



For professional investors and advisers only.

VOTES AGAINST MANAGEMENT Q4 2019 (30 SEPTEMBER 2019 – 31 DECEMBER 2019)

RAYTHEON COMPANY				
Security	755111507		Meeting Type	Special
Ticker Symbol	RTN		Meeting Date	11-Oct-2019
ISIN	US7551115071		Agenda	935079144 - Management
Record Date	04-Sep-2019		Holding Recon Date	04-Sep-2019
City / Country		/ United States	Vote Deadline Date	10-Oct-2019
SEDOL(s)			Quick Code	
Item	Proposal	Proposed by	Vote	For/Against Management
1.	Raytheon merger proposal: To adopt the Agreement and Plan of Merger, dated as of June 9, 2019, by and among United Technologies Corporation, Light Merger Sub Corp. and Raytheon Company (the "merger agreement").	Management	For	For
2.	Raytheon merger-related compensation proposal: To approve, by advisory (non-binding) vote, certain compensation arrangements that may be paid or become payable to Raytheon Company's named executive officers in connection with the merger contemplated by the merger agreement.	Management	For	For

3. Raytheon adjournment proposal: To approve the adjournment of the Special Meeting of Stockholders of Raytheon Company to a later date or dates, if necessary or appropriate, to solicit additional proxies in the event there are not sufficient votes at the time of the Special Meeting of Stockholders of Raytheon Company to adopt the Raytheon merger proposal.

Management

For

For

UNITED TECHNOLOGIES CORPORATION

Security	913017109	Meeting Type	Special
Ticker Symbol	UTX	Meeting Date	11-Oct-2019
ISIN	US9130171096	Agenda	935079156 - Management
Record Date	04-Sep-2019	Holding Recon Date	04-Sep-2019
City / Country	/ United States	Vote Deadline Date	10-Oct-2019
SEDOL(s)		Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
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|----|---|------------|-----|-----|
| 1. | Approve the issuance of UTC common stock, par value \$1.00 per share, to Raytheon stockholders in connection with the merger contemplated by the Agreement and Plan of Merger, dated as of June 9, 2019, by and among United Technologies Corporation, Light Merger Sub Corp. and Raytheon Company (the "UTC share issuance proposal"). | Management | For | For |
| 2. | Approve the adjournment of the UTC special meeting to a later date or dates, if necessary or appropriate, to solicit additional proxies in the event there are not sufficient votes at the time of the UTC special meeting to approve the UTC share issuance proposal. | Management | For | For |

Management

For

For

Management

For

For

RAYTHEON COMPANY

Security 755111507
Ticker Symbol RTN
ISIN US7551115071
Record Date 10-Sep-2019

City / Country / United States

SEDOL(s)

Meeting Type Special
Meeting Date 11-Oct-2019
Agenda 935080616 - Management
Holding Recon Date 10-Sep-2019
Vote Deadline Date 10-Oct-2019

Quick Code

Item	Proposal	Proposed by	Vote	For/Against Management
1.	Raytheon merger proposal: To adopt the Agreement and Plan of Merger, dated as of June 9, 2019, by and among United Technologies Corporation, Light Merger Sub Corp. and Raytheon Company (the "merger agreement").	Management	For	For
2.	Raytheon merger-related compensation proposal: To approve, by advisory (non-binding) vote, certain compensation arrangements that may be paid or become payable to Raytheon Company's named executive officers in connection with the merger contemplated by the merger agreement.	Management	For	For
3.	Raytheon adjournment proposal: To approve the adjournment of the Special Meeting of Stockholders of Raytheon Company to a later date or dates, if necessary or appropriate, to solicit additional proxies in the event there are not sufficient votes at the time of the Special Meeting of Stockholders of Raytheon Company to adopt the Raytheon merger proposal.	Management	For	For

UNITED TECHNOLOGIES CORPORATION

Security 913017109
Ticker Symbol UTX
ISIN US9130171096

Meeting Type Special
Meeting Date 11-Oct-2019
Agenda 935080628 - Management

Record Date 10-Sep-2019
City / Country / United States

Holding Recon Date 10-Sep-2019
Vote Deadline Date 10-Oct-2019

SEDOL(s)

Quick Code

Item	Proposal	Proposed by	Vote	For/Against Management
1.	Approve the issuance of UTC common stock, par value \$1.00 per share, to Raytheon stockholders in connection with the merger contemplated by the Agreement and Plan of Merger, dated as of June 9, 2019, by and among United Technologies Corporation, Light Merger Sub Corp. and Raytheon Company (the "UTC share issuance proposal").	Management	For	For
2.	Approve the adjournment of the UTC special meeting to a later date or dates, if necessary or appropriate, to solicit additional proxies in the event there are not sufficient votes at the time of the UTC special meeting to approve the UTC share issuance proposal.	Management	For	For

ALLERGAN PLC

Security G0177J108
Ticker Symbol AGN
ISIN IE00BY9D5467
Record Date 16-Sep-2019
City / Country / Ireland
SEDOL(s)

Meeting Type Special
Meeting Date 14-Oct-2019
Agenda 935082305 - Management
Holding Recon Date 16-Sep-2019
Vote Deadline Date 11-Oct-2019
Quick Code

Item	Proposal	Proposed by	Vote	For/Against Management
1.	COURT MEETING: Approve the scheme of arrangement.	Management	For	For

