

# Global Telecom & Utilities Income Fund

HGI.UN

Meeting Date Range: 01-Jul-2018 - 30-Jun-2019

## Proxy Voting Report

DEUTSCHE TELEKOM AG				
<b>Security:</b> D2035M136 <b>Ticker:</b> DTE <b>ISIN:</b> DE0005557508		<b>Agenda Number:</b> 710588546 <b>Meeting Type:</b> AGM <b>Meeting Date:</b> 3/28/2019		
Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	SUBMISSIONS TO THE SHAREHOLDERS' MEETING PURSUANT TO SECTION 176 (1) SENTENCE 1 OF THE GERMAN STOCK CORPORATION ACT (AKTIENGESETZ - AKTG)	Non-Voting		
2	RESOLUTION ON THE APPROPRIATION OF NET INCOME: THE DISTRIBUTABLE PROFIT OF EUR 7,031,250,356.18 SHALL BE APPROPRIATED AS FOLLOWS: PAYMENT OF A DIVIDEND OF EUR 0.70 PER NO-PAR SHARE EUR 3,711,477,522.88 SHALL BE CARRIED FORWARD EX-DIVIDEND DATE: MARCH 29, 2019 PAYABLE DATE: APRIL 2, 2019	Mgmt	For	For
3	RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE BOARD OF MANAGEMENT FOR THE 2018 FINANCIAL YEAR	Mgmt	For	For
4	RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE SUPERVISORY BOARD FOR THE 2018 FINANCIAL YEAR	Mgmt	For	For
5	RESOLUTION ON THE APPOINTMENT OF THE INDEPENDENT AUDITOR AND THE GROUP AUDITOR FOR THE 2019 FINANCIAL YEAR AS WELL AS THE INDEPENDENT AUDITOR TO REVIEW THE CONDENSED FINANCIAL STATEMENTS AND THE INTERIM MANAGEMENT REPORT IN THE 2019 FINANCIAL YEAR AND PERFORM ANY REVIEW OF ADDITIONAL INTERIM FINANCIAL INFORMATION: PRICEWATERHOUSECOOPERS GMBH WIRTSCHAFTSPRUFUNGSGESELLSCHAFT, FRANKFURT AM MAIN	Mgmt	For	For
6	ELECTION OF A SUPERVISORY BOARD MEMBER: LARS HINRICHS	Mgmt	For	For
7	ELECTION OF A SUPERVISORY BOARD MEMBER: KARL-HEINZ STREIBICH	Mgmt	For	For
8	ELECTION OF A SUPERVISORY BOARD MEMBER: DR. ROLF BOSINGER	Mgmt	For	For
E.ON SE				
<b>Security:</b> D24914133		<b>Agenda Number:</b> 710882071		

**Ticker:** EOAN  
**ISIN:** DE000ENAG999

**Meeting Type:** AGM  
**Meeting Date:** 5/14/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	FINANCIAL STATEMENTS AND ANNUAL REPORT FOR THE 2018 FINANCIAL YEAR WITH THE REPORT OF THE SUPERVISORY BOARD, THE GROUP FINANCIAL STATEMENTS, THE GROUP ANNUAL REPORT, AND THE REPORT PURSUANT TO SECTIONS 289A(1) AND 315A(1) OF THE GERMAN COMMERCIAL CODE	Non-Voting		
2	RESOLUTION ON THE APPROPRIATION OF THE DISTRIBUTABLE PROFIT THE DISTRIBUTABLE PROFIT OF EUR 1,053,037,097.98 SHALL BE APPROPRIATED AS FOLLOWS: PAYMENT OF A DIVIDEND OF EUR 0.43 PER NO-PAR SHARE EUR 121,162,841.79 SHALL BE CARRIED FORWARD EX-DIVIDEND DATE: MAY 15, 2019 PAYABLE DATE: MAY 17, 2019	Mgmt	For	For
3	RATIFICATION OF THE ACTS OF THE BOARD OF MDS	Mgmt	For	For
4	RATIFICATION OF THE ACTS OF THE SUPERVISORY BOARD	Mgmt	For	For
5.1	APPOINTMENT OF AUDITOR: FOR THE 2019 FINANCIAL YEAR: PRICEWATERHOUSECOOPERS GMBH, DUSSELDORF	Mgmt	For	For
5.2	APPOINTMENT OF AUDITOR: FOR THE REVIEW OF THE ABBREVIATED FINANCIAL STATEMENTS AND THE INTERIM FINANCIAL REPORTS FOR THE 2019 FINANCIAL YEAR: PRICEWATERHOUSECOOPERS GMBH, DUSSELDORF	Mgmt	For	For
5.3	APPOINTMENT OF AUDITOR: FOR THE REVIEW OF THE ABBREVIATED FINANCIAL STATEMENTS AND THE INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER OF THE 2020 FINANCIAL YEAR: PRICEWATERHOUSECOOPERS GMBH, DUSSELDORF	Mgmt	For	For
6	APPROVAL OF THE AMENDMENT TO THE ARTICLES OF ASSOCIATION IN RESPECT THE SIZE OF THE SUPERVISORY BOARD BEING ADJUSTED IN CONNECTION WITH THE PLANNED TAKEOVER OF INNOGY SE BY THE COMPANY, THE SIZE OF THE INCREASED TO TWENTY MEMBERS AFTER THE TAKEOVER HAS BEEN FINALIZED. OF THE SIX ADDITIONAL MEMBERS THREE SHALL BE REPRESENTATIVES OF THE SHAREHOLDERS AND THREE OF THE EMPLOYEES. AS OF THE YEAR 2023, THE SIZE OF THE SUPERVISORY SHALL BE REDUCED TO TWELVE MEMBERS	Mgmt	For	For

7.1	APPROVAL OF CONTROL AND PROFIT-TRANSFER AGREEMENTS: THE CONTROL AND PROFIT-TRANSFER AGREEMENT WITH THE COMPANY'S WHOLLY-OWNED SUBSIDIARY, E.ON 11. VERWALTUNGS GMBH, EFFECTIVE FOR A PERIOD OF AT LEAST FIVE YEARS, SHALL BE APPROVED	Mgmt	For	For
7.2	APPROVAL OF CONTROL AND PROFIT-TRANSFER AGREEMENTS: THE CONTROL AND PROFIT-TRANSFER AGREEMENT WITH THE COMPANY'S WHOLLY-OWNED SUBSIDIARY, E.ON 12. VERWALTUNGS GMBH, EFFECTIVE FOR A PERIOD OF AT LEAST FIVE YEARS, SHALL BE APPROVED	Mgmt	For	For

EDP-ENERGIAS DE PORTUGAL SA				
<b>Security:</b> X67925119 <b>Ticker:</b> EDP <b>ISIN:</b> PTEDP0AM0009		<b>Agenda Number:</b> 710890066 <b>Meeting Type:</b> AGM <b>Meeting Date:</b> 4/24/2019		
Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	RESOLVE ON THE APPROVAL OF THE INDIVIDUAL AND CONSOLIDATED ACCOUNTS' REPORTING DOCUMENTS FOR 2018, INCLUDING THE GLOBAL MANAGEMENT REPORT (WHICH INCORPORATES A CHAPTER REGARDING CORPORATE GOVERNANCE), THE INDIVIDUAL AND CONSOLIDATED ACCOUNTS, THE SUSTAINABILITY REPORT (CONTAINING THE NON-FINANCIAL CONSOLIDATED STATEMENT), THE ANNUAL REPORT AND THE OPINION OF THE GENERAL AND SUPERVISORY BOARD (THAT INTEGRATES THE ANNUAL REPORT OF THE FINANCIAL MATTERS COMMITTEE/AUDIT COMMITTEE) AND THE AUDITORS' REPORT ON THE INDIVIDUAL AND CONSOLIDATED FINANCIAL STATEMENTS	Mgmt	For	For
2	RESOLVE ON THE ALLOCATION OF PROFITS IN RELATION TO THE 2018 FINANCIAL YEAR	Mgmt	For	For
3.1	RESOLVE ON THE GENERAL APPRAISAL OF THE MANAGEMENT AND SUPERVISION OF THE COMPANY, UNDER ARTICLE 455 OF THE PORTUGUESE COMPANIES CODE: GENERAL APPRAISAL OF THE EXECUTIVE BOARD OF DIRECTORS	Mgmt	For	For
3.2	RESOLVE ON THE GENERAL APPRAISAL OF THE MANAGEMENT AND SUPERVISION OF THE COMPANY, UNDER ARTICLE 455 OF THE PORTUGUESE COMPANIES CODE: GENERAL APPRAISAL OF THE GENERAL AND SUPERVISORY BOARD	Mgmt	For	For
3.3	RESOLVE ON THE GENERAL APPRAISAL OF THE MANAGEMENT AND SUPERVISION OF THE COMPANY, UNDER ARTICLE 455 OF THE PORTUGUESE COMPANIES CODE: GENERAL APPRAISAL OF THE STATUTORY AUDITOR	Mgmt	For	For

