

Appendix 1: Detailed voting record Q1 2019

Company	Date	Ballot #	Proposal	Vote	Rationale (where vote considered controversial)
Acuity Brands	4 January	1a	Elect Director Peter C. Browning	Against	Director is not independent and there are an insufficient number of independent Board Directors / Vote against Chair of Nominations Committee due to lack of Board-level gender diversity / Vote against Chair of Nominations Committee due to lack of separation of Chairman and CEO roles.
		1b	Elect Director G. Douglas Dillard, Jr.	For	A vote FOR the director nominees is warranted.
		1c	Elect Director James H. Hance, Jr.	For	A vote FOR the director nominees is warranted.
		1d	Elect Director Vernon J. Nagel	For	A vote FOR the director nominees is warranted.
		1e	Elect Director Julia B. North	For	A vote FOR the director nominees is warranted.
		1f	Elect Director Ray M. Robinson	Against	Vote against due to insufficient proportion of independent members of the Compensation Committee.
		1g	Elect Director Mary A. Winston	For	A vote FOR the director nominees is warranted.
		2	Ratify EY as Auditors	Against	Excessive tenure means we do not view the auditor as independent.
		3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Long-term and short-term incentive plans use same one year performance measures (duplicative). Short-term incentive can be 1000% of base salary which we view as excessive.
Intertek Group Plc	16 January	1	Approve Matters Relating to the Relevant Distributions	For	We are supportive of this resolution
Centene	28 January	1	Increase Authorized Common Stock	For	Reasonable request to prepare for the two-for-one stock split
Rockwell Automation Inc.	5 February	A1	Elect Director Blake D. Moret	Withhold	No separation of Chairman and CEO. Term limit is 4 years and we want to see no more than two years.
		A2	Elect Director Thomas W. Rosamilia	Withhold	Term limit is 4 years and we want to see no more than two years.
		A3	Elect Director Patricia A. Watson	Withhold	Term limit is and we want to see no more than two years 4 years.
		B	Ratify Deloitte & Touche LLP as Auditors	Against	Excessive tenure means we do not view the auditor as independent.
		C	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	We view the executive's remuneration as being excessive.

Varian Medical Systems Inc.	14 February	1a	Elect Director Anat Ashkenazi	For	A vote FOR the director nominees is warranted.
		1b	Elect Director Jeffrey R. Balser	For	A vote FOR the director nominees is warranted.
		1c	Elect Director Judy Bruner	For	A vote FOR the director nominees is warranted.
		1d	Elect Director Jean-Luc Butel	For	A vote FOR the director nominees is warranted.
		1e	Elect Director Regina E. Dugan	For	A vote FOR the director nominees is warranted.
		1f	Elect Director R. Andrew Eckert	For	A vote FOR the director nominees is warranted.
		1g	Elect Director Timothy E. Guertin	For	A vote FOR the director nominees is warranted.
		1h	Elect Director David J. Illingworth	For	A vote FOR the director nominees is warranted.
		1i	Elect Director Dow R. Wilson	For	A vote FOR the director nominees is warranted.
		2	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	We view the executive's remuneration as being excessive.
		3	Ratify PricewaterhouseCoopers LLP as Auditors	Against	Excessive tenure means we do not view the auditor as independent.
Steris Plc	28 February	1	Approve Scheme of Arrangement	For	A vote FOR the proposal is warranted in our view.
		1	Approve Scheme of Arrangement, Reduction in Share Capital, and Certain Ancillary Matters	For	A vote FOR the proposal is warranted in our view.
		2	Approve the Creation of Distributable Profits within STERIS Ireland	For	A vote FOR the proposal is warranted in our view.
Johnson Controls International Plc	6 March	1a	Elect Director Jean Blackwell	For	Votes FOR incumbent compensation committee members Michael E. Daniels, W. Roy Dunbar, and Mark Vergnano are warranted, with caution. While the compensation committee demonstrated adequate responsiveness to last year's low say-on-pay vote, the committee has not addressed legacy CIC arrangements which have been listed by shareholders as a concern for two consecutive years. A vote FOR all other director nominees is warranted.
		1b	Elect Director Pierre Cohade	For	Votes FOR incumbent compensation committee members Michael E. Daniels, W. Roy Dunbar, and Mark Vergnano are warranted, with caution. While the compensation committee demonstrated adequate responsiveness to last year's low say-on-pay vote, the committee has not addressed legacy CIC arrangements which have been listed by shareholders as a concern for two consecutive years. A vote FOR all other director nominees is warranted.

