

## Appendix 1: Detailed voting record Q1 2018

Company	Date	Ballot #	Proposal	Vote	Rationale (where vote considered controversial)
Acuity Brands Inc.	5 Jan 2018	1a	Elect Director Peter C. Browning	Against	Chair of Nominations Committee and company has a combined CEO/Chair.
		1b	Elect Director G. Douglas Dillard, Jr.	For	
		1c	Elect Director Ray M. Robinson	Against	Tenure of more than ten years resulting in an inadequate number of independent non-executive directors.
		1d	Elect Director Norman H. Wesley	For	
		1e	Elect Director Mary A. Winston	For	
		2	Ratify EY as Auditors	Against	Excessive tenure of 15 years
		3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	CEO's long-term incentive plan could result in an award of greater than 300% of base salary.
		4	Advisory Vote on Say on Pay Frequency	One Year	
		5	Amend Omnibus Stock Plan	For	
		6	Approve Executive Incentive Bonus Plan	For	
Rockwell Automation Inc.	6 Feb 2018	A1	Elect Director Betty C. Alewine	Withhold	Member of the Governance Committee and company has a classified board
		A2	Elect Director J. Phillip Holloman	For	
		A3	Elect Director Lawrence D. Kingsley	For	
		A4	Elect Director Lisa A. Payne	For	
		B	Ratify Deloitte & Touche LLP as Auditors	Against	Excessive tenure of 84 years.
		C	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Compensation package does not include a clawback provision or environmental or social metrics.
Varian Medical Systems Inc.	8 Feb 2018	1.1	Elect Director Jose Baselga	For	
		1.2	Elect Director Susan L. Bostrom	Withhold	Chair of compensation committee with inadequate number of independent directors (tenure of less than 11 years).
		1.3	Elect Director Judy Bruner	For	
		1.4	Elect Director Jean-Luc Butel	For	
		1.5	Elect Director Regina E. Dugan	For	
		1.6	Elect Director R. Andrew Eckert	For	
		1.7	Elect Director Timothy E. Guertin	For	
		1.8	Elect Director David J. Illingworth	For	
		1.9	Elect Director Dow R. Wilson	For	

		2	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Compensation package could result in an award which exceeds 300% of base salary.
		3	Amend Omnibus Stock Plan	For	
		4	Ratify PricewaterhouseCoopers LLP as Auditors	Against	Excessive tenure of 56 years
Johnson Controls International plc.	7 March 2018	1a	Elect Director Michael E. Daniels	For	
		1b	Elect Director W. Roy Dunbar	For	
		1c	Elect Director Brian Duperreault	Against	Member of the Nominations Committee and company has a combined Chairman/CEO.
		1d	Elect Director Gretchen R. Haggerty	For	
		1e	Elect Director Simone Menne	For	
		1f	Elect Director George R. Oliver	For	
		1g	Elect Director Juan Pablo del Valle Perochena	Against	Juan Pablo del Valle Perochena has memberships of 4 outside Boards and he attended less than 75% of meetings
		1h	Elect Director Jurgen Tinggren	For	
		1i	Elect Director Mark Vergnano	For	
		1j	Elect Director R. David Yost	For	
		1k	Elect Director John D. Young	For	
		2a	Ratify PricewaterhouseCoopers LLP as Auditors	Against	Excessive tenure of 68 years.
		2b	Authorize Board to Fix Remuneration of Auditors	For	
		3	Authorize Market Purchases of Company Shares	For	
		4	Determine Price Range for Reissuance of Treasury Shares	For	
		5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Former CEO received US\$64m in severance, change in control and severance provisions are considered to be excessive, independent directors are paid \$275k which we consider to be excessive, disclosure is insufficient and CFO has an excessively generous retention arrangement.
		6	Approve the Directors' Authority to Allot Shares	For	
7	Approve the Disapplication of Statutory Pre-Emption Rights	For			
8a	Approve Cancellation of Share Premium Account	For			
8b	Approve Amendment of Articles to Facilitate Capital Reduction	For			
CVS Health Corporation	13 March 2018	1	Issue Shares in Connection with Merger	For	
		2	Adjourn Meeting	For	