4	RESOLVE ON THE GRANTING OF AUTHORIZATION TO THE EXECUTIVE BOARD OF DIRECTORS FOR THE ACQUISITION AND SALE OF OWN SHARES BY EDP AND SUBSIDIARIES OF EDP	Mgmt	For	For
5	RESOLVE ON THE GRANTING OF AUTHORIZATION TO THE EXECUTIVE BOARD OF DIRECTORS FOR THE ACQUISITION AND SALE OF OWN BONDS BY EDP	Mgmt	For	For
6	RESOLVE ON THE REMUNERATION POLICY OF THE MEMBERS OF THE EXECUTIVE BOARD OF DIRECTORS PRESENTED BY THE REMUNERATIONS COMMITTEE OF THE GENERAL AND SUPERVISORY BOARD	Mgmt	For	For
7	RESOLVE ON THE REMUNERATION POLICY OF THE MEMBERS OF THE OTHER CORPORATE BODIES PRESENTED BY THE REMUNERATIONS COMMITTEE ELECTED BY THE GENERAL SHAREHOLDERS' MEETING	Mgmt	For	For
8	RESOLVE ON THE APPOINTMENT OF THE CHAIRMAN OF THE BOARD OF EDP'S GENERAL SHAREHOLDERS' MEETING WHO, BY VIRTUE OF EDP BY-LAWS, IS INHERENTLY A MEMBER OF THE GENERAL AND SUPERVISORY BOARD, FOR THE REMAINING PERIOD OF THE CURRENT TERM-OF-OFFICE (TRIENNium 2018-2020)	Mgmt	For	For
9	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: AMENDMENT OF THE COMPANY'S BY-LAWS BY ELIMINATING (I) THE EXPRESSION "AND TO PARAGRAPHS 3 TO 5 OF ARTICLE 14" IN PARAGRAPH 5 OF ARTICLE 11, (II) PARAGRAPHS 3, 4, 5 AND 14 OF ARTICLE 14, AND CONSEQUENTLY RENUMBERING THE CURRENT PARAGRAPHS 6 TO 15 INTO PARAGRAPHS 3 TO 11 OF ARTICLE 14, AND (III) THE EXPRESSION "AND PARAGRAPHS 3 AND 4 OF ARTICLE 14" IN PARAGRAPH 2 TO ARTICLE 15, ALL FROM THE COMPANY'S BY-LAWS, AND REPLACING THE EXPRESSION "AS WELL AS AMENDMENTS TO THIS PARAGRAPH INSOFAR AS IT REFERS TO ANY OF SUCH PROVISIONS" BY THE EXPRESSION "AS WELL AS AMENDMENTS TO THIS PARAGRAPH INSOFAR AS IT REFERS TO SUCH PROVISION" IN PARAGRAPH 5 OF ARTICLE 11 OF THE COMPANY'S BY-LAWS	Shr	Abstain	

#### ENDESA SA

**Security:** E41222113

**Ticker:** ELE

**ISIN:** ES0130670112

**Agenda Number:** 710701067

**Meeting Type:** OGM

**Meeting Date:** 4/12/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
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1	APPROVE CONSOLIDATED AND STANDALONE FINANCIAL STATEMENTS	Mgmt	For	For
2	APPROVE CONSOLIDATED AND STANDALONE MANAGEMENT REPORTS	Mgmt	For	For
3	APPROVE NON-FINANCIAL INFORMATION REPORT	Mgmt	For	For
4	APPROVE DISCHARGE OF BOARD	Mgmt	For	For
5	APPROVE ALLOCATION OF INCOME AND DIVIDENDS	Mgmt	For	For
6	APPOINT KPMG AUDITORS AS AUDITOR	Mgmt	For	For
7	ELECT JUAN SANCHEZ-CALERO GUILARTE AS DIRECTOR	Mgmt	For	For
8	REELECT HELENA REVOREDO DELVECCHIO AS DIRECTOR	Mgmt	For	For
9	REELECT IGNACIO GARRALDA RUIZ DE VELASCO AS DIRECTOR	Mgmt	For	For
10	REELECT FRANCISCO DE LACERDA AS DIRECTOR	Mgmt	For	For
11	REELECT ALBERTO DE PAOLI AS DIRECTOR	Mgmt	For	For
12	APPROVE REMUNERATION REPORT	Mgmt	For	For
13	APPROVE REMUNERATION POLICY	Mgmt	For	For
14	APPROVE CASH-BASED LONG-TERM INCENTIVE PLAN	Mgmt	For	For
15	AUTHORIZE BOARD TO RATIFY AND EXECUTE APPROVED RESOLUTIONS	Mgmt	For	For

## ENGIE SA

**Security:** F7629A107  
**Ticker:** ENGI  
**ISIN:** FR0010208488

**Agenda Number:** 710709380  
**Meeting Type:** MIX  
**Meeting Date:** 5/17/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
O.1	APPROVAL OF THE OPERATIONS AND CORPORATE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2018	Mgmt	For	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2018	Mgmt	For	For
O.3	ALLOCATION OF INCOME AND SETTING OF THE DIVIDEND AMOUNT FOR THE FINANCIAL YEAR 2018	Mgmt	For	For
O.4	APPROVAL, PURSUANT TO ARTICLE L. 225-38 OF THE FRENCH COMMERCIAL CODE, OF THE PENSION AND HEALTH INSURANCE COVERAGE OF MR. JEAN-PIERRE CLAMADIEU, CHAIRMAN OF THE BOARD OF DIRECTORS	Mgmt	For	For
O.5	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO TRADE IN THE COMPANY'S SHARES	Mgmt	For	For
O.6	RENEWAL OF THE TERM OF OFFICE OF MRS. FRANCOISE MALRIEU AS DIRECTOR	Mgmt	For	For

O.7	RENEWAL OF THE TERM OF OFFICE OF MRS. MARIE-JOSE NADEAU AS DIRECTOR	Mgmt	For	For
O.8	RENEWAL OF THE TERM OF OFFICE OF MR. PATRICE DURAND AS DIRECTOR	Mgmt	For	For
O.9	RENEWAL OF THE TERM OF OFFICE OF MRS. MARI-NOELLE JEGO-LAVEISSIERE AS DIRECTOR	Mgmt	For	For
O.10	APPROVAL OF THE COMPENSATION ELEMENTS DUE OR AWARDED, FOR THE PERIOD FROM 18 MAY TO 31 DECEMBER 2018, TO MR. JEAN-PIERRE CLAMADIEU, CHAIRMAN OF THE BOARD OF DIRECTORS	Mgmt	For	For
O.11	APPROVAL OF THE COMPENSATION ELEMENTS DUE OR AWARDED, FOR THE FINANCIAL YEAR 2018, TO MRS. ISABELLE KOCHER, CHIEF EXECUTIVE OFFICER	Mgmt	For	For
O.12	APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING THE FIXED, VARIABLE AND EXCEPTIONAL COMPONENTS MAKING UP THE TOTAL COMPENSATION AND BENEFITS OF ANY KIND ATTRIBUTABLE TO THE CHAIRMAN OF THE BOARD OF DIRECTORS	Mgmt	For	For
O.13	APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING THE FIXED, VARIABLE AND EXCEPTIONAL COMPONENTS MAKING UP THE TOTAL COMPENSATION AND BENEFITS OF ANY KIND ATTRIBUTABLE TO THE CHIEF EXECUTIVE OFFICER	Mgmt	For	For
E.14	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL BY ISSUING SHARES OR TRANSFERRABLE SECURITIES GRANTING ACCESS TO EQUITY SECURITIES TO BE ISSUED, WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT, FOR THE BENEFIT OF EMPLOYEES WHO ARE MEMBERS OF THE ENGIE GROUP'S COMPANY SAVINGS PLANS	Mgmt	For	For
E.15	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL BY ISSUING SHARES OR TRANSFERRABLE SECURITIES GRANTING ACCESS TO EQUITY SECURITIES TO BE ISSUED, WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT, IN FAVOUR OF ANY ENTITY WHOSE SOLE AIM IS TO SUBSCRIBE, HOLD AND SELL SHARES OR OTHER FINANCIAL INSTRUMENTS, AS PART OF THE IMPLEMENTATION OF THE ENGIE GROUP INTERNATIONAL EMPLOYEE SHAREHOLDING PLAN	Mgmt	For	For
E.16	POWERS FOR THE EXECUTION OF THE GENERAL MEETING'S DECISIONS AND FOR THE FORMALITIES	Mgmt	For	For

IBERDROLA SA				
<b>Security:</b> E6165F166 <b>Ticker:</b> IBE <b>ISIN:</b> ES0144580Y14		<b>Agenda Number:</b> 710576476 <b>Meeting Type:</b> OGM <b>Meeting Date:</b> 3/29/2019		
Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	APPROVAL OF THE ANNUAL ACCOUNTS FOR THE 2018 FISCAL YEAR	Mgmt	For	For
2	APPROVAL OF THE MANAGEMENT REPORTS FOR THE YEAR 2018	Mgmt	For	For
3	APPROVAL OF THE STATUS OF NON-FINANCIAL INFORMATION FOR THE YEAR 2018	Mgmt	For	For
4	APPROVAL OF THE SOCIAL MANAGEMENT AND PERFORMANCE OF THE BOARD OF DIRECTORS DURING THE FINANCIAL YEAR 2018	Mgmt	For	For
5	MODIFICATION OF THE PREAMBLE AND ARTICLES 4, 6, 7, 8, 22, 32, 33, 34 AND 49 OF THE BYLAWS IN ORDER TO REFLECT THE PURPOSE AND VALUES OF THE IBERDROLA GROUP, FORMALIZE ITS COMMITMENT TO THE OBJECTIVES OF SUSTAINABLE DEVELOPMENT (ODS) APPROVED BY THE ORGANIZATION OF THE UNITED NATIONS AND IMPROVE DRAFTING USING INCLUSIVE LANGUAGE	Mgmt	For	For
6	MODIFICATION OF ARTICLES 37 AND 41 OF THE BYLAWS TO REFLECT THE CHANGE OF NAME OF THE COMMISSION OF CORPORATE SOCIAL RESPONSIBILITY, WHICH IS CURRENTLY CALLED THE COMMISSION FOR SUSTAINABLE DEVELOPMENT	Mgmt	For	For
7	APPROVAL OF THE PROPOSAL FOR THE APPLICATION OF THE RESULT AND DISTRIBUTION OF THE DIVIDEND CORRESPONDING TO THE YEAR 2018, WHOSE COMPLEMENTARY PAYMENT WILL BE CARRIED OUT WITHIN THE FRAMEWORK OF THE OPTIONAL DIVIDEND SYSTEM "IBERDROLA FLEXIBLE RETRIBUTION"	Mgmt	For	For
8	APPROVAL OF A FIRST CAPITAL INCREASE RELEASED FOR A MAXIMUM REFERENCE MARKET VALUE OF 1,520 MILLION EUROS IN ORDER TO IMPLEMENT THE OPTIONAL DIVIDEND SYSTEM "IBERDROLA FLEXIBLE RETRIBUTION"	Mgmt	For	For
9	APPROVAL OF A SECOND CAPITAL INCREASE RELEASED FOR A MAXIMUM REFERENCE MARKET VALUE OF 1,235 MILLION EUROS IN ORDER TO IMPLEMENT THE OPTIONAL DIVIDEND SYSTEM "IBERDROLA FLEXIBLE RETRIBUTION"	Mgmt	For	For