		1c	Elect Director Michael E. Daniels	For	A vote FOR is warranted given responsiveness of the compensation committee to 2018's say-on-pay vote, but vote against executive remuneration proposal.
		1d	Elect Director Juan Pablo del Valle Perochena	Against	Vote against Chair of Nominations Committee due to lack of separation of Chairman and CEO roles.
		1e	Elect Director W. Roy Dunbar	For	A vote FOR is warranted given responsiveness of the compensation committee to 2018's say-on-pay vote, but vote against executive remuneration proposal.
		1f	Elect Director Gretchen R. Haggerty	For	A vote FOR is warranted.
		1g	Elect Director Simone Menne	For	A vote FOR is warranted.
		1h	Elect Director George R. Oliver	For	A vote FOR is warranted.
		1i	Elect Director Jurgen Tinggren	For	A vote FOR is warranted.
		1j	Elect Director Mark Vergnano	For	A vote FOR is warranted given responsiveness of the compensation committee to 2018's say-on-pay vote, but vote against executive remuneration proposal.
		1k	Elect Director R. David Yost	For	A vote FOR is warranted.
		1l	Elect Director John D. Young	For	A vote FOR is warranted.
		2a	Ratify PricewaterhouseCoopers LLP as Auditors	Against	Excessive tenure means we do not view the auditor as independent.
		2b	Authorize Board to Fix Remuneration of Auditors	For	A vote FOR this proposal to ratify the auditor is warranted.
		3	Authorize Market Purchases of Company Shares	For	No concerns on this issue so vote For.
		4	Determine Price Range for Reissuance of Treasury Shares	For	No concerns on this issue so vote For.
		5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	We view the executive's remuneration as being excessive.
		6	Approve the Directors' Authority to Allot Shares	For	A vote FOR these resolutions is warranted because the proposed amounts and durations are within the recommended limits.
		7	Approve the Disapplication of Statutory Pre-emption Rights	For	A vote FOR these resolutions is warranted because the proposed amounts and durations are within the recommended limits.
TE Connectivity Ltd.	13 March	1a	Elect Director Pierre R. Brondeau	Against	It is our policy to vote against the Chairperson of the Nomination Committee, of any company with less than 25% gender diversity on its board.
		1b	Elect Director Terrence R. Curtin	For	A vote FOR the director nominees is warranted.

	1c	Elect Director Carol A. ('John') Davidson	For	A vote FOR the director nominees is warranted.
	1d	Elect Director William A. Jeffrey	For	A vote FOR the director nominees is warranted.
	1e	Elect Director David M. Kerko	For	A vote FOR the director nominees is warranted.
	1f	Elect Director Thomas J. Lynch	For	A vote FOR the director nominees is warranted.
	1g	Elect Director Yong Nam	For	A vote FOR the director nominees is warranted.
	1h	Elect Director Daniel J. Phelan	For	A vote FOR the director nominees is warranted.
	1i	Elect Director Paula A. Sneed	For	A vote FOR the director nominees is warranted.
	1j	Elect Director Abhijit Y. Talwalkar	Against	We consider any Director with more than three board seats to be "overboarded" and will vote against their re-election.
	1k	Elect Director Mark C. Trudeau	For	A vote FOR the director nominees is warranted.
	1l	Elect Director Laura H. Wright	For	A vote FOR the director nominees is warranted.
	2	Elect Board Chairman Thomas J. Lynch	Against	We consider any Director with more than three board seats to be "overboarded" and will vote against their re-election. It is also our policy to vote against the re-election of the Chairperson, for any company which does not have a Board or Executive Team member with titular responsibility for sustainability or corporate responsibility.
	3a	Elect Daniel J. Phelan as Member of Management Development and Compensation Committee	For	Vote FOR is warranted.
	3b	Elect Paula A. Sneed as Member of Management Development and Compensation Committee	For	Vote FOR is warranted.
	3c	Elect Abhijit Y. Talwalkar as Member of Management Development and Compensation Committee	For	Vote FOR is warranted.
	3d	Elect Mark C. Trudeau as Member of Management Development and Compensation Committee	For	Vote FOR is warranted.
	4	Designate Rene Schwarzenbach as Independent Proxy	For	Vote FOR is warranted.
	5.1	Accept Annual Report for Fiscal Year Ended September 28, 2018	For	A vote FOR these routine items is warranted.
	5.2	Accept Statutory Financial Statements for Fiscal Year Ended September 28, 2018	For	A vote FOR these routine items is warranted.