TE Connectivity Ltd.	14 March 2018	1a	Elect Director Pierre R. Brondeau	For	
		1b	Elect Director Terrence R. Curtin	For	
		1c	Elect Director Carol A. ('John') Davidson	For	
		1d	Elect Director William A. Jeffrey	For	
		1e	Elect Director Thomas J. Lynch	For	
		1f	Elect Director Yong Nam	For	
		1g	Elect Director Daniel J. Phelan	For	
		1h	Elect Director Paula A. Sneed	For	
		1i	Elect Director Abhijit Y. Talwalkar	Against	Abhijit Talwalkar is on the Board of three other company's Boards which we consider to be too many.
		1j	Elect Director Mark C. Trudeau	For	
		1k	Elect Director John C. Van Scoter	For	
		1l	Elect Director Laura H. Wright	For	
		2	Elect Board Chairman Thomas J. Lynch	For	
		3a	Elect Daniel J. Phelan as Member of Management Development and Compensation Committee	For	
		3b	Elect Paula A. Sneed as Member of Management Development and Compensation Committee	For	
		3c	Elect John C. Van Scoter as Member of Management Development and Compensation Committee	For	
		4	Designate Rene Schwarzenbach as Independent Proxy	For	
		5.1	Accept Annual Report for Fiscal Year Ended September 29, 2017	For	
		5.2	Accept Statutory Financial Statements for Fiscal Year Ended September 29, 2017	For	
		5.3	Approve Consolidated Financial Statements for Fiscal Year Ended September 29, 2017	For	
6	Approve Discharge of Board and Senior Management	For			
7.1	Ratify Deloitte & Touche LLP as Independent Registered Public Accounting Firm for Fiscal Year 2018	For			
7.2	Ratify Deloitte AG as Swiss Registered Auditors	For			

		7.3	Ratify PricewaterhouseCoopers AG as Special Auditors	For	
		8	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	No links to any environmental or social performance criteria.
		9	Approve the Increase in Maximum Aggregate Remuneration of Executive Management	For	
		10	Approve the Increase in Maximum Aggregate Remuneration of Board of Directors	Against	Non-executive Directors are paid more than \$300k per year which we consider to be excessive.
		11	Approve Allocation of Available Earnings at September 29, 2017	For	
		12	Approve Declaration of Dividend	For	
		13	Authorize Share Repurchase Program	Against	Would allow the company to hold >10% of company's own share capital.
		14	Amend Articles of Association Re: Authorized Capital	For	
		15	Amend Nonqualified Employee Stock Purchase Plan	For	
		16	Adjourn Meeting	Against	May be used to avoid questions to management
The Cooper Companies Inc.	19 March 2018	1.1	Elect Director A. Thomas Bender	For	
		1.2	Elect Director Colleen E. Jay	For	
		1.3	Elect Director Michael H. Kalkstein	Against	Tenure of >10yrs resulting in Board Committees with insufficient proportion of independent directors.
		1.4	Elect Director William A. Kozy	For	
		1.5	Elect Director Jody S. Lindell	Against	Tenure of >10yrs resulting in Board Committees with insufficient proportion of independent directors.
		1.6	Elect Director Gary S. Petersmeyer	For	
		1.7	Elect Director Allan E. Rubenstein	Against	As Chair of the Nomination Committee vote against as five Board members have tenures of >10yrs rendering them non-independent and resulting in a Board with a minority being independent directors.
		1.8	Elect Director Robert S. Weiss	For	
		1.9	Elect Director Stanley Zinberg	For	
		2	Ratify KPMG LLP as Auditors	Against	Excessive tenure of 38 years.
		3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	CEO's long term incentive plan is primarily (85%) linked to time-based stock options.
		4	Report on the Feasibility of Achieving Net Zero GHG Emissions	For	
		1.1	Elect Director Koh Boon Hwee	Against	Koh Boon Hwee is on the Board of four companies in addition to Agilent which we consider to be excessive.