10	APPROVAL OF A CAPITAL REDUCTION THROUGH THE AMORTIZATION OF A MAXIMUM OF 280,457,000 OWN SHARES (4.30% OF THE SHARE CAPITAL)	Mgmt	For	For
11	ADVISORY VOTE ON THE ANNUAL REPORT ON DIRECTORS' REMUNERATION FOR THE YEAR 2018	Mgmt	For	For
12	APPOINTMENT OF DONA SARA DE LA RICA GOIRICELAYA AS INDEPENDENT COUNSELOR	Mgmt	For	For
13	RATIFICATION OF THE APPOINTMENT BY COOPTION AND REELECTION OF MR. XABIER SAGREDO ORMAZA AS INDEPENDENT DIRECTOR	Mgmt	For	For
14	RE-ELECTION OF DONA MARIA HELENA ANTOLIN RAYBAUD AS INDEPENDENT COUNSELOR	Mgmt	For	For
15	RE-ELECTION OF MR. JOSE W. FERNANDEZ AS INDEPENDENT DIRECTOR	Mgmt	For	For
16	RE-ELECTION OF DONA DENISE HOLT AS INDEPENDENT COUNSELOR	Mgmt	For	For
17	RE-ELECTION OF MR. MANUEL MOREU MUNAIZ AS INDEPENDENT DIRECTOR	Mgmt	For	For
18	RE-ELECTION OF MR. IGNACIO SANCHEZ GALAN AS EXECUTIVE DIRECTOR	Mgmt	For	For
19	DETERMINATION OF THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS IN FOURTEEN	Mgmt	For	For
20	DELEGATION OF POWERS FOR THE FORMALIZATION AND ELEVATION TO PUBLIC OF THE AGREEMENTS THAT ARE ADOPTED	Mgmt	For	For

#### MEDIASET SPA

**Security:** T6688Q107  
**Ticker:** MS  
**ISIN:** IT0001063210

**Agenda Number:** 710780481  
**Meeting Type:** MIX  
**Meeting Date:** 4/18/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
O.A	FINANCIAL STATEMENTS AT 31 DECEMBER 2018	Mgmt	For	For
O.B	COMPENSATION REPORT, PURSUANT TO ARTICLE 123-TER OF ITALIAN LEGISLATIVE DECREE 58/1998	Mgmt	For	For
O.C	AUTHORISATION FOR THE BOARD OF DIRECTORS TO PURCHASE AND DISPOSE OF TREASURY SHARES	Mgmt	For	For
E.D	PROPOSAL TO AMEND ARTICLE 7 OF THE COMPANY BYLAWS	Mgmt	For	For

#### NATIONAL GRID PLC

**Security:** G6S9A7120  
**Ticker:** NG  
**ISIN:** GB00BDR05C01

**Agenda Number:** 709585030  
**Meeting Type:** AGM  
**Meeting Date:** 7/30/2018



Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS	Mgmt	For	For
2	TO DECLARE A FINAL DIVIDEND	Mgmt	For	For
3	TO RE-ELECT SIR PETER GERSHON	Mgmt	For	For
4	TO RE-ELECT JOHN PETTIGREW	Mgmt	For	For
5	TO RE-ELECT DEAN SEAVERS	Mgmt	For	For
6	TO RE-ELECT NICOLA SHAW	Mgmt	For	For
7	TO RE-ELECT NORA MEAD BROWNELL	Mgmt	For	For
8	TO RE-ELECT JONATHAN DAWSON	Mgmt	For	For
9	TO RE-ELECT THERESE ESPERDY	Mgmt	For	For
10	TO RE-ELECT PAUL GOLBY	Mgmt	For	For
11	TO RE-ELECT MARK WILLIAMSON	Mgmt	For	For
12	TO ELECT AMANDA MESLER	Mgmt	For	For
13	TO RE-APPOINT THE AUDITORS DELOITTE LLP	Mgmt	For	For
14	TO AUTHORISE THE DIRECTORS TO SET THE AUDITORS' REMUNERATION	Mgmt	For	For
15	TO APPROVE THE DIRECTORS' REMUNERATION REPORT (EXCLUDING THE EXCERPTS FROM THE DIRECTORS' REMUNERATION POLICY) SET OUT IN THE ANNUAL REPORT (SEE FULL NOTICE)	Mgmt	For	For
16	TO AUTHORISE THE COMPANY TO MAKE POLITICAL DONATIONS	Mgmt	For	For
17	TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES DIRECTORS' REMUNERATION POLICY	Mgmt	For	For
18	TO DISAPPLY PRE-EMPTION RIGHTS POLITICAL DONATIONS	Mgmt	For	For
19	TO DISAPPLY PRE-EMPTION RIGHTS FOR ACQUISITIONS	Mgmt	For	For
20	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	Mgmt	For	For
21	TO AUTHORISE THE DIRECTORS TO HOLD GENERAL MEETINGS ON 14 CLEAR DAYS' NOTICE	Mgmt	For	For

#### NATURGY ENERGY GROUP SA

**Security:** E7S90S109

**Ticker:** NTGY

**ISIN:** ES0116870314

**Agenda Number:** 710495171

**Meeting Type:** OGM

**Meeting Date:** 3/5/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	APPROVAL OF INDIVIDUAL ANNUAL ACCOUNTS AND MANAGEMENT REPORT	Mgmt	For	For
2	APPROVAL OF CONSOLIDATED ANNUAL ACCOUNTS AND MANAGEMENT REPORT	Mgmt	For	For
3	APPROVAL OF CONSOLIDATED NON-FINANCIAL INFORMATION	Mgmt	For	For
4	TRANSFER TO THE VOLUNTARY RESERVES ACCOUNT OF AN AMOUNT OF 81,486,060.58 EUR COMING FROM THE RESERVE FUND OF COMMERCE ACCOUNT	Mgmt	For	For

5	AUTHORIZATION TO THE BOARD OF DIRECTORS FOR THE DERIVATIVE ACQUISITION OF OWN SHARES	Mgmt	For	For
6	EXAMINATION AND APPROVAL, WHERE APPROPRIATE, OF THE MANAGEMENT OF THE BOARD OF DIRECTORS DURING THE FINANCIAL YEAR 2018	Mgmt	For	For
7	APPOINTMENT OF MR SCOTT STANLEY AS DIRECTOR	Mgmt	For	For
8	ALLOCATION OF RESULTS	Mgmt	For	For
9	APPROVAL OF THE DECREASE IN CAPITAL BY REDEMPTION OF OWN SHARES	Mgmt	For	For
10	APPROVAL OF THE REMUNERATION POLICY FOR DIRECTORS FROM 2019 TO 2021	Mgmt	For	For
11	APPROVAL OF THE LONG TERM INCENTIVE PLAN FOR DIRECTORS	Mgmt	For	For
12	DELIVERY SHARE PLAN FOR EMPLOYEES OF NATURGY GROUP	Mgmt	For	For
13	CONSULTATIVE VOTE REGARDING THE ANNUAL REMUNERATION REPORT OF THE BOARD OF DIRECTORS	Mgmt	For	For
14	INFORMATION ABOUT THE AMENDMENT OF THE REGULATION OF THE BOARD OF DIRECTORS	Non-Voting		
15	DELEGATION OF POWERS TO IMPLEMENT AGREEMENTS ADOPTED BY SHAREHOLDERS	Mgmt	For	For

#### PROSIEBENSAT.1 MEDIA SE

**Security:** D6216S143  
**Ticker:** PSM  
**ISIN:** DE000PSM7770

**Agenda Number:** 711204432  
**Meeting Type:** AGM  
**Meeting Date:** 6/12/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	PRESENTATION OF THE ADOPTED FINANCIAL STATEMENTS AND THE APPROVED CONSOLIDATED FINANCIAL STATEMENTS, THE COMBINED MANAGEMENT REPORT FOR PROSIEBENSAT.1 MEDIA SE AND THE GROUP, INCLUDING THE EXPLANATORY REPORT ON THE INFORMATION PURSUANT TO SECTIONS 289A PARA. 1, 315A PARA. 1 OF THE GERMAN COMMERCIAL CODE (HGB) AND THE REPORT OF THE SUPERVISORY BOARD EACH FOR THE FISCAL YEAR 2018	Non-Voting		
2	RESOLUTION ON THE USE OF BALANCE SHEET PROFITS FOR THE FISCAL YEAR 2018: DISTRIBUTION OF A DIVIDEND OF EUR 1.19 PER NO-PAR VALUE SHARE	Mgmt	For	For
3	THE EXECUTIVE BOARD AND THE SUPERVISORY BOARD PROPOSE THAT THE MEMBERS OF THE EXECUTIVE BOARD HOLDING THE OFFICE IN THE FISCAL YEAR 2018 BE GRANTED FORMAL APPROVAL FOR THEIR ACTIVITIES IN THE FISCAL YEAR 2018	Mgmt	For	For

