

# Big Pharma Split Corp.

PRM PRM.PR.A

Meeting Date Range: 01-Jul-2020 - 30-Jun-2021

## Proxy Voting Report

ABBVIE INC.				
<b>Security:</b> 00287Y109		<b>Agenda Number:</b> 935357891		
<b>Ticker:</b> ABBV		<b>Meeting Type:</b> Annual		
<b>ISIN:</b> US00287Y1091		<b>Meeting Date:</b> 5-7-2021		
Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1.	DIRECTOR			
	1 Roxanne S. Austin	Mgmt	For	For
	2 Richard A. Gonzalez	Mgmt	For	For
	3 Rebecca B. Roberts	Mgmt	For	For
	4 Glenn F. Tilton	Mgmt	For	For
2.	Ratification of Ernst & Young LLP as AbbVie's independent registered public accounting firm for 2021.	Mgmt	For	For
3.	Say on Pay-An advisory vote on the approval of executive compensation.	Mgmt	For	For
4.	Approval of the Amended and Restated 2013 Incentive Stock Program.	Mgmt	For	For
5.	Approval of the Amended and Restated 2013 Employee Stock Purchase Plan for non-U.S. employees.	Mgmt	For	For
6.	Approval of a management proposal regarding amendment of the certificate of incorporation to eliminate supermajority voting.	Mgmt	For	For
7.	Stockholder Proposal - to Issue an Annual Report on Lobbying.	Shr	Against	For
8.	Stockholder Proposal - to Adopt a Policy to Require Independent Chairman.	Shr	Against	For

AMGEN INC.				
<b>Security:</b> 031162100		<b>Agenda Number:</b> 935375382		
<b>Ticker:</b> AMGN		<b>Meeting Type:</b> Annual		
<b>ISIN:</b> US0311621009		<b>Meeting Date:</b> 5-18-2021		
Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1A.	Election of Director for a term of office expiring at the 2022 annual meeting: Dr. Wanda M. Austin	Mgmt	For	For

1B.	Election of Director for a term of office expiring at the 2022 annual meeting: Mr. Robert A. Bradway	Mgmt	For	For
1C.	Election of Director for a term of office expiring at the 2022 annual meeting: Dr. Brian J. Druker	Mgmt	For	For
1D.	Election of Director for a term of office expiring at the 2022 annual meeting: Mr. Robert A. Eckert	Mgmt	For	For
1E.	Election of Director for a term of office expiring at the 2022 annual meeting: Mr. Greg C. Garland	Mgmt	For	For
1F.	Election of Director for a term of office expiring at the 2022 annual meeting: Mr. Charles M. Holley, Jr.	Mgmt	For	For
1G.	Election of Director for a term of office expiring at the 2022 annual meeting: Dr. Tyler Jacks	Mgmt	For	For
1H.	Election of Director for a term of office expiring at the 2022 annual meeting: Ms. Ellen J. Kullman	Mgmt	For	For
1I.	Election of Director for a term of office expiring at the 2022 annual meeting: Ms. Amy E. Miles	Mgmt	For	For
1J.	Election of Director for a term of office expiring at the 2022 annual meeting: Dr. Ronald D. Sugar	Mgmt	For	For
1K.	Election of Director for a term of office expiring at the 2022 annual meeting: Dr. R. Sanders Williams	Mgmt	For	For
2.	Advisory vote to approve our executive compensation.	Mgmt	For	For
3.	To ratify the selection of Ernst & Young LLP as our independent registered public accountants for the fiscal year ending December 31, 2021.	Mgmt	For	For

#### ASTRAZENECA PLC

**Security:** 046353108

**Ticker:** AZN

**ISIN:** US0463531089

**Agenda Number:** 935414057

**Meeting Type:** Annual

**Meeting Date:** 5-11-2021

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1.	To receive the Company's Accounts, the Reports of the Directors and Auditor and the Strategic Report for the year ended 31 December 2020.	Mgmt	For	Did Not Vote
2.	To confirm dividends.	Mgmt	For	Did Not Vote
3.	To reappoint PricewaterhouseCoopers LLP as Auditor.	Mgmt	For	Did Not Vote
4.	To authorise the Directors to agree the remuneration of the Auditor.	Mgmt	For	Did Not Vote

