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Madison Covered Call & Equity Strategy Fund  
Form N-PX  
August 28, 2017

OMB APPROVAL  
OMB Number: 3235-0582  
Expires: March 31, 2018  
Estimated average burden  
hours per response..... 7.2  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT  
INVESTMENT COMPANY

Investment Company Act file number 811-21582

Madison Covered Call & Equity Strategy Fund  
(Exact name of registrant as specified in charter)

550 Science Drive, Madison, WI 53711  
(Address of principal executive offices) (Zip code)

Kevin S. Thompson, Chief Legal Officer  
Madison Legal Department  
550 Science Drive  
Madison, WI 53711  
(Name and address of agent for service)

Registrant's telephone number, including area code: 800-767-0300

Date of fiscal year end: December 31

Date of reporting period: June 30, 2017

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609.

The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. s 3507.

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## Item 1. Proxy Voting Record

| Name of Issuer  | Ticker Symbol | Cusip     | Meeting Date | Proposal                                                                                                                                                                                                                                                                                                                                                                          | Type         | Registrant<br>Vote Cast | Vote on<br>Proxyedge | For/Against<br>Management |
|-----------------|---------------|-----------|--------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|-------------------------|----------------------|---------------------------|
| EMC CORPORATION | EMC           | 268648102 | 19-Jul-2016  | PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 12, 2015, AS AMENDED BY THE FIRST AMENDMENT TO AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 16, 2016, AS SO AMENDED AND AS IT MAY BE AMENDED FROM TIME TO TIME, REFERRED TO COLLECTIVELY AS THE MERGER AGREEMENT, AMONG DENALI HOLDING ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Management Y | For                     |                      | For                       |
| EMC CORPORATION | EMC           | 268648102 | 19-Jul-2016  | PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION PAYMENTS THAT WILL OR MAY BE PAID BY EMC TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION                                                                                                                                                                                                                    | Management Y | For                     |                      | For                       |

|                      |     |           |             |                                                                                                                                                                                                                                                                              |              |     |     |
|----------------------|-----|-----------|-------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|-----|-----|
| EMC CORPORATION      | EMC | 268648102 | 19-Jul-2016 | WITH THE<br>MERGER.<br>PROPOSAL TO<br>APPROVE THE<br>ADJOURNMENT<br>OF THE SPECIAL<br>MEETING, IF<br>NECESSARY OR<br>APPROPRIATE,<br>TO SOLICIT<br>ADDITIONAL<br>PROXIES IF<br>THERE ARE NOT<br>SUFFICIENT<br>VOTES TO<br>APPROVE THE<br>MERGER<br>AGREEMENT.<br>ELECTION OF | Management Y | For | For |
| MCKESSON CORPORATION | MCK | 58155Q103 | 27-Jul-2016 | DIRECTOR:<br>ANDY D.<br>BRYANT<br>ELECTION OF                                                                                                                                                                                                                                | Management Y | For | For |
| MCKESSON CORPORATION | MCK | 58155Q103 | 27-Jul-2016 | DIRECTOR:<br>WAYNE A. BUDD<br>ELECTION OF                                                                                                                                                                                                                                    | Management Y | For | For |
| MCKESSON CORPORATION | MCK | 58155Q103 | 27-Jul-2016 | DIRECTOR: N.<br>ANTHONY<br>COLES, M.D.<br>ELECTION OF                                                                                                                                                                                                                        | Management Y | For | For |
| MCKESSON CORPORATION | MCK | 58155Q103 | 27-Jul-2016 | DIRECTOR: JOHN<br>H.<br>HAMMERGREN<br>ELECTION OF                                                                                                                                                                                                                            | Management Y | For | For |
| MCKESSON CORPORATION | MCK | 58155Q103 | 27-Jul-2016 | DIRECTOR: M.<br>CHRISTINE<br>JACOBS<br>ELECTION OF                                                                                                                                                                                                                           | Management Y | For | For |
| MCKESSON CORPORATION | MCK | 58155Q103 | 27-Jul-2016 | DIRECTOR:<br>DONALD R.<br>KNAUSS                                                                                                                                                                                                                                             | Management Y | For | For |

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|------------------------|---------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----|
| MCKESSON CORPORATION   | MCK58155Q10327-Jul-2016   | ELECTION OF DIRECTOR: MARIE L. KNOWLES                                                                                                                                                                                                                       | Management Y For      | For |
| MCKESSON CORPORATION   | MCK58155Q10327-Jul-2016   | ELECTION OF DIRECTOR: EDWARD A. MUELLER                                                                                                                                                                                                                      | Management Y For      | For |
| MCKESSON CORPORATION   | MCK58155Q10327-Jul-2016   | ELECTION OF DIRECTOR: SUSAN R. SALKA                                                                                                                                                                                                                         | Management Y For      | For |
| MCKESSON CORPORATION   | MCK58155Q10327-Jul-2016   | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2017.                                                                                           | Management Y For      | For |
| MCKESSON CORPORATION   | MCK58155Q10327-Jul-2016   | ADVISORY VOTE ON EXECUTIVE COMPENSATION.                                                                                                                                                                                                                     | Management Y For      | For |
| MCKESSON CORPORATION   | MCK58155Q10327-Jul-2016   | SHAREHOLDER PROPOSAL ON ACCELERATED VESTING OF EQUITY AWARDS.                                                                                                                                                                                                | Shareholder Y Against | For |
| MCKESSON CORPORATION   | MCK58155Q10327-Jul-2016   | SHAREHOLDER PROPOSAL ON DISCLOSURE OF POLITICAL CONTRIBUTIONS AND EXPENDITURES.                                                                                                                                                                              | Shareholder Y Against | For |
| JOHNSON CONTROLS, INC. | JCI 478366107 17-Aug-2016 | PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 24, 2016, AS AMENDED, BY AND AMONG JOHNSON CONTROLS, INC., TYCO INTERNATIONAL PLC AND CERTAIN OTHER PARTIES NAMED THEREIN, INCLUDING JAGARA MERGER SUB LLC (THE "MERGER PROPOSAL") | Management Y For      | For |
| JOHNSON CONTROLS, INC. | JCI 478366107 17-Aug-2016 | PROPOSAL TO APPROVE THE ADJOURNMENT OF THE JOHNSON CONTROLS SPECIAL MEETING TO ANOTHER DATE AND PLACE IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL VOTES IN FAVOR OF THE MERGER PROPOSAL (THE "ADJOURNMENT PROPOSAL")                                   | Management Y For      | For |

|                                                        |                                                                                                                                                                                                                                                                  |                      |         |
|--------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|---------|
| JOHNSON<br>CONTROLS, JCI 478366107 17-Aug-2016<br>INC. | PROPOSAL TO APPROVE, ON A<br>NON-BINDING, ADVISORY BASIS,<br>THE COMPENSATION THAT MAY<br>BECOME PAYABLE TO JOHNSON<br>CONTROLS' NAMED EXECUTIVE<br>OFFICERS THAT IS BASED ON OR<br>OTHERWISE RELATES TO THE<br>MERGER (THE "ADVISORY<br>COMPENSATION PROPOSAL") | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | REPORT AND ACCOUNTS 2016.                                                                                                                                                                                                                                        | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | DIRECTORS' REMUNERATION<br>REPORT 2016.                                                                                                                                                                                                                          | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | DECLARATION OF FINAL<br>DIVIDEND.                                                                                                                                                                                                                                | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | RE-ELECTION OF PB BRUZELIUS<br>AS A DIRECTOR. (AUDIT,<br>NOMINATION, REMUNERATION)                                                                                                                                                                               | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | RE-ELECTION OF LORD DAVIES<br>AS A DIRECTOR. (AUDIT,<br>NOMINATION, REMUNERATION,<br>CHAIRMAN OF COMMITTEE)                                                                                                                                                      | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | RE-ELECTION OF HO KWONPING<br>AS A DIRECTOR. (AUDIT,<br>NOMINATION, REMUNERATION)                                                                                                                                                                                | Management Y Against | Against |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | RE-ELECTION OF BD HOLDEN AS<br>A DIRECTOR. (AUDIT,<br>NOMINATION, REMUNERATION)                                                                                                                                                                                  | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | RE-ELECTION OF DR FB HUMER<br>AS A DIRECTOR. (NOMINATION,<br>CHAIRMAN OF COMMITTEE)                                                                                                                                                                              | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | RE-ELECTION OF NS<br>MENDELSON AS A DIRECTOR.<br>(AUDIT, NOMINATION,<br>REMUNERATION)                                                                                                                                                                            | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | RE-ELECTION OF IM MENEZES AS<br>A DIRECTOR. (EXECUTIVE,<br>CHAIRMAN OF COMMITTEE)                                                                                                                                                                                | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | RE-ELECTION OF PG SCOTT AS A<br>DIRECTOR. (AUDIT, CHAIRMAN<br>OF COMMITTEE, NOMINATION,<br>REMUNERATION)                                                                                                                                                         | Management Y For     | For     |
| DIAGEO PLC DEO25243Q205 21-Sep-2016                    | RE-ELECTION OF AJH STEWART<br>AS A DIRECTOR. (AUDIT,<br>NOMINATION, REMUNERATION)                                                                                                                                                                                | Management Y For     | For     |

|                    |      |                       |                                                                                        |                       |         |
|--------------------|------|-----------------------|----------------------------------------------------------------------------------------|-----------------------|---------|
| DIAGEO PLC         | DEO  | 25243Q20521-Sep-2016  | ELECTION OF J FERRAN AS A DIRECTOR. (AUDIT, NOMINATION, REMUNERATION)                  | Management Y For      | For     |
| DIAGEO PLC         | DEO  | 25243Q20521-Sep-2016  | ELECTION OF KA MIKELLS AS A DIRECTOR. (EXECUTIVE)                                      | Management Y For      | For     |
| DIAGEO PLC         | DEO  | 25243Q20521-Sep-2016  | ELECTION OF EN WALMSLEY AS A DIRECTOR. (AUDIT, NOMINATION, REMUNERATION)               | Management Y For      | For     |
| DIAGEO PLC         | DEO  | 25243Q20521-Sep-2016  | RE-APPOINTMENT OF AUDITOR.                                                             | Management Y For      | For     |
| DIAGEO PLC         | DEO  | 25243Q20521-Sep-2016  | REMUNERATION OF AUDITOR.                                                               | Management Y For      | For     |
| DIAGEO PLC         | DEO  | 25243Q20521-Sep-2016  | AUTHORITY TO ALLOT SHARES.                                                             | Management Y For      | For     |
| DIAGEO PLC         | DEO  | 25243Q20521-Sep-2016  | DISAPPLICATION OF PRE-EMPTION RIGHTS.                                                  | Management Y For      | For     |
| DIAGEO PLC         | DEO  | 25243Q20521-Sep-2016  | AUTHORITY TO PURCHASE OWN ORDINARY SHARES AT 28 101/108 PENCE (THE "ORDINARY SHARES"). | Management Y For      | For     |
| DIAGEO PLC         | DEO  | 25243Q20521-Sep-2016  | AUTHORITY TO MAKE POLITICAL DONATIONS AND/OR TO INCUR POLITICAL EXPENDITURE IN THE EU. | Management Y For      | For     |
| ORACLE CORPORATION | ORCL | 68389X105 16-Nov-2016 | JEFFREY S. BERG                                                                        | Management Y For      | For     |
| ORACLE CORPORATION | ORCL | 68389X105 16-Nov-2016 | H. RAYMOND BINGHAM                                                                     | Management Y Withheld | Against |
| ORACLE CORPORATION | ORCL | 68389X105 16-Nov-2016 | MICHAEL J. BOSKIN                                                                      | Management Y For      | For     |
| ORACLE CORPORATION | ORCL | 68389X105 16-Nov-2016 | SAFRA A. CATZ                                                                          | Management Y For      | For     |
| ORACLE CORPORATION | ORCL | 68389X105 16-Nov-2016 | BRUCE R. CHIZEN                                                                        | Management Y Withheld | Against |
| ORACLE CORPORATION | ORCL | 68389X105 16-Nov-2016 | GEORGE H. CONRADES                                                                     | Management Y For      | For     |
| ORACLE CORPORATION | ORCL | 68389X105 16-Nov-2016 | LAWRENCE J. ELLISON                                                                    | Management Y For      | For     |
| ORACLE CORPORATION | ORCL | 68389X105 16-Nov-2016 | HECTOR GARCIA-MOLINA                                                                   | Management Y For      | For     |
| ORACLE CORPORATION | ORCL | 68389X105 16-Nov-2016 | JEFFREY O. HENLEY                                                                      | Management Y For      | For     |
| ORACLE CORPORATION | ORCL | 68389X105 16-Nov-2016 | MARK V. HURD                                                                           | Management Y For      | For     |