		5.3	Approve Consolidated Financial Statements for Fiscal Year Ended September 28, 2018	For	A vote FOR these routine items is warranted.
		6	Approve Discharge of Board and Senior Management	For	Vote FOR is warranted.
		7.1	Ratify Deloitte & Touche LLP as Independent Registered Public Accounting Firm for Fiscal Year 2019	For	A vote FOR this proposal to ratify the auditor is warranted.
		7.2	Ratify Deloitte AG as Swiss Registered Auditors	For	A vote FOR this proposal to ratify the auditor is warranted.
		7.3	Ratify PricewaterhouseCoopers AG as Special Auditors	For	A vote FOR this proposal to ratify the auditor is warranted.
		8	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	We view the executive's remuneration as being excessive.
		9	Approve the Increase in Maximum Aggregate Remuneration of Executive Management	For	Vote FOR is warranted.
		10	Approve the Increase in Maximum Aggregate Remuneration of Board of Directors	For	Vote FOR is warranted.
		11	Approve Allocation of Available Earnings at September 28, 2018	For	Votes FOR these items are warranted based on the increase in dividend.
		12	Approve Declaration of Dividend	For	Votes FOR these items are warranted based on the increase in dividend.
		13	Authorize Share Repurchase Program	For	A vote AGAINST this proposal is warranted because* The proposal language would permit the company to hold more than 10 percent of share capital in treasury, and* The repurchase proposal does not have a time limit.
		14	Approve Reduction of Share Capital	For	Vote FOR is warranted.
		15	Adjourn Meeting	Against	We consider this item to be too widely drafted, giving undue power to management.
The Cooper Companies Inc.	18 March	1.1	Elect Director A. Thomas Bender	Against	Vote against the Chair due to poor disclosure on social issues and no board director with responsibility for sustainability
		1.2	Elect Director Colleen E. Jay	For	A vote FOR the director nominees is warranted.
		1.3	Elect Director Michael H. Kalkstein	Against	Director is not independent and there are an insufficient number of independent Board Directors.
		1.4	Elect Director William A. Kozy	For	A vote FOR the director nominees is warranted.
		1.5	Elect Director Jody S. Lindell	Against	Director is not independent and there are an insufficient number of independent Board Directors.

		1.6	Elect Director Gary S. Petersmeyer	For	A vote FOR the director nominees is warranted.
		1.7	Elect Director Allan E. Rubenstein	Against	Director is not independent and there are an insufficient number of independent Board Directors.
		1.8	Elect Director Robert S. Weiss	For	A vote FOR the director nominees is warranted.
		1.9	Elect Director Albert G. White, III	For	A vote FOR the director nominees is warranted.
		2	Ratify KPMG LLP as Auditors	Against	Excessive tenure means we do not view the auditor as independent.
		3	Approve Qualified Employee Stock Purchase Plan	For	Vote FOR is warranted.
		4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	We view the executive's remuneration as being excessive.
Agilent Technologies Inc	20 March	1.1	Elect Director Hans E. Bishop	For	A vote FOR the director nominees is warranted.
		1.2	Elect Director Paul N. Clark	For	A vote FOR the director nominees is warranted.
		1.3	Elect Director Tadataka Yamada	For	A vote FOR the director nominees is warranted.
		2	Amend Omnibus Stock Plan	For	Vote FOR is warranted.
		3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	We view the executive's remuneration as being excessive.
		4	Ratify PricewaterhouseCoopers LLP as Auditors	Against	Excessive tenure means we do not view the auditor as independent.
Horiba Ltd.	23 March	1.1	Elect Director Horiba, Atsushi	For	Vote FOR is warranted.
		1.2	Elect Director Saito, Juichi	For	Vote FOR is warranted.
		1.3	Elect Director Adachi, Masayuki	For	Vote FOR is warranted.
		1.4	Elect Director Okawa, Masao	For	Vote FOR is warranted.
		1.5	Elect Director Nagano, Takashi	For	Vote FOR is warranted.
		1.6	Elect Director Sugita, Masahiro	For	Vote FOR is warranted.
		1.7	Elect Director Higashifushimi, Jiko	For	Vote FOR is warranted.
		1.8	Elect Director Takeuchi, Sawako	For	Vote FOR is warranted.
Siemens Gamesa Renewable Energy SA	27 March	1	Approve Consolidated and Standalone Financial Statements	For	Vote FOR is warranted.
		2	Approve Consolidated and Standalone Management Reports	For	Vote FOR is warranted.
		3	Approve Sustainability Report	For	Vote FOR is warranted.
		4	Approve Discharge of Board	For	Vote FOR is warranted.
		5	Approve Allocation of Income and Dividends	For	Vote FOR is warranted.

		6	Ratify Appointment of and Elect Miguel Angel Lopez Borrego as Director	For	Vote FOR is warranted.
		7	Ratify Appointment of and Elect Pedro Azagra Blazquez as Director	For	Vote FOR is warranted.
		8	Ratify Appointment of and Elect Rudolf Krammer as Director	For	Vote FOR is warranted.
		9	Reelect Andoni Cendoya Aranzamendi as Director	For	Vote FOR is warranted.
		10	Reelect Gloria Hernandez Garcia as Director	For	Vote FOR is warranted.
		11	Renew Appointment of Ernst & Young as Auditor	For	Vote FOR is warranted.
		12	Approve Remuneration Policy	For	Vote FOR is warranted.
		13	Amend Restricted Stock Plan	For	Vote FOR is warranted.
		14	Authorize Board to Ratify and Execute Approved Resolutions	For	Vote FOR is warranted.
		15	Advisory Vote on Remuneration Report	For	Vote FOR is warranted.