5A.	Re-election of Director: Leif Johansson	Mgmt	For	Did Not Vote
5B.	Re-election of Director: Pascal Soriot	Mgmt	For	Did Not Vote
5C.	Re-election of Director: Marc Dunoyer	Mgmt	For	Did Not Vote
5D.	Re-election of Director: Philip Broadley	Mgmt	For	Did Not Vote
5E.	Election of Director: Euan Ashley	Mgmt	For	Did Not Vote
5F.	Re-election of Director: Michel Demaré	Mgmt	For	Did Not Vote
5G.	Re-election of Director: Deborah DiSanzo	Mgmt	For	Did Not Vote
5H.	Election of Director: Diana Layfield	Mgmt	For	Did Not Vote
5I.	Re-election of Director: Sheri McCoy	Mgmt	For	Did Not Vote
5J.	Re-election of Director: Tony Mok	Mgmt	For	Did Not Vote
5K.	Re-election of Director: Nazneen Rahman	Mgmt	For	Did Not Vote
5L.	Re-election of Director: Marcus Wallenberg	Mgmt	For	Did Not Vote
6.	To approve the Annual Report on Remuneration for the year ended 31 December 2020.	Mgmt	For	Did Not Vote
7.	To approve the Directors' Remuneration Policy.	Mgmt	For	Did Not Vote
8.	To authorise limited political donations.	Mgmt	For	Did Not Vote
9.	To authorise the Directors to allot shares.	Mgmt	For	Did Not Vote
10.	Special Resolution: To authorise the Directors to disapply pre-emption rights.	Mgmt	For	Did Not Vote
11.	Special Resolution: To authorise the Directors to further disapply pre-emption rights for acquisitions and specified capital investments.	Mgmt	For	Did Not Vote
12.	Special Resolution: To authorise the Company to purchase its own shares.	Mgmt	For	Did Not Vote
13.	Special Resolution: To reduce the notice period for general meetings.	Mgmt	For	Did Not Vote
14.	To approve amendments to the Performance Share Plan 2020.	Mgmt	For	Did Not Vote

#### ASTRAZENECA PLC

**Security:** 046353108  
**Ticker:** AZN  
**ISIN:** US0463531089

**Agenda Number:** 935416013  
**Meeting Type:** Annual  
**Meeting Date:** 5-11-2021

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1.	(a) the proposed acquisition by the Company of Alexion Pharmaceuticals, Inc. and the associated arrangements to be entered into, all as described in the circular to the shareholders of the Company dated 12 April 2021 and substantially on the terms and subject to the conditions set out in the Merger Agreement dated 12 December 2020 between the Company and Alexion Pharmaceuticals, Inc. (among others) (the "Transaction"), be and is hereby approved; and (b) the directors ...(due to space limits, see proxy statement for full proposal).	Mgmt	For	Did Not Vote

#### BRISTOL-MYERS SQUIBB COMPANY

**Security:** 110122108

**Agenda Number:** 935359643

**Ticker:** BMY  
**ISIN:** US1101221083

**Meeting Type:** Annual  
**Meeting Date:** 5-4-2021

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1A)	Election of Director: Peter J. Arduini	Mgmt	No vote	Did Not Vote
1B)	Election of Director: Michael W. Bonney	Mgmt	No vote	Did Not Vote
1C)	Election of Director: Giovanni Caforio, M.D.	Mgmt	No vote	Did Not Vote
1D)	Election of Director: Julia A. Haller, M.D.	Mgmt	No vote	Did Not Vote
1E)	Election of Director: Paula A. Price	Mgmt	No vote	Did Not Vote
1F)	Election of Director: Derica W. Rice	Mgmt	No vote	Did Not Vote
1G)	Election of Director: Theodore R. Samuels	Mgmt	No vote	Did Not Vote
1H)	Election of Director: Gerald L. Storch	Mgmt	No vote	Did Not Vote
1I)	Election of Director: Karen Vousden, Ph.D.	Mgmt	No vote	Did Not Vote
1J)	Election of Director: Phyllis R. Yale	Mgmt	No vote	Did Not Vote
2.	Advisory Vote to Approve the Compensation of our Named Executive Officers.	Mgmt	No vote	Did Not Vote
3.	Approval of the Company's 2021 Stock Award and Incentive Plan.	Mgmt	No vote	Did Not Vote
4.	Ratification of the Appointment of an Independent Registered Public Accounting Firm.	Mgmt	No vote	Did Not Vote
5.	Approval of an Amendment to the Certificate of Incorporation to Lower the Ownership Threshold for Special Shareholder Meetings to 15%.	Mgmt	No vote	Did Not Vote
6.	Shareholder Proposal on Adoption of a Board Policy that the Chairperson of the Board be an Independent Director.	Shr	No vote	Did Not Vote
7.	Shareholder Proposal on Shareholder Right to Act by Written Consent.	Shr	No vote	Did Not Vote
8.	Shareholder Proposal to Lower the Ownership Threshold for Special Shareholder Meetings to 10%.	Shr	No vote	Did Not Vote

