgmt | For | For | For |
| 1h | Elect Director Daniel J. McCarthy | Mgmt | For | For | For |
| 1i | Elect Director William A. Newlands | Mgmt | For | For | For |
| 1j | Elect Director Richard Sands | Mgmt | For | For | For |
| 1k | Elect Director Robert Sands | Mgmt | For | For | For |
| 1l | Elect Director Judy A. Schmeling | Mgmt | For | For | For |
| 1m | Elect Director Luca Zaramella | Mgmt | For | For | For |
| 2 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |

Constellation Brands, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|---|-----------|----------|-------------------|------------------|
| 4 | Report on Supply Chain Water Risk Exposure | SH | Against | For | For |
| Voter Rationale: A vote FOR this proposal is warranted, as additional disclosure on the company's efforts to reduce supply chain water usage would bring the company into alignment with standard practice, which would allow shareholders to better assess the company's management of related risks. | | | | | |
| 5 | Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goals | SH | Against | For | For |
| Voter Rationale: A vote FOR this proposal is warranted, as additional information on the company's efforts to reduce its carbon footprint and align its operations with Paris Agreement goals would allow investors to better understand how the company is managing its transition to a low carbon economy and climate change-related risks. | | | | | |
| 6 | Report on Support for a Circular Economy for Packaging | SH | Against | For | For |
| Voter Rationale: A vote FOR this proposal is warranted, as additional disclosure on the company's efforts to support a circular economy for packaging would allow shareholders to better assess the company's management of related risks. | | | | | |

Advanced Drainage Systems, Inc.

| | | |
|--------------------------------|----------------------|-------------|
| Meeting Date: 07/18/2024 | Country: USA | Ticker: WMS |
| Record Date: 05/24/2024 | Meeting Type: Annual | |
| Primary Security ID: 00790R104 | | |

Shares Voted: 14,100

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|-------------------------------------|-----------|----------|-------------------|------------------|
| 1a | Elect Director D. Scott Barbour | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1b | Elect Director Anesa T. Chaibi | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1c | Elect Director Michael B. Coleman | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1d | Elect Director Robert M. Eversole | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1e | Elect Director Alexander R. Fischer | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1f | Elect Director Tanya D. Fratto | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1g | Elect Director Kelly S. Gast | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |

Advanced Drainage Systems, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|--|-----------|----------|-------------------|------------------|
| 1h | Elect Director M.A. (Mark) Haney | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1i | Elect Director Luther C. Kissam, IV | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1j | Elect Director Manuel J. Perez de la Mesa | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1k | Elect Director Anil Seetharam | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 2 | Ratify Deloitte & Touche LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |

EQT Corporation

| | | |
|--------------------------------|-----------------------|-------------|
| Meeting Date: 07/18/2024 | Country: USA | Ticker: EQT |
| Record Date: 05/16/2024 | Meeting Type: Special | |
| Primary Security ID: 26884L109 | | |

Shares Voted: 20,700

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|--|-----------|----------|-------------------|------------------|
| 1 | Issue Shares in Connection with Merger | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this transaction is warranted as the strategic rationale appears compelling. The transaction will expand the company's operations, with anticipated cost savings and improved free cash flow. | | | | | |
| 2 | Increase Authorized Common Stock | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted given that size of the proposed increase in the number of authorized shares of common stock is reasonable. | | | | | |
| 3 | Adjourn Meeting | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this item is warranted given that the underlying transaction merits support. | | | | | |

Equitrans Midstream Corporation

| | | |
|--------------------------------|-----------------------|--------------|
| Meeting Date: 07/18/2024 | Country: USA | Ticker: ETRN |
| Record Date: 06/04/2024 | Meeting Type: Special | |
| Primary Security ID: 294600200 | | |

Equitrans Midstream Corporation

Shares Voted: 88,400

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|------------------------------------|-----------|----------|-------------------|------------------|
| 1 | Approve Merger Agreement | Mgmt | For | Refer | For |
| Voter Rationale: On balance, a vote FOR this transaction is warranted in light of the compelling strategic rationale, the reasonably thorough sales process, and the premium implied by the equity form of consideration, which provides for continued participation in the upside potential of the combined company. | | | | | |
| 2 | Advisory Vote on Golden Parachutes | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted. While certain NEOs are eligible to receive single-trigger bonuses upon the transaction, cash severance and most equity awards are double trigger. Further, no excise tax gross-ups are payable. | | | | | |
| 3 | Adjourn Meeting | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this item is warranted given that the underlying transaction merits support. | | | | | |

Arcadium Lithium Plc

Meeting Date: 07/25/2024Country: JerseyTicker: ALTM

Record Date: 05/31/2024Meeting Type: Annual

Primary Security ID: G0508H110

Shares Voted: 213,940

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1a | Elect Director Paul W. Graves | Mgmt | For | For | For |
| 1b | Elect Director Michael F. Barry | Mgmt | For | For | For |
| 1c | Elect Director Peter Coleman | Mgmt | For | For | For |
| 1d | Elect Director Alan Fitzpatrick | Mgmt | For | For | For |
| 1e | Elect Director Florencia Heredia | Mgmt | For | For | For |
| 1f | Elect Director Leanne Heywood | Mgmt | For | For | For |
| 1g | Elect Director Christina Lampe-Onnerud | Mgmt | For | For | For |
| 1h | Elect Director Pablo Marcet | Mgmt | For | For | For |
| 1i | Elect Director Steven T. Merkt | Mgmt | For | For | For |
| 1j | Elect Director Fernando Oris de Roa | Mgmt | For | For | For |
| 1k | Elect Director Robert C. Pallash | Mgmt | For | For | For |
| 1l | Elect Director John Turner | Mgmt | For | For | For |
| 2 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 4 | Advisory Vote on Say on Pay Frequency | Mgmt | One Year | One Year | One Year |

Haemonetics Corporation

Meeting Date: 07/25/2024

Country: USA

Ticker: HAE

Record Date: 05/22/2024

Meeting Type: Annual

Primary Security ID: 405024100

Shares Voted: 10,300

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Robert E. Abernathy | Mgmt | For | For | For |
| 1.2 | Elect Director Diane M. Bryant | Mgmt | For | For | For |
| 1.3 | Elect Director Michael J. Coyle | Mgmt | For | For | For |
| 1.4 | Elect Director Charles J. Dockendorff | Mgmt | For | For | For |
| 1.5 | Elect Director Lloyd E. Johnson | Mgmt | For | For | For |
| 1.6 | Elect Director Mark W. Kroll | Mgmt | For | For | For |
| 1.7 | Elect Director Claire Pomeroy | Mgmt | For | For | For |
| 1.8 | Elect Director Christopher A. Simon | Mgmt | For | For | For |
| 1.9 | Elect Director Ellen M. Zane | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |

Jazz Pharmaceuticals plc

Meeting Date: 07/25/2024

Country: Ireland

Ticker: JAZZ

Record Date: 05/29/2024

Meeting Type: Annual

Primary Security ID: G50871105

Shares Voted: 12,900

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1a | Elect Director Laura J. Hamill | Mgmt | For | For | For |
| 1b | Elect Director Patrick Kennedy | Mgmt | For | For | For |
| 1c | Elect Director Kenneth W. O'Keefe | Mgmt | For | For | For |
| 1d | Elect Director Mark D. Smith | Mgmt | For | For | For |
| 2 | Approve KPMG as Auditors and authorize the Board to Fix Their Remuneration | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |

Jazz Pharmaceuticals plc

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 4 | Advisory Vote on Say on Pay Frequency | Mgmt | One Year | One Year | One Year |
| 5 | Authorise Issue of Equity without Pre-emptive Rights | Mgmt | For | For | For |
| 6 | Adjourn Meeting | Mgmt | For | For | For |

Kyndryl Holdings, Inc.

| | | |
|--------------------------------|----------------------|------------|
| Meeting Date: 07/25/2024 | Country: USA | Ticker: KD |
| Record Date: 05/28/2024 | Meeting Type: Annual | |
| Primary Security ID: 50155Q100 | | |

Shares Voted: 41,789

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1a | Elect Director Dominic J. Caruso | Mgmt | For | For | For |
| 1b | Elect Director Stephen A.M. Hester | Mgmt | For | For | For |
| 1c | Elect Director Shirley Ann Jackson | Mgmt | For | For | For |
| 1d | Elect Director Martin Schroeter | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify PricewaterhouseCoopers LLP as Auditors | Mgmt | For | For | For |

Cirrus Logic, Inc.

| | | |
|--------------------------------|----------------------|--------------|
| Meeting Date: 07/26/2024 | Country: USA | Ticker: CRUS |
| Record Date: 05/28/2024 | Meeting Type: Annual | |
| Primary Security ID: 172755100 | | |

Shares Voted: 11,300

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|------------------------------------|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Alexander M. Davern | Mgmt | For | For | For |
| 1.2 | Elect Director John M. Forsyth | Mgmt | For | For | For |
| 1.3 | Elect Director Raghib Hussain | Mgmt | For | For | For |
| 1.4 | Elect Director Duy-Loan Le | Mgmt | For | For | For |
| 1.5 | Elect Director Catherine P. Lego | Mgmt | For | For | For |

Cirrus Logic, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1.6 | Elect Director William D. Mosley | Mgmt | For | For | For |
| 1.7 | Elect Director David J. Tupman | Mgmt | For | For | For |
| 2 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 4 | Amend Omnibus Stock Plan | Mgmt | For | For | For |
| 5 | Amend Certificate of Incorporation to Permit the Exculpation of Officers | Mgmt | For | For | For |

Linde Plc

| | | |
|--------------------------------|----------------------|-------------|
| Meeting Date: 07/30/2024 | Country: Ireland | Ticker: LIN |
| Record Date: 04/26/2024 | Meeting Type: Annual | |
| Primary Security ID: G54950103 | | |

Shares Voted: 24,436

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1a | Elect Director Stephen F. Angel | Mgmt | For | For | For |
| 1b | Elect Director Sanjiv Lamba | Mgmt | For | For | For |
| 1c | Elect Director Ann-Kristin Achleitner | Mgmt | For | For | For |
| 1d | Elect Director Thomas Enders | Mgmt | For | For | For |
| 1e | Elect Director Hugh Grant | Mgmt | For | For | For |
| 1f | Elect Director Joe Kaeser | Mgmt | For | For | For |
| 1g | Elect Director Victoria E. Ossadnik | Mgmt | For | For | For |
| 1h | Elect Director Paula Rosput Reynolds | Mgmt | For | For | For |
| 1i | Elect Director Alberto Weisser | Mgmt | For | For | For |
| 1j | Elect Director Robert L. Wood | Mgmt | For | For | For |
| 2a | Ratify PricewaterhouseCoopers as Auditors | Mgmt | For | For | For |
| 2b | Authorise Board to Fix Remuneration of Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 4 | Determine Price Range for Reissuance of Treasury Shares | Mgmt | For | For | For |

McKesson Corporation

Meeting Date: 07/31/2024

Record Date: 06/05/2024

Primary Security ID: 58155Q103

Country: USA

Meeting Type: Annual

Ticker: MCK

Shares Voted: 6,752

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1a | Elect Director Richard H. Carmona | Mgmt | For | For | For |
| 1b | Elect Director Dominic J. Caruso | Mgmt | For | For | For |
| 1c | Elect Director W. Roy Dunbar | Mgmt | For | For | For |
| 1d | Elect Director Deborah Dunsire | Mgmt | For | For | For |
| 1e | Elect Director James H. Hinton | Mgmt | For | For | For |
| 1f | Elect Director Donald R. Knauss | Mgmt | For | For | For |
| 1g | Elect Director Bradley E. Lerman | Mgmt | For | For | For |
| 1h | Elect Director Maria N. Martinez | Mgmt | For | For | For |
| 1i | Elect Director Kevin M. Ozan | Mgmt | For | For | For |
| 1j | Elect Director Brian S. Tyler | Mgmt | For | For | For |
| 1k | Elect Director Kathleen Wilson-Thompson | Mgmt | For | For | For |
| 2 | Ratify Deloitte & Touche LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 4 | Amend Certificate of Incorporation to Provide for the Exculpation of Officers | Mgmt | For | For | For |
| 5 | Require Independent Board Chair | SH | Against | Against | Against |
| 6 | Report on Potential Risks and Costs of Restrictive Reproductive Healthcare Legislation | SH | Against | Against | Against |

Eagle Materials Inc.

Meeting Date: 08/01/2024

Record Date: 06/03/2024

Primary Security ID: 26969P108

Country: USA

Meeting Type: Annual

Ticker: EXP

Eagle Materials Inc.

Shares Voted: 7,349

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1a | Elect Director Rick Beckwitt | Mgmt | For | For | For |
| 1b | Elect Director Mauro Gregorio | Mgmt | For | For | For |
| 1c | Elect Director Michael R. Haack | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Amend Certificate of Incorporation to Allow the Exculpation of Officers | Mgmt | For | For | For |
| 4 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |

Electronic Arts Inc.

Meeting Date: 08/01/2024Country: USATicker: EA

Record Date: 06/06/2024Meeting Type: Annual

Primary Security ID: 285512109

Shares Voted: 12,363

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1a | Elect Director Kofi A. Bruce | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1b | Elect Director Rachel A. Gonzalez | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1c | Elect Director Jeffrey T. Huber | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1d | Elect Director Talbott Roche | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1e | Elect Director Richard A. Simonson | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1f | Elect Director Luis A. Ubinas | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1g | Elect Director Heidi J. Ueberroth | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1h | Elect Director Andrew Wilson | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |

Electronic Arts Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |
| 4 | Amend Omnibus Stock Plan | Mgmt | For | For | For |

EnerSys

Meeting Date: 08/01/2024

Country: USA

Ticker: ENS

Record Date: 06/06/2024

Meeting Type: Annual

Primary Security ID: 29275Y102

Shares Voted: 8,300

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Dave Habiger | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1.2 | Elect Director Lauren Knausenberger | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1.3 | Elect Director Tamara (Tammi) Morytko | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 2 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |

Ralph Lauren Corporation

Meeting Date: 08/01/2024

Country: USA

Ticker: RL

Record Date: 06/04/2024

Meeting Type: Annual

Primary Security ID: 751212101

Shares Voted: 1,964

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Linda Findley | Mgmt | For | For | For |
| | Voter Rationale: WITHHOLD votes are warranted for governance committee member Darren Walker for maintaining a multiclass structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted. | | | | |

Ralph Lauren Corporation

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|--|-----------|----------|-------------------|------------------|
| 1.2 | Elect Director Hubert Joly | Mgmt | For | For | For |
| Voter Rationale: WITHHOLD votes are warranted for governance committee member Darren Walker for maintaining a multiclass structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted. | | | | | |
| 1.3 | Elect Director Darren Walker | Mgmt | For | Refer | Withhold |
| Voter Rationale: WITHHOLD votes are warranted for governance committee member Darren Walker for maintaining a multiclass structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted. | | | | | |
| 2 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | | |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal is warranted. Annual incentives are predominantly tied to pre-set financial metrics and long-term incentive awards are half-performance based. However, executive chairman Ralph Lauren's high pay remains a concern. | | | | | |