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|-----------------------|----------------------------|---------------------------------------------------------------------------------------------------------------------------|---------------|----------|---------|
| ORACLE CORPORATION    | ORCL68389X105 16-Nov-2016  | RENEE J. JAMES                                                                                                            | Management Y  | For      | For     |
| ORACLE CORPORATION    | ORCL68389X105 16-Nov-2016  | LEON E. PANETTA                                                                                                           | Management Y  | For      | For     |
| ORACLE CORPORATION    | ORCL68389X105 16-Nov-2016  | NAOMI O. SELIGMAN                                                                                                         | Management Y  | Withheld | Against |
| ORACLE CORPORATION    | ORCL68389X105 16-Nov-2016  | ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.                                                | Management Y  | Against  | Against |
| ORACLE CORPORATION    | ORCL68389X105 16-Nov-2016  | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017. | Management Y  | For      | For     |
| ORACLE CORPORATION    | ORCL68389X105 16-Nov-2016  | STOCKHOLDER PROPOSAL REGARDING LOBBYING REPORT.                                                                           | Shareholder Y | Against  | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: WILLIAM H. GATES III                                                                                | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: TERI L. LIST-STOLL                                                                                  | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: G. MASON MORFIT                                                                                     | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: SATYA NADELLA                                                                                       | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: CHARLES H. NOSKI                                                                                    | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: HELMUT PANKE                                                                                        | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: SANDRA E. PETERSON                                                                                  | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: CHARLES W. SCHARF                                                                                   | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: JOHN W. STANTON                                                                                     | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: JOHN W. THOMPSON                                                                                    | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ELECTION OF DIRECTOR: PADMASREE WARRIOR                                                                                   | Management Y  | For      | For     |
| MICROSOFT CORPORATION | MSFT 594918104 30-Nov-2016 | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION                                                             | Management Y  | For      | For     |

|                             |                            |                                                                                       |               |             |
|-----------------------------|----------------------------|---------------------------------------------------------------------------------------|---------------|-------------|
| MICROSOFT CORPORATION       | MSFT 594918104 30-Nov-2016 | RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2017 | Management Y  | For         |
| MICROSOFT CORPORATION       | MSFT 594918104 30-Nov-2016 | APPROVAL OF AMENDMENT TO OUR AMENDED AND RESTATED ARTICLES OF INCORPORATION           | Management Y  | For         |
| MICROSOFT CORPORATION       | MSFT 594918104 30-Nov-2016 | APPROVAL OF FRENCH SUB PLAN UNDER THE 2001 STOCK PLAN                                 | Management Y  | For         |
| MICROSOFT CORPORATION       | MSFT 594918104 30-Nov-2016 | SHAREHOLDER PROPOSAL - REQUESTING CERTAIN PROXY ACCESS BYLAW AMENDMENTS               | Shareholder Y | Against For |
| NUANCE COMMUNICATIONS, INC. | NUAN67020Y10030-Jan-2017   | PAUL A. RICCI                                                                         | Management Y  | For         |
| NUANCE COMMUNICATIONS, INC. | NUAN67020Y10030-Jan-2017   | ROBERT J. FINOCCHIO                                                                   | Management Y  | For         |
| NUANCE COMMUNICATIONS, INC. | NUAN67020Y10030-Jan-2017   | ROBERT J. FRANKENBERG                                                                 | Management Y  | For         |
| NUANCE COMMUNICATIONS, INC. | NUAN67020Y10030-Jan-2017   | WILLIAM H. JANEWAY                                                                    | Management Y  | For         |
| NUANCE COMMUNICATIONS, INC. | NUAN67020Y10030-Jan-2017   | MARK R. LARET                                                                         | Management Y  | For         |
| NUANCE COMMUNICATIONS, INC. | NUAN67020Y10030-Jan-2017   | KATHARINE A. MARTIN                                                                   | Management Y  | For         |
| NUANCE COMMUNICATIONS, INC. | NUAN67020Y10030-Jan-2017   | PHILIP J. QUIGLEY                                                                     | Management Y  | For         |
| NUANCE COMMUNICATIONS, INC. | NUAN67020Y10030-Jan-2017   | TO APPROVE AMENDMENT OF THE AMENDED AND RESTATED 2000 STOCK PLAN.                     | Management Y  | For         |
| NUANCE COMMUNICATIONS, INC. | NUAN67020Y10030-Jan-2017   | TO APPROVE A NON-BINDING ADVISORY RESOLUTION REGARDING EXECUTIVE COMPENSATION.        | Management Y  | For         |



|                                                            |   |                       |                                                                                                                                                                           |               |              |     |
|------------------------------------------------------------|---|-----------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|--------------|-----|
| NUANCE<br>COMMUNICATIONS, NUAN67020Y10030-Jan-2017<br>INC. |   |                       | TO APPROVE A<br>NON-BINDING ADVISORY<br>PROPOSAL ON THE<br>FREQUENCY OF HOLDING<br>FUTURE VOTES REGARDING<br>EXECUTIVE<br>COMPENSATION.                                   | Management Y  | 1 Year       | For |
| NUANCE<br>COMMUNICATIONS, NUAN67020Y10030-Jan-2017<br>INC. |   |                       | TO RATIFY THE<br>APPOINTMENT OF BDO USA,<br>LLP AS THE COMPANY'S<br>INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM<br>FOR THE FISCAL YEAR<br>ENDING SEPTEMBER 30, 2017. | Management Y  | For          | For |
| NUANCE<br>COMMUNICATIONS, NUAN67020Y10030-Jan-2017<br>INC. |   |                       | TO VOTE ON A<br>STOCKHOLDER PROPOSAL<br>REGARDING PROXY ACCESS<br>IF PROPERLY PRESENTED AT<br>THE MEETING.                                                                | Shareholder Y | No<br>Action |     |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ELECTION OF DIRECTOR:<br>LLOYD A. CARNEY                                                                                                                                  | Management Y  | For          | For |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ELECTION OF DIRECTOR:<br>MARY B. CRANSTON                                                                                                                                 | Management Y  | For          | For |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ELECTION OF DIRECTOR:<br>FRANCISCO JAVIER<br>FERNANDEZ-CARBAJAL                                                                                                           | Management Y  | For          | For |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ELECTION OF DIRECTOR:<br>GARY A. HOFFMAN                                                                                                                                  | Management Y  | For          | For |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ELECTION OF DIRECTOR:<br>ALFRED F. KELLY, JR.                                                                                                                             | Management Y  | For          | For |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ELECTION OF DIRECTOR:<br>ROBERT W. MATSCHULLAT                                                                                                                            | Management Y  | For          | For |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ELECTION OF DIRECTOR:<br>SUZANNE NORA JOHNSON                                                                                                                             | Management Y  | For          | For |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ELECTION OF DIRECTOR:<br>JOHN A.C. SWAINSON                                                                                                                               | Management Y  | For          | For |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ELECTION OF DIRECTOR:<br>MAYNARD G. WEBB, JR.                                                                                                                             | Management Y  | For          | For |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ADVISORY VOTE TO<br>APPROVE EXECUTIVE<br>COMPENSATION.                                                                                                                    | Management Y  | For          | For |
| VISA INC.                                                  | V | 92826C839 31-Jan-2017 | ADVISORY VOTE ON THE<br>FREQUENCY OF FUTURE<br>ADVISORY VOTES ON<br>EXECUTIVE<br>COMPENSATION.                                                                            | Management Y  | 1 Year       | For |

|            |      |                       |                                                                                                                            |               |         |     |
|------------|------|-----------------------|----------------------------------------------------------------------------------------------------------------------------|---------------|---------|-----|
| VISA INC.  | V    | 92826C83931-Jan-2017  | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2017 FISCAL YEAR. | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | ELECTION OF DIRECTOR: JAMES BELL                                                                                           | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | ELECTION OF DIRECTOR: TIM COOK                                                                                             | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | ELECTION OF DIRECTOR: AL GORE                                                                                              | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | ELECTION OF DIRECTOR: BOB IGER                                                                                             | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | ELECTION OF DIRECTOR: ANDREA JUNG                                                                                          | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | ELECTION OF DIRECTOR: ART LEVINSON                                                                                         | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | ELECTION OF DIRECTOR: RON SUGAR                                                                                            | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | ELECTION OF DIRECTOR: SUE WAGNER                                                                                           | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS APPLE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017     | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION                                                                            | Management Y  | For     | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | ADVISORY VOTE ON THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION                                              | Management Y  | 1 Year  | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | A SHAREHOLDER PROPOSAL ENTITLED "CHARITABLE GIVING - RECIPIENTS, INTENTS AND BENEFITS"                                     | Shareholder Y | Against | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | A SHAREHOLDER PROPOSAL REGARDING DIVERSITY AMONG OUR SENIOR MANAGEMENT AND BOARD OF DIRECTORS                              | Shareholder Y | Against | For |
| APPLE INC. | AAPL | 037833100 28-Feb-2017 | A SHAREHOLDER PROPOSAL ENTITLED "SHAREHOLDER PROXY ACCESS AMENDMENTS"                                                      | Shareholder Y | Against | For |

|                       |                           |                                                                                                                                                  |               |         |     |
|-----------------------|---------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------|-----|
| APPLE INC.            | AAPL 03783310028-Feb-2017 | A SHAREHOLDER PROPOSAL ENTITLED "EXECUTIVE COMPENSATION REFORM"                                                                                  | Shareholder Y | Against | For |
| APPLE INC.            | AAPL 03783310028-Feb-2017 | A SHAREHOLDER PROPOSAL ENTITLED "EXECUTIVES TO RETAIN SIGNIFICANT STOCK"                                                                         | Shareholder Y | Against | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: BARBARA T. ALEXANDER                                                                                                       | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: JEFFREY W. HENDERSON                                                                                                       | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: THOMAS W. HORTON                                                                                                           | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: PAUL E. JACOBS                                                                                                             | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: ANN M. LIVERMORE                                                                                                           | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: HARISH MANWANI                                                                                                             | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: MARK D. MCCLAUGHLIN                                                                                                        | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: STEVE MOLLENKOPF                                                                                                           | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: CLARK T. RANDT, JR.                                                                                                        | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: FRANCISCO ROS                                                                                                              | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | ELECTION OF DIRECTOR: ANTHONY J. VINCIQUERRA                                                                                                     | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 24, 2017. | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | APPROVAL, ON AN ADVISORY BASIS, OF OUR EXECUTIVE COMPENSATION.                                                                                   | Management Y  | For     | For |
| QUALCOMM INCORPORATED | QCOM74752510307-Mar-2017  | STOCKHOLDER PROPOSAL TO AMEND THE PROXY ACCESS PROVISION OF OUR AMENDED AND RESTATED BYLAWS, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.        | Shareholder Y | Against | For |

|                                             |                         |                                                                                                              |                      |
|---------------------------------------------|-------------------------|--------------------------------------------------------------------------------------------------------------|----------------------|
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: DAVID P.<br>ABNEY                                                                      | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: NATALIE<br>A. BLACK                                                                    | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: MICHAEL<br>E. DANIELS                                                                  | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: BRIAN<br>DUPERREAULT                                                                   | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: JEFFREY A.<br>JOERRES                                                                  | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: ALEX A.<br>MOLINAROLI                                                                  | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: GEORGE R.<br>OLIVER                                                                    | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: JUAN<br>PABLO DEL VALLE PEROCHENA                                                      | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: JURGEN<br>TINGGREN                                                                     | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: MARK<br>VERGNANO                                                                       | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | ELECTION OF DIRECTOR: R. DAVID<br>YOST                                                                       | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | TO RATIFY THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP<br>AS THE INDEPENDENT AUDITORS OF<br>THE COMPANY. | Management Y For For |
|                                             | JCIG5150210508-Mar-2017 |                                                                                                              | Management Y For For |

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|---------------------------------------------|-------------------------|------------------------------------------------------------------------------------------------------------------------------------------|----------------------|
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC |                         | TO AUTHORIZE THE AUDIT<br>COMMITTEE OF THE BOARD OF<br>DIRECTORS TO SET THE AUDITORS'<br>REMUNERATION.                                   |                      |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | TO AUTHORIZE THE COMPANY<br>AND/OR ANY SUBSIDIARY OF THE<br>COMPANY TO MAKE MARKET<br>PURCHASES OF COMPANY SHARES.                       | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | TO DETERMINE THE PRICE RANGE<br>AT WHICH THE COMPANY CAN<br>RE-ALLOT SHARES THAT IT HOLDS<br>AS TREASURY SHARES (SPECIAL<br>RESOLUTION). | Management Y For For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCIG5150210508-Mar-2017 | TO APPROVE, IN A NON-BINDING<br>ADVISORY VOTE, THE<br>COMPENSATION OF THE NAMED<br>EXECUTIVE OFFICERS.                                   | Management Y For For |

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|---------------------------------------------|------|-----------|-------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|-----|-----|
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCI  | G51502105 | 08-Mar-2017 | TO APPROVE, IN A<br>NON-BINDING ADVISORY VOTE,<br>THE FREQUENCY OF THE<br>NON-BINDING ADVISORY VOTE<br>ON THE COMPENSATION OF THE<br>NAMED EXECUTIVE OFFICERS.                                                                                                                                            | Management Y <sup>1</sup> | For | For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCI  | G51502105 | 08-Mar-2017 | TO APPROVE THE MATERIAL<br>TERMS OF THE PERFORMANCE<br>GOALS UNDER THE JOHNSON<br>CONTROLS INTERNATIONAL<br>PLC 2012 SHARE AND<br>INCENTIVE PLAN.                                                                                                                                                         | Management Y              | For | For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCI  | G51502105 | 08-Mar-2017 | TO APPROVE THE DIRECTORS'<br>AUTHORITY TO ALLOT SHARES<br>UP TO APPROXIMATELY 33% OF<br>ISSUED SHARE CAPITAL.                                                                                                                                                                                             | Management Y              | For | For |
| JOHNSON<br>CONTROLS<br>INTERNATIONAL<br>PLC | JCI  | G51502105 | 08-Mar-2017 | TO APPROVE THE WAIVER OF<br>STATUTORY PRE-EMPTION<br>RIGHTS WITH RESPECT TO UP<br>TO 5% OF ISSUED SHARE<br>CAPITAL (SPECIAL<br>RESOLUTION)                                                                                                                                                                | Management Y              | For | For |
| ADIENT PLC                                  | ADNT | G0084W101 | 13-Mar-2017 | ELECTION OF DIRECTOR: JOHN<br>M. BARTH                                                                                                                                                                                                                                                                    | Management Y              | For | For |
| ADIENT PLC                                  | ADNT | G0084W101 | 13-Mar-2017 | ELECTION OF DIRECTOR: JULIE<br>L. BUSHMAN                                                                                                                                                                                                                                                                 | Management Y              | For | For |
| ADIENT PLC                                  | ADNT | G0084W101 | 13-Mar-2017 | ELECTION OF DIRECTOR:<br>RAYMOND L. CONNER                                                                                                                                                                                                                                                                | Management Y              | For | For |
| ADIENT PLC                                  | ADNT | G0084W101 | 13-Mar-2017 | ELECTION OF DIRECTOR:<br>RICHARD GOODMAN                                                                                                                                                                                                                                                                  | Management Y              | For | For |
| ADIENT PLC                                  | ADNT | G0084W101 | 13-Mar-2017 | ELECTION OF DIRECTOR:<br>FREDERICK A. HENDERSON                                                                                                                                                                                                                                                           | Management Y              | For | For |
| ADIENT PLC                                  | ADNT | G0084W101 | 13-Mar-2017 | ELECTION OF DIRECTOR: R.<br>BRUCE MCDONALD                                                                                                                                                                                                                                                                | Management Y              | For | For |
| ADIENT PLC                                  | ADNT | G0084W101 | 13-Mar-2017 | ELECTION OF DIRECTOR:<br>BARBARA J. SAMARDZICH                                                                                                                                                                                                                                                            | Management Y              | For | For |
| ADIENT PLC                                  | ADNT | G0084W101 | 13-Mar-2017 | TO RATIFY, BY NON-BINDING<br>ADVISORY VOTE, THE<br>APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS<br>LLP AS OUR INDEPENDENT<br>AUDITOR FOR FISCAL YEAR<br>2017 AND TO AUTHORIZE, BY<br>BINDING VOTE, THE BOARD OF<br>DIRECTORS, ACTING THROUGH<br>THE AUDIT COMMITTEE, TO SET<br>THE AUDITORS'<br>REMUNERATION. | Management Y              | For | For |