2.	Extraordinary General Meeting: Approve the scheme of arrangement and authorize the directors of Allergan plc to take all such actions as they consider necessary or appropriate for carrying the scheme of arrangement into effect.	Management	For	For
3.	Extraordinary General Meeting: Approve the cancellation of any Allergan plc ordinary shares in issue at 11:59 p.m., Irish time, on the day before the Irish High Court hearing to sanction the scheme (excluding, in any case, any Allergan plc ordinary shares which are held from time to time by AbbVie Inc., Acquirer Sub (as defined in the scheme of arrangement) or any other subsidiary of AbbVie Inc., if any).	Management	For	For
4.	Extraordinary General Meeting: Authorize the directors of Allergan plc to allot and issue new Allergan plc shares, fully paid up, to Acquirer Sub and/or its nominee(s) in connection with effecting the scheme.	Management	For	For
5.	Extraordinary General Meeting: Amend the articles of association of Allergan plc so that any ordinary shares of Allergan plc that are issued on or after the Voting Record Time (as defined in the scheme of arrangement) to persons other than Acquirer Sub or its nominees will either be subject to the terms of the scheme or will be immediately and automatically acquired by Acquirer Sub and/or its nominee(s) for the scheme consideration.	Management	For	For
6.	Extraordinary General Meeting: Approve, on a non-binding, advisory basis, specified compensatory arrangements between Allergan plc and its named executive officers relating to the transaction.	Management	For	For

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|----|---|------------|-----|-----|
| 7. | Extraordinary General Meeting: Approve any motion by the Chairman to adjourn the extraordinary general meeting, or any adjournments thereof, to solicit additional proxies in favor of the approval of the resolutions if there are insufficient votes at the time of the extraordinary general meeting to approve resolutions 2 through 5. | Management | For | For |
|----|---|------------|-----|-----|

PRUDENTIAL PLC

Security	G72899100	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	15-Oct-2019
ISIN	GB0007099541	Agenda	711585767 - Management
Record Date		Holding Recon Date	11-Oct-2019
City / Country	LONDON / United Kingdom	Vote Deadline Date	09-Oct-2019
SEDOL(s)	0709954 - 5395864 - B01DPD5 - B3Q15X5	Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
1	APPROVE MATTERS RELATING TO THE DEMERGER OF THE MG GROUP FROM THE PRUDENTIAL GROUP	Management	For	For
2	ELECT AMY YIP AS DIRECTOR	Management	For	For
CMMT	26 SEP 2019: PLEASE NOTE THAT THE MEETING TYPE WAS CHANGED FROM EGM TO OGM.-IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU-DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting		

BHP GROUP PLC

Security	G10877127	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	17-Oct-2019

ISIN GB00BH0P3Z91

Agenda 711572304 - Management

Record Date

Holding Recon Date 15-Oct-2019

City / Country LONDON / United Kingdom

Vote Deadline Date 11-Oct-2019

SEDOL(s) BH0P3Z9 - BHM13N3 - BYWQG94

Quick Code

Item	Proposal	Proposed by	Vote	For/Against Management
1	FINANCIAL STATEMENTS AND REPORTS	Management	For	For
2	TO APPOINT ERNST & YOUNG LLP AS THE AUDITOR OF BHP GROUP PLC AND ERNST & YOUNG AS THE AUDITOR OF BHP GROUP LIMITED	Management	For	For
3	TO AUTHORISE THE RISK AND AUDIT COMMITTEE TO AGREE THE REMUNERATION OF ERNST & YOUNG LLP AS THE AUDITOR OF BHP GROUP PLC	Management	For	For
4	GENERAL AUTHORITY TO ISSUE SHARES IN BHP GROUP PLC	Management	For	For
5	ISSUING SHARES IN BHP GROUP PLC FOR CASH	Management	For	For
6	REPURCHASE OF SHARES IN BHP GROUP PLC	Management	For	For
7	APPROVAL OF THE DIRECTORS' REMUNERATION POLICY	Management	For	For
8	APPROVAL OF THE REMUNERATION REPORT OTHER THAN THE PART CONTAINING THE DIRECTORS' REMUNERATION POLICY	Management	For	For
9	APPROVAL OF THE REMUNERATION REPORT	Management	For	For
10	APPROVAL OF GRANT TO EXECUTIVE DIRECTOR	Management	For	For
11	TO ELECT IAN COCKERILL AS A DIRECTOR OF BHP	Management	For	For
12	TO ELECT SUSAN KILSBY AS A DIRECTOR OF BHP	Management	For	For
13	TO RE-ELECT TERRY BOWEN AS A DIRECTOR OF BHP	Management	For	For

14	TO RE-ELECT MALCOLM BROOMHEAD AS A DIRECTOR OF BHP	Management	For	For
15	TO RE-ELECT ANITA FREW AS A DIRECTOR OF BHP	Management	For	For
16	TO RE-ELECT ANDREW MACKENZIE AS A DIRECTOR OF BHP	Management	For	For
17	TO RE-ELECT LINDSAY MAXSTED AS A DIRECTOR OF BHP	Management	For	For
18	TO RE-ELECT JOHN MOGFORD AS A DIRECTOR OF BHP	Management	For	For
19	TO RE-ELECT SHRITI VADERA AS A DIRECTOR OF BHP	Management	For	For
20	TO RE-ELECT KEN MACKENZIE AS A DIRECTOR OF BHP	Management	For	For
21	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: AMENDMENT TO THE CONSTITUTION OF BHP GROUP LIMITED: CLAUSE 46	Shareholder	Against	For
22	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: LOBBYING INCONSISTENT WITH THE GOALS OF THE PARIS AGREEMENT	Shareholder	Against	For

PAYCHEX, INC.

