

Meeting Date Range: 01/10/17 - 31/12/17

Hargreaves Lansdown plc			
MEETING TYPE: Annual General Meeting			
MEETING DATE: 11 October 2017			
ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Accept Financial Statements and Statutory Reports	FOR	FOR
2	Approve Final Dividend	FOR	FOR
3	Approve Remuneration Report	FOR	FOR
4	Approve Remuneration Policy	FOR	FOR
5	Reappoint PricewaterhouseCoopers LLP as Auditors	FOR	FOR
6	Authorise Board to Fix Remuneration of Auditors	FOR	FOR
7	Re-elect Mike Evans as Director	FOR	FOR
8	Re-elect Christopher Hill as Director	FOR	FOR
9	Elect Philip Johnson as Director	FOR	FOR
10	Re-elect Christopher Barling as Director	FOR	FOR
11	Re-elect Stephen Robertson as Director	FOR	FOR
12	Re-elect Shirley Garrod as Director	FOR	FOR
13	Re-elect Jayne Styles as Director	FOR	FOR
14	Elect Fiona Clutterbuck as Director	FOR	FOR
15	Elect Roger Perkin as Director	FOR	FOR
16	Authorise Market Purchase or Ordinary Shares	FOR	FOR
17	Authorise Issue of Equity with Pre-emptive Rights	FOR	FOR
18	Authorise Issue of Equity without Pre-emptive Rights	FOR	FOR
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	FOR	FOR
20	Approve Performance Plan	FOR	FOR

CSL Ltd.			
MEETING TYPE: Annual General Meeting			
MEETING DATE: 18 October 2017			
ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Elect John Shine as Director	FOR	FOR
2	Elect Bruce Brook as Director	FOR	FOR
3	Elect Christine O'Reilly as Director	FOR	FOR
4	Adopt Remuneration Report	FOR	AGAINST
5	Approve Grant of Performance Share Units to Paul Perreault	FOR	AGAINST
<p>Resolution 4: We elected to vote against the adoption of the remuneration report as performance targets are not disclosed for the annual bonus. Discretionary payments have been made in the form of EDIP equity retention grants in the amount of AUD 4 million and without a proper justification by the Company we are typically opposed to discretionary payments. "Performance Options" are granted in the FY17 LTI which are essentially "unhurdled" and only subject to share appreciation as the only discernible link with shareholders - the only disclosed performance hurdle is a satisfactory performance assessment of the CEO's work plan.</p> <p>Resolution 5: We elected to vote against the approval to grant performance share units to Paul Perreault as the targets tied to this scheme are also based on 3 years, which we view as too short a time period. Performance targets of the proposed scheme are not sufficiently stretching. Based on prior year's ROIC, there is no stretch in the target and the hurdles would be expected to be easily achieved. In particular, given these historical results, this means that the first tranche with a one-year vesting period is guaranteed to vest at 100 percent, barring an unforeseeable calamity. Incentive awards can vest before three years which we consider to be an inappropriately short time and that the proposed awards will fail to act as a long term incentive tool. We have concerns over the high quantum of the grant at approximately AUD6.8 million (USD5.4million), and almost twice that of Australian market standard in the ASX1-25 group.</p>			

Greencoat UK Wind PLC			
MEETING TYPE: Special Meeting			
MEETING DATE: 18 October 2017			
ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Authorise Issue of Equity Pursuant to the Capital Raising	FOR	FOR
2	Authorise Issue of Equity without Pre-emptive Rights Pursuant to the Capital Raising	FOR	FOR
3	Authorise Market Purchase of Ordinary Shares	FOR	FOR

Euronext NV			
MEETING TYPE: Special Meeting			
MEETING DATE: 19 October 2017			
ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Elect Franck Silvent to Supervisory Board	FOR	ABSTAIN
Resolution 1: We elected to abstain from voting on the election of Franck Silvent to the Supervisory Board as the proposed term of office for this director is four years. We do not support proposed terms of office exceeding 3 years as we feel longer terms in office reduces director accountability to shareholders. However, we are mindful that the proposed term is just one year over our preferred term.			