|                              |                |             |                                                                                                                                                   |                                   |     |     |
|------------------------------|----------------|-------------|---------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|-----|-----|
| ADIENT PLC                   | ADNTG0084W101  | 13-Mar-2017 | TO APPROVE, ON AN ADVISORY BASIS, OUR NAMED EXECUTIVE OFFICER COMPENSATION.                                                                       | Management Y                      | For | For |
| ADIENT PLC                   | ADNTG0084W101  | 13-Mar-2017 | TO CONSIDER AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.                                       | Management Y <sup>1</sup><br>Year | For | For |
| ADIENT PLC                   | ADNTG0084W101  | 13-Mar-2017 | TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER ADIENT'S 2016 OMNIBUS INCENTIVE PLAN.                                                | Management Y                      | For | For |
| AGILENT TECHNOLOGIES, A INC. | 00846U101      | 15-Mar-2017 | ELECTION OF DIRECTOR: HEIDI KUNZ                                                                                                                  | Management Y                      | For | For |
| AGILENT TECHNOLOGIES, A INC. | 00846U101      | 15-Mar-2017 | ELECTION OF DIRECTOR: SUE H. RATAJ                                                                                                                | Management Y                      | For | For |
| AGILENT TECHNOLOGIES, A INC. | 00846U101      | 15-Mar-2017 | ELECTION OF DIRECTOR: GEORGE A. SCANGOS, PHD                                                                                                      | Management Y                      | For | For |
| AGILENT TECHNOLOGIES, A INC. | 00846U101      | 15-Mar-2017 | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                                                    | Management Y                      | For | For |
| AGILENT TECHNOLOGIES, A INC. | 00846U101      | 15-Mar-2017 | AN ADVISORY VOTE ON THE FREQUENCY OF THE STOCKHOLDER VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                            | Management Y <sup>1</sup><br>Year | For | For |
| AGILENT TECHNOLOGIES, A INC. | 00846U101      | 15-Mar-2017 | TO RATIFY THE AUDIT AND FINANCE COMMITTEE'S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AGILENT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management Y                      | For | For |
| STARBUCKS CORPORATION        | SBUX 855244109 | 22-Mar-2017 | ELECTION OF DIRECTOR: HOWARD SCHULTZ                                                                                                              | Management Y                      | For | For |
| STARBUCKS CORPORATION        | SBUX 855244109 | 22-Mar-2017 | ELECTION OF DIRECTOR: WILLIAM W. BRADLEY                                                                                                          | Management Y                      | For | For |
| STARBUCKS CORPORATION        | SBUX 855244109 | 22-Mar-2017 | ELECTION OF DIRECTOR: ROSALIND BREWER                                                                                                             | Management Y                      | For | For |
| STARBUCKS CORPORATION        | SBUX 855244109 | 22-Mar-2017 | ELECTION OF DIRECTOR: MARY N. DILLON                                                                                                              | Management Y                      | For | For |
| STARBUCKS CORPORATION        | SBUX 855244109 | 22-Mar-2017 | ELECTION OF DIRECTOR: ROBERT M. GATES                                                                                                             | Management Y                      | For | For |



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| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ELECTION OF DIRECTOR: MELLODY HOBSON                                                                                                  | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ELECTION OF DIRECTOR: KEVIN R. JOHNSON                                                                                                | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ELECTION OF DIRECTOR: JORGEN VIG KNUDSTORP                                                                                            | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ELECTION OF DIRECTOR: SATYA NADELLA                                                                                                   | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ELECTION OF DIRECTOR: JOSHUA COOPER RAMO                                                                                              | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ELECTION OF DIRECTOR: CLARA SHIH                                                                                                      | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ELECTION OF DIRECTOR: JAVIER G. TERUEL                                                                                                | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ELECTION OF DIRECTOR: MYRON E. ULLMAN, III                                                                                            | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ELECTION OF DIRECTOR: CRAIG E. WEATHERUP                                                                                              | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ADVISORY RESOLUTION TO APPROVE OUR EXECUTIVE COMPENSATION.                                                                            | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. RATIFICATION OF SELECTION OF DELOITTE & TOUCHE LLP | Management Y 1 Year   | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2017.                                                                 | Management Y For      | For |
| STARBUCKS CORPORATION           | SBUX 855244109 22-Mar-2017 | AMEND PROXY ACCESS BYLAW.                                                                                                             | Shareholder Y Against | For |
| UNITED TECHNOLOGIES CORPORATION | UTX 913017109 24-Apr-2017  | ELECTION OF DIRECTOR: LLOYD J. AUSTIN III                                                                                             | Management Y For      | For |
| UNITED TECHNOLOGIES CORPORATION | UTX 913017109 24-Apr-2017  | ELECTION OF DIRECTOR: DIANE M. BRYANT                                                                                                 | Management Y For      | For |
| UNITED TECHNOLOGIES CORPORATION | UTX 913017109 24-Apr-2017  | ELECTION OF DIRECTOR: JOHN V. FARACI                                                                                                  | Management Y For      | For |

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| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ELECTION OF DIRECTOR: JEAN-PIERRE GARNIER                                                   | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ELECTION OF DIRECTOR: GREGORY J. HAYES                                                      | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ELECTION OF DIRECTOR: EDWARD A. KANGAS                                                      | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ELECTION OF DIRECTOR: ELLEN J. KULLMAN                                                      | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ELECTION OF DIRECTOR: MARSHALL O. LARSEN                                                    | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ELECTION OF DIRECTOR: HAROLD MCGRAW III                                                     | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS                                                   | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ELECTION OF DIRECTOR: BRIAN C. ROGERS                                                       | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ELECTION OF DIRECTOR: CHRISTINE TODD WHITMAN                                                | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP TO SERVE AS INDEPENDENT AUDITOR FOR 2017.         | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.                              | Management Y | For       | For |
| UNITED TECHNOLOGIES CORPORATION        | UTX91301710924-Apr-2017  | ADVISORY VOTE ON THE FREQUENCY OF SHAREOWNER VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION. | Management Y | 1<br>Year | For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC 69347510525-Apr-2017 | ELECTION OF DIRECTOR: CHARLES E. BUNCH                                                      | Management Y | For       | For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC 69347510525-Apr-2017 | ELECTION OF DIRECTOR: MARJORIE RODGERS CHESHIRE                                             | Management Y | For       | For |

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| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK                                                                                                       | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: ANDREW T. FELDSTEIN                                                                                                      | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: DANIEL R. HESSE                                                                                                          | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: KAY COLES JAMES                                                                                                          | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: RICHARD B. KELSON                                                                                                        | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: JANE G. PEPPER                                                                                                           | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: DONALD J. SHEPARD                                                                                                        | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: LORENE K. STEFFES                                                                                                        | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: DENNIS F. STRIGL                                                                                                         | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: MICHAEL J. WARD                                                                                                          | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | ELECTION OF DIRECTOR: GREGORY D. WASSON                                                                                                        | Management Y For For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC69347510525-Apr-2017 | RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Management Y For For |

THE PNC  
FINANCIAL  
SERVICES  
GROUP, INC.

PNC69347510525-Apr-2017

ADVISORY VOTE TO APPROVE NAMED  
EXECUTIVE OFFICER COMPENSATION.

Management Y ForFor

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| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC  | 693475105 | 25-Apr-2017    | RECOMMENDATION FOR THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.                                      | Management Y  | 1 Year  | For |
| THE PNC FINANCIAL SERVICES GROUP, INC. | PNC  | 693475105 | 25-Apr-2017    | A SHAREHOLDER PROPOSAL REQUESTING A DIVERSITY REPORT WITH SPECIFIC ADDITIONAL DISCLOSURE, INCLUDING EEOC-DEFINED METRICS. | Shareholder Y | Against | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: MARK S. BARTLETT                                                                                    | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: EDWARD C. BERNARD                                                                                   | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: MARY K. BUSH                                                                                        | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: H. LAWRENCE CULP, JR.                                                                               | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: DR. FREEMAN A. HRABOWSKI, III                                                                       | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: ROBERT F. MACLELLAN                                                                                 | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: BRIAN C. ROGERS                                                                                     | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: OLYMPIA J. SNOWE                                                                                    | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: WILLIAM J. STROMBERG                                                                                | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: DWIGHT S. TAYLOR                                                                                    | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: ANNE MARIE WHITTEMORE                                                                               | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: SANDRA S. WIJNBERG                                                                                  | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | ELECTION OF DIRECTOR: ALAN D. WILSON                                                                                      | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.              | TROW | 74144T    | 10826-Apr-2017 | TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.         | Management Y  | For     | For |

|                                |               |             |                                                                                                                                                                      |               |         |     |
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| T. ROWE PRICE GROUP, INC.      | TROW74144T108 | 26-Apr-2017 | TO RECOMMEND, BY A NON-BINDING ADVISORY VOTE, THE FREQUENCY OF VOTING BY THE STOCKHOLDERS ON COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.       | Management Y  | 1 Year  | For |
| T. ROWE PRICE GROUP, INC.      | TROW74144T108 | 26-Apr-2017 | TO REAPPROVE THE MATERIAL TERMS AND PERFORMANCE CRITERIA FOR GRANTS OF QUALIFIED PERFORMANCE-BASED AWARDS UNDER THE 2012 LONG-TERM INCENTIVE PLAN.                   | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.      | TROW74144T108 | 26-Apr-2017 | TO APPROVE THE 2017 NON-EMPLOYEE DIRECTOR EQUITY PLAN.                                                                                                               | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.      | TROW74144T108 | 26-Apr-2017 | TO APPROVE THE RESTATED 1986 EMPLOYEE STOCK PURCHASE PLAN, WHICH INCLUDES THE ESTABLISHMENT OF A SHARE POOL OF 3,000,000 SHARES AVAILABLE FOR PURCHASE BY EMPLOYEES. | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.      | TROW74144T108 | 26-Apr-2017 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.                                                           | Management Y  | For     | For |
| T. ROWE PRICE GROUP, INC.      | TROW74144T108 | 26-Apr-2017 | STOCKHOLDER PROPOSAL FOR A REPORT ON VOTING BY OUR FUNDS AND PORTFOLIOS ON MATTERS RELATED TO CLIMATE CHANGE.                                                        | Shareholder Y | Against | For |
| T. ROWE PRICE GROUP, INC.      | TROW74144T108 | 26-Apr-2017 | STOCKHOLDER PROPOSAL FOR A REPORT ON VOTING BY OUR FUNDS AND PORTFOLIOS ON MATTERS RELATED TO EXECUTIVE COMPENSATION.                                                | Shareholder Y | Against | For |
| T. ROWE PRICE GROUP, INC.      | TROW74144T108 | 26-Apr-2017 | STOCKHOLDER PROPOSAL FOR A REPORT ON EMPLOYEE DIVERSITY AND RELATED POLICIES AND PROGRAMS.                                                                           | Shareholder Y | Abstain |     |
| MARATHON PETROLEUM CORPORATION | MPC 56585A102 | 26-Apr-2017 | ELECTION OF CLASS III DIRECTOR: STEVEN A. DAVIS                                                                                                                      | Management Y  | For     | For |



|                                |               |             |                                                                                                                                    |             |   |         |     |
|--------------------------------|---------------|-------------|------------------------------------------------------------------------------------------------------------------------------------|-------------|---|---------|-----|
| MARATHON PETROLEUM CORPORATION | MPC 56585A102 | 26-Apr-2017 | ELECTION OF CLASS III DIRECTOR: GARY R. HEMINGER                                                                                   | Management  | Y | For     | For |
| MARATHON PETROLEUM CORPORATION | MPC 56585A102 | 26-Apr-2017 | ELECTION OF CLASS III DIRECTOR: J. MICHAEL STICE                                                                                   | Management  | Y | For     | For |
| MARATHON PETROLEUM CORPORATION | MPC 56585A102 | 26-Apr-2017 | ELECTION OF CLASS III DIRECTOR: JOHN P. SURMA                                                                                      | Management  | Y | For     | For |
| MARATHON PETROLEUM CORPORATION | MPC 56585A102 | 26-Apr-2017 | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR 2017.                         | Management  | Y | For     | For |
| MARATHON PETROLEUM CORPORATION | MPC 56585A102 | 26-Apr-2017 | ADVISORY APPROVAL OF THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.                                                           | Management  | Y | For     | For |
| MARATHON PETROLEUM CORPORATION | MPC 56585A102 | 26-Apr-2017 | APPROVAL OF 162(M)-RELATED PROVISIONS OF THE AMENDED AND RESTATED MARATHON PETROLEUM CORPORATION 2012 INCENTIVE COMPENSATION PLAN. | Management  | Y | For     | For |
| MARATHON PETROLEUM CORPORATION | MPC 56585A102 | 26-Apr-2017 | SHAREHOLDER PROPOSAL SEEKING VARIOUS DISCLOSURES RESPECTING ENVIRONMENTAL AND HUMAN RIGHTS DUE DILIGENCE.                          | Shareholder | Y | Against | For |
| MARATHON PETROLEUM CORPORATION | MPC 56585A102 | 26-Apr-2017 | SHAREHOLDER PROPOSAL SEEKING CLIMATE-RELATED TWO-DEGREE TRANSITION PLAN.                                                           | Shareholder | Y | Against | For |
| MARATHON PETROLEUM CORPORATION | MPC 56585A102 | 26-Apr-2017 | SHAREHOLDER PROPOSAL SEEKING SIMPLE MAJORITY VOTE PROVISIONS.                                                                      | Shareholder | Y | Against | For |
| BANK OF AMERICA CORPORATION    | BAC 060505104 | 26-Apr-2017 | ELECTION OF DIRECTOR: SHARON L. ALLEN                                                                                              | Management  | Y | For     | For |
| BANK OF AMERICA CORPORATION    | BAC 060505104 | 26-Apr-2017 | ELECTION OF DIRECTOR: SUSAN S. BIES                                                                                                | Management  | Y | For     | For |
| BANK OF AMERICA CORPORATION    | BAC 060505104 | 26-Apr-2017 | ELECTION OF DIRECTOR: JACK O. BOVENDER, JR.                                                                                        | Management  | Y | For     | For |
| BANK OF AMERICA CORPORATION    | BAC 060505104 | 26-Apr-2017 | ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.                                                                                        | Management  | Y | For     | For |