#### ELI LILLY AND COMPANY

**Security:** 532457108  
**Ticker:** LLY  
**ISIN:** US5324571083

**Agenda Number:** 935355354  
**Meeting Type:** Annual  
**Meeting Date:** 5-3-2021

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1a.	Election of Director to serve a three year term: K. Baicker, Ph.D.	Mgmt	For	For
1b.	Election of Director to serve a three year term: J.E. Fyrwald	Mgmt	For	For
1c.	Election of Director to serve a three year term: J. Jackson	Mgmt	For	For
1d.	Election of Director to serve a three year term: G. Sulzberger	Mgmt	For	For
1e.	Election of Director to serve a three year term: J.P. Tai	Mgmt	For	For

2.	Approval, on an advisory basis, of the compensation paid to the company's named executive officers.	Mgmt	For	For
3.	Ratification of the appointment of Ernst & Young LLP as the independent auditor for 2021.	Mgmt	For	For
4.	Approval of amendments to the company's Articles of Incorporation to eliminate the classified board structure.	Mgmt	For	For
5.	Approval of amendments to the company's Articles of Incorporation to eliminate supermajority voting provisions.	Mgmt	For	For
6.	Shareholder proposal to disclose direct and indirect lobbying activities and expenditures.	Shr	Against	For
7.	Shareholder proposal to amend the bylaws to require an independent board chair.	Shr	Against	For
8.	Shareholder proposal to implement a bonus deferral policy.	Shr	Against	For
9.	Shareholder proposal to disclose clawbacks on executive incentive compensation due to misconduct.	Shr	Against	For

## JOHNSON & JOHNSON

**Security:** 478160104  
**Ticker:** JNJ  
**ISIN:** US4781601046

**Agenda Number:** 935345214  
**Meeting Type:** Annual  
**Meeting Date:** 4-22-2021

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1A.	Election of Director: Mary C. Beckerle	Mgmt	For	For
1B.	Election of Director: D. Scott Davis	Mgmt	For	For
1C.	Election of Director: Ian E. L. Davis	Mgmt	For	For
1D.	Election of Director: Jennifer A. Doudna	Mgmt	For	For
1E.	Election of Director: Alex Gorsky	Mgmt	For	For
1F.	Election of Director: Marilyn A. Hewson	Mgmt	For	For
1G.	Election of Director: Hubert Joly	Mgmt	For	For
1H.	Election of Director: Mark B. McClellan	Mgmt	For	For
1I.	Election of Director: Anne M. Mulcahy	Mgmt	For	For
1J.	Election of Director: Charles Prince	Mgmt	For	For
1K.	Election of Director: A. Eugene Washington	Mgmt	For	For
1L.	Election of Director: Mark A. Weinberger	Mgmt	For	For
1M.	Election of Director: Nadja Y. West	Mgmt	For	For
1N.	Election of Director: Ronald A. Williams	Mgmt	For	For
2.	Advisory Vote to Approve Named Executive Officer Compensation.	Mgmt	For	For
3.	Ratification of Appointment of PricewaterhouseCoopers LLP as the Independent Registered Public Accounting Firm for 2021.	Mgmt	For	For
4.	Report on Government Financial Support and Access to COVID-19 Vaccines and Therapeutics.	Shr	Against	For
5.	Independent Board Chair.	Shr	Against	For