Abcam Plc			
MEETING TYPE: Annual General Meeting			
MEETING DATE: 14 November 2017			
ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Accept Financial Statements and Statutory Reports	FOR	FOR
2	Approve Final Dividend	FOR	FOR
3	Approve Remuneration Report	FOR	FOR
5	Reappoint PricewaterhouseCoopers LLP as Auditors	FOR	FOR
6	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	FOR	FOR
7	Re-elect Murray Hennessy as Director	FOR	ABSTAIN
8	Re-elect Jonathan Milner as Director	FOR	FOR
9	Re-elect Alan Hirzel as Director	FOR	FOR
10	Re-elect Gavin Wood as Director	FOR	FOR
11	Re-elect Louise Patten as Director	FOR	FOR
12	Re-elect Sue Harris as Director	FOR	FOR
13	Re-elect Mara Aspinall as Director	FOR	FOR
14	Authorise Issue of Equity with Pre-emptive Rights	FOR	FOR
15	Authorise Issue of Equity without Pre-emptive Rights	FOR	FOR
16	Authorise Market Purchase of Ordinary Shares	FOR	FOR
Resolution 7: We elected to abstain from voting the re-election of Murray Hennessy as Director as he intends to step down from the Board at the 2017 AGM and the Company confirmed that it is their intention to withdraw this resolution.			

Chr.Hansen Holdings A/S**MEETING TYPE:** Annual General Meeting**MEETING DATE:** 28 November 2017

ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Accept Financial Statements and Statutory Reports	FOR	FOR
2	Approve Allocation of Income and Dividends of DKK 6.33 Per Share	FOR	FOR
3	Approve Remuneration of Directors	FOR	FOR
4	Approve Creation of DKK 131.9 Million Pool of Capital without Pre-emptive Rights	FOR	FOR
5	Authorize Share Repurchase Program	FOR	FOR
6	Amend Articles Re: Remove Age Limit for Board Members	FOR	FOR
7	Approve Guidelines for Incentive-Based Compensation for Executive Management and Board	FOR	FOR
8	Re-elect Ole Andersen (Chairman) as Director	FOR	FOR
9	Re-elect Dominique Reiniche as Director	FOR	FOR
10	Elect Jesper brandgaard as New Director	FOR	FOR
11	Re-elect Luis Cantarell as Director	FOR	FOR
12	Elect Heidi Kleinbach-Sauter as New Director	FOR	FOR
13	Reelect Kristian Villumsen as Director	FOR	FOR
14	Reelect Mark Wilson as Director	FOR	FOR
15	Ratify PricewaterhouseCoopers as Auditors	FOR	FOR
16	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	FOR	FOR

CVS Group plc

MEETING TYPE: Annual General Meeting

MEETING DATE: 30 November 2017

ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Accept Financial Statements and Statutory Reports	FOR	AGAINST
2	Approve Remuneration Report	FOR	FOR
3	Approve Final Dividend	FOR	FOR
4	Re-elect Richard Connell as Director	FOR	ABSTAIN
5	Re-elect Simon Innes as Director	FOR	FOR
6	Re-elect Mike McCollum as Director	FOR	FOR
7	Re-elect Nick Perrin as Director	FOR	FOR
8	Reappoint Deloitte LLP as Auditors	FOR	FOR
9	Authorise Board to Fix Remuneration of Auditors	FOR	FOR
10	Authorise Issue of Equity with Pre-emptive Rights	FOR	FOR
11	Approve UK SAYE Plan	FOR	FOR
12	Approve International SAYE Plan	FOR	FOR
13	Approve Long Term Incentive Plan	FOR	FOR
14	Authorise Issue of Equity without Pre-emptive Rights	FOR	FOR
15	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	FOR	FOR
16	Authorise Market Purchase of Ordinary Shares	FOR	FOR

Resolution 1: We elected to vote against the acceptance of the Financial Statements and Statutory Reports due to lack of disclosure on environmental and social impact. We have discussed this previously with the Chief Financial Officer, and look to engage further on this issue.

Resolution 4: We elected to abstain from voting on the re-election of Richard Connell as Director as potential independence issues have been identified and he currently sits on the Audit and Remuneration Committees, and the composition of these Committees does not adhere to UK best practice recommendations for a company of this size.