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BANK OF  
AMERICA  
CORPORATION

BAC 060505104 26-Apr-2017

ELECTION OF DIRECTOR:  
PIERRE J.P. DE WECK

Management Y For For

BANK OF  
AMERICA  
CORPORATION

BAC 060505104 26-Apr-2017

ELECTION OF DIRECTOR:  
ARNOLD W. DONALD

Management Y Against Against

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|                             |                         |                                                                                                                              |                       |         |
|-----------------------------|-------------------------|------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------|
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | ELECTION OF DIRECTOR: LINDA P. HUDSON                                                                                        | Management Y For      | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | ELECTION OF DIRECTOR: MONICA C. LOZANO                                                                                       | Management Y For      | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | ELECTION OF DIRECTOR: THOMAS J. MAY                                                                                          | Management Y For      | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN                                                                                      | Management Y For      | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | ELECTION OF DIRECTOR: LIONEL L. NOWELL, III                                                                                  | Management Y For      | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | ELECTION OF DIRECTOR: MICHAEL D. WHITE                                                                                       | Management Y For      | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | ELECTION OF DIRECTOR: THOMAS D. WOODS                                                                                        | Management Y For      | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | ELECTION OF DIRECTOR: R. DAVID YOST                                                                                          | Management Y For      | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | APPROVING OUR EXECUTIVE COMPENSATION (AN ADVISORY, NON-BINDING "SAY ON PAY" RESOLUTION)                                      | Management Y For      | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | A VOTE ON THE FREQUENCY OF FUTURE ADVISORY "SAY ON PAY" RESOLUTIONS (AN ADVISORY, NON-BINDING "SAY ON FREQUENCY" RESOLUTION) | Management Y 1 Year   | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | RATIFYING THE APPOINTMENT OF OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017                                      | Management Y For      | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | STOCKHOLDER PROPOSAL - CLAWBACK AMENDMENT                                                                                    | Shareholder Y Against | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | STOCKHOLDER PROPOSAL - DIVESTITURE & DIVISION STUDY SESSIONS                                                                 | Shareholder Y Against | For     |
| BANK OF AMERICA CORPORATION | BAC06050510426-Apr-2017 | STOCKHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN                                                                            | Shareholder Y For     | Against |
|                             | BAC06050510426-Apr-2017 |                                                                                                                              | Shareholder Y For     | Against |

|                                   |                          |                                                                  |                  |     |
|-----------------------------------|--------------------------|------------------------------------------------------------------|------------------|-----|
| BANK OF<br>AMERICA<br>CORPORATION |                          | STOCKHOLDER PROPOSAL -<br>REPORT CONCERNING<br>GENDER PAY EQUITY |                  |     |
| BAKER HUGHES<br>INCORPORATED      | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR:<br>GREGORY D. BRENNEMAN                    | Management Y For | For |
| BAKER HUGHES<br>INCORPORATED      | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR:<br>CLARENCE P. CAZALOT, JR.                | Management Y For | For |

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|------------------------------|--------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----|
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR:<br>MARTIN S. CRAIGHEAD                                                                                                                                                                                                                  | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR:<br>WILLIAM H. EASTER III                                                                                                                                                                                                                | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR: LYNN<br>L. ELSENHANS                                                                                                                                                                                                                    | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR:<br>ANTHONY G. FERNANDES                                                                                                                                                                                                                 | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR:<br>CLAIRE W. GARGALLI                                                                                                                                                                                                                   | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR: PIERRE<br>H. JUNGELS                                                                                                                                                                                                                    | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR: JAMES<br>A. LASH                                                                                                                                                                                                                        | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR: J.<br>LARRY NICHOLS                                                                                                                                                                                                                     | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR: JAMES<br>W. STEWART                                                                                                                                                                                                                     | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | ELECTION OF DIRECTOR:<br>CHARLES L. WATSON                                                                                                                                                                                                                    | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | AN ADVISORY VOTE RELATED<br>TO THE COMPANY'S EXECUTIVE<br>COMPENSATION PROGRAM.                                                                                                                                                                               | Management Y For      | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | AN ADVISORY VOTE ON THE<br>FREQUENCY OF THE HOLDING<br>OF AN ADVISORY VOTE ON THE<br>EXECUTIVE COMPENSATION.<br>THE RATIFICATION OF<br>DELOITTE & TOUCHE LLP AS<br>THE COMPANY'S INDEPENDENT<br>REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR FISCAL<br>YEAR 2017. | Management Y 1 Year   | For |
| BAKER HUGHES<br>INCORPORATED | BHI 05722410727-Apr-2017 | A STOCKHOLDER PROPOSAL<br>REGARDING A MAJORITY VOTE<br>STANDARD FOR ALL<br>NON-BINDING STOCKHOLDER<br>PROPOSALS.                                                                                                                                              | Management Y For      | For |
| NRG ENERGY, INC.             | NRG62937750827-Apr-2017  | ELECTION OF DIRECTOR: E.<br>SPENCER ABRAHAM                                                                                                                                                                                                                   | Shareholder Y Against | For |
| NRG ENERGY, INC.             | NRG62937750827-Apr-2017  | ELECTION OF DIRECTOR:<br>KIRBYJON H. CALDWELL                                                                                                                                                                                                                 | Management Y For      | For |
| NRG ENERGY, INC.             | NRG62937750827-Apr-2017  | ELECTION OF DIRECTOR:<br>LAWRENCE S. COBEN                                                                                                                                                                                                                    | Management Y For      | For |



|                  |                           |                                                                                                                            |              |                   |     |
|------------------|---------------------------|----------------------------------------------------------------------------------------------------------------------------|--------------|-------------------|-----|
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | ELECTION OF DIRECTOR: TERRY G. DALLAS                                                                                      | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | ELECTION OF DIRECTOR: MAURICIO GUTIERREZ                                                                                   | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | ELECTION OF DIRECTOR: WILLIAM E. HANTKE                                                                                    | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | ELECTION OF DIRECTOR: PAUL W. HOBBY                                                                                        | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | ELECTION OF DIRECTOR: ANNE C. SCHAUMBURG                                                                                   | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | ELECTION OF DIRECTOR: EVAN J. SILVERSTEIN                                                                                  | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | ELECTION OF DIRECTOR: BARRY T. SMITHERMAN                                                                                  | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER                                                                                 | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | ELECTION OF DIRECTOR: C. JOHN WILDER                                                                                       | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | ELECTION OF DIRECTOR: WALTER R. YOUNG                                                                                      | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | TO ADOPT THE NRG ENERGY, INC. AMENDED AND RESTATED LONG-TERM INCENTIVE PLAN.                                               | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | TO ADOPT THE NRG ENERGY, INC. AMENDED AND RESTATED EMPLOYEE STOCK PURCHASE PLAN.                                           | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.                   | Management Y | For               | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE FREQUENCY OF THE NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.     | Management Y | <sup>1</sup> Year | For |
| NRG ENERGY, INC. | NRG 629377508 27-Apr-2017 | TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017. | Management Y | For               | For |



|                           |               |             |                                                                                                                         |             |   |         |     |
|---------------------------|---------------|-------------|-------------------------------------------------------------------------------------------------------------------------|-------------|---|---------|-----|
| NRG ENERGY, INC.          | NRG 629377508 | 27-Apr-2017 | TO VOTE ON A STOCKHOLDER PROPOSAL REGARDING DISCLOSURE OF POLITICAL EXPENDITURES, IF PROPERLY PRESENTED AT THE MEETING. | Shareholder | Y | Against | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | ELECTION OF DIRECTOR: JOSE (JOE) ALMEIDA                                                                                | Management  | Y | For     | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | ELECTION OF DIRECTOR: THOMAS F. CHEN                                                                                    | Management  | Y | For     | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | ELECTION OF DIRECTOR: JOHN D. FORSYTH                                                                                   | Management  | Y | For     | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | ELECTION OF DIRECTOR: MUNIB ISLAM                                                                                       | Management  | Y | For     | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | ELECTION OF DIRECTOR: MICHAEL F. MAHONEY                                                                                | Management  | Y | For     | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | ELECTION OF DIRECTOR: CAROLE J. SHAPAZIAN                                                                               | Management  | Y | For     | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | ELECTION OF DIRECTOR: THOMAS T. STALLKAMP                                                                               | Management  | Y | For     | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | ELECTION OF DIRECTOR: ALBERT P.L. STROUCKEN                                                                             | Management  | Y | For     | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION                                                           | Management  | Y | For     | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION ADVISORY VOTES                                                 | Management  | Y | 1 Year  | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM STOCKHOLDER PROPOSAL -                                    | Management  | Y | For     | For |
| BAXTER INTERNATIONAL INC. | BAX 071813109 | 02-May-2017 | PROXY ACCESS BYLAW AMENDMENT TO INCREASE AGGREGATION CAP                                                                | Shareholder | Y | Against | For |
| ALLERGAN PLC              | AGNG0177J108  | 04-May-2017 | ELECTION OF DIRECTOR: NESLI BASGOZ, M.D.                                                                                | Management  | Y | For     | For |
| ALLERGAN PLC              | AGNG0177J108  | 04-May-2017 | ELECTION OF DIRECTOR: PAUL M. BISARO                                                                                    | Management  | Y | For     | For |
| ALLERGAN PLC              | AGNG0177J108  | 04-May-2017 | ELECTION OF DIRECTOR: JAMES H. BLOEM                                                                                    | Management  | Y | For     | For |

|              |                         |                                                |                  |     |
|--------------|-------------------------|------------------------------------------------|------------------|-----|
| ALLERGAN PLC | AGNG0177J10804-May-2017 | ELECTION OF DIRECTOR:<br>CHRISTOPHER W. BODINE | Management Y For | For |
|--------------|-------------------------|------------------------------------------------|------------------|-----|

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|-----------------|-------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|-----------|-----|
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | ELECTION OF DIRECTOR: ADRIANE M. BROWN                                                                                                                                                                                                                                                                                                    | Management Y | For       | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN                                                                                                                                                                                                                                                                                             | Management Y | For       | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | ELECTION OF DIRECTOR: CATHERINE M. KLEMA                                                                                                                                                                                                                                                                                                  | Management Y | For       | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | ELECTION OF DIRECTOR: PETER J. MCDONNELL, M.D.                                                                                                                                                                                                                                                                                            | Management Y | For       | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | ELECTION OF DIRECTOR: PATRICK J. O'SULLIVAN                                                                                                                                                                                                                                                                                               | Management Y | For       | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | ELECTION OF DIRECTOR: BRENTON L. SAUNDERS                                                                                                                                                                                                                                                                                                 | Management Y | For       | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | ELECTION OF DIRECTOR: RONALD R. TAYLOR                                                                                                                                                                                                                                                                                                    | Management Y | For       | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | ELECTION OF DIRECTOR: FRED G. WEISS                                                                                                                                                                                                                                                                                                       | Management Y | For       | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | TO APPROVE, IN A NON-BINDING VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.                                                                                                                                                                                                                                                                  | Management Y | For       | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | TO RECOMMEND, IN A NON-BINDING VOTE, WHETHER A SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS.                                                                                                                                                         | Management Y | 1<br>Year | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH ITS AUDIT AND COMPLIANCE COMMITTEE, TO DETERMINE PRICEWATERHOUSECOOPERS LLP'S REMUNERATION. | Management Y | For       | For |
| ALLERGAN<br>PLC | AGNG0177J10804-May-2017 | TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR THE PURPOSES OF SECTION 162(M) UNDER THE ALLERGAN PLC 2017 ANNUAL INCENTIVE COMPENSATION PLAN.                                                                                                                                                                                 | Management Y | For       | For |

|                           |                           | TO CONSIDER A<br>SHAREHOLDER PROPOSAL<br>REGARDING AN                                      |               |                 |
|---------------------------|---------------------------|--------------------------------------------------------------------------------------------|---------------|-----------------|
| ALLERGAN PLC              | AGNG0177J10804-May-2017   | INDEPENDENT BOARD<br>CHAIRMAN, IF PROPERLY<br>PRESENTED AT THE<br>MEETING.                 | Shareholder Y | Against For     |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>RICHARD M. BRACKEN                                                | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR: C.<br>DAVID BROWN II                                                 | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>ALECIA A. DECOUDREAUX                                             | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>NANCY-ANN M. DEPARLE                                              | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>DAVID W. DORMAN                                                   | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>ANNE M. FINUCANE                                                  | Management Y  | Against Against |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>LARRY J. MERLO                                                    | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>JEAN-PIERRE MILLON                                                | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>MARY L. SCHAPIRO                                                  | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>RICHARD J. SWIFT                                                  | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>WILLIAM C. WELDON                                                 | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | ELECTION OF DIRECTOR:<br>TONY L. WHITE                                                     | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | PROPOSAL TO RATIFY<br>INDEPENDENT PUBLIC<br>ACCOUNTING FIRM FOR 2017.                      | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | SAY ON PAY - AN ADVISORY<br>VOTE ON THE APPROVAL OF<br>EXECUTIVE COMPENSATION.             | Management Y  | For For         |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | TO RECOMMEND, BY<br>NON-BINDING VOTE, THE<br>FREQUENCY OF EXECUTIVE<br>COMPENSATION VOTES. | Management Y  | 1 Year For      |
| CVS HEALTH<br>CORPORATION | CVS 126650100 10-May-2017 | PROPOSAL TO APPROVE THE<br>2017 INCENTIVE<br>COMPENSATION PLAN.                            | Management Y  | For For         |

|                        |      |           |             |                                                                                                      |             |           |         |
|------------------------|------|-----------|-------------|------------------------------------------------------------------------------------------------------|-------------|-----------|---------|
| CVS HEALTH CORPORATION | CVS  | 126650100 | 10-May-2017 | STOCKHOLDER PROPOSAL REGARDING THE OWNERSHIP THRESHOLD FOR CALLING SPECIAL MEETINGS OF STOCKHOLDERS. | Shareholder | Y For     | Against |
| CVS HEALTH CORPORATION | CVS  | 126650100 | 10-May-2017 | STOCKHOLDER PROPOSAL REGARDING A REPORT ON EXECUTIVE PAY.                                            | Shareholder | Y Against | For     |
| CVS HEALTH CORPORATION | CVS  | 126650100 | 10-May-2017 | STOCKHOLDER PROPOSAL REGARDING A REPORT ON RENEWABLE ENERGY TARGETS.                                 | Shareholder | Y Against | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ELECTION OF DIRECTOR: JOHN F. COGAN, PH.D.                                                           | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ELECTION OF DIRECTOR: KELLY A. KRAMER                                                                | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ELECTION OF DIRECTOR: KEVIN E. LOFTON                                                                | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ELECTION OF DIRECTOR: JOHN C. MARTIN, PH.D.                                                          | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ELECTION OF DIRECTOR: JOHN F. MILLIGAN, PH.D.                                                        | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ELECTION OF DIRECTOR: NICHOLAS G. MOORE                                                              | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ELECTION OF DIRECTOR: RICHARD J. WHITLEY, M.D                                                        | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ELECTION OF DIRECTOR: GAYLE E. WILSON                                                                | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ELECTION OF DIRECTOR: PER WOLD-OLSEN                                                                 | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                      | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | RESTATEMENT OF THE GILEAD SCIENCES, INC. 2004 EQUITY INCENTIVE PLAN.                                 | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                           | Management  | Y For     | For     |
| GILEAD SCIENCES, INC.  | GILD | 375558103 | 10-May-2017 | ADVISORY VOTE AS TO THE FREQUENCY OF FUTURE ADVISORY SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION.    | Management  | Y 1 Year  | For     |