4	THE EXECUTIVE BOARD AND THE SUPERVISORY BOARD PROPOSE THAT THE MEMBERS OF THE SUPERVISORY BOARD HOLDING THE OFFICE IN THE FISCAL YEAR 2018 BE GRANTED FORMAL APPROVAL FOR THEIR ACTIVITIES IN THE FISCAL YEAR 2018	Mgmt	For	For
5	APPOINTMENT OF THE AUDITOR FOR THE FISCAL YEAR 2019 AS WELL AS THE AUDITOR FOR A REVIEW OF FINANCIAL REPORTS/FINANCIAL INFORMATION DURING THE FISCAL YEAR 2019 AND IN THE FISCAL YEAR 2020 DURING THE PERIOD UNTIL THE NEXT ORDINARY SHAREHOLDERS' MEETING: ERNST & YOUNG GMBH WIRTSCHAFTSPRÜFUNGSGESELLSCHAFT, STUTTGART	Mgmt	For	For
6	RESOLUTION ON AN AMENDMENT OF THE ARTICLES OF INCORPORATION IN SECTION 10 PARA. 3 AND 4 (COMPOSITION AND TERM OF OFFICE OF THE SUPERVISORY BOARD)	Mgmt	For	For
7.1	NEW ELECTION TO THE SUPERVISORY BOARD: ERIK ADRIANUS HUBERTUS HUGGERS, INDEPENDENT ENTREPRENEUR, RESIDING IN LOS ALTOS/ UNITED STATES OF AMERICA	Mgmt	For	For
7.2	NEW ELECTION TO THE SUPERVISORY BOARD: MARJORIE KAPLAN, INDEPENDENT ENTREPRENEUR AND BOARD MEMBER OF THE GRIERSON TRUST, PETERBOROUGH/UNITED KINGDOM, RESIDING IN LONDON/UNITED KINGDOM	Mgmt	For	For
7.3	NEW ELECTION TO THE SUPERVISORY BOARD: KETAN MEHTA, MANAGING DIRECTOR AT ALLEN & CO., NEW YORK/UNITED STATES OF AMERICA, RESIDING IN NEW YORK/UNITED STATES OF AMERICA	Mgmt	For	For
7.4	NEW ELECTION TO THE SUPERVISORY BOARD: LAWRENCE A. AIDEM, MANAGING PARTNER AT REVERB ADVISORS, BOSTON/UNITED STATES OF AMERICA, RESIDING IN NEW YORK/UNITED STATES OF AMERICA	Mgmt	For	For
7.5	NEW ELECTION TO THE SUPERVISORY BOARD: ANGELIKA GIFFORD, MEMBER IN VARIOUS SUPERVISORY BOARDS, RESIDING IN KRANZBERG	Mgmt	For	For
7.6	NEW ELECTION TO THE SUPERVISORY BOARD: DR. MARION HELMES, MEMBER IN VARIOUS SUPERVISORY BOARDS, RESIDING IN BERLIN	Mgmt	For	For

7.7	NEW ELECTION TO THE SUPERVISORY BOARD: DR. WERNER BRANDT, CHAIRMAN OF THE SUPERVISORY BOARD OF RWE AKTIENGESELLSCHAFT, ESSEN, RESIDING IN BAD HOMBURG	Mgmt	For	For
7.8	NEW ELECTION TO THE SUPERVISORY BOARD: ADAM CAHAN, INDEPENDENT ENTREPRENEUR (TECHNOLOGY EXECUTIVE), RESIDING IN SAN FRANCISCO/ UNITED STATES OF AMERICA	Mgmt	For	For
7.9	NEW ELECTION TO THE SUPERVISORY BOARD: PROF. DR. ROLF NONNENMACHER, MEMBER IN VARIOUS SUPERVISORY BOARDS, RESIDING IN BERG (STARNBERGER SEE)	Mgmt	For	For
8	RESOLUTION PURSUANT TO SECTION 71 PARA. 1 NO. 8 AKTG ON A NEW AUTHORIZATION REGARDING THE ACQUISITION AND THE USE OF TREASURY SHARES, ALSO WITH AN EXCLUSION OF PREEMPTIVE RIGHTS, AS WELL AS A CANCELLATION OF THE EXISTING AUTHORIZATIONS PURSUANT TO SECTION 71 PARA. 1 NO. 8 AKTG TO ACQUIRE TREASURY SHARES AND TO ACQUIRE TREASURY SHARES BY USING DERIVATIVES, RESPECTIVELY	Mgmt	For	For
9	RESOLUTION ON THE AUTHORIZATION OF THE USE OF DERIVATIVES IN CONNECTION WITH THE ACQUISITION OF TREASURY SHARES WITH EXCLUSION OF THE SHAREHOLDERS' PREEMPTIVE AND TENDER RIGHTS, RESPECTIVELY	Mgmt	For	For

RWE AG				
<b>Security:</b> D6629K109 <b>Ticker:</b> RWE <b>ISIN:</b> DE0007037129		<b>Agenda Number:</b> 710754880 <b>Meeting Type:</b> AGM <b>Meeting Date:</b> 5/3/2019		
Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	PRESENTATION OF THE APPROVED FINANCIAL STATEMENTS OF RWE AKTIENGESELLSCHAFT AND THE GROUP FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018, WITH THE COMBINED REVIEW OF OPERATIONS OF RWE AKTIENGESELLSCHAFT AND THE GROUP AND THE SUPERVISORY BOARD REPORT FOR FISCAL 2018	Non-Voting		
2	APPROPRIATION OF DISTRIBUTABLE PROFIT: EUR 0.70 PER SHARE	Mgmt	For	For
3	APPROVAL OF THE ACTS OF THE EXECUTIVE BOARD FOR FISCAL 2018	Mgmt	For	For
4	APPROVAL OF THE ACTS OF THE SUPERVISORY BOARD FOR FISCAL 2018	Mgmt	For	For

5	APPOINTMENT OF THE AUDITORS FOR THE 2019 FINANCIAL YEAR: BASED ON THE RECOMMENDATION OF THE AUDIT COMMITTEE, THE SUPERVISORY BOARD PROPOSES THAT PRICEWATERHOUSECOOPERS GMBH WIRTSCHAFTSPRUFUNGSGESELLSCHAF T, FRANKFURT AM MAIN, ZWEIGNIEDERLASSUNG ESSEN GERMANY BE APPOINTED AUDITORS FOR FISCAL 2019. IN ITS RECOMMENDATION, THE AUDIT COMMITTEE DECLARED THAT IT IS NOT UNDULY INFLUENCED BY THIRD PARTIES	Mgmt	For	For
6	APPOINTMENT OF THE AUDITORS FOR THE AUDITLIKE REVIEW OF THE FINANCIAL REPORT FOR THE FIRST HALF OF THE YEAR AND OF THE INTERIM FINANCIAL REPORTS: BASED ON THE RECOMMENDATION OF THE AUDIT COMMITTEE, THE SUPERVISORY BOARD PROPOSES THAT PRICEWATERHOUSECOOPERS GMBH, WIRTSCHAFTSPRUFUNGSGESELLSCHAF T, FRANKFURT AM MAIN, ZWEIGNIEDERLASSUNG ESSEN GERMANY BE COMMISSIONED TO CONDUCT THE AUDIT LIKE REVIEW OF THE CONDENSED FINANCIAL STATEMENTS AND THE INTERIM REVIEWS OF OPERATIONS, WHICH ARE PART OF THE FINANCIAL REPORT FOR THE FIRST HALF OF THE YEAR AND OF THE INTERIM FINANCIAL REPORTS AS OF 30 JUNE 2019, 30 SEPTEMBER 2019 AND 31 MARCH 2020	Mgmt	For	For
7	CONVERSION OF NON-VOTING PREFERRED SHARES TO VOTING COMMON SHARES BY ABOLISHING THE PREFERRED DIVIDEND AND MAKING CORRESPONDING AMENDMENTS TO THE ARTICLES OF INCORPORATION	Mgmt	For	For
8	SPECIAL RESOLUTION BY THE COMMON SHAREHOLDERS ON THE RESOLUTION OF THE ANNUAL GENERAL MEETING UNDER ITEM 7 ON THE AGENDA REGARDING THE APPROVAL OF THE CONVERSION OF THE PREFERRED SHARES TO COMMON SHARES WHILE ABOLISHING THE PREFERRED DIVIDEND	Mgmt	For	For

SPARK NEW ZEALAND LIMITED				
<b>Security:</b> Q8619N107 <b>Ticker:</b> SPK <b>ISIN:</b> NZTELE0001S4		<b>Agenda Number:</b> 710004300 <b>Meeting Type:</b> AGM <b>Meeting Date:</b> 11/2/2018		
Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	AUDITOR'S REMUNERATION	Mgmt	For	For
2	RE-ELECTION OF MS ALISON BARRASS AS A DIRECTOR	Mgmt	For	For
3	RE-ELECTION OF MR IDO LEFFLER AS A DIRECTOR	Mgmt	For	For