Security	704326107	Meeting Type	Annual
Ticker Symbol	PAYX	Meeting Date	17-Oct-2019
ISIN	US7043261079	Agenda	935079550 - Management
Record Date	19-Aug-2019	Holding Recon Date	19-Aug-2019
City / Country	/ United States	Vote Deadline Date	16-Oct-2019
SEDOL(s)		Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	Election of Director: B. Thomas Golisano	Management	For	For
1B.	Election of Director: Thomas F. Bonadio	Management	For	For
1C.	Election of Director: Joseph G. Doody	Management	For	For
1D.	Election of Director: David J.S. Flaschen	Management	For	For
1E.	Election of Director: Pamela A. Joseph	Management	For	For
1F.	Election of Director: Martin Mucci	Management	For	For
1G.	Election of Director: Joseph M. Tucci	Management	For	For
1H.	Election of Director: Joseph M. Velli	Management	For	For
1I.	Election of Director: Kara Wilson	Management	For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	RATIFICATION OF SELECTION OF PRICEWATERHOUSECOOPERS LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

DECHRA PHARMACEUTICALS PLC

Security	G2769C145	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	18-Oct-2019
ISIN	GB0009633180	Agenda	711572695 - Management
Record Date		Holding Recon Date	16-Oct-2019
City / Country	LOSTOCK / United Kingdom	Vote Deadline Date	14-Oct-2019
SEDOL(s)	0963318 - B54V5Q4 - B603H87	Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
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1	TO RECEIVE THE ACCOUNTS OF THE COMPANY FOR THE YEAR ENDED 30 JUNE 2019 TOGETHER WITH THE STRATEGIC REPORT DIRECTORS REPORT AND THE AUDITORS REPORT	Management	For	For
2	TO APPROVE THE DIRECTORS REMUNERATION REPORT FOR THE YEAR ENDED 30 JUNE 2019	Management	For	For
3	TO DECLARE A FINAL DIVIDEND	Management	For	For
4	TO ELECT LISA BRIGHT	Management	For	For
5	TO RE-ELECT WILLIAM ANTHONY RICE	Management	For	For
6	TO RE-ELECT IAN PAGE	Management	For	For
7	TO RE-ELECT ANTHONY GRIFFIN	Management	For	For
8	TO RE-ELECT JULIAN HESLOP	Management	For	For
9	TO RE-ELECT ISHBEL MACPHERSON	Management	For	For
10	TO RE-ELECT LAWSON MACARTNEY	Management	For	For
11	TO RE-APPOINT PRICEWATERHOUSECOOPERS AS EXTERNAL AUDITOR OF THE COMPANY	Management	For	For
12	TO AUTHORISE THE AUDIT COMMITTEE TO DETERMINE THE REMUNERATION OF THE EXTERNAL AUDITOR	Management	For	For
13	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES TO SPECIFIC LIMITS	Management	For	For
14	TO DISAPPLY THE PRE-EMPTION RIGHTS	Management	For	For
15	TO DISAPPLY ADDITIONAL PRE-EMPTION RIGHTS	Management	For	For
16	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN SHARES	Management	For	For
17	TO AUTHORISE THE COMPANY TO HOLD ANY GENERAL MEETING OTHER THAN AN ANNUAL GENERAL MEETING OF THE COMPANY ON NOT LESS THAN 14 CLEAR DAYS NOTICE	Management	For	For

18 TO ADOPT NEW ARTICLES OF ASSOCIATION

Management

For

For

WIZZ AIR HOLDINGS PLC

Security	G96871101	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	30-Oct-2019
ISIN	JE00BN574F90	Agenda	711605684 - Management
Record Date		Holding Recon Date	28-Oct-2019
City / Country	GRAND- / Jersey SACONN	Vote Deadline Date	24-Oct-2019
SEDOL(s)	FX BDCKS04 - BN574F9 - BW1YP09	Quick Code	

Item Proposal

**Proposed
by**

Vote

**For/Against
Management**

1 THAT THE PROPOSED PURCHASE PURSUANT TO THE 2019 NEO PURCHASE AGREEMENT AMENDMENT, EACH AS DEFINED AND DESCRIBED IN THE CIRCULAR, OF WHICH THIS NOTICE FORMS PART, BE, AND IS, APPROVED FOR THE PURPOSES OF CHAPTER 10 OF THE LISTING RULES OF THE FINANCIAL CONDUCT AUTHORITY AND THAT THE DIRECTORS (OR A DULY AUTHORISED COMMITTEE OF THE DIRECTORS) BE, AND ARE, HEREBY AUTHORISED TO: (A) DO ALL THINGS AS MAY BE NECESSARY OR DESIRABLE TO COMPLETE OR GIVE EFFECT TO OR OTHERWISE IN CONNECTION WITH OR INCIDENTAL TO THE PROPOSED PURCHASE: AND (B) AGREE TO SUCH MODIFICATIONS, VARIATIONS, REVISIONS, WAIVERS OR AMENDMENTS TO THE 2019 NEO PURCHASE AGREEMENT AMENDMENT, PROVIDED SUCH MODIFICATIONS, VARIATIONS, REVISIONS, WAIVERS OR AMENDMENTS ARE NOT MATERIAL, IN EITHER SUCH CASE AS THEY MAY IN THEIR ABSOLUTE DISCRETION THINK FIT