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| GILEAD SCIENCES, INC.           | GILD 375558103 | 10-May-2017 | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT.                            | Shareholder | Y | Against | For |
| GILEAD SCIENCES, INC.           | GILD 375558103 | 10-May-2017 | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR. | Shareholder | Y | Against | For |
| EXPRESS SCRIPTS HOLDING COMPANY | ESRX 30219G108 | 11-May-2017 | ELECTION OF DIRECTOR: MAURA C. BREEN                                                                                                  | Management  | Y | For     | For |
| EXPRESS SCRIPTS HOLDING COMPANY | ESRX 30219G108 | 11-May-2017 | ELECTION OF DIRECTOR: WILLIAM J. DELANEY                                                                                              | Management  | Y | For     | For |
| EXPRESS SCRIPTS HOLDING COMPANY | ESRX 30219G108 | 11-May-2017 | ELECTION OF DIRECTOR: ELDER GRANGER, MD, MG, USA (RETIRED)                                                                            | Management  | Y | For     | For |
| EXPRESS SCRIPTS HOLDING COMPANY | ESRX 30219G108 | 11-May-2017 | ELECTION OF DIRECTOR: NICHOLAS J. LAHOWCHIC                                                                                           | Management  | Y | For     | For |
| EXPRESS SCRIPTS HOLDING COMPANY | ESRX 30219G108 | 11-May-2017 | ELECTION OF DIRECTOR: THOMAS P. MAC MAHON                                                                                             | Management  | Y | For     | For |
| EXPRESS SCRIPTS HOLDING COMPANY | ESRX 30219G108 | 11-May-2017 | ELECTION OF DIRECTOR: FRANK MERGENTHALER                                                                                              | Management  | Y | For     | For |
| EXPRESS SCRIPTS HOLDING COMPANY | ESRX 30219G108 | 11-May-2017 | ELECTION OF DIRECTOR: WOODROW A. MYERS, JR., MD                                                                                       | Management  | Y | For     | For |
| EXPRESS SCRIPTS HOLDING COMPANY | ESRX 30219G108 | 11-May-2017 | ELECTION OF DIRECTOR: RODERICK A. PALMORE                                                                                             | Management  | Y | For     | For |
| EXPRESS SCRIPTS HOLDING COMPANY | ESRX 30219G108 | 11-May-2017 | ELECTION OF DIRECTOR: GEORGE PAZ                                                                                                      | Management  | Y | For     | For |
| EXPRESS SCRIPTS                 | ESRX 30219G108 | 11-May-2017 | ELECTION OF DIRECTOR: WILLIAM L. ROPER, MD, MPH                                                                                       | Management  | Y | For     | For |

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|------------------------------------------------------------------------------------------------------------|--------------------------|------------------------------------------------------------------------------------------------------------------------------------------|------------------|-----|
| HOLDING<br>COMPANY<br>EXPRESS<br>SCRIPTS<br>HOLDING<br>COMPANY<br>EXPRESS<br>SCRIPTS<br>HOLDING<br>COMPANY | ESRX30219G10811-May-2017 | ELECTION OF DIRECTOR: SEYMOUR<br>STERNBERG                                                                                               | Management Y For | For |
| EXPRESS<br>SCRIPTS<br>HOLDING<br>COMPANY                                                                   | ESRX30219G10811-May-2017 | ELECTION OF DIRECTOR: TIMOTHY<br>WENTWORTH                                                                                               | Management Y For | For |
| EXPRESS<br>SCRIPTS<br>HOLDING<br>COMPANY                                                                   | ESRX30219G10811-May-2017 | TO RATIFY THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP<br>AS THE COMPANY'S INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTANTS<br>FOR 2017. | Management Y For | For |
| EXPRESS<br>SCRIPTS<br>HOLDING<br>COMPANY                                                                   | ESRX30219G10811-May-2017 | TO APPROVE, BY NON-BINDING<br>VOTE, EXECUTIVE COMPENSATION.                                                                              | Management Y For | For |

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|------------------------------------------|---------------|-------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------|-----|
| EXPRESS<br>SCRIPTS<br>HOLDING<br>COMPANY | ESRX30219G108 | 11-May-2017 | TO RECOMMEND, BY<br>NON-BINDING VOTE, THE<br>FREQUENCY OF EXECUTIVE<br>COMPENSATION VOTES.<br>STOCKHOLDER PROPOSAL<br>REQUESTING THE BOARD ADOPT<br>A POLICY AND AMEND THE<br>COMPANY'S GOVERNANCE<br>DOCUMENTS, AS NECESSARY,<br>TO REQUIRE THE CHAIRMAN OF<br>THE BOARD, WHENEVER<br>POSSIBLE, TO BE AN<br>INDEPENDENT MEMBER OF THE<br>BOARD.<br>STOCKHOLDER PROPOSAL<br>REQUESTING THE COMPANY TO<br>REPORT ANNUALLY TO THE<br>BOARD AND STOCKHOLDERS,<br>IDENTIFYING WHETHER THERE<br>EXISTS A GENDER PAY-GAP<br>AMONG THE COMPANY'S<br>EMPLOYEES, AND IF SO, THE<br>MEASURES BEING TAKEN TO<br>ELIMINATE ANY SUCH PAY<br>DISPARITIES AND TO<br>FACILITATE AN ENVIRONMENT<br>THAT PROMOTES<br>OPPORTUNITIES FOR EQUAL<br>ADVANCEMENT OF WOMEN. | Management Y  | 1 Year  | For |
| EXPRESS<br>SCRIPTS<br>HOLDING<br>COMPANY | ESRX30219G108 | 11-May-2017 | STOCKHOLDER PROPOSAL<br>REQUESTING THE COMPANY TO<br>REPORT ANNUALLY TO THE<br>BOARD AND STOCKHOLDERS,<br>IDENTIFYING WHETHER THERE<br>EXISTS A GENDER PAY-GAP<br>AMONG THE COMPANY'S<br>EMPLOYEES, AND IF SO, THE<br>MEASURES BEING TAKEN TO<br>ELIMINATE ANY SUCH PAY<br>DISPARITIES AND TO<br>FACILITATE AN ENVIRONMENT<br>THAT PROMOTES<br>OPPORTUNITIES FOR EQUAL<br>ADVANCEMENT OF WOMEN.                                                                                                                                                                                                                                                                                                                                                     | Shareholder Y | Against | For |
| EXPRESS<br>SCRIPTS<br>HOLDING<br>COMPANY | ESRX30219G108 | 11-May-2017 | STOCKHOLDER PROPOSAL<br>REQUESTING THE COMPANY TO<br>REPORT ANNUALLY TO THE<br>BOARD AND STOCKHOLDERS,<br>IDENTIFYING WHETHER THERE<br>EXISTS A GENDER PAY-GAP<br>AMONG THE COMPANY'S<br>EMPLOYEES, AND IF SO, THE<br>MEASURES BEING TAKEN TO<br>ELIMINATE ANY SUCH PAY<br>DISPARITIES AND TO<br>FACILITATE AN ENVIRONMENT<br>THAT PROMOTES<br>OPPORTUNITIES FOR EQUAL<br>ADVANCEMENT OF WOMEN.                                                                                                                                                                                                                                                                                                                                                     | Shareholder Y | Against | For |
| APACHE<br>CORPORATION                    | APA 037411105 | 11-May-2017 | ELECTION OF DIRECTOR:<br>ANNELL R. BAY                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Management Y  | For     | For |
| APACHE<br>CORPORATION                    | APA 037411105 | 11-May-2017 | ELECTION OF DIRECTOR: JOHN J.<br>CHRISTMANN IV                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Management Y  | For     | For |
| APACHE<br>CORPORATION                    | APA 037411105 | 11-May-2017 | ELECTION OF DIRECTOR:<br>CHANSOO JOUNG                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Management Y  | For     | For |
| APACHE<br>CORPORATION                    | APA 037411105 | 11-May-2017 | ELECTION OF DIRECTOR:<br>WILLIAM C. MONTGOMERY                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Management Y  | For     | For |
| APACHE<br>CORPORATION                    | APA 037411105 | 11-May-2017 | ELECTION OF DIRECTOR: AMY H.<br>NELSON                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Management Y  | For     | For |
| APACHE<br>CORPORATION                    | APA 037411105 | 11-May-2017 | ELECTION OF DIRECTOR:<br>DANIEL W. RABUN                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Management Y  | For     | For |
| APACHE<br>CORPORATION                    | APA 037411105 | 11-May-2017 | ELECTION OF DIRECTOR: PETER<br>A. RAGAUSS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Management Y  | For     | For |
| APACHE<br>CORPORATION                    | APA 037411105 | 11-May-2017 | RATIFICATION OF ERNST &<br>YOUNG LLP AS APACHE'S<br>INDEPENDENT AUDITORS.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Management Y  | For     | For |

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|--------------------------|---------------|-------------|-----------------------------------------------------------------------------------------------------------|------------|---|-------------------|-----|
| APACHE CORPORATION       | APA 037411105 | 11-May-2017 | ADVISORY VOTE TO APPROVE COMPENSATION OF APACHE'S NAMED EXECUTIVE OFFICERS.                               | Management | Y | For               | For |
| APACHE CORPORATION       | APA 037411105 | 11-May-2017 | ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE TO APPROVE COMPENSATION OF APACHE'S NAMED EXECUTIVE OFFICERS. | Management | Y | <sup>1</sup> Year | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: AJAY BANGA                                                                          | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: JACQUELINE K. BARTON                                                                | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: JAMES A. BELL                                                                       | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: RICHARD K. DAVIS                                                                    | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: JEFF M. FETTIG                                                                      | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: ANDREW N. LIVERIS                                                                   | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: MARK LOUGHRIDGE                                                                     | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: RAYMOND J. MILCHOVICH                                                               | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: ROBERT S. (STEVE) MILLER                                                            | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: PAUL POLMAN                                                                         | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: DENNIS H. REILLEY                                                                   | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: JAMES M. RINGLER                                                                    | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | ELECTION OF DIRECTOR: RUTH G. SHAW                                                                        | Management | Y | For               | For |
| THE DOW CHEMICAL COMPANY | DOW 260543103 | 11-May-2017 | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED                                             | Management | Y | For               | For |

THE DOW  
CHEMICAL  
COMPANY

PUBLIC ACCOUNTING FIRM.  
ADVISORY RESOLUTION TO  
DOW 260543103 11-May-2017 APPROVE EXECUTIVE  
COMPENSATION.