6.	Civil Rights Audit.	Shr	Against	For
7.	Executive Compensation Bonus Deferral.	Shr	Against	For

### MERCK & CO., INC.

**Security:** 58933Y105

**Ticker:** MRK

**ISIN:** US58933Y1055

**Agenda Number:** 935381044

**Meeting Type:** Annual

**Meeting Date:** 5-25-2021

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1A.	Election of Director: Leslie A. Brun	Mgmt	For	For
1B.	Election of Director: Mary Ellen Coe	Mgmt	For	For
1C.	Election of Director: Pamela J. Craig	Mgmt	For	For
1D.	Election of Director: Kenneth C. Frazier	Mgmt	For	For
1E.	Election of Director: Thomas H. Glocer	Mgmt	For	For
1F.	Election of Director: Risa J. Lavizzo-Mourey	Mgmt	For	For
1G.	Election of Director: Stephen L. Mayo	Mgmt	For	For
1H.	Election of Director: Paul B. Rothman	Mgmt	For	For
1I.	Election of Director: Patricia F. Russo	Mgmt	For	For
1J.	Election of Director: Christine E. Seidman	Mgmt	For	For
1K.	Election of Director: Inge G. Thulin	Mgmt	For	For
1L.	Election of Director: Kathy J. Warden	Mgmt	For	For
1M.	Election of Director: Peter C. Wendell	Mgmt	For	For
2.	Non-binding advisory vote to approve the compensation of our named executive officers.	Mgmt	For	For
3.	Ratification of the appointment of the Company's independent registered public accounting firm for 2021.	Mgmt	For	For
4.	Shareholder proposal concerning a shareholder right to act by written consent.	Shr	Against	For
5.	Shareholder proposal regarding access to COVID-19 products.	Shr	Against	For

### NOVARTIS AG

**Security:** 66987V109

**Ticker:** NVS

**ISIN:** US66987V1098

**Agenda Number:** 935332584

**Meeting Type:** Annual

**Meeting Date:** 3-2-2021

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1.	Approval of the Operating and Financial Review of Novartis AG, the Financial Statements of Novartis AG and the Group Consolidated Financial Statements for the 2020 Financial Year.	Mgmt	For	For
2.	Discharge from Liability of the Members of the Board of Directors and the Executive Committee.	Mgmt	For	For
3.	Appropriation of Available Earnings of Novartis AG as per Balance Sheet and Declaration of Dividend for 2020.	Mgmt	For	For

4.	Reduction of Share Capital.	Mgmt	For	For
5.	Further Share Repurchases.	Mgmt	For	For
6A.	Binding Vote on the Maximum Aggregate Amount of Compensation for the Board of Directors from the 2021 Annual General Meeting to the 2022 Annual General Meeting.	Mgmt	For	For
6B.	Binding Vote on the Maximum Aggregate Amount of Compensation for the Executive Committee for the Financial Year 2022.	Mgmt	For	For
6C.	Advisory Vote on the 2020 Compensation Report.	Mgmt	For	For
7A.	Re-election of Joerg Reinhardt as Member and Chairman.	Mgmt	For	For
7B.	Re-election of Nancy C. Andrews	Mgmt	For	For
7C.	Re-election of Ton Buechner	Mgmt	For	For
7D.	Re-election of Patrice Bula	Mgmt	For	For
7E.	Re-election of Elizabeth Doherty	Mgmt	For	For
7F.	Re-election of Ann Fudge	Mgmt	For	For
7G.	Re-election of Bridgette Heller	Mgmt	For	For
7H.	Re-election of Frans van Houten	Mgmt	For	For
7I.	Re-election of Simon Moroney	Mgmt	For	For
7J.	Re-election of Andreas von Planta	Mgmt	For	For
7K.	Re-election of Charles L. Sawyers	Mgmt	For	For
7L.	Re-election of Enrico Vanni	Mgmt	For	For
7M.	Re-election of William T. Winters	Mgmt	For	For
8A.	Re-election of Patrice Bula to the Compensation Committee.	Mgmt	For	For
8B.	Re-election of Bridgette Heller to the Compensation Committee.	Mgmt	For	For
8C.	Re-election of Enrico Vanni to the Compensation Committee.	Mgmt	For	For
8D.	Re-Election of William T. Winters to the Compensation Committee.	Mgmt	For	For
8E.	Election of Simon Moroney to the Compensation Committee.	Mgmt	For	For
9.	Re-election of the Statutory Auditor.	Mgmt	For	For
10.	Re-election of the Independent Proxy.	Mgmt	For	For
11.	Amendment to Article 20 Paragraph 3 of the Articles of Incorporation.	Mgmt	For	For
12.	General instructions in case of alternative motions under the agenda items published in the Notice of Annual General Meeting, and/or of motions relating to additional agenda items according to Article 700 paragraph 3 of the Swiss Code of Obligations.	Mgmt	For	For

**PFIZER INC.**

**Security:** 717081103  
**Ticker:** PFE  
**ISIN:** US7170811035

**Agenda Number:** 935344503  
**Meeting Type:** Annual  
**Meeting Date:** 4-22-2021

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1A.	Election of Director: Ronald E. Blaylock	Mgmt	For	For

1B.	Election of Director: Albert Bourla	Mgmt	For	For
1C.	Election of Director: Susan Desmond-	Mgmt	For	For
1D.	Election of Director: Joseph J. Echevarria	Mgmt	For	For
1E.	Election of Director: Scott Gottlieb	Mgmt	For	For
1F.	Election of Director: Helen H. Hobbs	Mgmt	For	For
1G.	Election of Director: Susan Hockfield	Mgmt	For	For
1H.	Election of Director: Dan R. Littman	Mgmt	For	For
1I.	Election of Director: Shantanu Narayen	Mgmt	For	For
1J.	Election of Director: Suzanne Nora Johnson	Mgmt	For	For
1K.	Election of Director: James Quincey	Mgmt	For	For
1L.	Election of Director: James C. Smith	Mgmt	For	For
2.	Ratify the selection of KPMG LLP as independent registered public accounting firm for 2021.	Mgmt	For	For
3.	2021 advisory approval of executive compensation.	Mgmt	For	For
4.	Shareholder proposal regarding independent chair policy.	Shr	Against	For
5.	Shareholder proposal regarding political spending report.	Shr	Against	For
6.	Shareholder proposal regarding access to COVID-19 products.	Shr	Against	For

## SANOFI

**Security:** 80105N105

**Ticker:** SNY

**ISIN:** US80105N1054

**Agenda Number:** 935384848

**Meeting Type:** Annual

**Meeting Date:** 4-30-2021

Prop. #	Proposal	Proposed by	Proposal Vote	For/Against Management's Recommendation
1.	Approval of the individual company financial statements for the year ended December 31, 2020.	Mgmt	For	For
2.	Approval of the consolidated financial statements for the year ended December 31, 2020.	Mgmt	For	For
3.	Appropriation of results for the year ended December 31, 2020 and declaration of dividend.	Mgmt	For	For
4.	Ratification of the co-opting of Gilles Schnepf as a director.	Mgmt	For	For
5.	Reappointment of Fabienne Lecorvaisier as a Director.	Mgmt	For	For
6.	Reappointment of Melanie Lee as a director.	Mgmt	For	For
7.	Appointment of Barbara Lavernos as a director.	Mgmt	For	For
8.	Approval of the report on the compensation of corporate officers issued in accordance with Article L. 22-10-9 of the French Commercial Code.	Mgmt	For	For



9.	Approval of the components of the compensation paid or awarded in respect of the year ended December 31, 2020 to Serge Weinberg, Chairman of the Board.	Mgmt	For	For
10.	Approval of the components of the compensation paid or awarded in respect of the year ended December 31, 2020 to Paul Hudson, Chief Executive Officer.	Mgmt	For	For
11.	Approval of the compensation policy for directors.	Mgmt	For	For
12.	Approval of the compensation policy for the Chairman of the Board of Directors.	Mgmt	For	For
13.	Approval of the compensation policy for the Chief Executive Officer.	Mgmt	For	For
14.	Authorization to the Board of Directors to carry out transactions in the Company's shares (usable outside the period of a public tender offer).	Mgmt	For	For
15.	Authorization to the Board of Directors to reduce the share capital by cancellation of treasury shares.	Mgmt	For	For
16.	Delegation to the Board of Directors of competence to decide to ...(due to space limits, see proxy statement for full proposal).	Mgmt	For	For
17.	Delegation to the Board of Directors of competence to decide to ...(due to space limits, see proxy statement for full proposal).	Mgmt	For	For
18.	Delegation to the Board of Directors of competence to decide to ...(due to space limits, see proxy statement for full proposal).	Mgmt	For	For
19.	Delegation to the Board of Directors of competence to decide to ...(due to space limits, see proxy statement for full proposal).	Mgmt	For	For
20.	Delegation to the Board of Directors of competence to increase ...(due to space limits, see proxy statement for full proposal).	Mgmt	For	For
21.	Delegation to the Board of Directors of competence with a view ...(due to space limits, see proxy statement for full proposal).	Mgmt	For	For
22.	Delegation to the Board of Directors of competence to decide to ...(due to space limits, see proxy statement for full proposal).	Mgmt	For	For
23.	Delegation to the Board of Directors of competence to decide on ...(due to space limits, see proxy statement for full proposal).	Mgmt	For	For
24.	Authorization to the Board of Directors to carry out consideration-free allotments of existing or new shares to some or all of the salaried employees and corporate officers of the Group.	Mgmt	For	For
25.	Amendment to Article 13 of the Articles of Association to allow the Board of Directors to take decisions by written consultation.	Mgmt	For	For

26.	Amendment to Articles 14 and 17 of the Articles of Association to align their content with the PACTE law.	Mgmt	For	For
27.	Powers for formalities.	Mgmt	For	For