Management

For

For

NATIONWIDE BUILDING SOCIETY

Security	G63983V59			Meeting Type	Bond Meeting
Ticker Symbol				Meeting Date	07-Nov-2019
ISIN	XS0584363724			Agenda	711633811 - Management
Record Date				Holding Recon Date	05-Nov-2019
City / Country	LONDON / United Kingdom	Blocking		Vote Deadline Date	31-Oct-2019
SEDOL(s)	B3ZJH23 - BYPCM13			Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
1	<p>THAT THIS MEETING OF THE HOLDERS (TOGETHER, THE SERIES 2011-2 BONDHOLDERS) OF THE PRESENTLY OUTSTANDING GBP 750,000,000 5.625 PER CENT. SERIES 2011-2 COVERED BONDS DUE 28 JANUARY 2026 (THE SERIES 2011-2 BONDS) OF NATIONWIDE BUILDING SOCIETY (THE ISSUER), CONSTITUTED BY THE TRUST DEED DATED 30 NOVEMBER 2005 AND AMENDED, RESTATED AND/OR SUPPLEMENTED ON 27 NOVEMBER 2006, 25 JUNE 2007, 30 APRIL 2008, 3 JULY 2009, 6 JANUARY 2011, 7 JANUARY 2011, 28 JUNE 2012, 17 JULY 2013, 1 JULY 2016, 19 JULY 2016, 27 JULY 2018, 20 DECEMBER 2018, 5 JULY 2019 AND 15 JULY 2019, AND AS FURTHER AMENDED, RESTATED, MODIFIED AND/OR SUPPLEMENTED FROM TIME TO TIME (THE TRUST DEED) MADE BETWEEN THE ISSUER AND NATIONWIDE COVERED BONDS LLP (THE LLP) AND CITICORP TRUSTEE COMPANY LIMITED AS THE BOND TRUSTEE (THE BOND TRUSTEE) AND THE SECURITY TRUSTEE (THE SECURITY TRUSTEE) FOR THE SERIES 2011-2 BONDHOLDERS HEREBY RESOLVES AS AN EXTRAORDINARY RESOLUTION:</p> <p>1. (SUBJECT TO PARAGRAPH 9 OF THIS EXTRAORDINARY RESOLUTION) TO ASSENT TO AND APPROVE THE BONDHOLDER PROPOSAL (AS DEFINED IN THE CONSENT SOLICITATION MEMORANDUM DATED 16 OCTOBER 2019 (THE CONSENT SOLICITATION MEMORANDUM)) AND ITS IMPLEMENTATION, AS FOLLOWS: (A) THE RATE OF INTEREST FOR THE SERIES 2011-2 BONDS FROM AND INCLUDING 28 JANUARY 2026 (WITH THE FIRST INTEREST PAYMENT DATE BASED ON SUCH NEW RATE OF INTEREST BEING THE INTEREST PAYMENT DATE FALLING IN FEBRUARY 2026) WILL CONTINUE TO BE AT A FLOATING RATE, BUT WILL BE EQUAL TO THE SUM OF COMPOUNDED DAILY SONIA PLUS A NEW MARGIN, TO BE CALCULATED AS SET OUT IN THE CONSENT SOLICITATION MEMORANDUM; AND (B) THE ADJUSTED MARGIN IN RESPECT OF THE SERIES 2011-2 BONDS (THE NEW MARGIN) WILL BE THE SUM OF 1.4865 PER CENT.</p>	Management	For	For

ADJUSTMENT OF THE MARGIN AND THE CALCULATION OF THE LIBOR VS SONIA INTERPOLATED BASIS BY THE SOLICITATION AGENT ARE SET OUT IN ANNEX B TO THE CONSENT SOLICITATION MEMORANDUM; AND (C) THE TERMS OF THE SERIES 2011-2 INTERCOMPANY LOAN ARE AMENDED TO REFLECT THE CHANGE IN THE RATE OF INTEREST AND THE NEW MARGIN FOR THE SERIES 2011-2 BONDS. 2. (SUBJECT TO PARAGRAPH 9 OF THIS EXTRAORDINARY RESOLUTION) TO AUTHORISE, DIRECT, REQUEST AND EMPOWER: (E) (I) THE ISSUER, THE LLP, THE BOND TRUSTEE AND THE SECURITY TRUSTEE TO EXECUTE A DEED SUPPLEMENTAL TO THE TRUST DEED WHICH AMENDS CONDITION 4.2(B)(II) (SCREEN RATE DETERMINATION FOR FLOATING RATE COVERED BONDS) TO INCLUDE COMPOUNDED DAILY SONIA AS AN INTEREST BASIS IN THE CONDITIONS APPLICABLE TO THE SERIES 2011-2 BONDS (THE SUPPLEMENTAL TRUST DEED); (II) THE ISSUER AND THE LLP TO EXECUTE AN AMENDED AND RESTATED FINAL TERMS DOCUMENT IN RESPECT OF THE SERIES 2011-2 BONDS TO CHANGE THE INTEREST BASIS APPLICABLE TO THE SERIES 2011-2 BONDS FROM GBP LIBOR TO COMPOUNDED DAILY SONIA (THE AMENDED AND RESTATED FINAL TERMS); AND (III) THE ISSUER, THE CASH MANAGER, THE LLP AND THE SECURITY TRUSTEE TO EXECUTE A SUPPLEMENT TO THE INTERCOMPANY LOAN AGREEMENT WHICH AMENDS THE TERMS OF THE SERIES 2011-2 TERM ADVANCE (THE INTERCOMPANY LOAN AGREEMENT SUPPLEMENT), IN EACH CASE TO EFFECT THE MODIFICATIONS REFERRED TO IN PARAGRAPH 1 OF THIS EXTRAORDINARY RESOLUTION, IN THE FORM OR SUBSTANTIALLY IN THE FORM OF THE DRAFTS PRODUCED TO THIS MEETING; AND (F) THE ISSUER, THE CASH MANAGER, THE LLP, THE BOND TRUSTEE AND THE SECURITY TRUSTEE TO AGREE, EXECUTE