Management Y For For

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|----------------------------------------|---------------|-------------|-----------------------------------------------------------------------------------------------------------|---------------------------|-------------|
| THE DOW<br>CHEMICAL<br>COMPANY         | DOW 260543103 | 11-May-2017 | ADVISORY RESOLUTION ON THE<br>FREQUENCY OF FUTURE<br>ADVISORY VOTES TO APPROVE<br>EXECUTIVE COMPENSATION. | Management Y <sup>1</sup> | For<br>Year |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR:<br>SPENCER ABRAHAM                                                                  | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR:<br>HOWARD I. ATKINS                                                                 | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR:<br>EUGENE L. BATCHELDER                                                             | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR: JOHN<br>E. FEICK                                                                    | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR:<br>MARGARET M. FORAN                                                                | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR:<br>CARLOS M. GUTIERREZ                                                              | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR: VICKI<br>HOLLUB                                                                     | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR:<br>WILLIAM R. KLESSE                                                                | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR: JACK<br>B. MOORE                                                                    | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR:<br>AVEDICK B. POLADIAN                                                              | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ELECTION OF DIRECTOR: ELISSE<br>B. WALTER                                                                 | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ADVISORY VOTE APPROVING<br>EXECUTIVE COMPENSATION                                                         | Management Y              | For For     |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | ADVISORY VOTE ON THE<br>FREQUENCY OF FUTURE<br>ADVISORY VOTES APPROVING<br>EXECUTIVE COMPENSATION         | Management Y <sup>1</sup> | For<br>Year |

|                                        |               |             |                                                                     |             |           |     |
|----------------------------------------|---------------|-------------|---------------------------------------------------------------------|-------------|-----------|-----|
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | RATIFICATION OF<br>SELECTION OF KPMG LLP AS<br>INDEPENDENT AUDITORS | Management  | Y For     | For |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | CLIMATE CHANGE<br>ASSESSMENT REPORT                                 | Shareholder | Y Against | For |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | LOWER THRESHOLD TO<br>CALL SPECIAL<br>SHAREOWNER MEETINGS           | Shareholder | Y Against | For |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | METHANE EMISSIONS AND<br>FLARING TARGETS                            | Shareholder | Y Against | For |
| OCCIDENTAL<br>PETROLEUM<br>CORPORATION | OXY 674599105 | 12-May-2017 | POLITICAL CONTRIBUTIONS<br>AND EXPENDITURES REPORT                  | Shareholder | Y Against | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>LINDA B. BAMMANN                           | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>JAMES A. BELL                              | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>CRANDALL C. BOWLES                         | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>STEPHEN B. BURKE                           | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>TODD A. COMBS                              | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>JAMES S. CROWN                             | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>JAMES DIMON                                | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>TIMOTHY P. FLYNN                           | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>LABAN P. JACKSON, JR.                      | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>MICHAEL A. NEAL                            | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>LEE R. RAYMOND                             | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ELECTION OF DIRECTOR:<br>WILLIAM C. WELDON                          | Management  | Y For     | For |
| JPMORGAN CHASE &<br>CO.                | JPM 46625H100 | 16-May-2017 | ADVISORY RESOLUTION TO<br>APPROVE EXECUTIVE<br>COMPENSATION         | Management  | Y For     | For |

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| JPMORGAN CHASE & CO.         | JPM 46625H100 16-May-2017 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                       | Management Y  | For     | For     |
| JPMORGAN CHASE & CO.         | JPM 46625H100 16-May-2017 | ADVISORY VOTE ON FREQUENCY OF ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION | Management Y  | 1 Year  | For     |
| JPMORGAN CHASE & CO.         | JPM 46625H100 16-May-2017 | INDEPENDENT BOARD CHAIRMAN                                                          | Shareholder Y | Against | For     |
| JPMORGAN CHASE & CO.         | JPM 46625H100 16-May-2017 | VESTING FOR GOVERNMENT SERVICE                                                      | Shareholder Y | Against | For     |
| JPMORGAN CHASE & CO.         | JPM 46625H100 16-May-2017 | CLAWBACK AMENDMENT                                                                  | Shareholder Y | Against | For     |
| JPMORGAN CHASE & CO.         | JPM 46625H100 16-May-2017 | GENDER PAY EQUITY                                                                   | Shareholder Y | For     | Against |
| JPMORGAN CHASE & CO.         | JPM 46625H100 16-May-2017 | HOW VOTES ARE COUNTED                                                               | Shareholder Y | Against | For     |
| JPMORGAN CHASE & CO.         | JPM 46625H100 16-May-2017 | SPECIAL SHAREOWNER MEETINGS                                                         | Shareholder Y | For     | Against |
| NATIONAL OILWELL VARCO, INC. | NOV 637071101 17-May-2017 | ELECTION OF DIRECTOR: CLAY C. WILLIAMS                                              | Management Y  | For     | For     |
| NATIONAL OILWELL VARCO, INC. | NOV 637071101 17-May-2017 | ELECTION OF DIRECTOR: GREG L. ARMSTRONG                                             | Management Y  | For     | For     |
| NATIONAL OILWELL VARCO, INC. | NOV 637071101 17-May-2017 | ELECTION OF DIRECTOR: MARCELA E. DONADIO                                            | Management Y  | For     | For     |
| NATIONAL OILWELL VARCO, INC. | NOV 637071101 17-May-2017 | ELECTION OF DIRECTOR: BEN A. GUILL                                                  | Management Y  | For     | For     |
| NATIONAL OILWELL VARCO, INC. | NOV 637071101 17-May-2017 | ELECTION OF DIRECTOR: JAMES T. HACKETT                                              | Management Y  | For     | For     |
| NATIONAL OILWELL VARCO, INC. | NOV 637071101 17-May-2017 | ELECTION OF DIRECTOR: DAVID D. HARRISON                                             | Management Y  | For     | For     |
| NATIONAL OILWELL VARCO, INC. | NOV 637071101 17-May-2017 | ELECTION OF DIRECTOR: ERIC L. MATTSON                                               | Management Y  | For     | For     |
| NATIONAL OILWELL VARCO, INC. | NOV 637071101 17-May-2017 | ELECTION OF DIRECTOR: WILLIAM R. THOMAS                                             | Management Y  | For     | For     |
| NATIONAL OILWELL VARCO, INC. | NOV 637071101 17-May-2017 | RATIFICATION OF INDEPENDENT AUDITORS.                                               | Management Y  | For     | For     |
| NATIONAL OILWELL VARCO, INC. | NOV 637071101 17-May-2017 | APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE               | Management Y  | For     | For     |



OFFICERS.

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| NATIONAL OILWELL VARCO, INC. | NOV637071101  | 17-May-2017 | RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF THE ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION                                          | Management  | Y | <sup>1</sup> Year | For |
| NATIONAL OILWELL VARCO, INC. | NOV637071101  | 17-May-2017 | APPROVE STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS                                                                                                 | Shareholder | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | ELECTION OF DIRECTOR: K. BURNES                                                                                                                     | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | ELECTION OF DIRECTOR: P. DE SAINT-AIGNAN                                                                                                            | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | ELECTION OF DIRECTOR: L. DUGLE                                                                                                                      | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | ELECTION OF DIRECTOR: A. FAWCETT                                                                                                                    | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | ELECTION OF DIRECTOR: W. FRED A                                                                                                                     | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | ELECTION OF DIRECTOR: L. HILL                                                                                                                       | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | ELECTION OF DIRECTOR: J. HOOLEY                                                                                                                     | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | ELECTION OF DIRECTOR: S. O'SULLIVAN                                                                                                                 | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | ELECTION OF DIRECTOR: R. SERGEL                                                                                                                     | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | ELECTION OF DIRECTOR: G. SUMME                                                                                                                      | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | TO APPROVE AN ADVISORY PROPOSAL ON EXECUTIVE COMPENSATION.                                                                                          | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | TO RECOMMEND, BY ADVISORY PROPOSAL, THE FREQUENCY OF ADVISORY PROPOSALS ON EXECUTIVE COMPENSATION.                                                  | Management  | Y | <sup>1</sup> Year | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | TO APPROVE THE 2017 STOCK INCENTIVE PLAN.                                                                                                           | Management  | Y | For               | For |
| STATE STREET CORPORATION     | STT 857477103 | 17-May-2017 | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS STATE STREET'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017. | Management  | Y | For               | For |

|                                   |                          |                                                                                                                                                |                     |     |
|-----------------------------------|--------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|-----|
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR:<br>BRENDA A. CLINE                                                                                                       | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR:<br>ANTHONY V. DUB                                                                                                        | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR:<br>ALLEN FINKELSON                                                                                                       | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR: JAMES<br>M. FUNK                                                                                                         | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR:<br>CHRISTOPHER A. HELMS                                                                                                  | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR:<br>ROBERT A. INNAMORATI                                                                                                  | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR: MARY<br>RALPH LOWE                                                                                                       | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR: GREG<br>G. MAXWELL                                                                                                       | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR: KEVIN<br>S. MCCARTHY                                                                                                     | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR:<br>STEFFEN E. PALKO                                                                                                      | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | ELECTION OF DIRECTOR:<br>JEFFREY L. VENTURA                                                                                                    | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | A NON-BINDING PROPOSAL TO<br>APPROVE THE COMPENSATION<br>PHILOSOPHY, ...(DUE TO SPACE<br>LIMITS, SEE PROXY<br>STATEMENT FOR FULL<br>PROPOSAL). | Management Y For    | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | A NON-BINDING PROPOSAL ON<br>THE FREQUENCY OF A<br>STOCKHOLDER ...(DUE TO<br>SPACE LIMITS, SEE PROXY<br>STATEMENT FOR FULL<br>PROPOSAL).       | Management Y 1 Year | For |
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A10917-May-2017 | TO RATIFY THE APPOINTMENT<br>OF ERNST & YOUNG LLP AS<br>OUR ...(DUE TO SPACE LIMITS,<br>SEE PROXY STATEMENT FOR                                | Management Y For    | For |

|                                   |                           |                                                                                                           |                           |
|-----------------------------------|---------------------------|-----------------------------------------------------------------------------------------------------------|---------------------------|
| RANGE<br>RESOURCES<br>CORPORATION | RRC 75281A109 17-May-2017 | FULL PROPOSAL).<br>STOCKHOLDER PROPOSAL -<br>REQUESTING PUBLICATION OF<br>A POLITICAL SPENDING<br>REPORT. | Shareholder Y Against For |
| INTEL<br>CORPORATION              | INTC458140100 18-May-2017 | ELECTION OF DIRECTOR:<br>CHARLENE BARSHEFSKY                                                              | Management Y For For      |
| INTEL<br>CORPORATION              | INTC458140100 18-May-2017 | ELECTION OF DIRECTOR:<br>ANEEL BHUSRI                                                                     | Management Y For For      |

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|                      |               |             |                                                                                                              |               |         |     |
|----------------------|---------------|-------------|--------------------------------------------------------------------------------------------------------------|---------------|---------|-----|
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ELECTION OF DIRECTOR: ANDY D. BRYANT                                                                         | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ELECTION OF DIRECTOR: REED E. HUNDT                                                                          | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ELECTION OF DIRECTOR: OMAR ISHRAK                                                                            | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ELECTION OF DIRECTOR: BRIAN M. KRZANICH                                                                      | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ELECTION OF DIRECTOR: TSU-JAE KING LIU                                                                       | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ELECTION OF DIRECTOR: DAVID S. POTTRUCK                                                                      | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ELECTION OF DIRECTOR: GREGORY D. SMITH                                                                       | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ELECTION OF DIRECTOR: FRANK D. YEARY                                                                         | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ELECTION OF DIRECTOR: DAVID B. YOFFIE                                                                        | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION                                                              | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | APPROVAL OF AMENDMENT AND RESTATEMENT OF THE 2006 EQUITY INCENTIVE PLAN                                      | Management Y  | For     | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION            | Management Y  | 1 Year  | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | STOCKHOLDER PROPOSAL REQUESTING AN ANNUAL ADVISORY STOCKHOLDER VOTE ON POLITICAL CONTRIBUTIONS               | Shareholder Y | Against | For |
| INTEL CORPORATION    | INTC458140100 | 18-May-2017 | STOCKHOLDER PROPOSAL REQUESTING THAT VOTES COUNTED ON STOCKHOLDER PROPOSALS EXCLUDE ABSTENTIONS              | Shareholder Y | Against | For |
| WEYERHAEUSER COMPANY | WY 962166104  | 19-May-2017 | ELECTION OF DIRECTOR: MARK A. EMMERT                                                                         | Management Y  | For     | For |

|                                      |                          |                                                                                                                                |              |           |     |
|--------------------------------------|--------------------------|--------------------------------------------------------------------------------------------------------------------------------|--------------|-----------|-----|
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | ELECTION OF DIRECTOR: RICK R. HOLLEY                                                                                           | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | ELECTION OF DIRECTOR: SARA GROOTWASSINK LEWIS                                                                                  | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | ELECTION OF DIRECTOR: JOHN F. MORGAN, SR.                                                                                      | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | ELECTION OF DIRECTOR: NICOLE W. PIASECKI                                                                                       | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | ELECTION OF DIRECTOR: MARC F. RACICOT                                                                                          | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | ELECTION OF DIRECTOR: LAWRENCE A. SELZER                                                                                       | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | ELECTION OF DIRECTOR: DOYLE R. SIMONS                                                                                          | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | ELECTION OF DIRECTOR: D. MICHAEL STEUERT                                                                                       | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | ELECTION OF DIRECTOR: KIM WILLIAMS                                                                                             | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | ELECTION OF DIRECTOR: CHARLES R. WILLIAMSON                                                                                    | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.                                           | Management Y | For       | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS. | Management Y | 1<br>Year | For |
| WEYERHAEUSER COMPANY                 | WY 962166104 19-May-2017 | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                                    | Management Y | For       | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD 263534109 24-May-2017 | ELECTION OF DIRECTOR: LAMBERTO ANDREOTTI                                                                                       | Management Y | For       | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD 263534109 24-May-2017 | ELECTION OF DIRECTOR: EDWARD D. BREEN                                                                                          | Management Y | For       | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD 263534109 24-May-2017 | ELECTION OF DIRECTOR: ROBERT A. BROWN                                                                                          | Management Y | For       | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD 263534109 24-May-2017 | ELECTION OF DIRECTOR: ALEXANDER M. CUTLER                                                                                      | Management Y | For       | For |

|                                      |                |             |             |                                                                                           |               |         |     |
|--------------------------------------|----------------|-------------|-------------|-------------------------------------------------------------------------------------------|---------------|---------|-----|
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | ELECTION OF DIRECTOR: ELEUTHERE I. DU PONT                                                | Management Y  | For     | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | ELECTION OF DIRECTOR: JAMES L. GALLOGLY                                                   | Management Y  | For     | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | ELECTION OF DIRECTOR: MARILLYN A. HEWSON                                                  | Management Y  | For     | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | ELECTION OF DIRECTOR: LOIS D. JULIBER                                                     | Management Y  | For     | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | ELECTION OF DIRECTOR: LEE M. THOMAS                                                       | Management Y  | For     | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | ELECTION OF DIRECTOR: PATRICK J. WARD                                                     | Management Y  | For     | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | TO RATIFY APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                    | Management Y  | For     | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | TO APPROVE, BY ADVISORY VOTE, EXECUTIVE COMPENSATION                                      | Management Y  | For     | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | TO RECOMMEND, BY ADVISORY VOTE, THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION | Management Y  | 1 Year  | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | TO PREPARE A REPORT ON EXECUTIVE COMPENSATION                                             | Shareholder Y | Against | For |
| E. I. DU PONT DE NEMOURS AND COMPANY | DD             | 263534109   | 24-May-2017 | TO PREPARE A REPORT ON ACCIDENT RISK REDUCTION                                            | Shareholder Y | Against | For |
| PAYPAL HOLDINGS, INC.                | PYPL 70450Y103 | 24-May-2017 |             | ELECTION OF DIRECTOR: WENCES CASARES                                                      | Management Y  | For     | For |
| PAYPAL HOLDINGS, INC.                | PYPL 70450Y103 | 24-May-2017 |             | ELECTION OF DIRECTOR: JONATHAN CHRISTODORO                                                | Management Y  | For     | For |
| PAYPAL HOLDINGS, INC.                | PYPL 70450Y103 | 24-May-2017 |             | ELECTION OF DIRECTOR: JOHN J. DONAHOE                                                     | Management Y  | For     | For |
| PAYPAL HOLDINGS, INC.                | PYPL 70450Y103 | 24-May-2017 |             | ELECTION OF DIRECTOR: DAVID W. DORMAN                                                     | Management Y  | For     | For |