STERIS plc

Meeting Date: 08/01/2024Country: IrelandTicker: STE

Record Date: 06/03/2024Meeting Type: Annual

Primary Security ID: G8473T100

Shares Voted: 4,950

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---------------------------------------|-----------|----------|-------------------|------------------|
| 1a | Elect Director Esther M. Alegria | Mgmt | For | For | For |
| 1b | Elect Director Richard C. Breeden | Mgmt | For | For | For |
| 1c | Elect Director Daniel A. Carestio | Mgmt | For | For | For |
| 1d | Elect Director Cynthia L. Feldmann | Mgmt | For | For | For |
| 1e | Elect Director Christopher S. Holland | Mgmt | For | For | For |
| 1f | Elect Director Jacqueline B. Kosecoff | Mgmt | For | For | For |
| 1g | Elect Director Paul E. Martin | Mgmt | For | For | For |
| 1h | Elect Director Nirav R. Shah | Mgmt | For | For | For |
| 1i | Elect Director Mohsen M. Sohi | Mgmt | For | For | For |
| 1j | Elect Director Richard M. Steeves | Mgmt | For | For | For |
| 2 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |

STERIS plc

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 3 | Appoint Ernst & Young Chartered Accountants as Irish Statutory Auditor | Mgmt | For | For | For |
| 4 | Authorise Board to Fix Remuneration of Auditors | Mgmt | For | For | For |
| 5 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 6 | Renew the Board's Authority to Issue Shares Under Irish Law | Mgmt | For | For | For |
| 7 | Renew the Board's Authority to Opt-Out of Statutory Pre-emption Rights Under Irish Law | Mgmt | For | For | For |

UMB Financial Corporation

Meeting Date: 08/06/2024Country: USATicker: UMBF

Record Date: 07/01/2024Meeting Type: Special

Primary Security ID: 902788108

Shares Voted: 8,900

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|--|-----------|----------|-------------------|------------------|
| 1 | Increase Authorized Common Stock | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted given that the proposed increase in the number of authorized shares of common stock is reasonable, and there are no substantial concerns about the company's past use of shares. In addition, this proposal is a condition to the closing of the merger, which warrants support. | | | | | |
| 2 | Issue Shares in Connection with Merger | Mgmt | For | Refer | For |
| Voter Rationale: The strategic rationale appears sound, the merger is expected to generate meaningful synergies and be accretive to earnings, and the company has outperformed the KBW index since announcement. As such, support FOR the proposed transaction is warranted. | | | | | |
| 3 | Adjourn Meeting | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this item is warranted given that Items 1 and 2 merit support. | | | | | |

Allegro MicroSystems, Inc.

Meeting Date: 08/08/2024Country: USATicker: ALGM

Record Date: 06/12/2024Meeting Type: Annual

Primary Security ID: 01749D105

Shares Voted: 13,300

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|--|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Katsumi Kawashima | Mgmt | For | For | For |
| Voter Rationale: WITHHOLD votes are warranted for Governance Committee member Joseph (Joe) Martin given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted. | | | | | |
| 1.2 | Elect Director Joseph R. Martin | Mgmt | For | Refer | Withhold |
| Voter Rationale: WITHHOLD votes are warranted for Governance Committee member Joseph (Joe) Martin given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. | | | | | |
| 1.3 | Elect Director Vineet Nargolwala | Mgmt | For | For | For |
| Voter Rationale: WITHHOLD votes are warranted for Governance Committee member Joseph (Joe) Martin given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted. | | | | | |
| 1.4 | Elect Director Mary G. Puma | Mgmt | For | For | For |
| Voter Rationale: WITHHOLD votes are warranted for Governance Committee member Joseph (Joe) Martin given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted. | | | | | |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | | |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time. | | | | | |

Commvault Systems, Inc.

Meeting Date: 08/08/2024Country: USATicker: CVLT

Record Date: 06/13/2024Meeting Type: Annual

Primary Security ID: 204166102

Shares Voted: 9,100

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|-----------------------------------|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Nicholas Adamo | Mgmt | For | For | For |
| 1.2 | Elect Director Martha H. Bejar | Mgmt | For | For | For |
| 1.3 | Elect Director Keith Geeslin | Mgmt | For | For | For |
| 1.4 | Elect Director Vivie "YY" Lee | Mgmt | For | For | For |
| 1.5 | Elect Director Sanjay Mirchandani | Mgmt | For | For | For |

Commvault Systems, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|--|-----------|----------|-------------------|------------------|
| 1.6 | Elect Director Charles "Chuck" E. Moran | Mgmt | For | For | For |
| 1.7 | Elect Director Allison Pickens | Mgmt | For | For | For |
| 1.8 | Elect Director Shane Sanders | Mgmt | For | For | For |
| 1.9 | Elect Director Arlen Shenkman | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| 4 | Other Business | Mgmt | For | Against | Against |
| Voter Rationale: A vote AGAINST this proposal is warranted, as proposals which are detrimental to shareholder value may arise without shareholders having the opportunity to make a fully informed vote on the issue. | | | | | |

Qorvo, Inc.

| | | |
|--------------------------------|----------------------|--------------|
| Meeting Date: 08/13/2024 | Country: USA | Ticker: QRVO |
| Record Date: 06/17/2024 | Meeting Type: Annual | |
| Primary Security ID: 74736K101 | | |

| Shares Voted: 4,950 | | | | | |
|---|--------------------------------------|-----------|----------|-------------------|------------------|
| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
| 1a | Elect Director Robert A. Bruggeworth | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1b | Elect Director Judy Bruner | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1c | Elect Director John R. Harding | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1d | Elect Director David H. Y. Ho | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1e | Elect Director Roderick D. Nelson | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1f | Elect Director Walden C. Rhines | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1g | Elect Director Susan L. Spradley | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |

Qorvo, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |

SouthState Corporation

Meeting Date: 08/14/2024Country: USATicker: SSB

Record Date: 07/11/2024Meeting Type: Special

Primary Security ID: 840441109

Shares Voted: 15,500

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|--|-----------|----------|-------------------|------------------|
| 1 | Issue Shares in Connection with Merger | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this transaction is warranted, given the strategic rationale, expected costs savings, and earnings accretion. | | | | | |
| 2 | Adjourn Meeting | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted, as the underlying transaction (Item 1) merits support. | | | | | |

Stericycle, Inc.