Agilent Technologies Inc.	21 March 2018	1.2	Elect Director Michael R. McMullen	For	
		1.3	Elect Director Daniel K. Podolsky	For	
		2	Amend Omnibus Stock Plan	Against	Allows the CEO to earn >\$10m in stock compensation which we consider excessive.
		3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	As above
		4	Ratify PricewaterhouseCoopers LLP as Auditors	Against	Excessive tenure of 19 years.
Siemens Gamesa Renewable Energy SA	23 March 2018	1	Approve Consolidated and Standalone Financial Statements	For	
		2	Approve Consolidated and Standalone Management Reports	For	
		3	Approve Discharge of Board	For	
		4	Approve Treatment of Net Loss	For	
		5	Ratify Appointment of and Elect Alberto Alonso Ureba as Director	For	
		6	Renew Appointment of Ernst & Young as Auditor	For	
		7	Approve Restricted Stock Plan	For	
		8	Authorize Board to Ratify and Execute Approved Resolutions	For	
		9	Advisory Vote on Remuneration Report	For	
		10	Approve Strengthening of the Company's Corporate Governance Regarding Related Party Transactions for the Protection of Minority Shareholders Against the Risk Management by the Majority Shareholder	For	Shareholder resolution aimed at protecting the interests of minority shareholders.
		11	Approve Commitments Made in Connection with the Maintenance in Spain of the Registered Office, the Operational Headquarters of the Parent Company of the Group and the Headquarters of the Onshore Business	Against	Shareholder resolution that we didn't consider have merit.
Horiba Ltd.	24 March 2018	1.1	Elect Director Horiba, Atsushi	Against	The Board has an insufficient number of independent Directors and so we voted against the Chairman.
		1.2	Elect Director Saito, Juichi	Against	Non-independent and insufficient number of independent Board Directors.
		1.3	Elect Director Adachi, Masayuki	Against	
		1.4	Elect Director Nagano, Takashi	Against	Non-independent and insufficient number of independent Board Directors.
		1.5	Elect Director Okawa, Masao	Against	Non-independent and insufficient number of independent Board Directors.

		1.6	Elect Director Sugita, Masahiro	Against	Non-independent and insufficient number of independent Board Directors.
		1.7	Elect Director Higashifushimi, Jiko	For	
		1.8	Elect Director Takeuchi, Sawako	For	
Shimano Inc.	27 March 2018	1	Approve Allocation of Income, with a Final Dividend of JPY 77.5	For	
		2.1	Elect Director Shimano, Yoza	Against	Board does not have any sub-committees and insufficient gender diversity so vote against the Chairman.
		2.2	Elect Director Hirata, Yoshihiro	Against	Tenure of more than 10 years and insufficient number of independent Board Directors.
		2.3	Elect Director Shimano, Taizo	Against	Tenure of more than 10 years and insufficient number of independent Board Directors.
		2.4	Elect Director Tsuzaki, Masahiro	Against	Non-independent and insufficient number of independent Board Directors.
		2.5	Elect Director Toyoshima, Takashi	Against	Non-independent and insufficient number of independent Board Directors.
		2.6	Elect Director Tarutani, Kiyoshi	Against	Non-independent and insufficient number of independent Board Directors.
		2.7	Elect Director Matsui, Hiroshi	Against	Non-independent and insufficient number of independent Board Directors.
		2.8	Elect Director Otake, Masahiro	Against	Non-independent and insufficient number of independent Board Directors.
		2.9	Elect Director Kiyotani, Kinji	Against	Non-independent and insufficient number of independent Board Directors.
		3.1	Appoint Statutory Auditor Katsuoka, Hideo	For	
		3.2	Appoint Statutory Auditor Nozue, Kanako	For	
		3.3	Appoint Statutory Auditor Hashimoto, Toshihiko	For	