|                       |                            |                                                                                                                                                                          |                       |     |
|-----------------------|----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----|
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | ELECTION OF DIRECTOR: BELINDA JOHNSON                                                                                                                                    | Management Y For      | For |
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | ELECTION OF DIRECTOR: GAIL J. MCGOVERN                                                                                                                                   | Management Y For      | For |
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | ELECTION OF DIRECTOR: DAVID M. MOFFETT                                                                                                                                   | Management Y For      | For |
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | ELECTION OF DIRECTOR: DANIEL H. SCHULMAN                                                                                                                                 | Management Y For      | For |
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | ELECTION OF DIRECTOR: FRANK D. YEARY                                                                                                                                     | Management Y For      | For |
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. APPROVAL OF AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE | Management Y For      | For |
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | THE NUMBER OF STOCKHOLDERS WHO MAY, FOR PROXY ACCESS PURPOSES, AGGREGATE THEIR HOLDINGS FROM 15 TO 20.                                                                   | Management Y For      | For |
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2017.                                                                       | Management Y For      | For |
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER WRITTEN CONSENT WITHOUT A MEETING.                                                                                            | Shareholder Y Against | For |
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | STOCKHOLDER PROPOSAL REGARDING A SUSTAINABILITY REPORT.                                                                                                                  | Shareholder Y Against | For |
| PAYPAL HOLDINGS, INC. | PYPL 70450Y103 24-May-2017 | STOCKHOLDER PROPOSAL REGARDING A "NET-ZERO" GREENHOUSE GAS EMISSIONS REPORT.                                                                                             | Shareholder Y Against | For |
| CERNER CORPORATION    | CERN156782104 24-May-2017  | ELECTION OF DIRECTOR: JULIE L. GERBERDING, M.D.                                                                                                                          | Management Y For      | For |
| CERNER CORPORATION    | CERN156782104 24-May-2017  | ELECTION OF DIRECTOR: NEAL L. PATTERSON                                                                                                                                  | Management Y For      | For |
| CERNER CORPORATION    | CERN156782104 24-May-2017  | ELECTION OF DIRECTOR: WILLIAM D. ZOLLARS                                                                                                                                 | Management Y For      | For |





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|----------------------------|----------------|-------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---|--------|-----|
| CERNER CORPORATION         | CERN 156782104 | 24-May-2017 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF CERNER CORPORATION FOR 2017.                                                                                                                                      | Management | Y | For    | For |
| CERNER CORPORATION         | CERN 156782104 | 24-May-2017 | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                                                                                                                                                                                  | Management | Y | For    | For |
| CERNER CORPORATION         | CERN 156782104 | 24-May-2017 | APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                                                                                                                        | Management | Y | 1 Year | For |
| DOLLAR GENERAL CORPORATION | DG 256677105   | 31-May-2017 | ELECTION OF DIRECTOR: WARREN F. BRYANT                                                                                                                                                                                                                                | Management | Y | For    | For |
| DOLLAR GENERAL CORPORATION | DG 256677105   | 31-May-2017 | ELECTION OF DIRECTOR: MICHAEL M. CALBERT                                                                                                                                                                                                                              | Management | Y | For    | For |
| DOLLAR GENERAL CORPORATION | DG 256677105   | 31-May-2017 | ELECTION OF DIRECTOR: SANDRA B. COCHRAN                                                                                                                                                                                                                               | Management | Y | For    | For |
| DOLLAR GENERAL CORPORATION | DG 256677105   | 31-May-2017 | ELECTION OF DIRECTOR: PATRICIA D. FILI-KRUSHEL                                                                                                                                                                                                                        | Management | Y | For    | For |
| DOLLAR GENERAL CORPORATION | DG 256677105   | 31-May-2017 | ELECTION OF DIRECTOR: PAULA A. PRICE                                                                                                                                                                                                                                  | Management | Y | For    | For |
| DOLLAR GENERAL CORPORATION | DG 256677105   | 31-May-2017 | ELECTION OF DIRECTOR: WILLIAM C. RHODES, III                                                                                                                                                                                                                          | Management | Y | For    | For |
| DOLLAR GENERAL CORPORATION | DG 256677105   | 31-May-2017 | ELECTION OF DIRECTOR: DAVID B. RICKARD                                                                                                                                                                                                                                | Management | Y | For    | For |
| DOLLAR GENERAL CORPORATION | DG 256677105   | 31-May-2017 | ELECTION OF DIRECTOR: TODD J. VASOS                                                                                                                                                                                                                                   | Management | Y | For    | For |
| DOLLAR GENERAL CORPORATION | DG 256677105   | 31-May-2017 | TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER DOLLAR GENERAL CORPORATION'S AMENDED AND RESTATED 2007 STOCK INCENTIVE PLAN FOR PURPOSES OF COMPENSATION DEDUCTIBILITY UNDER INTERNAL REVENUE CODE SECTION 162(M) AND THE LIMIT ON NON-EMPLOYEE DIRECTOR | Management | Y | For    | For |

COMPENSATION SET FORTH IN  
SUCH PLAN.

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|----------------------------------|-----|--------------|-------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|-----------|---------|
| DOLLAR<br>GENERAL<br>CORPORATION | DG  | 256677105    | 31-May-2017 | TO APPROVE THE MATERIAL<br>TERMS OF THE PERFORMANCE<br>GOALS UNDER DOLLAR<br>GENERAL CORPORATION'S<br>AMENDED AND RESTATED<br>ANNUAL INCENTIVE PLAN FOR<br>PURPOSES OF COMPENSATION<br>DEDUCTIBILITY UNDER<br>INTERNAL REVENUE CODE<br>SECTION 162(M).<br>TO APPROVE, ON AN ADVISORY<br>(NON-BINDING) BASIS, THE<br>COMPENSATION OF DOLLAR<br>GENERAL CORPORATION'S<br>NAMED EXECUTIVE OFFICERS<br>AS DISCLOSED IN THE PROXY<br>STATEMENT. | Management Y | For       | For     |
| DOLLAR<br>GENERAL<br>CORPORATION | DG  | 256677105    | 31-May-2017 | TO RECOMMEND, ON AN<br>ADVISORY (NON-BINDING)<br>BASIS, THE FREQUENCY OF<br>FUTURE ADVISORY VOTES ON<br>DOLLAR GENERAL<br>CORPORATION'S NAMED<br>EXECUTIVE OFFICER<br>COMPENSATION.                                                                                                                                                                                                                                                        | Management Y | 1<br>Year | Against |
| DOLLAR<br>GENERAL<br>CORPORATION | DG  | 256677105    | 31-May-2017 | TO RATIFY ERNST AND YOUNG<br>LLP AS THE INDEPENDENT<br>REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR FISCAL<br>2017.                                                                                                                                                                                                                                                                                                                            | Management Y | For       | For     |
| AMERICAN<br>TOWER<br>CORPORATION | AMT | 03027X100    | 31-May-2017 | ELECTION OF DIRECTOR:<br>GUSTAVO LARA CANTU                                                                                                                                                                                                                                                                                                                                                                                                | Management Y | For       | For     |
| AMERICAN<br>TOWER<br>CORPORATION | AMT | 03027X100    | 31-May-2017 | ELECTION OF DIRECTOR:<br>RAYMOND P. DOLAN                                                                                                                                                                                                                                                                                                                                                                                                  | Management Y | For       | For     |
| AMERICAN<br>TOWER<br>CORPORATION | AMT | 03027X100    | 31-May-2017 | ELECTION OF DIRECTOR:<br>ROBERT D. HORMATS                                                                                                                                                                                                                                                                                                                                                                                                 | Management Y | For       | For     |
| AMERICAN<br>TOWER<br>CORPORATION | AMT | 03027X100    | 31-May-2017 | ELECTION OF DIRECTOR:<br>CRAIG MACNAB                                                                                                                                                                                                                                                                                                                                                                                                      | Management Y | For       | For     |
| AMERICAN<br>TOWER<br>CORPORATION | AMT | 03027X100    | 31-May-2017 | ELECTION OF DIRECTOR:<br>JOANN A. REED                                                                                                                                                                                                                                                                                                                                                                                                     | Management Y | For       | For     |
| AMERICAN<br>TOWER<br>CORPORATION | AMT | 03027X100    | 31-May-2017 | ELECTION OF DIRECTOR:<br>PAMELA D.A. REEVE                                                                                                                                                                                                                                                                                                                                                                                                 | Management Y | For       | For     |
|                                  |     | AMT03027X100 | 31-May-2017 |                                                                                                                                                                                                                                                                                                                                                                                                                                            | Management Y | For       | For     |

AMERICAN  
TOWER  
CORPORATION

ELECTION OF DIRECTOR:  
DAVID E. SHARBUTT

AMERICAN  
TOWER  
CORPORATION

AMT03027X10031-May-2017

ELECTION OF DIRECTOR:  
JAMES D. TAICLET, JR.

Management Y For For

AMERICAN  
TOWER  
CORPORATION

AMT03027X10031-May-2017

ELECTION OF DIRECTOR:  
SAMME L. THOMPSON

Management Y For For

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|----------------------------------|-------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---|----------------------|-----|
| AMERICAN<br>TOWER<br>CORPORATION | AMT03027X10031-May-2017 | TO RATIFY THE SELECTION OF<br>DELOITTE & TOUCHE LLP AS THE<br>COMPANY'S INDEPENDENT<br>REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2017.                  | Management | Y | For                  | For |
| AMERICAN<br>TOWER<br>CORPORATION | AMT03027X10031-May-2017 | TO APPROVE, ON AN ADVISORY<br>BASIS, THE COMPANY'S<br>EXECUTIVE COMPENSATION.                                                                          | Management | Y | For                  | For |
| AMERICAN<br>TOWER<br>CORPORATION | AMT03027X10031-May-2017 | TO APPROVE, ON AN ADVISORY<br>BASIS, THE FREQUENCY WITH<br>WHICH THE COMPANY WILL<br>HOLD A STOCKHOLDER<br>ADVISORY VOTE ON EXECUTIVE<br>COMPENSATION. | Management | Y | <sup>1</sup><br>Year | For |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | JOSEPH J. ASHTON                                                                                                                                       | Management | N |                      |     |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | MARY T. BARRA                                                                                                                                          | Management | N |                      |     |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | LINDA R. GOODEN                                                                                                                                        | Management | N |                      |     |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | JOSEPH JIMENEZ                                                                                                                                         | Management | N |                      |     |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | JANE L. MENDILLO                                                                                                                                       | Management | N |                      |     |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | MICHAEL G. MULLEN                                                                                                                                      | Management | N |                      |     |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | JAMES J. MULVA                                                                                                                                         | Management | N |                      |     |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | PATRICIA F. RUSSO                                                                                                                                      | Management | N |                      |     |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | THOMAS M. SCHOEWE                                                                                                                                      | Management | N |                      |     |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | THEODORE M. SOLSO                                                                                                                                      | Management | N |                      |     |
| GENERAL<br>MOTORS<br>COMPANY     | GM 37045V10006-Jun-2017 | CAROL M. STEPHENSON                                                                                                                                    | Management | N |                      |     |
| GENERAL<br>MOTORS                | GM 37045V10006-Jun-2017 | APPROVE, ON AN ADVISORY<br>BASIS, NAMED EXECUTIVE                                                                                                      | Management | N |                      |     |

COMPANY  
GENERAL  
MOTORS  
COMPANY

GM 37045V10006-Jun-2017

OFFICER COMPENSATION  
APPROVE THE GENERAL MOTORS  
COMPANY 2017 SHORT-TERM  
INCENTIVE PLAN

ManagementN

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|                               |                           |                                                                                                                                |             |           |
|-------------------------------|---------------------------|--------------------------------------------------------------------------------------------------------------------------------|-------------|-----------|
| GENERAL<br>MOTORS<br>COMPANY  | GM 37045V10006-Jun-2017   | APPROVE THE GENERAL MOTORS<br>COMPANY 2017 LONG-TERM INCENTIVE<br>PLAN                                                         | Management  | N         |
| GENERAL<br>MOTORS<br>COMPANY  | GM 37045V10006-Jun-2017   | RATIFICATION OF THE SELECTION OF<br>DELOITTE & TOUCHE LLP AS GM'S<br>INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2017 | Management  | N         |
| GENERAL<br>MOTORS<br>COMPANY  | GM 37045V10006-Jun-2017   | SHAREHOLDER PROPOSAL REGARDING<br>INDEPENDENT BOARD CHAIRMAN                                                                   | Shareholder | N         |
| GENERAL<br>MOTORS<br>COMPANY  | GM 37045V10006-Jun-2017   | GREENLIGHT PROPOSAL REGARDING<br>CREATION OF DUAL-CLASS COMMON<br>STOCK                                                        | Shareholder | N         |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: ZEIN ABDALLA                                                                                             | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: JOSE B.<br>ALVAREZ                                                                                       | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: ALAN M.<br>BENNETT                                                                                       | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: DAVID T.<br>CHING                                                                                        | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: ERNIE<br>HERRMAN                                                                                         | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: MICHAEL F.<br>HINES                                                                                      | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: AMY B. LANE                                                                                              | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: CAROL<br>MEYROWITZ                                                                                       | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: JACKWYN L.<br>NEMEROV                                                                                    | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: JOHN F.<br>O'BRIEN                                                                                       | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | ELECTION OF DIRECTOR: WILLOW B.<br>SHIRE                                                                                       | Management  | Y For For |
| THE TJX<br>COMPANIES,<br>INC. | TJX 872540109 06-Jun-2017 | RATIFICATION OF APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS AS TJX'S<br>INDEPENDENT REGISTERED PUBLIC                             | Management  | Y For For |





|                         |              |             |                                                                                                   |                       |         |
|-------------------------|--------------|-------------|---------------------------------------------------------------------------------------------------|-----------------------|---------|
| THE TJX COMPANIES, INC. | TJX872540109 | 06-Jun-2017 | REAPPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE STOCK INCENTIVE PLAN                  | Management Y For      | For     |
| THE TJX COMPANIES, INC. | TJX872540109 | 06-Jun-2017 | REAPPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE CASH INCENTIVE PLANS                  | Management Y For      | For     |
| THE TJX COMPANIES, INC. | TJX872540109 | 06-Jun-2017 | ADVISORY APPROVAL OF TJX'S EXECUTIVE COMPENSATION (THE SAY-ON-PAY VOTE)                           | Management Y Against  | Against |
| THE TJX COMPANIES, INC. | TJX872540109 | 06-Jun-2017 | ADVISORY APPROVAL OF THE FREQUENCY OF TJX'S SAY-ON-PAY VOTES                                      | Management Y 1 Year   | For     |
| THE TJX COMPANIES, INC. | TJX872540109 | 06-Jun-2017 | SHAREHOLDER PROPOSAL FOR INCLUSION OF DIVERSITY AS A CEO PERFORMANCE MEASURE                      | Shareholder Y Against | For     |
| THE TJX COMPANIES, INC. | TJX872540109 | 06-Jun-2017 | SHAREHOLDER PROPOSAL FOR A REVIEW AND SUMMARY REPORT ON EXECUTIVE COMPENSATION POLICIES           | Shareholder Y Against | For     |
| THE TJX COMPANIES, INC. | TJX872540109 | 06-Jun-2017 | SHAREHOLDER PROPOSAL FOR A REPORT ON COMPENSATION DISPARITIES BASED ON RACE, GENDER, OR ETHNICITY | Shareholder Y Against | For     |
| THE TJX COMPANIES, INC. | TJX872540109 | 06-Jun-2017 | SHAREHOLDER PROPOSAL FOR A REPORT ON NET-ZERO GREENHOUSE GAS EMISSIONS                            | Shareholder Y Against | For     |
| GENERAL MOTORS COMPANY  | GM 37045V100 | 06-Jun-2017 | LEO HINDERY, JR.                                                                                  | Management Y For      | For     |
| GENERAL MOTORS COMPANY  | GM 37045V100 | 06-Jun-2017 | VINIT SETHI                                                                                       | Management Y For      | For     |
| GENERAL MOTORS COMPANY  | GM 37045V100 | 06-Jun-2017 | WILLIAM N. THORNDIKE JR                                                                           | Management Y For      | For     |
| GENERAL MOTORS COMPANY  | GM 37045V100 | 06-Jun-2017 | MGMT NOM: J.J. ASHTON                                                                             | Management Y For      | For     |
| GENERAL MOTORS COMPANY  | GM 37045V100 | 06-Jun-2017 | MGMT NOM: MARY T. BARRA                                                                           | Management Y For      | For     |
| GENERAL MOTORS COMPANY  | GM 37045V100 | 06-Jun-2017 | MGMT NOM: L.R. GOODEN                                                                             | Management Y For      | For     |
| GENERAL MOTORS COMPANY  | GM 37045V100 | 06-Jun-2017 | MGMT NOM: J. JIMENEZ                                                                              | Management Y For      | For     |

GENERAL  
MOTORS  
COMPANY

GM 37045V10006-Jun-2017 MGMT NOM: JAMES J MULVA      Management Y For      For

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|                              |                            |                                                                                                                                                                                                                                                                                                                                                                                                 |                       |         |
|------------------------------|----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------|
| GENERAL<br>MOTORS<br>COMPANY | GM 37045V10006-Jun-2017    | MGMT NOM: P.F. RUSSO                                                                                                                                                                                                                                                                                                                                                                            | Management Y For      | For     |
| GENERAL<br>MOTORS<br>COMPANY | GM 37045V10006-Jun-2017    | MGMT NOM: T.M. SCHOEWE                                                                                                                                                                                                                                                                                                                                                                          | Management Y For      | For     |
| GENERAL<br>MOTORS<br>COMPANY | GM 37045V10006-Jun-2017    | MGMT NOM: T.M. SOLSO                                                                                                                                                                                                                                                                                                                                                                            | Management Y For      | For     |
| GENERAL<br>MOTORS<br>COMPANY | GM 37045V10006-Jun-2017    | TO VOTE ON THE COMPANY'S<br>ADVISORY RESOLUTION ON THE<br>COMPENSATION OF ITS NAMED<br>EXECUTIVE OFFICERS.                                                                                                                                                                                                                                                                                      | Management Y For      | For     |
| GENERAL<br>MOTORS<br>COMPANY | GM 37045V10006-Jun-2017    | TO APPROVE THE COMPANY'S 2017<br>SHORT-TERM INCENTIVE PLAN.                                                                                                                                                                                                                                                                                                                                     | Management Y For      | For     |
| GENERAL<br>MOTORS<br>COMPANY | GM 37045V10006-Jun-2017    | TO APPROVE THE COMPANY'S 2017<br>LONG-TERM INCENTIVE PLAN.                                                                                                                                                                                                                                                                                                                                      | Management Y For      | For     |
| GENERAL<br>MOTORS<br>COMPANY | GM 37045V10006-Jun-2017    | TO RATIFY THE APPOINTMENT OF<br>DELOITTE & TOUCHE LLP AS THE<br>COMPANY'S INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE FISCAL YEAR<br>ENDING DECEMBER 31, 2017.                                                                                                                                                                                                                  | Management Y For      | For     |
| GENERAL<br>MOTORS<br>COMPANY | GM 37045V10006-Jun-2017    | TO VOTE ON AN ADVISORY<br>SHAREHOLDER PROPOSAL<br>REQUESTING THAT THE BOARD<br>TAKE THE NECESSARY STEPS TO<br>ESTABLISH AN INDEPENDENT<br>CHAIRMAN.                                                                                                                                                                                                                                             | Shareholder Y Against | For     |
| GENERAL<br>MOTORS<br>COMPANY | GM 37045V10006-Jun-2017    | TO REQUEST THAT THE BOARD<br>CREATE A SECOND CLASS OF<br>COMMON STOCK OF THE COMPANY<br>(THE "DIVIDEND SHARES") THAT<br>WOULD TRADE SEPARATELY FROM<br>THE EXISTING COMMON STOCK<br>AND CONTINUE TO PAY<br>QUARTERLY DIVIDENDS AT AN<br>ANNUAL RATE OF \$1.52, AND TO<br>AUTHORIZE A DISTRIBUTION OF<br>THE DIVIDEND SHARES TO THE<br>COMPANY'S EXISTING<br>SHAREHOLDERS AT NO COST TO<br>THEM. | Shareholder Y For     | Against |
| BIOGEN<br>INC.               | BIIB 09062X103 07-Jun-2017 | ELECTION OF DIRECTOR:<br>ALEXANDER J. DENNER                                                                                                                                                                                                                                                                                                                                                    | Management Y For      | For     |
| BIOGEN<br>INC.               | BIIB 09062X103 07-Jun-2017 | ELECTION OF DIRECTOR:<br>CAROLINE D. DORSA                                                                                                                                                                                                                                                                                                                                                      | Management Y For      | For     |



|                   |      |                       |                                                                                                                                                                    |              |        |     |
|-------------------|------|-----------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|--------|-----|
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | ELECTION OF DIRECTOR: NANCY L. LEAMING                                                                                                                             | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | ELECTION OF DIRECTOR: RICHARD C. MULLIGAN                                                                                                                          | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | ELECTION OF DIRECTOR: ROBERT W. PANGIA                                                                                                                             | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | ELECTION OF DIRECTOR: STELIOS PAPADOPOULOS                                                                                                                         | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | ELECTION OF DIRECTOR: BRIAN S. POSNER                                                                                                                              | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | ELECTION OF DIRECTOR: ERIC K. ROWINSKY                                                                                                                             | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | ELECTION OF DIRECTOR: LYNN SCHENK                                                                                                                                  | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | ELECTION OF DIRECTOR: STEPHEN A. SHERWIN                                                                                                                           | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | ELECTION OF DIRECTOR: MICHEL VOUNATSOS                                                                                                                             | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS BIOGEN INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | SAY ON PAY - TO APPROVE AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.                                                                                                | Management Y | For    | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | SAY WHEN ON PAY - TO APPROVE AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.                                                     | Management Y | 1 Year | For |
| BIOGEN INC.       | BIIB | 09062X10307-Jun-2017  | TO APPROVE THE BIOGEN INC. 2017 OMNIBUS EQUITY PLAN.                                                                                                               | Management Y | For    | For |
| T-MOBILE US, INC. | TMUS | 872590104 13-Jun-2017 | W. MICHAEL BARNES                                                                                                                                                  | Management Y | For    | For |
| T-MOBILE US, INC. | TMUS | 872590104 13-Jun-2017 | THOMAS DANNENFELDT                                                                                                                                                 | Management Y | For    | For |
| T-MOBILE US, INC. | TMUS | 872590104 13-Jun-2017 | SRIKANT M. DATAR                                                                                                                                                   | Management Y | For    | For |
| T-MOBILE US, INC. | TMUS | 872590104 13-Jun-2017 | LAWRENCE H. GUFFEY                                                                                                                                                 | Management Y | For    | For |
| T-MOBILE US, INC. | TMUS | 872590104 13-Jun-2017 | TIMOTHEUS HOTTGES                                                                                                                                                  | Management Y | For    | For |
| T-MOBILE US, INC. | TMUS | 872590104 13-Jun-2017 | BRUNO JACOBFEUERBORN                                                                                                                                               | Management Y | For    | For |
| T-MOBILE US, INC. | TMUS | 872590104 13-Jun-2017 | RAPHAEL KUBLER                                                                                                                                                     | Management Y | For    | For |



|                      |                           |                                                                                                                                                                |                          |     |
|----------------------|---------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|-----|
| T-MOBILE<br>US, INC. | TMUS872590104 13-Jun-2017 | THORSTEN LANGHEIM                                                                                                                                              | Management Y For         | For |
| T-MOBILE<br>US, INC. | TMUS872590104 13-Jun-2017 | JOHN J. LEGERE                                                                                                                                                 | Management Y For         | For |
| T-MOBILE<br>US, INC. | TMUS872590104 13-Jun-2017 | TERESA A. TAYLOR                                                                                                                                               | Management Y For         | For |
| T-MOBILE<br>US, INC. | TMUS872590104 13-Jun-2017 | KELVIN R. WESTBROOK                                                                                                                                            | Management Y For         | For |
| T-MOBILE<br>US, INC. | TMUS872590104 13-Jun-2017 | RATIFICATION OF THE APPOINTMENT<br>OF PRICEWATERHOUSECOOPERS LLP<br>AS THE COMPANY'S INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR FISCAL YEAR 2017. | Management Y For         | For |
| T-MOBILE<br>US, INC. | TMUS872590104 13-Jun-2017 | ADVISORY VOTE TO APPROVE THE<br>COMPENSATION PROVIDED TO THE<br>COMPANY'S NAMED EXECUTIVE<br>OFFICERS FOR 2016.                                                | Management Y For         | For |
| T-MOBILE<br>US, INC. | TMUS872590104 13-Jun-2017 | ADVISORY VOTE ON THE FREQUENCY<br>OF FUTURE ADVISORY VOTES ON THE<br>COMPENSATION PROVIDED TO THE<br>COMPANY'S NAMED EXECUTIVE<br>OFFICERS.                    | Management Y 3 Years For |     |
| T-MOBILE<br>US, INC. | TMUS872590104 13-Jun-2017 | STOCKHOLDER PROPOSAL FOR<br>IMPLEMENTATION OF PROXY ACCESS.                                                                                                    | Shareholder Y Against    | For |
| T-MOBILE<br>US, INC. | TMUS872590104 13-Jun-2017 | STOCKHOLDER PROPOSAL FOR<br>LIMITATIONS ON ACCELERATED<br>VESTING OF EQUITY AWARDS IN THE<br>EVENT OF A CHANGE OF CONTROL.                                     | Shareholder Y Against    | For |
| T-MOBILE<br>US, INC. | TMUS872590104 13-Jun-2017 | STOCKHOLDER PROPOSAL FOR AN<br>AMENDMENT OF THE COMPANY'S<br>CLAWBACK POLICY.                                                                                  | Shareholder Y Against    | For |



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|------------------------------|-------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|
| BAKER HUGHES<br>INCORPORATED | BHI05722410730-Jun-2017 | <p>A PROPOSAL TO ADOPT THE TRANSACTION AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 30, 2016, AS AMENDED BY THE AMENDMENT TO TRANSACTION AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 27, 2017, AMONG GENERAL ELECTRIC COMPANY, BAKER HUGHES INCORPORATED ("BAKER HUGHES") AND CERTAIN SUBSIDIARIES OF BAKER HUGHES (THE "TRANSACTION AGREEMENT") AND THEREBY APPROVE THE TRANSACTIONS CONTEMPLATED THEREIN, INCLUDING THE MERGERS (AS DEFINED THEREIN) (THE "TRANSACTIONS").</p> | Management Y For For |
| BAKER HUGHES<br>INCORPORATED | BHI05722410730-Jun-2017 | <p>A PROPOSAL TO ADJOURN BAKER HUGHES' SPECIAL MEETING IF BAKER HUGHES DETERMINES IT IS NECESSARY OR ADVISABLE TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE TRANSACTION AGREEMENT.</p>                                                                                                                                                                                                           | Management Y For For |
| BAKER HUGHES<br>INCORPORATED | BHI05722410730-Jun-2017 | <p>A PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION THAT WILL OR MAY BECOME PAYABLE TO BAKER HUGHES' NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE TRANSACTIONS.</p>                                                                                                                                                                                                                                                                                           | Management Y For For |
| BAKER HUGHES<br>INCORPORATED | BHI05722410730-Jun-2017 | <p>A PROPOSAL TO APPROVE AND ADOPT THE BEAR NEWCO, INC. 2017 LONG-TERM INCENTIVE PLAN.</p>                                                                                                                                                                                                                                                                                                                                                                                                | Management Y For For |
| BAKER HUGHES<br>INCORPORATED | BHI05722410730-Jun-2017 | <p>A PROPOSAL TO APPROVE THE MATERIAL TERMS OF THE EXECUTIVE OFFICER PERFORMANCE GOALS.</p>                                                                                                                                                                                                                                                                                                                                                                                               | Management Y For For |

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Madison Covered Call & Equity Strategy Fund

By: /s/ Katherine L. Frank

Katherine L. Frank, President and Principal Executive Officer

Date: August 28, 2017