Meeting Date: 08/14/2024Country: USATicker: SRCL

Record Date: 07/09/2024Meeting Type: Special

Primary Security ID: 858912108

Shares Voted: 18,800

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|------------------------------------|-----------|----------|-------------------|------------------|
| 1 | Approve Merger Agreement | Mgmt | For | Refer | For |
| Voter Rationale: The sales process appears to have been thorough, shareholders are receiving a meaningful premium, and there is a potential downside risk of non-approval. As such, support FOR the proposed transaction is warranted. | | | | | |
| 2 | Adjourn Meeting | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this agenda item is warranted as the underlying transaction warrants support. | | | | | |
| 3 | Advisory Vote on Golden Parachutes | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted. Cash severance is double trigger, reasonably based, and no excise tax gross-ups are payable. In addition, a majority of the equity wards are double trigger. | | | | | |

The J. M. Smucker Company

Meeting Date: 08/14/2024

Record Date: 06/17/2024

Primary Security ID: 832696405

Country: USA

Meeting Type: Annual

Ticker: SJM

Shares Voted: 5,322

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1a | Elect Director Mercedes Abramo | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1b | Elect Director Tarang Amin | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1c | Elect Director Susan Chapman-Hughes | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1d | Elect Director Jay Henderson | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1e | Elect Director Jonathan Johnson, III | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1f | Elect Director Kirk Perry | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1g | Elect Director Alex Shumate | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1h | Elect Director Mark Smucker | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1i | Elect Director Jodi Taylor | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1j | Elect Director Dawn Willoughby | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 2 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |

Microchip Technology Incorporated

Meeting Date: 08/20/2024

Record Date: 06/21/2024

Primary Security ID: 595017104

Country: USA

Meeting Type: Annual

Ticker: MCHP

Microchip Technology Incorporated

Shares Voted: 27,300

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1a | Elect Director Ellen L. Barker | Mgmt | For | For | For |
| 1b | Elect Director Matthew W. Chapman | Mgmt | For | For | For |
| 1c | Elect Director Karlton D. Johnson | Mgmt | For | For | For |
| 1d | Elect Director Ganesh Moorthy | Mgmt | For | For | For |
| 1e | Elect Director Robert A. Rango | Mgmt | For | For | For |
| 1f | Elect Director Karen M. Rapp | Mgmt | For | For | For |
| 1g | Elect Director Steve Sanghi | Mgmt | For | For | For |
| 2 | Amend Omnibus Stock Plan | Mgmt | For | For | For |
| 3 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 5 | Report on Due Diligence Efforts to Trace End-User Misuse of Company Products | SH | Against | Against | Against |

ALLETE, Inc.

Meeting Date: 08/21/2024

Country: USA

Ticker: ALE

Record Date: 07/01/2024

Meeting Type: Special

Primary Security ID: 018522300

Shares Voted: 11,700

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|------------------------------------|-----------|----------|-------------------|------------------|
| 1 | Approve Merger Agreement | Mgmt | For | Refer | For |
| Voter Rationale: Considering the thorough sales process, the premium to recent trading levels and the certainty of value inherent in cash consideration, a vote FOR this proposal is warranted. | | | | | |
| 2 | Advisory Vote on Golden Parachutes | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted. Although certain performance equity is single trigger, time-vesting equity is double trigger. Additionally, cash severance is double trigger, reasonably based, and no excise tax gross ups are payable. | | | | | |
| 3 | Adjourn Meeting | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted, as the underlying transaction merits shareholder support. | | | | | |

Helen of Troy Limited

Meeting Date: 08/21/2024Country: BermudaTicker: HELE

Record Date: 06/18/2024Meeting Type: Annual

Primary Security ID: G4388N106

Shares Voted: 4,900

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1a | Elect Director Noel M. Geoffroy | Mgmt | For | For | For |
| 1b | Elect Director Timothy F. Meeker | Mgmt | For | For | For |
| 1c | Elect Director Krista L. Berry | Mgmt | For | For | For |
| 1d | Elect Director Vincent D. Carson | Mgmt | For | For | For |
| 1e | Elect Director Thurman K. Case | Mgmt | For | For | For |
| 1f | Elect Director Tabata L. Gomez | Mgmt | For | For | For |
| 1g | Elect Director Elena B. Otero | Mgmt | For | For | For |
| 1h | Elect Director Beryl B. Raff | Mgmt | For | For | For |
| 1i | Elect Director Darren G. Woody | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Approve Grant Thornton LLP as Auditors and Authorize Board to Fix Their Remuneration | Mgmt | For | For | For |

e.l.f. Beauty, Inc.

Meeting Date: 08/22/2024Country: USATicker: ELF

Record Date: 07/01/2024Meeting Type: Annual

Primary Security ID: 26856L103

Shares Voted: 11,300

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|--------------------------------|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Tiffany Daniele | Mgmt | For | Refer | Withhold |
| Voter Rationale: In the absence of Governance Committee members on ballot, WITHHOLD votes are warranted for incumbent director nominees Tiffany Daniele and Lauren Levitan given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. | | | | | |
| 1.2 | Elect Director Maria Ferreras | Mgmt | For | For | For |
| Voter Rationale: In the absence of Governance Committee members on ballot, WITHHOLD votes are warranted for incumbent director nominees Tiffany Daniele and Lauren Levitan given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR Maria Ferreras is warranted. | | | | | |

e.l.f. Beauty, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|---|-----------|----------|-------------------|------------------|
| 1.3 | Elect Director Lauren Cooks Levitan | Mgmt | For | Refer | Withhold |
| Voter Rationale: In the absence of Governance Committee members on ballot, WITHHOLD votes are warranted for incumbent director nominees Tiffany Daniele and Lauren Levitan given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. | | | | | |
| 2 | Amend Certificate of Incorporation to Provide for the Exculpation of Officers | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company. | | | | | |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| Voter Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. | | | | | |
| 4 | Ratify Deloitte & Touche LLP as Auditors | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | | |

Dynatrace, Inc.

| | | |
|--------------------------------|----------------------|------------|
| Meeting Date: 08/23/2024 | Country: USA | Ticker: DT |
| Record Date: 06/28/2024 | Meeting Type: Annual | |
| Primary Security ID: 268150109 | | |

| Shares Voted: 48,500 | | | | | |
|--|--|-----------|----------|-------------------|------------------|
| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
| 1a | Elect Director Jill Ward | Mgmt | For | Refer | Withhold |
| Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Jill Ward and Kirsten Wolberg given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. | | | | | |
| 1b | Elect Director Kirsten O. Wolberg | Mgmt | For | Refer | Withhold |
| Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Jill Ward and Kirsten Wolberg given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. | | | | | |
| 2 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | | |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time. | | | | | |

Dynatrace, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|---|-----------|----------|-------------------|------------------|
| 4 | Amend Certificate of Incorporation to Limit the Liability of Certain Officers | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights. | | | | | |

Casey's General Stores, Inc.

| | | |
|--------------------------------|----------------------|--------------|
| Meeting Date: 08/28/2024 | Country: USA | Ticker: CASY |
| Record Date: 06/26/2024 | Meeting Type: Annual | |
| Primary Security ID: 147528103 | | |

| Shares Voted: 7,600 | | | | | |
|--|--|-----------|----------|-------------------|------------------|
| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
| 1a | Elect Director Sri Donthi | Mgmt | For | For | For |
| 1b | Elect Director Donald E. Frieson | Mgmt | For | For | For |
| 1c | Elect Director Cara K. Heiden | Mgmt | For | For | For |
| 1d | Elect Director David K. Lenhardt | Mgmt | For | For | For |
| 1e | Elect Director Maria Castanon Moats | Mgmt | For | For | For |
| 1f | Elect Director Darren M. Rebelez | Mgmt | For | For | For |
| 1g | Elect Director Larree M. Renda | Mgmt | For | For | For |
| 1h | Elect Director Judy A. Schmeling | Mgmt | For | For | For |
| 1i | Elect Director Michael Spanos | Mgmt | For | For | For |
| 1j | Elect Director Gregory A. Trojan | Mgmt | For | For | For |
| 1k | Elect Director Allison M. Wing | Mgmt | For | For | For |
| 2 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 4 | Require Independent Board Chair | SH | Against | Against | Against |
| 5 | Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goal | SH | Against | For | For |
| Voter Rationale: A vote FOR this proposal is warranted, as additional information on the company's efforts to reduce its carbon footprint would allow investors to better understand how the company is managing its transition to a low carbon economy and reducing climate change-related risks. | | | | | |

Doximity, Inc.