PLUS THE LIBOR VS SONIA INTERPOLATED BASIS. THE DETAILED PROVISIONS RELATING TO THE AND DELIVER AND TO DO ALL SUCH DEEDS, INSTRUMENTS, ACTS AND THINGS AS MAY BE NECESSARY, DESIRABLE OR EXPEDIENT IN THEIR SOLE OPINION TO CARRY OUT AND TO GIVE EFFECT TO THIS EXTRAORDINARY RESOLUTION AND THE IMPLEMENTATION OF THE MODIFICATIONS REFERRED TO IN PARAGRAPH 1 OF THIS EXTRAORDINARY RESOLUTION; 3. TO DISCHARGE, HOLD HARMLESS, INDEMNIFY AND EXONERATE EACH OF THE BOND TRUSTEE AND THE SECURITY TRUSTEE FROM ANY AND ALL LIABILITIES FOR WHICH IT MAY HAVE BECOME OR MAY BECOME RESPONSIBLE UNDER THE TRUST DEED OR THE SERIES 2011-2 BONDS IN RESPECT OF ANY ACT OR OMISSION, INCLUDING WITHOUT LIMITATION, IN CONNECTION WITH THIS EXTRAORDINARY RESOLUTION OR ITS

EFFECT TO THE MATTERS CONTEMPLATED IN THE AMENDED AND RESTATED FINAL TERMS, THE SUPPLEMENTAL TRUST DEED, THE INTERCOMPANY LOAN AGREEMENT SUPPLEMENT, THE NOTICE OR THIS EXTRAORDINARY RESOLUTION;

9. TO DECLARE THAT THE IMPLEMENTATION OF THIS EXTRAORDINARY RESOLUTION SHALL BE CONDITIONAL ON: (A) THE PASSING OF THIS EXTRAORDINARY RESOLUTION; AND (B) THE QUORUM REQUIRED FOR, AND THE REQUISITE MAJORITY OF VOTES CAST AT, THIS MEETING BEING SATISFIED BY ELIGIBLE BONDHOLDERS, IRRESPECTIVE OF ANY PARTICIPATION AT THIS MEETING BY INELIGIBLE BONDHOLDERS AND THAT, IF THE EXTRAORDINARY RESOLUTION IS PASSED AT THIS MEETING BUT SUCH CONDITION IS NOT SATISFIED, THE CHAIRMAN OF THIS MEETING AND THE BOND TRUSTEE ARE HEREBY AUTHORISED, DIRECTED, REQUESTED AND EMPOWERED TO ADJOURN THIS MEETING FOR SUCH PERIOD BEING NOT LESS THAN 13 CLEAR DAYS NOR MORE THAN 42 CLEAR DAYS, AND TO SUCH PLACE AS MAY BE APPOINTED BY THE CHAIRMAN OF THIS MEETING AND APPROVED BY THE BOND TRUSTEE, FOR THE PURPOSE OF RECONSIDERING RESOLUTIONS 1 TO 10 OF THIS EXTRAORDINARY RESOLUTION WITH THE EXCEPTION OF THIS RESOLUTION 9(B) OF THIS EXTRAORDINARY RESOLUTION. AT ANY SUCH ADJOURNMENT OF THIS MEETING, ONE OR MORE PERSONS HOLDING OR REPRESENTING NOT LESS THAN ONE-THIRD OF THE AGGREGATE PRINCIPAL AMOUNT OUTSTANDING OF THE SERIES 2011-2 BONDS SHALL FORM A QUORUM AND SHALL HAVE THE POWER TO PASS SUCH EXTRAORDINARY RESOLUTION, AND THIS CONDITION SET OUT IN THIS PARAGRAPH 9(B) WILL BE SATISFIED IF THE QUORUM REQUIRED FOR, AND THE REQUISITE MAJORITY OF VOTES CAST AT, SUCH ADJOURNED MEETING ARE SATISFIED BY ELIGIBLE BONDHOLDERS IRRESPECTIVE OF ANY PARTICIPATION AT THE ADJOURNED MEETING BY INELIGIBLE BONDHOLDERS;