4	ELECTION OF MS PIP GREENWOOD AS A DIRECTOR	Mgmt	For	For
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SSE PLC				
<b>Security:</b> G8842P102 <b>Ticker:</b> SSE <b>ISIN:</b> GB0007908733		<b>Agenda Number:</b> 709630671 <b>Meeting Type:</b> AGM <b>Meeting Date:</b> 7/19/2018		
Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	RECEIVE THE REPORT AND ACCOUNTS	Mgmt	For	For
2	APPROVE THE 2018 REMUNERATION REPORT	Mgmt	For	For
3	DECLARE A FINAL DIVIDEND	Mgmt	For	For
4	RE-APPOINT GREGOR ALEXANDER	Mgmt	For	For
5	RE-APPOINT SUE BRUCE	Mgmt	For	For
6	APPOINT TONY COCKER	Mgmt	For	For
7	RE-APPOINT CRAWFORD GILLIES	Mgmt	For	For
8	RE-APPOINT RICHARD GILLINGWATER	Mgmt	For	For
9	RE-APPOINT PETER LYNAS	Mgmt	For	For
10	RE-APPOINT HELEN MAHY	Mgmt	For	For
11	RE-APPOINT ALISTAIR PHILLIPS-DAVIES	Mgmt	For	For
12	APPOINT MARTIN PIBWORTH	Mgmt	For	For
13	RE-APPOINT KPMG LLP AS AUDITOR	Mgmt	For	For
14	AUTHORISE THE AUDIT COMMITTEE TO AGREE THE AUDITOR'S REMUNERATION	Mgmt	For	For
15	AUTHORISE THE DIRECTORS TO ALLOT SHARES	Mgmt	For	For
16	TO DISAPPLY PRE-EMPTION RIGHTS	Mgmt	For	For
17	TO EMPOWER THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	Mgmt	For	For
18	AUTHORISE DIRECTORS TO RENEW THE SCRIP DIVIDEND SCHEME	Mgmt	For	For
19	TO APPROVE 14 DAYS' NOTICE OF GENERAL MEETINGS	Mgmt	For	For

SSE PLC				
<b>Security:</b> G8842P102 <b>Ticker:</b> SSE <b>ISIN:</b> GB0007908733		<b>Agenda Number:</b> 709688317 <b>Meeting Type:</b> OGM <b>Meeting Date:</b> 7/19/2018		
Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	APPROVE THE SPECIAL DIVIDEND TO GIVE EFFECT TO THE DEMERGER	Mgmt	For	For
2	APPROVE THE WAIVER OF THE OBLIGATION ON INNOGY TO MAKE A GENERAL OFFER FOR SHIFTMCO123	Mgmt	For	For

TELECOM ITALIA SPA				
<b>Security:</b> T92778108 <b>Ticker:</b> TIT <b>ISIN:</b> IT0003497168		<b>Agenda Number:</b> 710701245 <b>Meeting Type:</b> OGM <b>Meeting Date:</b> 3/29/2019		

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	FINANCIAL STATEMENTS AS AT 31 DECEMBER 2018 - APPROVAL OF THE FINANCIAL STATEMENTS DOCUMENTATION	Mgmt	For	For
2	DISTRIBUTION OF A PRIVILEGED DIVIDEND TO SAVINGS SHARES THROUGH UTILIZATION OF RESERVES	Mgmt	For	For
3	REPORT ON REMUNERATION - RESOLUTION ON THE FIRST SECTION	Mgmt	For	For
4	UPDATE OF ONE OF THE PERFORMANCE CONDITIONS OF THE INCENTIVE PLAN BASED ON FINANCIAL INSTRUMENTS APPROVED BY THE SHAREHOLDERS' MEETING OF 24 APRIL 2018	Mgmt	For	For
5.A	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: APPOINT ERNST YOUNG SPA AS EXTERNAL AUDITORS	Shr	For	Abstain
5.B	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: APPOINT DELOITTE TOUCHE SPA AS EXTERNAL AUDITORS	Shr	For	Abstain
5.C	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: APPOINT KPMG SPA AS EXTERNAL AUDITORS	Shr	For	Abstain
6	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL REQUESTED BY THE SHAREHOLDER VIVENDI S.A.: REVOCATION OF NO. 5 (FIVE) DIRECTORS IN THE PERSONS OF MESSRS. FULVIO CONTI, ALFREDO ALTAVILLA, MASSIMO FERRARI, DANTE ROSCINI AND MS. PAOLA GIANNOTTI DE PONTI	Shr	For	Abstain
7	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL REQUESTED BY THE SHAREHOLDER VIVENDI S.A.: APPOINTMENT OF NO. 5 (FIVE) DIRECTORS IN THE PERSONS OF MR. FRANCO BERNABE, MR. ROB VAN DER VALK, MS. FLAVIA MAZZARELLA, MR. GABRIELE GALATERI DI GENOLA AND MR. FRANCESCO VATALARO, IN REPLACEMENT OF THE REVOKED DIRECTORS PURSUANT TO THE PREVIOUS ITEM ON THE AGENDA	Shr	For	Abstain

#### TELEFONICA SA

**Security:** 879382109  
**Ticker:** TEF  
**ISIN:** ES0178430E18

**Agenda Number:** 711062315  
**Meeting Type:** AGM  
**Meeting Date:** 6/6/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1.1	APPROVAL OF THE ANNUAL ACCOUNTS AND OF THE MANAGEMENT REPORT OF BOTH TELEFONICA, S.A. AND ITS CONSOLIDATED GROUP OF COMPANIES FOR FISCAL YEAR 2018	Mgmt	For	For

1.2	APPROVAL OF THE STATEMENT OF NON FINANCIAL INFORMATION OF THE CONSOLIDATED GROUP OF COMPANIES LED BY TELEFONICA, S.A. FOR FISCAL YEAR 2018 INCLUDED IN THE CONSOLIDATED MANAGEMENT REPORT OF TELEFONICA, S.A. AND OF ITS GROUP OF COMPANIES FOR SUCH FISCAL YEAR	Mgmt	For	For
1.3	APPROVAL OF THE MANAGEMENT OF THE BOARD OF DIRECTORS OF TELEFONICA, S.A. DURING FISCAL YEAR 2018	Mgmt	For	For
2	APPROVAL OF THE PROPOSED ALLOCATION OF THE PROFITS LOSSES OF TELEFONICA, S.A. FOR FISCAL YEAR 2018	Mgmt	For	For
3	SHAREHOLDER COMPENSATION. DISTRIBUTION OF DIVIDENDS WITH A CHARGE TO UNRESTRICTED RESERVES	Mgmt	For	For
4	DELEGATION OF POWERS TO FORMALIZE, INTERPRET, REMEDY AND CARRY OUT THE RESOLUTIONS ADOPTED BY THE SHAREHOLDERS AT THE GENERAL SHAREHOLDERS MEETING	Mgmt	For	For
5	CONSULTATIVE VOTE ON THE 2018 ANNUAL REPORT ON DIRECTORS REMUNERATION	Mgmt	For	For

#### TELIA COMPANY AB

**Security:** W95890104  
**Ticker:** TEL1L  
**ISIN:** SE0000667925

**Agenda Number:** 710674107  
**Meeting Type:** AGM  
**Meeting Date:** 4/10/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	ELECTION OF CHAIR OF THE MEETING: WILHELM LUNING, ATTORNEY-AT-LAW	Non-Voting		
2	PREPARATION AND APPROVAL OF VOTING LIST	Non-Voting		
3	ADOPTION OF THE AGENDA	Non-Voting		
4	ELECTION OF TWO PERSONS TO CHECK THE MINUTES OF THE MEETING TOGETHER WITH THE CHAIR	Non-Voting		
5	DETERMINATION OF WHETHER THE MEETING HAS BEEN DULY CONVENED	Non-Voting		
6	PRESENTATION OF THE ANNUAL AND SUSTAINABILITY REPORT AND THE AUDITOR'S REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS AND THE AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS FOR 2018. IN CONNECTION HEREWITH, A REPORT BY THE CHAIR OF THE BOARD OF DIRECTORS MARIE EHRLING OF THE WORK OF THE BOARD OF DIRECTORS DURING 2018 AND A PRESENTATION BY PRESIDENT AND CEO JOHAN DENNELIND	Non-Voting		



7	RESOLUTION TO ADOPT THE INCOME STATEMENT, THE BALANCE SHEET, THE CONSOLIDATED INCOME STATEMENT AND THE CONSOLIDATED BALANCE SHEET FOR 2018	Mgmt	For	For
8	RESOLUTION ON APPROPRIATION OF THE COMPANY'S RESULT AS SHOWN ON THE ADOPTED BALANCE SHEET AND SETTING OF RECORD DATE FOR THE DIVIDEND: THE BOARD OF DIRECTORS PROPOSES THAT A DIVIDEND OF SEK 2.36 PER SHARE IS DISTRIBUTED TO THE SHAREHOLDERS IN TWO EQUAL PAYMENTS OF SEK 1.18 PER SHARE	Mgmt	For	For
9	RESOLUTION ON DISCHARGE OF THE DIRECTORS AND THE CEO FROM PERSONAL LIABILITY TOWARDS THE COMPANY FOR THE ADMINISTRATION OF THE COMPANY IN 2018	Mgmt	For	For
10	RESOLUTION ON NUMBER OF DIRECTORS AND ALTERNATE DIRECTORS TO BE ELECTED AT THE MEETING: EIGHT (8)	Mgmt	For	For
11	RESOLUTION ON REMUNERATION PAYABLE TO THE DIRECTORS	Mgmt	For	For
12.1	ELECTION OF DIRECTOR: MARIE EHRLING	Mgmt	For	For
12.2	ELECTION OF DIRECTOR: RICKARD GUSTAFSON	Mgmt	For	For
12.3	ELECTION OF DIRECTOR: OLLI-PEKKA KALLASVUO	Mgmt	For	For
12.4	ELECTION OF DIRECTOR: NINA LINANDER	Mgmt	For	For
12.5	ELECTION OF DIRECTOR: JIMMY MAYMANN	Mgmt	For	For
12.6	ELECTION OF DIRECTOR: ANNA SETTMAN	Mgmt	For	For
12.7	ELECTION OF DIRECTOR: OLAF SWANTEE	Mgmt	For	For
12.8	ELECTION OF DIRECTOR: MARTIN TIVEUS	Mgmt	For	For
13.1	ELECTION OF CHAIR OF THE BOARD OF DIRECTOR: MARIE EHRLING	Mgmt	For	For
13.2	ELECTION OF VICE-CHAIR OF THE BOARD OF DIRECTOR: OLLI-PEKKA KALLASVUO	Mgmt	For	For
14	RESOLUTION ON NUMBER OF AUDITORS AND DEPUTY AUDITORS: COMPANY SHALL HAVE ONE (1) AUDIT COMPANY AS AUDITOR	Mgmt	For	For
15	RESOLUTION ON REMUNERATION PAYABLE TO THE AUDITOR	Mgmt	For	For
16	ELECTION OF AUDITOR AND ANY DEPUTY AUDITORS: DELOITTE AB	Mgmt	For	For
CMMT	PLEASE NOTE THAT RESOLUTION 17 IS PROPOSED BY NOMINATION COMMITTEE AND BOARD DOES NOT MAKE ANY RECOMMENDATION ON THIS PROPOSAL. THE STANDING INSTRUCTIONS ARE DISABLED FOR THIS MEETING	Non-Voting		