Meeting Date: 08/29/2024Country: USATicker: DOCS

Record Date: 07/05/2024Meeting Type: Annual

Primary Security ID: 26622P107

Shares Voted: 23,700

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Regina Benjamin | Mgmt | For | Refer | Withhold |
| | Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Regina Benjamin and Phoebe Yang given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. | | | | |
| 1.2 | Elect Director Phoebe L. Yang | Mgmt | For | Refer | Withhold |
| | Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Regina Benjamin and Phoebe Yang given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. | | | | |
| 2 | Ratify Deloitte & Touche LLP as Auditors | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| | Voter Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. | | | | |

Marathon Oil Corporation

Meeting Date: 08/29/2024Country: USATicker: MRO

Record Date: 07/26/2024Meeting Type: Special

Primary Security ID: 565849106

Shares Voted: 29,521

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1 | Approve Merger Agreement | Mgmt | For | Refer | For |
| | Voter Rationale: The sale process was competitive, shareholders are receiving a premium, the strategic rationale is sound, the merger is expected to generate meaningful cost synergies, and there is a potential, albeit limited, downside risk of non-approval. Further, the equity consideration allows shareholders to participate in the upside potential of the combined company. Given these factors, support FOR the proposed transaction is warranted. | | | | |
| 2 | Advisory Vote on Golden Parachutes | Mgmt | For | Refer | Against |
| | Voter Rationale: A vote AGAINST the proposal is warranted. Cash severance and time-vested equity are double trigger. However, performance equity is single trigger, while the merger agreement enhanced the vesting treatment of performance equity, which will now vest at the maximum number of shares. | | | | |
| 3 | Adjourn Meeting | Mgmt | For | Refer | For |
| | Voter Rationale: A vote FOR this agenda item is warranted as the underlying transaction warrants support. | | | | |

Capri Holdings Limited

Meeting Date: 09/04/2024

Record Date: 07/15/2024

Primary Security ID: G1890L107

Country: Virgin Isl (UK)

Meeting Type: Annual

Ticker: CPRI

Shares Voted: 25,700

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1a | Elect Director Marilyn Crouther | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1b | Elect Director Stephen F. Reitman | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1c | Elect Director Jean Tomlin | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 2 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |

Under Armour, Inc.

Meeting Date: 09/04/2024

Record Date: 06/07/2024

Primary Security ID: 904311107

Country: USA

Meeting Type: Annual

Ticker: UAA

Shares Voted: 38,600

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Douglas E. Coltharp | Mgmt | For | For | For |
| | Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Jerri DeVard, Carolyn Everson, Karen Katz, and Eric Olson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Kevin Plank as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the director nominees is warranted. | | | | |
| 1.2 | Elect Director Jerri L. DeVard | Mgmt | For | Refer | Withhold |
| | Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Jerri DeVard, Carolyn Everson, Karen Katz, and Eric Olson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. | | | | |
| 1.3 | Elect Director Mohamed A. El-Erian | Mgmt | For | For | For |
| | Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Jerri DeVard, Carolyn Everson, Karen Katz, and Eric Olson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Kevin Plank as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the director nominees is warranted. | | | | |
| 1.4 | Elect Director Carolyn N. Everson | Mgmt | For | Refer | Withhold |
| | Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Jerri DeVard, Carolyn Everson, Karen Katz, and Eric Olson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. | | | | |

Under Armour, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|--|-----------|----------|-------------------|------------------|
| 1.5 | Elect Director David W. Gibbs | Mgmt | For | For | For |
| Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Jerri DeVard, Carolyn Everson, Karen Katz, and Eric Olson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Kevin Plank as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the director nominees is warranted. | | | | | |
| 1.6 | Elect Director Karen W. Katz | Mgmt | For | Refer | Withhold |
| Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Jerri DeVard, Carolyn Everson, Karen Katz, and Eric Olson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. | | | | | |
| 1.7 | Elect Director Eric T. Olson | Mgmt | For | Refer | Withhold |
| Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Jerri DeVard, Carolyn Everson, Karen Katz, and Eric Olson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. | | | | | |
| 1.8 | Elect Director Kevin A. Plank | Mgmt | For | Refer | Withhold |
| Voter Rationale: WITHHOLD votes are warranted for Kevin Plank as his ownership of the supervoting shares provide him with voting power control of the company. | | | | | |
| 1.9 | Elect Director Patrick W. Whitesell | Mgmt | For | For | For |
| Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Jerri DeVard, Carolyn Everson, Karen Katz, and Eric Olson for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Kevin Plank as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the director nominees is warranted. | | | | | |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time. | | | | | |
| 3 | Amend Nonqualified Employee Stock Purchase Plan | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal is warranted given that the plan encourages share ownership among employees by enabling them to acquire shares, and the dilution associated with the share authorization is reasonable. | | | | | |
| 4 | Ratify PricewaterhouseCoopers LLP as Auditors | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | | |

RBC Bearings Incorporated

Meeting Date: 09/05/2024Country: USATicker: RBC

Record Date: 07/09/2024Meeting Type: Annual

Primary Security ID: 75524B104

Shares Voted: 5,800

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|-----------------------------------|-----------|----------|-------------------|------------------|
| 1a | Elect Director Richard R. Crowell | Mgmt | For | For | For |
| 1b | Elect Director Amir Faghri | Mgmt | For | For | For |
| 1c | Elect Director Steven H. Kaplan | Mgmt | For | For | For |

RBC Bearings Incorporated

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 2 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| 3 | Amend Certificate of Incorporation to Eliminate the Personal Liability of Officers | Mgmt | For | For | For |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |

Deckers Outdoor Corporation

Meeting Date: 09/09/2024Country: USATicker: DECK

Record Date: 07/11/2024Meeting Type: Annual

Primary Security ID: 243537107

Shares Voted: 1,300

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1a | Elect Director Michael F. Devine, III | Mgmt | For | For | For |
| 1b | Elect Director David A. Burwick | Mgmt | For | For | For |
| 1c | Elect Director Stefano Caroti | Mgmt | For | For | For |
| 1d | Elect Director Nelson C. Chan | Mgmt | For | For | For |
| 1e | Elect Director Cynthia (Cindy) L. Davis | Mgmt | For | For | For |
| 1f | Elect Director Juan R. Figuereo | Mgmt | For | For | For |
| 1g | Elect Director Maha S. Ibrahim | Mgmt | For | For | For |
| 1h | Elect Director Victor Luis | Mgmt | For | For | For |
| 1i | Elect Director Dave Powers | Mgmt | For | For | For |
| 1j | Elect Director Lauri M. Shanahan | Mgmt | For | For | For |
| 1k | Elect Director Bonita C. Stewart | Mgmt | For | For | For |
| 2 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 4 | Approve Qualified Employee Stock Purchase Plan | Mgmt | For | For | For |
| 5 | Approve Omnibus Stock Plan | Mgmt | For | For | For |
| 6 | Approve Stock Split | Mgmt | For | For | For |

Gen Digital Inc.

Meeting Date: 09/10/2024

Record Date: 07/15/2024

Primary Security ID: 668771108

Country: USA

Meeting Type: Annual

Ticker: GEN

Shares Voted: 28,397

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1a | Elect Director Susan P. Barsamian | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1b | Elect Director Pavel Baudis | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1c | Elect Director Eric K. Brandt | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1d | Elect Director Frank E. Dangeard | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1e | Elect Director Nora M. Denzel | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1f | Elect Director Peter A. Feld | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1g | Elect Director Emily Heath | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1h | Elect Director Vincent Pilette | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1i | Elect Director Sherrese M. Smith | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 1j | Elect Director Ondrej Vlcek | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR the director nominees is warranted. | | | | |
| 2 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 4 | Amend Omnibus Stock Plan | Mgmt | For | For | For |

NIKE, Inc.

Meeting Date: 09/10/2024

Record Date: 07/10/2024

Primary Security ID: 654106103

Country: USA

Meeting Type: Annual

Ticker: NKE

Shares Voted: 61,648

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1a | Elect Director Cathleen Benko | Mgmt | For | For | For |
| | <i>Voter Rationale: WITHHOLD votes from governance committee member John Rogers Jr. in light of the multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i> | | | | |
| 1b | Elect Director John Rogers, Jr. | Mgmt | For | Refer | Withhold |
| | <i>Voter Rationale: WITHHOLD votes from governance committee member John Rogers Jr. in light of the multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset.</i> | | | | |
| 1c | Elect Director Robert Swan | Mgmt | For | For | For |
| | <i>Voter Rationale: WITHHOLD votes from governance committee member John Rogers Jr. in light of the multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i> | | | | |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| | <i>Voter Rationale: A vote FOR this proposal is warranted, with caution. During a period of lagging and negative three-year TSR, the CEO's target LTI award value once again increased year-over-year, which raises some concern. However, certain mitigating factors are identified. Specifically, annual incentives were entirely tied to pre-set objective metrics, with payouts earned below target, though continued monitoring of goal rigor is warranted. In addition, three-year CEO pay outcomes are in directional alignment with negative three-year TSR performance, and multi-year performance shares with clearly disclosed goals now comprise half of the LTI program.</i> | | | | |
| 3 | Ratify PricewaterhouseCoopers LLP as Auditors | Mgmt | For | For | For |
| | <i>Voter Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i> | | | | |
| 4 | Report on Median Gender/Racial Pay Gaps | SH | Against | For | For |
| | <i>Voter Rationale: A vote FOR this proposal is warranted, as median pay gap statistics across race and gender would allow shareholders to compare and measure the progress of the company's diversity and inclusion initiatives.</i> | | | | |
| 5 | Report on Effectiveness of Supply Chain Management on Equity Goals and Human Rights Commitments | SH | Against | Against | Against |
| | <i>Voter Rationale: A vote AGAINST this proposal is warranted, as the company has programs in place designed to ensure its human rights commitments are met and it is not lagging its peers in terms of human rights disclosure.</i> | | | | |
| 6 | Report on the Impact of Work-Driven Responsibility Principles and Supporting Binding Agreements in Sourcing from High-Risk Countries | SH | Against | Against | Against |
| 7 | Report on Environmental Targets | SH | Against | For | For |
| | <i>Voter Rationale: A vote FOR this proposal is warranted, as the company missed and restated many of its FY20 targets without adequate discussion of how the company's management and oversight of its sustainability targets would change in the future to avoid such a situation.</i> | | | | |
| 8 | Report on Congruency of Voluntary Partnerships with Company's Fiduciary Duties | SH | Against | Against | Against |

Roivant Sciences Ltd.

Meeting Date: 09/10/2024Country: BermudaTicker: ROIV

Record Date: 07/17/2024Meeting Type: Annual

Primary Security ID: G76279101

Shares Voted: 69,300

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Ilan Oren | Mgmt | For | Refer | Withhold |
| | Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Ilan Oren and James Momtazee given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. | | | | |
| 1.2 | Elect Director James C. Momtazee | Mgmt | For | Refer | Withhold |
| | Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Ilan Oren and James Momtazee given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. | | | | |
| 1.3 | Elect Director Mayukh Sukhatme | Mgmt | For | For | For |
| | Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Ilan Oren and James Momtazee given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominee Mayukh Sukhatme is warranted. | | | | |
| 2 | Appoint Ernst & Young LLP as Auditors and Authorize Their Remuneration | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| | Voter Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time. | | | | |
| 4 | Advisory Vote on Say on Pay Frequency | Mgmt | One Year | One Year | One Year |
| | Voter Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay. | | | | |

NetApp, Inc.

Meeting Date: 09/11/2024Country: USATicker: NTAP

Record Date: 07/16/2024Meeting Type: Annual

Primary Security ID: 64110D104

Shares Voted: 10,501

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|----------------------------------|-----------|----------|-------------------|------------------|
| 1a | Elect Director T. Michael Nevens | Mgmt | For | For | For |
| 1b | Elect Director Deepak Ahuja | Mgmt | For | For | For |

NetApp, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1c | Elect Director Anders Gustafsson | Mgmt | For | For | For |
| 1d | Elect Director Gerald Held | Mgmt | For | For | For |
| 1e | Elect Director Deborah L. Kerr | Mgmt | For | For | For |
| 1f | Elect Director George Kurian | Mgmt | For | For | For |
| 1g | Elect Director Carrie Palin | Mgmt | For | For | For |
| 1h | Elect Director Scott F. Schenkel | Mgmt | For | For | For |
| 1i | Elect Director June Yang | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify Deloitte & Touche LLP as Auditors | Mgmt | For | For | For |
| 4 | Amend Omnibus Stock Plan | Mgmt | For | Against | Against |

Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: - The plan cost is excessive - The three-year average burn rate is excessive - The plan permits liberal recycling of shares - The plan allows broad discretion to accelerate vesting

Conagra Brands, Inc.

| | | |
|--------------------------------|----------------------|-------------|
| Meeting Date: 09/18/2024 | Country: USA | Ticker: CAG |
| Record Date: 07/25/2024 | Meeting Type: Annual | |
| Primary Security ID: 205887102 | | |

Shares Voted: 24,047

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

Conagra Brands, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|---|-----------|----------|-------------------|------------------|
| 1k | Elect Director Denise A. Paulonis | Mgmt | For | For | For |
| 2 | Amend Certificate of Incorporation to Limit the Liability of Certain Officers | Mgmt | For | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | Against | Against |
| <i>Voter Rationale: The compensation committee demonstrated sufficient responsiveness to last year's low say-on-pay vote. However, a vote AGAINST this proposal is warranted due to an unmitigated pay-for-performance misalignment. While the STI and LTI programs were based primarily on clearly disclosed objective goals, and the company made certain commitments and structural improvements in response to shareholder feedback, concerns are raised surrounding off-cycle awards provided to the CEO and CFO. FY24 marks the second consecutive year in which off-cycle awards were granted to these executives and neither forward-looking goals nor metric weightings are disclosed in the proxy.</i> | | | | | |
| 4 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |

Darden Restaurants, Inc.

| | | |
|--------------------------------|----------------------|-------------|
| Meeting Date: 09/18/2024 | Country: USA | Ticker: DRI |
| Record Date: 07/24/2024 | Meeting Type: Annual | |
| Primary Security ID: 237194105 | | |

Shares Voted: 6,076

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director Margaret Shan Atkins | Mgmt | For | For | For |
| 1.2 | Elect Director Ricardo (Rick) Cardenas | Mgmt | For | For | For |
| 1.3 | Elect Director Juliana L. Chugg | Mgmt | For | For | For |
| 1.4 | Elect Director James P. Fogarty | Mgmt | For | For | For |
| 1.5 | Elect Director Cynthia T. Jamison | Mgmt | For | For | For |
| 1.6 | Elect Director Nana Mensah | Mgmt | For | For | For |
| 1.7 | Elect Director William S. Simon | Mgmt | For | For | For |
| 1.8 | Elect Director Charles M. Sonsteby | Mgmt | For | For | For |
| 1.9 | Elect Director Timothy J. Wilmott | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |
| 4 | Amend Omnibus Stock Plan | Mgmt | For | For | For |
| 5 | Disclose Poultry Welfare Indicators *Withdrawn Resolution* | SH | | | |

Darden Restaurants, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|--|-----------|----------|-------------------|------------------|
| 6 | Report on Targets to Phase Out Use of Gestation Crates in Pork Supply Chain | SH | Against | For | For |
| Voter Rationale: A vote FOR this resolution is warranted. Considering regulatory developments and the company's lack of targets, shareholders would benefit from more information on the company's progress related to reducing or eliminating the use of gestation crates in its pork supply chain. | | | | | |
| 7 | Comply with World Health Organization Guidelines on Antimicrobial Use Throughout Supply Chains | SH | Against | Against | Against |
| 8 | Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goal | SH | Against | For | For |
| Voter Rationale: A vote FOR this proposal is warranted, as the company lacks a comprehensive climate transition plan outlining how it will attain GHG emissions reductions aligned with the Paris Agreement goal, and the requested report would help shareholders better understand how it is addressing such climate change related risks. | | | | | |

Houlihan Lokey, Inc.

| | | |
|--------------------------------|----------------------|-------------|
| Meeting Date: 09/18/2024 | Country: USA | Ticker: HLI |
| Record Date: 07/25/2024 | Meeting Type: Annual | |
| Primary Security ID: 441593100 | | |

| Shares Voted: 10,600 | | | | | |
|--|--------------------------------------|-----------|----------|-------------------|------------------|
| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
| 1.1 | Elect Director Scott J. Adelson | Mgmt | For | Refer | Withhold |
| Voter Rationale: In the absence of governance committee members on ballot, WITHHOLD votes are warranted for incumbent director nominees Scott Adelson, Robert Schriesheim, and Ekpedeme (Pamay) Bassey given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR remaining director nominee P. Eric Siegert is warranted. | | | | | |
| 1.2 | Elect Director Ekpedeme M. Bassey | Mgmt | For | Refer | Withhold |
| Voter Rationale: In the absence of governance committee members on ballot, WITHHOLD votes are warranted for incumbent director nominees Scott Adelson, Robert Schriesheim, and Ekpedeme (Pamay) Bassey given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR remaining director nominee P. Eric Siegert is warranted. | | | | | |
| 1.3 | Elect Director Robert A. Schriesheim | Mgmt | For | Refer | Withhold |
| Voter Rationale: In the absence of governance committee members on ballot, WITHHOLD votes are warranted for incumbent director nominees Scott Adelson, Robert Schriesheim, and Ekpedeme (Pamay) Bassey given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR remaining director nominee P. Eric Siegert is warranted. | | | | | |
| 1.4 | Elect Director P. Eric Siegert | Mgmt | For | For | For |
| Voter Rationale: In the absence of governance committee members on ballot, WITHHOLD votes are warranted for incumbent director nominees Scott Adelson, Robert Schriesheim, and Ekpedeme (Pamay) Bassey given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR remaining director nominee P. Eric Siegert is warranted. | | | | | |

Houlihan Lokey, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|--|-----------|----------|-------------------|------------------|
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time. | | | | | |
| 3 | Advisory Vote on Say on Pay Frequency | Mgmt | One Year | One Year | One Year |
| Voter Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay. | | | | | |
| 4 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |
| Voter Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | | |

Take-Two Interactive Software, Inc.

Meeting Date: 09/18/2024Country: USATicker: TTWO

Record Date: 07/23/2024Meeting Type: Annual

Primary Security ID: 874054109

Shares Voted: 7,950

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|--------------------------------------|-----------|----------|-------------------|------------------|
| 1a | Elect Director Strauss Zelnick | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1b | Elect Director Michael Dornemann | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1c | Elect Director J Moses | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1d | Elect Director Michael Sheresky | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1e | Elect Director LaVerne Srinivasan | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1f | Elect Director Susan Tolson | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1g | Elect Director Paul Viera | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1h | Elect Director Roland Hernandez | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 1i | Elect Director William "Bing" Gordon | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |

Take-Two Interactive Software, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|--|-----------|----------|-------------------|------------------|
| 1j | Elect Director Ellen Siminoff | Mgmt | For | For | For |
| Voter Rationale: A vote FOR the director nominees is warranted. | | | | | |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |

Masimo Corporation

Meeting Date: 09/19/2024Country: USATicker: MASI

Record Date: 08/12/2024Meeting Type: Proxy Contest

Primary Security ID: 574795100

Shares Voted: 9,900

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|---|-----------|----------|-------------------|------------------|
| 1a | Management Universal Proxy (Gold Proxy Card) | Mgmt | | | |
| | From the Combined List of Management & Dissident Nominees - Elect 2 Directors | Mgmt | | | |
| | Elect Management Nominee Director Christopher Chavez | Mgmt | For | Refer | Do Not Vote |
| 1b | Elect Management Nominee Director Joe Kiani | Mgmt | For | Refer | Do Not Vote |
| 1c | Elect Dissident Nominee Director William R. Jellison | SH | Withhold | Refer | Do Not Vote |
| 1d | Elect Dissident Nominee Director Darlene J.S. Solomon | SH | Withhold | Refer | Do Not Vote |
| 2 | Ratify Grant Thornton LLP as Auditors | Mgmt | For | Refer | Do Not Vote |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | Refer | Do Not Vote |
| 4 | Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to April 20, 2023 | SH | Against | Refer | Do Not Vote |
| 1a | Dissident Universal Proxy (White Proxy Card) | Mgmt | | | |
| | From the Combined List of Management & Dissident Nominees - Elect 2 Directors | Mgmt | | | |
| | Elect Dissident Nominee Director William Jellison | SH | For | Refer | For |
| Voter Rationale: The dissident has presented a compelling case for additional change. Votes FOR dissident nominees William Jellison and Darlene Solomon are warranted. | | | | | |

Masimo Corporation

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|---|-----------|----------|-------------------|------------------|
| 1b | Elect Dissident Nominee Director Darlene Solomon | SH | For | Refer | For |
| Voter Rationale: The dissident has presented a compelling case for additional change. Votes FOR dissident nominees William Jellison and Darlene Solomon are warranted. | | | | | |
| | COMPANY NOMINEES OPPOSED BY POLITAN | Mgmt | | | |
| 1a | Elect Management Nominee Director Christopher G. Chavez | Mgmt | Withhold | Refer | Withhold |
| Voter Rationale: The dissident has presented a compelling case for additional change. Votes FOR dissident nominees William Jellison and Darlene Solomon are warranted. | | | | | |
| 1b | Elect Management Nominee Director Joe Kiani | Mgmt | Withhold | Refer | Withhold |
| Voter Rationale: The dissident has presented a compelling case for additional change. Votes FOR dissident nominees William Jellison and Darlene Solomon are warranted. | | | | | |
| 2 | Ratify Grant Thornton LLP as Auditors | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal to ratify the auditor is warranted. | | | | | |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | Against | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted. Although some disclosure surrounding engagement efforts is lacking, the compensation committee demonstrated sufficient responsiveness to last year's relatively low say-on-pay vote result. In addition, although certain concerns are noted regarding the magnitude of the CEO's LTI awards and disclosure of LTI metric goals, LTI awards were majority performance-based with a multi-year measurement period and rigorous relative TSR metric. Further, the STI was based entirely on rigorous financial goals. Given these factors, a pay-for-performance misalignment for the year under review is mitigated. | | | | | |
| 4 | Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to April 20, 2023 | Mgmt | For | Refer | For |
| Voter Rationale: A vote FOR this proposal is warranted given that the dissident has made a compelling case for change and there appears to be minimal downside risk to shareholders in approving the request. | | | | | |

FedEx Corporation

| | | |
|--------------------------------|----------------------|-------------|
| Meeting Date: 09/23/2024 | Country: USA | Ticker: FDX |
| Record Date: 07/29/2024 | Meeting Type: Annual | |
| Primary Security ID: 31428X106 | | |

Shares Voted: 11,686

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1a | Elect Director Silvia Davila | Mgmt | For | For | For |
| 1b | Elect Director Marvin R. Ellison | Mgmt | For | For | For |
| 1c | Elect Director Stephen E. Gorman | Mgmt | For | For | For |
| 1d | Elect Director Susan Patricia Griffith | Mgmt | For | For | For |
| 1e | Elect Director Amy B. Lane | Mgmt | For | For | For |

FedEx Corporation

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|---|--|-----------|----------|-------------------|------------------|
| 1f | Elect Director R. Brad Martin | Mgmt | For | For | For |
| 1g | Elect Director Nancy A. Norton | Mgmt | For | For | For |
| 1h | Elect Director Frederick P. Perpall | Mgmt | For | For | For |
| 1i | Elect Director Joshua Cooper Ramo | Mgmt | For | For | For |
| 1j | Elect Director Susan C. Schwab | Mgmt | For | For | For |
| 1k | Elect Director Frederick W. Smith | Mgmt | For | For | For |
| 1l | Elect Director David P. Steiner | Mgmt | For | For | For |
| 1m | Elect Director Rajesh Subramaniam | Mgmt | For | For | For |
| 1n | Elect Director Paul S. Walsh | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| 4 | Amend Certificate of Incorporation to Limit the Liability of Certain Officers | Mgmt | For | For | For |
| 5 | Amend Certificate of Incorporation to Remove Pass-Through Voting Provision | Mgmt | For | For | For |
| 6 | Report on "Just Transition" | SH | Against | For | For |
| Voter Rationale: A vote FOR this proposal is warranted as greater disclosure around the company's just transition strategy specifically would better position shareholders to evaluate any related risks and opportunities. | | | | | |
| 7 | Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors | SH | Against | Against | Against |
| 8 | Report on Framework to Assess Company Lobbying Alignment with Climate Goals | SH | Against | For | For |
| Voter Rationale: A vote FOR this proposal is warranted at this time as shareholders may benefit from a more complete evaluation of climate lobbying being conducted on the company's behalf. | | | | | |

General Mills, Inc.

Meeting Date: 09/24/2024Country: USATicker: GIS

Record Date: 07/26/2024Meeting Type: Annual

Primary Security ID: 370334104

Shares Voted: 29,312

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|-------------------------------|-----------|----------|-------------------|------------------|
| 1a | Elect Director Benno O. Dorer | Mgmt | For | For | For |

General Mills, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|--|---|-----------|----------|-------------------|------------------|
| 1b | Elect Director C. Kim Goodwin | Mgmt | For | For | For |
| 1c | Elect Director Jeffrey L. Harmening | Mgmt | For | For | For |
| 1d | Elect Director Maria G. Henry | Mgmt | For | For | For |
| 1e | Elect Director Jo Ann Jenkins | Mgmt | For | For | For |
| 1f | Elect Director Elizabeth C. Lempres | Mgmt | For | For | For |
| 1g | Elect Director John G. Morikis | Mgmt | For | For | For |
| 1h | Elect Director Diane L. Neal | Mgmt | For | For | For |
| 1i | Elect Director Steve Odland | Mgmt | For | For | For |
| 1j | Elect Director Maria A. Sastre | Mgmt | For | For | For |
| 1k | Elect Director Eric D. Sprunk | Mgmt | For | For | For |
| 1l | Elect Director Jorge A. Uribe | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |
| 4 | Disclose Regenerative Agriculture Practices Within Supply Chain | SH | Against | For | For |
| Voter Rationale: A vote FOR this proposal is warranted, as increased disclosure about the company's reduction of synthetic pesticide use would allow investors to better understand how the company is managing related risks. | | | | | |
| 5 | Report on Efforts to Reduce Plastic Use | SH | Against | For | For |
| Voter Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from additional information on how the company is managing risks related to its use of plastic packaging. | | | | | |

Lamb Weston Holdings, Inc.

Meeting Date: 09/26/2024Country: USATicker: LW

Record Date: 07/29/2024Meeting Type: Annual

Primary Security ID: 513272104

Shares Voted: 7,290

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|-----------------------------------|-----------|----------|-------------------|------------------|
| 1a | Elect Director Peter J. Bensen | Mgmt | For | For | For |
| 1b | Elect Director Charles A. Blixt | Mgmt | For | For | For |
| 1c | Elect Director Robert J. Coviello | Mgmt | For | For | For |
| 1d | Elect Director Rita Fisher | Mgmt | For | For | For |
| 1e | Elect Director Andre J. Hawaux | Mgmt | For | For | For |

Lamb Weston Holdings, Inc.

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|---|-----------|----------|-------------------|------------------|
| 1f | Elect Director W.G. Jurgensen | Mgmt | For | For | For |
| 1g | Elect Director Hala G. Modellmog | Mgmt | For | For | For |
| 1h | Elect Director Robert A. Niblock | Mgmt | For | For | For |
| 1i | Elect Director Maria Renna Sharpe | Mgmt | For | For | For |
| 1j | Elect Director Thomas P. Werner | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify KPMG LLP as Auditors | Mgmt | For | For | For |
| 4 | Amend Certificate of Incorporation to Provide for the Exculpation of Officers | Mgmt | For | For | For |

Trimble Inc.

Meeting Date: 09/30/2024

Record Date: 04/01/2024

Primary Security ID: 896239100

Country: USA

Meeting Type: Annual

Ticker: TRMB

Shares Voted: 12,500

| Proposal Number | Proposal Text | Proponent | Mgmt Rec | Voting Policy Rec | Vote Instruction |
|-----------------|--|-----------|----------|-------------------|------------------|
| 1.1 | Elect Director James C. Dalton | Mgmt | For | For | For |
| 1.2 | Elect Director Borje Ekholm | Mgmt | For | For | For |
| 1.3 | Elect Director Kaigham (Ken) Gabriel | Mgmt | For | For | For |
| 1.4 | Elect Director Meaghan Lloyd | Mgmt | For | For | For |
| 1.5 | Elect Director Ronald S. Nersesian | Mgmt | For | For | For |
| 1.6 | Elect Director Robert G. Painter | Mgmt | For | For | For |
| 1.7 | Elect Director Mark S. Peek | Mgmt | For | For | For |
| 1.8 | Elect Director Kara Sprague | Mgmt | For | For | For |
| 1.9 | Elect Director Thomas Sweet | Mgmt | For | For | For |
| 1.10 | Elect Director Johan Wibergh | Mgmt | For | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt | For | For | For |
| 3 | Ratify Ernst & Young LLP as Auditors | Mgmt | For | For | For |
| 4 | Amend Omnibus Stock Plan | Mgmt | For | For | For |