AND 10. TO AGREE THAT CAPITALISED TERMS IN THIS EXTRAORDINARY RESOLUTION WHERE NOT DEFINED HEREIN SHALL HAVE THE MEANINGS GIVEN TO THEM IN THE CONSENT SOLICITATION MEMORANDUM (A COPY OF WHICH IS AVAILABLE FOR INSPECTION AS REFERRED TO IN THE NOTICE)

CMMT PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' FOR-RESOLUTION 1, ABSTAIN IS NOT A VOTING OPTION ON THIS MEETING

Non-Voting

CMMT 18 OCT 2019: PLEASE NOTE THAT THERE IS A MINIMUM TO VOTE: 1000 AND MULTIPLE:-1000. Non-Voting

CMMT 18 OCT 2019: PLEASE NOTE THAT THIS IS A REVISION DUE TO ADDITION OF COMMENT.-IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU-DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU. Non-Voting

ELIA SYSTEM OPERATOR SA

Security	B35656AR6	Meeting Type	MIX
Ticker Symbol		Meeting Date	08-Nov-2019
ISIN	BE0002239086	Agenda	711607498 - Management
Record Date	25-Oct-2019	Holding Recon Date	25-Oct-2019
City / Country	BRUXEL / Belgium	Vote Deadline Date	21-Oct-2019
SEDOL(s)	LES BZ1MYL8 - BZ1NGL5	Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A-SECOND CALL ON 03 DEC 2019. THANK YOU		Non-Voting	
CMMT	PLEASE NOTE THAT THIS IS AN INFORMATIONAL MEETING, AS THE ISIN DOES NOT HOLD-VOTING RIGHTS. SHOULD YOU WISH TO ATTEND THE MEETING PERSONALLY, YOU MAY-REQUEST A NON-VOTING ENTRANCE CARD. THANK YOU		Non-Voting	
1	PRESENTATION OF THE INFORMATION MEMORANDUM		Non-Voting	

2	PRESENTATION OF THE OPINION OF THE CREG REGARDING THE TRANSFER BY THE COMPANY-OF THE SHARES IT HOLDS IN ELIA ASSET NV/SA PURSUANT TO ARTICLE 28.2.3 OF THE-ARTICLES OF ASSOCIATION OF THE COMPANY	Non-Voting
3	APPROVAL OF THE TRANSFER OF SHARES HELD BY THE COMPANY IN ELIA ASSET NV/SA TO-ELIA TRANSMISSION BELGIUM NV/SA	Non-Voting
4	DECISION TO AMEND THE COMPANY'S ARTICLES OF ASSOCIATION IN VIEW OF THE CODE-OF COMPANIES AND ASSOCIATIONS AND IN VIEW OF THE NEW ROLE THE COMPANY WILL-HAVE WITHIN THE ELIA GROUP	Non-Voting

ELIA SYSTEM OPERATOR SA

Security	B35656AL9	Meeting Type	MIX
Ticker Symbol		Meeting Date	08-Nov-2019
ISIN	BE0002466416	Agenda	711607537 - Management
Record Date	25-Oct-2019	Holding Recon Date	25-Oct-2019
City / Country	BRUXEL / Belgium	Vote Deadline Date	21-Oct-2019
SEDOL(s)	LES BLD35P2	Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A-SECOND CALL ON 03 DEC 2019. THANK YOU		Non-Voting	

CMMT	PLEASE NOTE THAT THIS IS AN INFORMATIONAL MEETING, AS THE ISIN DOES NOT HOLD-VOTING RIGHTS. SHOULD YOU WISH TO ATTEND THE MEETING PERSONALLY, YOU MAY-REQUEST A NON-VOTING ENTRANCE CARD. THANK YOU	Non-Voting
1	PRESENTATION OF THE INFORMATION MEMORANDUM	Non-Voting
2	PRESENTATION OF THE OPINION OF THE CREG REGARDING THE TRANSFER BY THE COMPANY-OF THE SHARES IT HOLDS IN ELIA ASSET NV/SA PURSUANT TO ARTICLE 28.2.3 OF THE-ARTICLES OF ASSOCIATION OF THE COMPANY	Non-Voting
3	APPROVAL OF THE TRANSFER OF SHARES HELD BY THE COMPANY IN ELIA ASSET NV/SA TO-ELIA TRANSMISSION BELGIUM NV/SA : ARTICLE 17.2	Non-Voting
4	DECISION TO AMEND THE COMPANY'S ARTICLES OF ASSOCIATION IN VIEW OF THE CODE-OF COMPANIES AND ASSOCIATIONS AND IN VIEW OF THE NEW ROLE THE COMPANY WILL-HAVE WITHIN THE ELIA GROUP	Non-Voting

BROADRIDGE FINANCIAL SOLUTIONS, INC.