17	ELECTION OF NOMINATION COMMITTEE AND RESOLUTION ON INSTRUCTION FOR THE NOMINATION COMMITTEE: THE NOMINATION COMMITTEE (THE "COMMITTEE") SHALL CONSIST OF FIVE (5) TO SEVEN (7) MEMBERS. DANIEL KRISTIANSSON, CHAIR (SWEDISH STATE), JAN ANDERSSON (SWEDBANK ROBUR FUNDS), ANDERS OSCARSSON (AMF INSURANCE AND AMF FUNDS), JOHAN STRANDBERG (SEB FUNDS) AND MARIE EHRLING (CHAIR OF THE BOARD OF DIRECTORS)	Mgmt	For	For
18	RESOLUTION ON PRINCIPLES FOR REMUNERATION TO GROUP EXECUTIVE MANAGEMENT	Mgmt	For	For
19	RESOLUTION AUTHORIZING THE BOARD OF DIRECTORS TO DECIDE ON REPURCHASE AND TRANSFER OF THE COMPANY'S OWN SHARES	Mgmt	For	For
20.A	RESOLUTION ON: IMPLEMENTATION OF A LONG-TERM INCENTIVE PROGRAM 2019/2022	Mgmt	For	For
20.B	RESOLUTION ON: TRANSFER OF OWN SHARES	Mgmt	For	For
21	RESOLUTIONS ON: (A) REDUCTION OF THE SHARE CAPITAL BY WAY OF CANCELLATION OF OWN SHARES, AND (B) INCREASE OF THE SHARE CAPITAL BY WAY OF BONUS ISSUE	Mgmt	For	For
22	RESOLUTION ON AMENDMENT TO THE ARTICLES OF ASSOCIATION: SUB-SECTIONS 1, SECTIONS 9 AND 13	Mgmt	For	For

#### TERNA S.P.A.

**Security:** T9471R100  
**Ticker:** TRN  
**ISIN:** IT0003242622

**Agenda Number:** 711036601  
**Meeting Type:** OGM  
**Meeting Date:** 5/8/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	ACCEPT FINANCIAL STATEMENTS AND STATUTORY REPORTS	Mgmt	For	For
2	APPROVE ALLOCATION OF INCOME	Mgmt	For	For
3.A	ELECT PAOLO CALCAGNINI AS DIRECTOR	Mgmt	For	For
3.B	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: ELECT MARCO GIORGINO AS DIRECTOR	Shr	Abstain	
4	APPROVE AUDITORS AND AUTHORIZE BOARD TO FIX THEIR REMUNERATION	Mgmt	For	For
5	APPROVE REMUNERATION POLICY	Mgmt	For	For

#### TRANSCANADA CORPORATION

**Security:** 89353D107  
**Ticker:** TRP  
**ISIN:** CA89353D1078

**Agenda Number:** 934958387  
**Meeting Type:** Annual and Special  
**Meeting Date:** 5/3/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	DIRECTOR			

1	STÉPHAN CRÉTIER	Mgmt	For	For
2	RUSSELL K. GIRLING	Mgmt	For	For
3	S. BARRY JACKSON	Mgmt	For	For
4	RANDY LIMBACHER	Mgmt	For	For
5	JOHN E. LOWE	Mgmt	For	For
6	UNA POWER	Mgmt	For	For
7	MARY PAT SALOMONE	Mgmt	For	For
8	INDIRA V. SAMARASEKERA	Mgmt	For	For
9	D. MICHAEL G. STEWART	Mgmt	For	For
10	SIIM A. VANASELJA	Mgmt	For	For
11	THIERRY VANDAL	Mgmt	For	For
12	STEVEN W. WILLIAMS	Mgmt	For	For
2	RESOLUTION TO APPOINT KPMG LLP, CHARTERED PROFESSIONAL ACCOUNTANTS AS AUDITORS AND AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION.	Mgmt	For	For
3	RESOLUTION TO ACCEPT TRANSCANADA'S APPROACH TO EXECUTIVE COMPENSATION, AS DESCRIBED IN THE MANAGEMENT INFORMATION CIRCULAR.	Mgmt	For	For
4	SPECIAL RESOLUTION, AS DESCRIBED IN THE MANAGEMENT INFORMATION CIRCULAR, TO APPROVE AN AMENDMENT TO THE ARTICLES OF TRANSCANADA, CHANGING THE CORPORATION'S NAME TO: TC ENERGY CORPORATION	Mgmt	For	For
5	RESOLUTION TO CONTINUE AND APPROVE MINOR AMENDMENTS TO THE AMENDED AND RESTATED SHAREHOLDER RIGHTS PLAN, AS DESCRIBED IN THE MANAGEMENT INFORMATION CIRCULAR.	Mgmt	For	For
6	RESOLUTION TO CONSIDER THE SHAREHOLDER PROPOSAL ABOUT INDIGENOUS RELATIONS DISCLOSURE, AS SET FORTH IN SCHEDULE A OF THE MANAGEMENT INFORMATION CIRCULAR.	Shr	Against	For

UNITED UTILITIES GROUP PLC				
<b>Security:</b> G92755100 <b>Ticker:</b> UU <b>ISIN:</b> GB00B39J2M42		<b>Agenda Number:</b> 709639542 <b>Meeting Type:</b> AGM <b>Meeting Date:</b> 7/27/2018		
Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	TO RECEIVE THE FINANCIAL STATEMENTS AND THE REPORTS FOR THE YEAR ENDED 31 MARCH 2018	Mgmt	For	For
2	TO DECLARE A FINAL DIVIDEND OF 26.49P PER ORDINARY SHARE	Mgmt	For	For
3	TO APPROVE THE DIRECTORS' REMUNERATION REPORT FOR THE YEAR ENDED 31 MARCH 2018	Mgmt	For	For
4	TO REAPPOINT DR JOHN MCADAM AS A DIRECTOR	Mgmt	For	For
5	TO REAPPOINT STEVE MOGFORD AS A DIRECTOR	Mgmt	For	For
6	TO REAPPOINT RUSS HOULDEN AS A DIRECTOR	Mgmt	For	For

7	TO ELECT STEVE FRASER AS A DIRECTOR	Mgmt	For	For
8	TO REAPPOINT STEPHEN CARTER AS A DIRECTOR	Mgmt	For	For
9	TO REAPPOINT MARK CLARE AS A DIRECTOR	Mgmt	For	For
10	TO ELECT ALISON GOLIGHER AS A DIRECTOR	Mgmt	For	For
11	TO REAPPOINT BRIAN MAY AS A DIRECTOR	Mgmt	For	For
12	TO ELECT PAULETTE ROWE AS A DIRECTOR	Mgmt	For	For
13	TO REAPPOINT SARA WELLER AS A DIRECTOR	Mgmt	For	For
14	TO REAPPOINT KPMG LLP AS THE AUDITOR	Mgmt	For	For
15	TO AUTHORISE THE AUDIT COMMITTEE OF THE BOARD TO SET THE AUDITOR'S REMUNERATION	Mgmt	For	For
16	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	Mgmt	For	For
17	TO DISAPPLY STATUTORY PRE-EMPTION RIGHTS	Mgmt	For	For
18	TO AUTHORISE SPECIFIC POWER TO DISAPPLY PRE-EMPTION RIGHTS	Mgmt	For	For
19	TO AUTHORISE THE COMPANY TO MAKE MARKET PURCHASES OF ITS OWN SHARES	Mgmt	For	For
20	TO AUTHORISE THE DIRECTORS TO CALL GENERAL MEETINGS ON NOT LESS THAN 14 WORKING DAYS' NOTICE	Mgmt	For	For
21	TO AUTHORISE POLITICAL DONATIONS AND POLITICAL EXPENDITURE	Mgmt	For	For

## VEOLIA ENVIRONNEMENT SA

**Security:** F9686M107  
**Ticker:** VIE  
**ISIN:** FR0000124141

**Agenda Number:** 710685655  
**Meeting Type:** MIX  
**Meeting Date:** 4/18/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
O.1	APPROVAL OF THE CORPORATE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2018	Mgmt	For	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2018	Mgmt	For	For
O.3	APPROVAL OF THE EXPENSES AND COSTS REFERRED TO IN ARTICLE 39.4 OF THE FRENCH GENERAL TAX CODE	Mgmt	For	For
O.4	ALLOCATION OF INCOME FOR THE FINANCIAL YEAR 2018 AND PAYMENT OF THE DIVIDEND	Mgmt	For	For
O.5	APPROVAL OF THE REGULATED AGREEMENTS AND COMMITMENTS	Mgmt	For	For
O.6	RENEWAL OF THE TERM OF OFFICE OF MRS. MARYSE AULAGNON AS DIRECTOR	Mgmt	For	For

O.7	RENEWAL OF THE TERM OF OFFICE OF MRS. CLARA GAYMARD AS DIRECTOR	Mgmt	For	For
O.8	RENEWAL OF THE TERM OF OFFICE OF MR. LOUIS SCHWEITZER AS DIRECTOR	Mgmt	For	For
O.9	RENEWAL OF THE TERM OF OFFICE OF KPMG SA COMPANY AS PRINCIPAL STATUTORY AUDITOR - NON-RENEWAL OF THE TERM OF OFFICE OF KPMG AUDIT ID COMPANY AS DEPUTY STATUTORY AUDITOR	Mgmt	For	For
O.10	APPROVAL OF THE FIXED, VARIABLE AND EXCEPTIONAL COMPONENTS MAKING UP THE TOTAL COMPENSATION AND BENEFITS OF ANY KIND PAID OR ALLOCATED FOR THE FINANCIAL YEAR 2018 TO MR. ANTOINE FREROT DUE TO HIS MANDATE AS CHAIRMAN AND CHIEF EXECUTIVE OFFICER	Mgmt	For	For
O.11	APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING THE FIXED, VARIABLE AND EXCEPTIONAL COMPONENTS MAKING UP THE TOTAL COMPENSATION AND BENEFITS OF ANY KIND ATTRIBUTABLE TO THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER FOR THE FINANCIAL YEAR 2019	Mgmt	For	For
O.12	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO TRADE IN THE SHARES OF THE COMPANY	Mgmt	For	For
E.13	DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE THE SHARE CAPITAL BY ISSUING SHARES OR TRANSFERABLE SECURITIES GRANTING ACCESS TO THE CAPITAL RESERVED FOR MEMBERS OF COMPANY SAVINGS PLANS WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT FOR THE BENEFIT OF THE LATTER	Mgmt	For	For
E.14	DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE THE SHARE CAPITAL BY ISSUING SHARES RESERVED FOR CATEGORIES OF PERSONS WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT IN FAVOUR OF THE LATTER IN THE CONTEXT OF SETTING UP EMPLOYEE SHARE OWNERSHIP PLANS	Mgmt	For	For
E.15	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO PROCEED WITH THE ALLOTMENTS OF FREE EXISTING SHARES OR SHARES TO BE ISSUED FOR THE BENEFIT OF THE GROUP'S SALARIED EMPLOYEES AND THE COMPANY'S CORPORATE OFFICERS OR CERTAIN OF THEM, ENTAILING WAIVER BY SHAREHOLDERS OF THEIR PRE-EMPTIVE SUBSCRIPTION RIGHT	Mgmt	For	For
O.E16	POWERS TO CARRY OUT ALL LEGAL FORMALITIES	Mgmt	For	For

**Security:** F97982106  
**Ticker:** VIV  
**ISIN:** FR0000127771

**Agenda Number:** 710676644  
**Meeting Type:** MIX  
**Meeting Date:** 4/15/2019

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
O.1	APPROVAL OF THE REPORTS AND CORPORATE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2018	Mgmt	For	For
O.2	APPROVAL OF THE REPORTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2018	Mgmt	For	For
O.3	APPROVAL OF THE STATUTORY AUDITORS' SPECIAL REPORT ON THE REGULATED AGREEMENTS AND COMMITMENTS	Mgmt	For	For
O.4	ALLOCATION OF INCOME FOR THE FINANCIAL YEAR 2018, SETTING OF THE DIVIDEND AND ITS DATE OF PAYMENT	Mgmt	For	For
O.5	APPROVAL OF THE COMPENSATION COMPONENTS AND BENEFITS OF ANY KIND PAID OR AWARDED FOR THE FINANCIAL YEAR 2018 TO MR. VINCENT BOLLORE, DUE TO HIS MANDATE AS CHAIRMAN OF THE SUPERVISORY BOARD	Mgmt	For	For
O.6	APPROVAL OF THE COMPENSATION COMPONENTS AND BENEFITS OF ANY KIND PAID OR AWARDED FOR THE FINANCIAL YEAR 2018 TO MR. YANNICK BOLLORE, DUE TO HIS MANDATE AS CHAIRMAN OF THE SUPERVISORY BOARD	Mgmt	For	For
O.7	APPROVAL OF THE COMPENSATION COMPONENTS AND BENEFITS OF ANY KIND PAID OR AWARDED FOR THE FINANCIAL YEAR 2018 TO MR. ARNAUD DE PUYFONTAINE, DUE TO HIS MANDATE AS CHAIRMAN OF THE MANAGEMENT BOARD	Mgmt	For	For
O.8	APPROVAL OF THE COMPENSATION COMPONENTS AND BENEFITS OF ANY KIND PAID OR AWARDED FOR THE FINANCIAL YEAR 2018 TO MR. GILLES ALIX, DUE TO HIS MANDATE AS MEMBER OF THE MANAGEMENT BOARD	Mgmt	For	For
O.9	APPROVAL OF THE COMPENSATION COMPONENTS AND BENEFITS OF ANY KIND PAID OR AWARDED FOR THE FINANCIAL YEAR 2018 TO MR. CEDRIC DE BAILLIENCOURT, DUE TO HIS MANDATE AS MEMBER OF THE MANAGEMENT BOARD	Mgmt	For	For
O.10	APPROVAL OF THE COMPENSATION COMPONENTS AND BENEFITS OF ANY KIND PAID OR AWARDED FOR THE FINANCIAL YEAR 2018 TO MR. FREDERIC CREPIN, DUE TO HIS MANDATE AS MEMBER OF THE MANAGEMENT BOARD	Mgmt	For	For
O.11	APPROVAL OF THE COMPENSATION COMPONENTS AND BENEFITS OF ANY KIND PAID OR AWARDED FOR THE FINANCIAL YEAR 2018 TO MR. SIMON GILLHAM, DUE TO HIS MANDATE AS MEMBER OF THE MANAGEMENT BOARD	Mgmt	For	For

O.12	APPROVAL OF THE COMPENSATION COMPONENTS AND BENEFITS OF ANY KIND PAID OR AWARDED FOR THE FINANCIAL YEAR 2018 TO MR. HERVE PHILIPPE, DUE TO HIS MANDATE AS MEMBER OF THE MANAGEMENT BOARD	Mgmt	For	For
O.13	APPROVAL OF THE COMPENSATION COMPONENTS AND BENEFITS OF ANY KIND PAID OR AWARDED FOR THE FINANCIAL YEAR 2018 TO MR. STEPHANE ROUSSEL, DUE TO HIS MANDATE AS MEMBER OF THE MANAGEMENT BOARD	Mgmt	For	For
O.14	APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING COMPENSATION ELEMENTS AND BENEFITS OF ANY KIND ATTRIBUTABLE, DUE TO THEIR MANDATES, TO THE MEMBERS OF THE SUPERVISORY BOARD AND TO ITS CHAIRMAN FOR THE FINANCIAL YEAR 2019	Mgmt	For	For
O.15	APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING COMPENSATION ELEMENTS AND BENEFITS OF ANY KIND ATTRIBUTABLE, DUE TO HIS MANDATE, TO THE CHAIRMAN OF THE MANAGEMENT BOARD FOR THE FINANCIAL YEAR 2019	Mgmt	For	For
O.16	APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING COMPENSATION ELEMENTS AND BENEFITS OF ANY KIND ATTRIBUTABLE, DUE TO THEIR MANDATES, TO THE MEMBERS OF THE MANAGEMENT BOARD FOR THE FINANCIAL YEAR 2019	Mgmt	For	For
O.17	APPROVAL OF THE STATUTORY AUDITORS' SPECIAL REPORT PREPARED PURSUANT TO ARTICLE L. 225-88 OF THE FRENCH COMMERCIAL CODE RELATING TO THE CONTINUATION OF THE CONDITIONAL COMMITMENT MADE IN FAVOUR OF THE CHAIRMAN OF THE MANAGEMENT BOARD, REFERRED TO IN ARTICLE L. 225- 90-1 OF THE FRENCH COMMERCIAL CODE	Mgmt	For	For
O.18	APPROVAL OF THE STATUTORY AUDITORS' SPECIAL REPORT PREPARED PURSUANT TO ARTICLE L. 225-88 OF THE FRENCH COMMERCIAL CODE RELATING TO THE CONTINUATION OF THE COMMITMENT, UNDER THE DEFINED COLLECTIVE SUPPLEMENTARY PENSION SCHEME, REFERRED TO IN ARTICLE L. 225-90-1 OF THE COMMERCIAL CODE TAKEN IN FAVOUR OF MR. ARNAUD DE PUYFONTAINE	Mgmt	For	For

O.19	APPROVAL OF THE STATUTORY AUDITORS' SPECIAL REPORT PREPARED PURSUANT TO ARTICLE L. 225-88 OF THE FRENCH COMMERCIAL CODE RELATING TO THE CONTINUATION OF THE COMMITMENT, UNDER THE DEFINED COLLECTIVE SUPPLEMENTARY PENSION SCHEME, REFERRED TO IN ARTICLE L. 225-90-1 OF THE COMMERCIAL CODE TAKEN IN FAVOUR OF MR. GILLES ALIX	Mgmt	For	For
O.20	APPROVAL OF THE STATUTORY AUDITORS' SPECIAL REPORT PREPARED PURSUANT TO ARTICLE L. 225-88 OF THE FRENCH COMMERCIAL CODE RELATING TO THE CONTINUATION OF THE COMMITMENT, UNDER THE DEFINED COLLECTIVE SUPPLEMENTARY PENSION SCHEME, REFERRED TO IN ARTICLE L. 225-90-1 OF THE COMMERCIAL CODE TAKEN IN FAVOUR OF MR. CEDRIC DE BAILLIENCOURT	Mgmt	For	For
O.21	APPROVAL OF THE STATUTORY AUDITORS' SPECIAL REPORT PREPARED PURSUANT TO ARTICLE L. 225-88 OF THE FRENCH COMMERCIAL CODE RELATING TO THE CONTINUATION OF THE COMMITMENT, UNDER THE DEFINED COLLECTIVE SUPPLEMENTARY PENSION SCHEME, REFERRED TO IN ARTICLE L. 225-90-1 OF THE COMMERCIAL CODE TAKEN IN FAVOUR OF MR. FREDERIC CREPIN	Mgmt	For	For
O.22	APPROVAL OF THE STATUTORY AUDITORS' SPECIAL REPORT PREPARED PURSUANT TO ARTICLE L. 225-88 OF THE FRENCH COMMERCIAL CODE RELATING TO THE CONTINUATION OF THE COMMITMENT, UNDER THE DEFINED COLLECTIVE SUPPLEMENTARY PENSION SCHEME, REFERRED TO IN ARTICLE L. 225-90-1 OF THE COMMERCIAL CODE TAKEN IN FAVOUR OF MR. SIMON GILLHAM	Mgmt	For	For
O.23	APPROVAL OF THE STATUTORY AUDITORS' SPECIAL REPORT PREPARED PURSUANT TO ARTICLE L. 225-88 OF THE FRENCH COMMERCIAL CODE RELATING TO THE CONTINUATION OF THE COMMITMENT, UNDER THE DEFINED COLLECTIVE SUPPLEMENTARY PENSION SCHEME, REFERRED TO IN ARTICLE L. 225-90-1 OF THE COMMERCIAL CODE TAKEN IN FAVOUR OF MR. HERVE PHILIPPE	Mgmt	For	For
O.24	APPROVAL OF THE STATUTORY AUDITORS' SPECIAL REPORT PREPARED PURSUANT TO ARTICLE L. 225-88 OF THE FRENCH COMMERCIAL CODE RELATING TO THE CONTINUATION OF THE COMMITMENT, UNDER THE DEFINED COLLECTIVE SUPPLEMENTARY PENSION SCHEME, REFERRED TO IN ARTICLE L. 225-90-1 OF THE COMMERCIAL CODE TAKEN IN FAVOUR OF MR. STEPHANE ROUSSEL	Mgmt	For	For



O.25	APPOINTMENT OF MR. CYRILLE BOLLORE AS A MEMBER OF THE SUPERVISORY BOARD	Mgmt	For	For
O.26	RENEWAL OF THE TERM OF OFFICE OF MR. DOMINIQUE DELPORT AS A MEMBER OF THE SUPERVISORY BOARD	Mgmt	For	For
O.27	AUTHORIZATION TO BE GRANTED TO THE MANAGEMENT BOARD FOR THE COMPANY TO PURCHASE ITS OWN SHARES WITHIN THE LIMIT OF 10% OF THE CAPITAL	Mgmt	For	For
E.28	AUTHORIZATION TO BE GRANTED TO THE MANAGEMENT BOARD IN ORDER TO REDUCE THE SHARE CAPITAL BY CANCELLING SHARES	Mgmt	For	For
E.29	REDUCTION OF THE CAPITAL BY A MAXIMUM NOMINAL AMOUNT OF 1,796,072,014 EUROS, REPRESENTING APPROXIMATELY 25% OF THE CAPITAL, BY WAY OF REPURCHASE BY THE COMPANY OF ITS OWN SHARES WITHIN THE LIMIT OF 326,558,548 MAXIMUM SHARES FOLLOWED BY THE CANCELLATION OF THE SHARES REPURCHASED, AND AUTHORIZATION TO BE GRANTED TO THE MANAGEMENT BOARD TO FORMULATE A REPURCHASE PUBLIC OFFER FOR ALL SHAREHOLDERS, IMPLEMENT THE CAPITAL REDUCTION AND SET THE FINAL AMOUNT	Mgmt	For	For
E.30	DELEGATION GRANTED TO THE MANAGEMENT BOARD TO INCREASE, WITH THE SHAREHOLDERS' PRE-EMPTIVE SUBSCRIPTION RIGHT, THE CAPITAL BY ISSUING COMMON SHARES OR ANY TRANSFERABLE SECURITIES GRANTING ACCESS TO EQUITY SECURITIES OF THE COMPANY WITHIN THE LIMIT OF A NOMINAL AMOUNT OF 750 MILLION EUROS	Mgmt	For	For
E.31	DELEGATION GRANTED TO THE MANAGEMENT BOARD IN ORDER TO INCREASE THE CAPITAL BY CAPITALIZING PREMIUMS, RESERVES, PROFITS OR OTHERS, WITHIN THE LIMIT OF A CEILING OF NOMINAL AMOUNT OF 375 MILLION EUROS	Mgmt	For	For
E.32	DELEGATION GRANTED TO THE MANAGEMENT BOARD TO DECIDE TO INCREASE THE SHARE CAPITAL FOR THE BENEFIT OF EMPLOYEES AND RETIREES WHO ARE MEMBERS OF THE GROUP SAVINGS PLAN, WITHOUT RETENTION OF THE SHAREHOLDERS' PRE-EMPTIVE SUBSCRIPTION RIGHT	Mgmt	For	For

E.33	DELEGATION GRANTED TO THE MANAGEMENT BOARD TO DECIDE TO INCREASE THE SHARE CAPITAL FOR THE BENEFIT OF EMPLOYEES OF VIVENDI'S FOREIGN SUBSIDIARIES THAT ARE MEMBERS OF VIVENDI'S INTERNATIONAL GROUP SAVINGS PLAN OR FOR THE PURPOSES OF SETTING UP ANY EQUIVALENT MECHANISM, WITHOUT RETENTION OF THE SHAREHOLDERS' PRE-EMPTIVE SUBSCRIPTION RIGHT	Mgmt	For	For
E.34	APPROVAL OF THE TRANSFORMATION OF THE SOCIAL FORM OF THE COMPANY, BY ADOPTION OF THE EUROPEAN CORPORATE FORM WITH MANAGEMENT BOARD AND SUPERVISORY BOARD AND THE TERMS OF THE TRANSFORMATION PROJECT	Mgmt	For	For
E.35	CORPORATE NAME OF THE COMPANY - ADOPTION OF THE TEXT OF THE COMPANY BYLAWS UNDER ITS NEW FORM OF EUROPEAN COMPANY: VIVENDI SE	Mgmt	For	For
E.36	POWERS TO CARRY OUT FORMALITIES	Mgmt	For	For

#### VODAFONE GROUP PLC

**Security:** G93882192

**Ticker:** VOD

**ISIN:** GB00BH4HKS39

**Agenda Number:** 709582527

**Meeting Type:** AGM

**Meeting Date:** 7/27/2018

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1	REPORT AND ACCOUNTS	Mgmt	For	For
2	TO ELECT MICHEL DEMARE AS A DIRECTOR	Mgmt	For	For
3	TO ELECT MARGHERITA DELLA VALLE AS A DIRECTOR	Mgmt	For	For
4	TO RE-ELECT GERARD KLEISTERLEE AS A DIRECTOR	Mgmt	For	For
5	TO RE-ELECT VITTORIO COLAO AS A DIRECTOR	Mgmt	For	For
6	TO RE-ELECT NICK READ AS A DIRECTOR	Mgmt	For	For
7	TO RE-ELECT SIR CRISPIN DAVIS AS A DIRECTOR	Mgmt	For	For
8	TO RE-ELECT DAME CLARA FURSE AS A DIRECTOR	Mgmt	For	For
9	TO RE-ELECT VALERIE GOODING AS A DIRECTOR	Mgmt	For	For
10	TO RE-ELECT RENEE JAMES AS A DIRECTOR	Mgmt	For	For
11	TO RE-ELECT SAMUEL JONAH AS A DIRECTOR	Mgmt	For	For
12	TO RE-ELECT MARIA AMPARO MORALEDA MARTINEZ AS A DIRECTOR	Mgmt	For	For
13	TO RE-ELECT DAVID NISH AS A DIRECTOR	Mgmt	For	For
14	TO DECLARE A FINAL DIVIDEND OF 10.23 EUROCENTS PER ORDINARY SHARE FOR THE YEAR ENDED 31 MARCH 2018	Mgmt	For	For
15	ANNUAL REPORT ON REMUNERATION	Mgmt	For	For

16	TO REAPPOINT PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S AUDITOR UNTIL THE END OF THE NEXT GENERAL MEETING AT WHICH ACCOUNTS ARE LAID BEFORE THE COMPANY	Mgmt	For	For
17	AUDITOR REMUNERATION	Mgmt	For	For
18	AUTHORITY TO ALLOT SHARES AND AUTHORITY TO ALLOT FURTHER SHARES AS PART OF A RIGHTS ISSUE	Mgmt	For	For
19	DISAPPLICATION OF PRE-EMPTION RIGHTS	Mgmt	For	For
20	ADDITIONAL AUTHORITY FOR DISAPPLICATION OF PRE-EMPTION RIGHTS	Mgmt	For	For
21	SHARE BUYBACK	Mgmt	For	For
22	POLITICAL DONATIONS AND EXPENDITURE	Mgmt	For	For
23	TO AUTHORISE THE BOARD TO CALL GENERAL MEETINGS (OTHER THAN ANNUAL GENERAL MEETINGS) ON A MINIMUM OF 14 CLEAR DAYS' NOTICE	Mgmt	For	For
24	TO APPROVE THE UPDATED RULES OF THE VODAFONE GROUP 2008 SHARESAVE PLAN DESCRIBED IN THE SUMMARY ON PAGES 10 AND 11 OF THIS AGM NOTICE	Mgmt	For	For
25	ADOPTION OF NEW ARTICLES OF ASSOCIATION	Mgmt	For	For