DFS Furniture plc

MEETING TYPE: Annual General Meeting

MEETING DATE: 01 December 2017

ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Accept Financial Statements and Statutory Reports	FOR	FOR
2	Approve Final Dividend	FOR	FOR
3	Approve Remuneration Report	FOR	FOR
4	Re-elect Ian Filby as Director	FOR	FOR
5	Re-elect Nicola Bancroft as Director	FOR	FOR
6	Elect Ian Durant as Director	FOR	ABSTAIN
7	Re-elect Luke Mayhew as Director	FOR	FOR
8	Re-elect Gwyn Burr as Director	FOR	FOR
9	Re-elect Julie Southern as Director	FOR	FOR
10	Reappoint KPMG LLP as Auditors	FOR	AGAINST
11	Authorise the Audit Committee to Fix Remuneration of Auditors	FOR	AGAINST
12	Authorise Issue of Equity with Pre-emptive Rights	FOR	FOR
13	Authorise Issue of Equity without Pre-emptive Rights	FOR	FOR
14	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	FOR	FOR
15	Authorise Market Purchase of Ordinary Shares	FOR	FOR
16	Authorise the Company to Call General Meeting with Two Weeks' Notice	FOR	FOR
17	Authorise EU Political Donations and Expenditure	FOR	FOR

Resolution 6: We elected to abstain from voting the election of Ian Durant as Director in addition to being the Chairman of DFS, Ian Durant is also Chairman of two other listed companies: Greggs plc and Capital & Counties plc. Both are FTSE companies, with large market caps. These significant external time commitments may undermine his ability to serve effectively in his role as Board Chair. There is no indication that he intends to relinquish either of the other chairmanships in the near future.

Resolutions 10 & 11: We elected to vote against the reappointment KPMG LLP as Auditors and the authorisation for the Audit Committee to fix remuneration of Auditors as the company has retained the same audit firm for 13 years. Mandatory auditor rotation is an effective mechanism for mitigating the potential risks borne by long-term auditor-client relationships, and is a safeguard against improper audits.

Softcat Plc

MEETING TYPE: Annual General Meeting

MEETING DATE: 08 December 2017

ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Accept Financial Statements and Statutory Reports	FOR	ABSTAIN
2	Approve Remuneration Report	FOR	FOR
3	Approve Final Dividend	FOR	FOR
4	Approve Special Dividend	FOR	FOR
5	Re-elect Brian Wallace as Director	FOR	FOR
6	Re-elect Martin Hellawell as Director	FOR	FOR
7	Re-elect Graham Charlton as Director	FOR	FOR
8	Re-elect Lee Ginsberg as Director	FOR	FOR
9	Re-elect Vin Murria as Director	FOR	FOR
10	Re-elect Peter Ventress as Director	FOR	FOR
11	Reappoint Ernst & Young LLP as Auditors	FOR	FOR
12	Authorise Board to Fix Remuneration of Auditors	FOR	FOR
13	Authorise EU Political Donations and Expenditure	FOR	FOR
14	Authorise Issue of Equity with Pre-emptive Rights	FOR	FOR
15	Authorise Issue of Equity without Pre-emptive Rights	FOR	FOR
16	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	FOR	FOR
17	Authorise the Company to Call General Meeting with Two Weeks' Notice	FOR	FOR

Resolution 1: We elected to abstain from voting the acceptance of the Financial Statements and Statutory Reports as the Company is a constituent of the FTSE 250 and has fewer than 30% of women on the Board, this is below our minimum threshold on gender balance. Boards that are diverse are more able to draw on a wide range of skills, competence and diversity of perspectives and are therefore better able to challenge, debate and fulfil their oversight responsibilities, and generate and preserve shareholder value.

London Stock Exchange Group plc			
MEETING TYPE: Special Meeting			
MEETING DATE: 19 December 2017			
ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Remove Donald Brydon as Director	FOR	ABSTAIN
Resolution 1: We elected to abstain from voting this shareholder proposal to remove Donald Brydon as Director as we did not believe that it was in the best interest of shareholders, we were also dissatisfied with both the way the departure of Xavier Rolet was handled by the board and the quality of the communication to minority shareholders.			

Xeros Technology Group plc			
MEETING TYPE: Special Meeting			
MEETING DATE: 28 December 2017			
ITEM	PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE
1	Authorise Issue of Equity Pursuant to the Placing of the Main Placing Shares	FOR	FOR
2	Authorise Issue of Equity Pursuant to the Placing of the WCP Shares	FOR	FOR
3	Approve Waiver on Tender-Bid Requirement	FOR	FOR
4	Authorise Issue of Equity without Pre-emptive Rights Pursuant to the Placing of the Main Placing Shares	FOR	FOR
5	Authorise Issue of Equity without Pre-emptive Rights Pursuant to the Placing of the WCP Shares	FOR	FOR