Security	11133T103	Meeting Type	Annual
Ticker Symbol	BR	Meeting Date	14-Nov-2019
ISIN	US11133T1034	Agenda	935086226 - Management
Record Date	19-Sep-2019	Holding Recon Date	19-Sep-2019
City / Country	/ United States	Vote Deadline Date	13-Nov-2019
SEDOL(s)		Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	Election of Director: Leslie A. Brun	Management	For	For
1B.	Election of Director: Pamela L. Carter	Management	For	For
1C.	Election of Director: Richard J. Daly	Management	For	For
1D.	Election of Director: Robert N. Duels	Management	For	For
1E.	Election of Director: Timothy C. Gokey	Management	For	For
1F.	Election of Director: Brett A. Keller	Management	For	For
1G.	Election of Director: Maura A. Markus	Management	For	For
1H.	Election of Director: Thomas J. Perna	Management	For	For
1I.	Election of Director: Alan J. Weber	Management	For	For
1J.	Election of Director: Amit K. Zavery	Management	For	For
2)	Advisory vote to approve the compensation of the Company's Named Executive Officers (the Say on Pay Vote).	Management	For	For
3)	To ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accountants for the fiscal year ending June 30, 2020.	Management	For	For

SIGNATURE AVIATION PLC

Security	G08932165	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	22-Nov-2019
ISIN	GB00B1FP8915	Agenda	711744993 - Management
Record Date		Holding Recon Date	20-Nov-2019
City / Country	LONDON / United Kingdom	Vote Deadline Date	18-Nov-2019
SEDOL(s)	B1FP891 - B1HMDZ1 - B288KL0	Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
1	APPROVE SPECIAL DIVIDEND AND SHARE CONSOLIDATION	Management	For	For
2	AUTHORISE MARKET PURCHASE OF ORDINARY SHARES	Management	For	For
CMMT	06 NOV 2019: PLEASE NOTE THAT THE MEETING TYPE WAS CHANGED FROM EGM TO OGM.-IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU-DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting		

FUTURE PLC

Security	G37005132	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	25-Nov-2019
ISIN	GB00BYZN9041	Agenda	711746860 - Management
Record Date		Holding Recon Date	21-Nov-2019
City / Country	LONDON / United Kingdom	Vote Deadline Date	19-Nov-2019
SEDOL(s)	BD3DVS1 - BYMXHX6 - BYZN904	Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO APPROVE THE ACQUISITION BY FUTURE PLC OF THE TARGET GROUP, AS DESCRIBED IN THE CIRCULAR TO SHAREHOLDERS	Management	For	For

MICROSOFT CORPORATION

Security	594918104	Meeting Type	Annual
Ticker Symbol	MSFT	Meeting Date	04-Dec-2019
ISIN	US5949181045	Agenda	935092849 - Management

Record Date 08-Oct-2019

Holding Recon Date 08-Oct-2019

City / Country / United States

Vote Deadline Date 03-Dec-2019

SEDOL(s)

Quick Code

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	Election of Director: William H. Gates III	Management	For	For
1B.	Election of Director: Reid G. Hoffman	Management	For	For
1C.	Election of Director: Hugh F. Johnston	Management	For	For
1D.	Election of Director: Teri L. List-Stoll	Management	For	For
1E.	Election of Director: Satya Nadella	Management	For	For
1F.	Election of Director: Sandra E. Peterson	Management	For	For
1G.	Election of Director: Penny S. Pritzker	Management	For	For
1H.	Election of Director: Charles W. Scharf	Management	For	For
1I.	Election of Director: Arne M. Sorenson	Management	For	For
1J.	Election of Director: John W. Stanton	Management	For	For
1K.	Election of Director: John W. Thompson	Management	For	For
1L.	Election of Director: Emma Walmsley	Management	For	For
1M.	Election of Director: Padmasree Warrior	Management	For	For
2.	Advisory vote to approve named executive officer compensation	Management	Against	Against
3.	Ratification of Deloitte & Touche LLP as our independent auditor for fiscal year 2020	Management	For	For
4.	Shareholder Proposal - Report on Employee Representation on Board of Directors	Shareholder	Against	For
5.	Shareholder Proposal - Report on Gender Pay Gap	Shareholder	Against	For

ASSOCIATED BRITISH FOODS PLC

Security	G05600138	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	06-Dec-2019
ISIN	GB0006731235	Agenda	711745147 - Management
Record Date		Holding Recon Date	04-Dec-2019
City / Country	LONDON / United Kingdom	Vote Deadline Date	02-Dec-2019
SEDOL(s)	0673123 - 5685178 - B02S5Y0 - BRTM7N7	Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
1	ANNUAL REPORT AND ACCOUNTS	Management		
2	DIRECTORS REMUNERATION REPORT	Management		
3	DIRECTORS REMUNERATION POLICY	Management		
4	DECLARATION OF FINAL DIVIDEND	Management		
5	RE-ELECTION OF EMMA ADAMO AS A DIRECTOR	Management		
6	RE-ELECTION OF GRAHAM ALLAN AS A DIRECTOR	Management		
7	RE-ELECTION OF JOHN BASON AS A DIRECTOR	Management		
8	RE-ELECTION OF RUTH CAIRNIE AS A DIRECTOR	Management		
9	RE-ELECTION OF WOLFHART HAUSER AS A DIRECTOR	Management		
10	RE-ELECTION OF MICHAEL MCLINTOCK AS A DIRECTOR	Management		
11	RE-ELECTION OF RICHARD REID AS A DIRECTOR	Management		
12	RE-ELECTION OF GEORGE WESTON AS A DIRECTOR	Management		
13	REAPPOINTMENT OF AUDITOR: ERNST YOUNG LLP	Management		

14	AUDITORS REMUNERATION	Management
15	POLITICAL DONATIONS OR EXPENDITURE	Management
16	DIRECTORS AUTHORITY TO ALLOT SHARES	Management
17	DISAPPLICATION OF PRE-EMPTION RIGHTS	Management
18	NOTICE OF GENERAL MEETINGS	Management
CMMT	07 NOV 2019: PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF AUDITOR-NAME FOR RESOLUTION 13. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT-VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting

MEDTRONIC PLC

Security	G5960L103	Meeting Type	Annual
Ticker Symbol	MDT	Meeting Date	06-Dec-2019
ISIN	IE00BTN1Y115	Agenda	935094336 - Management
Record Date	10-Oct-2019	Holding Recon Date	10-Oct-2019
City / Country	/ United States	Vote Deadline Date	05-Dec-2019
SEDOL(s)		Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	Election of Director: Richard H. Anderson	Management	For	For
1B.	Election of Director: Craig Arnold	Management	For	For
1C.	Election of Director: Scott C. Donnelly	Management	For	For
1D.	Election of Director: Andrea J. Goldsmith, Ph.D.	Management	For	For
1E.	Election of Director: Randall J. Hogan, III	Management	For	For
1F.	Election of Director: Omar Ishrak	Management	For	For

1G.	Election of Director: Michael O. Leavitt	Management	For	For
1H.	Election of Director: James T. Lenehan	Management	For	For
1I.	Election of Director: Geoffrey S. Martha	Management	For	For
1J.	Election of Director: Elizabeth G. Nabel, M.D.	Management	For	For
1K.	Election of Director: Denise M. O'Leary	Management	For	For
1L.	Election of Director: Kendall J. Powell	Management	For	For
2.	To ratify, in a non-binding vote, the appointment of PricewaterhouseCoopers LLP as Medtronic's independent auditor for fiscal year 2020 and to authorize, in a binding vote, the Board of Directors, acting through the Audit Committee, to set the auditor's remuneration.	Management	For	For
3.	To approve, in a non-binding advisory vote, named executive officer compensation (a "Say-on-Pay" vote).	Management	For	For
4.	To renew the Board's authority to issue shares.	Management	For	For
5.	To renew the Board's authority to opt out of pre-emption rights.	Management	For	For
6.	Authorizing the Company and any subsidiary of the Company to make overseas market purchases of Medtronic ordinary shares.	Management	For	For

BELLWAY PLC

Security	G09744155	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	10-Dec-2019
ISIN	GB0000904986	Agenda	711751734 - Management
Record Date		Holding Recon Date	06-Dec-2019
City / Country	NEWCASTLE / United UPON TYNE Kingdom	Vote Deadline Date	04-Dec-2019

SEDOL(s)

0090498 - B02S6D6 - B287JM1

Quick Code

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO RECEIVE AND ADOPT THE ACCOUNTS, THE DIRECTORS' REPORT AND THE AUDITOR'S REPORT THEREON, AND THE AUDITABLE PART OF THE REMUNERATION REPORT	Management	For	For
2	TO APPROVE THE REMUNERATION REPORT	Management	For	For
3	TO DECLARE A FINAL DIVIDEND: 100.0P PER ORDINARY 12.5P SHARE	Management	For	For
4	TO RE-ELECT MR P N HAMPDEN SMITH AS A DIRECTOR OF THE COMPANY	Management	For	For
5	TO RE-ELECT MR J M HONEYMAN AS A DIRECTOR OF THE COMPANY	Management	For	For
6	TO RE-ELECT MR K D ADEY AS A DIRECTOR OF THE COMPANY	Management	For	For
7	TO RE-ELECT MRS D N JAGGER AS A DIRECTOR OF THE COMPANY	Management	For	For
8	TO RE-ELECT MS J CASEBERRY AS A DIRECTOR OF THE COMPANY	Management	For	For
9	TO RE-ELECT MR I MCHOUL AS A DIRECTOR OF THE COMPANY	Management	For	For
10	TO REAPPOINT KPMG LLP AS THE AUDITOR OF THE COMPANY	Management	For	For
11	TO AUTHORISE THE AUDIT COMMITTEE TO AGREE THE AUDITOR'S REMUNERATION	Management	For	For
12	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	Management	For	For
13	TO EXCLUDE THE APPLICATION OF PRE-EMPTION RIGHTS TO THE ALLOTMENT OF EQUITY SECURITIES	Management	For	For

14	SUBJECT TO THE APPROVAL OF RESOLUTION 13 TO FURTHER EXCLUDE THE APPLICATION OF PRE-EMPTION RIGHTS TO THE ALLOTMENT OF EQUITY SECURITIES	Management	For	For
15	TO AUTHORISE MARKET PURCHASES OF THE COMPANY'S OWN ORDINARY SHARES	Management	For	For
16	TO ALLOW THE COMPANY TO HOLD GENERAL MEETINGS (OTHER THAN AGMS) AT 14 DAYS' NOTICE	Management	For	For

WH SMITH PLC

Security	G8927V149	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	18-Dec-2019
ISIN	GB00B2PDGW16	Agenda	711830465 - Management
Record Date		Holding Recon Date	16-Dec-2019
City / Country	LONDON / United Kingdom	Vote Deadline Date	12-Dec-2019
SEDOL(s)	B2PDGW1 - B3B2CB0 - B91LR25	Quick Code	

Item	Proposal	Proposed by	Vote	For/Against Management
1	APPROVE ACQUISITION OF MARSHALL RETAIL GROUP HOLDING COMPANY, INC	Management		
CMMT	27 NOV 2019: PLEASE NOTE THAT THE MEETING TYPE WAS CHANGED FROM EGM TO OGM.-IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU-DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting		