

VOTE SUMMARY REPORT

REPORTING PERIOD: 01/07/2022 to 30/06/2023

Eagers Automotive Limited

Meeting Date: 15/07/2022 **Country:** Australia **Ticker:** APE
Record Date: 13/07/2022 **Meeting Type:** Special
Primary Security ID: Q3R14D102

Shares Voted: 1,629,550

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve the Acquisition	Mgmt	For	For	For

Iluka Resources Limited

Meeting Date: 22/07/2022 **Country:** Australia **Ticker:** ILU
Record Date: 20/07/2022 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: Q4875J104

Shares Voted: 5,926

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve the Demerger	Mgmt	For	For	For

Ryman Healthcare Limited

Meeting Date: 28/07/2022 **Country:** New Zealand **Ticker:** RYM
Record Date: 26/07/2022 **Meeting Type:** Annual
Primary Security ID: Q8203F106

Shares Voted: 1,458,224

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect George Savvides as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Item 2.1 A qualified vote FOR the re-election George Savvides is warranted. The qualification is to highlight that he is a member of the combined remuneration and nomination committee and concerns regarding the company's remuneration practices have been identified. Item 2.2 A vote AGAINST the re-election of Anthony Leighs is warranted. He is classified under ISS policy as a non-independent non-executive director and serves on a board that is not majority independent.</i>				
2.2	Elect Anthony Leighs as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Item 2.1 A qualified vote FOR the re-election George Savvides is warranted. The qualification is to highlight that he is a member of the combined remuneration and nomination committee and concerns regarding the company's remuneration practices have been identified. Item 2.2 A vote AGAINST the re-election of Anthony Leighs is warranted. He is classified under ISS policy as a non-independent non-executive director and serves on a board that is not majority independent.</i>				
3	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For

Fisher & Paykel Healthcare Corporation Limited

Meeting Date: 24/08/2022

Country: New Zealand

Ticker: FPH

Record Date: 22/08/2022

Meeting Type: Annual

Primary Security ID: Q38992105

Shares Voted: 3,209

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Lewis Gradon as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A vote FOR the re-election of Lewis Gradon is warranted given his integral role as the CEO and managing director. Items 2, 4, and 5 A vote FOR the (re)-election of Neville Mitchell, Lisa McIntyre, and Cather Simpson is warranted because their presence supports the continued composition of a majority independent board structure, and there are no corporate governance concerns identified in relation to their candidacy as directors. Item 3 A qualified vote FOR the re-election of independent non-executive director Donal O'Dwyer is warranted. The qualification is to highlight that he is a member of the combined remuneration and nomination committee and concerns regarding the company's remuneration practices have been identified.</i></p>				
2	Elect Neville Mitchell as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A vote FOR the re-election of Lewis Gradon is warranted given his integral role as the CEO and managing director. Items 2, 4, and 5 A vote FOR the (re)-election of Neville Mitchell, Lisa McIntyre, and Cather Simpson is warranted because their presence supports the continued composition of a majority independent board structure, and there are no corporate governance concerns identified in relation to their candidacy as directors. Item 3 A qualified vote FOR the re-election of independent non-executive director Donal O'Dwyer is warranted. The qualification is to highlight that he is a member of the combined remuneration and nomination committee and concerns regarding the company's remuneration practices have been identified.</i></p>				
3	Elect Donal O'Dwyer as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A vote FOR the re-election of Lewis Gradon is warranted given his integral role as the CEO and managing director. Items 2, 4, and 5 A vote FOR the (re)-election of Neville Mitchell, Lisa McIntyre, and Cather Simpson is warranted because their presence supports the continued composition of a majority independent board structure, and there are no corporate governance concerns identified in relation to their candidacy as directors. Item 3 A qualified vote FOR the re-election of independent non-executive director Donal O'Dwyer is warranted. The qualification is to highlight that he is a member of the combined remuneration and nomination committee and concerns regarding the company's remuneration practices have been identified.</i></p>				
4	Elect Lisa McIntyre as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A vote FOR the re-election of Lewis Gradon is warranted given his integral role as the CEO and managing director. Items 2, 4, and 5 A vote FOR the (re)-election of Neville Mitchell, Lisa McIntyre, and Cather Simpson is warranted because their presence supports the continued composition of a majority independent board structure, and there are no corporate governance concerns identified in relation to their candidacy as directors. Item 3 A qualified vote FOR the re-election of independent non-executive director Donal O'Dwyer is warranted. The qualification is to highlight that he is a member of the combined remuneration and nomination committee and concerns regarding the company's remuneration practices have been identified.</i></p>				
5	Elect Cather Simpson as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A vote FOR the re-election of Lewis Gradon is warranted given his integral role as the CEO and managing director. Items 2, 4, and 5 A vote FOR the (re)-election of Neville Mitchell, Lisa McIntyre, and Cather Simpson is warranted because their presence supports the continued composition of a majority independent board structure, and there are no corporate governance concerns identified in relation to their candidacy as directors. Item 3 A qualified vote FOR the re-election of independent non-executive director Donal O'Dwyer is warranted. The qualification is to highlight that he is a member of the combined remuneration and nomination committee and concerns regarding the company's remuneration practices have been identified.</i></p>				
6	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
7	Approve Issuance of Performance Share Rights to Lewis Gradon	Mgmt	For	For	For
8	Approve Issuance of Options to Lewis Gradon	Mgmt	For	For	For
9	Approve 2022 Employee Stock Purchase Plan	Mgmt	For	For	For

Fisher & Paykel Healthcare Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve 2022 Performance Share Rights Plan - North America	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted given investor expectations for performance periods and performance hurdles for executive incentive grants do not extend to incentive grants to employees generally. Having regard to the CEO's grants under Items 7 and 8, it may be expected that the North American Plan would enable incentives to be granted to a wider group of employees on similar terms and conditions as other employees.</i></p>					
11	Approve 2022 Share Option Plan - North America	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted given investor expectations for performance periods and performance hurdles for executive incentive grants do not extend to incentive grants to employees generally. Having regard to the CEO's grants under Items 7 and 8, it may be expected that the North American Plan would enable incentives to be granted to a wider group of employees on similar terms and conditions as other employees.</i></p>					

Collins Foods Limited

Meeting Date: 02/09/2022 **Country:** Australia **Ticker:** CKF
Record Date: 31/08/2022 **Meeting Type:** Annual
Primary Security ID: Q26412108

Shares Voted: 335,332

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Mark Hawthorne as Director	Mgmt	For	For	For
3	Approve Grant of Performance Rights to Drew O'Malley	Mgmt	For	For	For
4	Approve Remuneration Report	Mgmt	For	For	For

IDP Education Limited

Meeting Date: 18/10/2022 **Country:** Australia **Ticker:** IEL
Record Date: 16/10/2022 **Meeting Type:** Annual
Primary Security ID: Q48215109

Shares Voted: 322,141

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Elect Peter Polson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the re-election of Peter Polson (Item 2 a) and Greg West (Item 2b) is warranted on the basis that they are classified as non-independent directors under ISS Australian Benchmark Policy due to excessive tenure on the board (> 12 years) and they serve as members of the Audit and Risk Committee, which is only 33-percent independent. A vote FOR the election of new independent director nominees Tracey Horton and Michelle Tredenick is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination.</i></p>					
2b	Elect Greg West as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the re-election of Peter Polson (Item 2 a) and Greg West (Item 2b) is warranted on the basis that they are classified as non-independent directors under ISS Australian Benchmark Policy due to excessive tenure on the board (> 12 years) and they serve as members of the Audit and Risk Committee, which is only 33-percent independent. A vote FOR the election of new independent director nominees Tracey Horton and Michelle Tredenick is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination.</i></p>					

IDP Education Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2c	Elect Tracey Horton as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the re-election of Peter Polson (Item 2 a) and Greg West (Item 2b) is warranted on the basis that they are classified as non-independent directors under ISS Australian Benchmark Policy due to excessive tenure on the board (> 12 years) and they serve as members of the Audit and Risk Committee, which is only 33-percent independent. A vote FOR the election of new independent director nominees Tracey Horton and Michelle Tredenick is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination.</i></p>					
2d	Elect Michelle Tredenick as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the re-election of Peter Polson (Item 2 a) and Greg West (Item 2b) is warranted on the basis that they are classified as non-independent directors under ISS Australian Benchmark Policy due to excessive tenure on the board (> 12 years) and they serve as members of the Audit and Risk Committee, which is only 33-percent independent. A vote FOR the election of new independent director nominees Tracey Horton and Michelle Tredenick is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination.</i></p>					
3	Approve Remuneration Report	Mgmt	For	For	For
4a	Approve Grant of Performance Rights to Tennealle O'Shannessy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the grant of FY23 performance rights the incoming CEO is warranted. * The performance metrics (relative TSR and EPS CAGR) are consistent with shareholder interests; * Unvested awards will not accrue dividends; and * The performance period of three-years is at the minimum accepted in the Australian market. A vote FOR the grant of service rights to the incoming CEO is warranted given that this represents the incentives foregone at her previous employer, the quantum does not appear excessive and there is some long-term vesting conditions to the grant.</i></p>					
4b	Approve Grant of Service Rights to Tennealle O'Shannessy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the grant of FY23 performance rights the incoming CEO is warranted. * The performance metrics (relative TSR and EPS CAGR) are consistent with shareholder interests; * Unvested awards will not accrue dividends; and * The performance period of three-years is at the minimum accepted in the Australian market. A vote FOR the grant of service rights to the incoming CEO is warranted given that this represents the incentives foregone at her previous employer, the quantum does not appear excessive and there is some long-term vesting conditions to the grant.</i></p>					
5	Approve the Amendments to the Company's Constitution	Mgmt	For	For	For
6	Approve Renewal of Proportional Takeover Provision	Mgmt	For	For	For
7	Approve the Conditional Spill Resolution	Mgmt	Against	Against	Against

Bapcor Limited

Meeting Date: 19/10/2022 **Country:** Australia **Ticker:** BAP
Record Date: 17/10/2022 **Meeting Type:** Annual
Primary Security ID: Q1921R106

Shares Voted: 104,311

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Mark Bernhard as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of Mark Powel and Mark Bernhard is warranted. No material issues have been identified regarding their nomination as directors in respect of board and committee composition, nor any wider corporate governance concerns.</i></p>					

Bapcor Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Mark Powell as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of Mark Powel and Mark Bernhard is warranted. No material issues have been identified regarding their nomination as directors in respect of board and committee composition, nor any wider corporate governance concerns.</i></p>					
3	Approve Remuneration Report	Mgmt	For	For	For
4	Approve Renewal of Proportional Takeover Provisions	Mgmt	For	For	For
5	Approve Grant of FY22 Share Rights to Noel Meehan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the grant of FY22 share rights to the CEO is warranted given that this represent the deferred portion of the already-earned FY22 STI award and the settlement of awards in equity will further align the executive's interest with those of shareholders. A vote FOR the grant of FY23 performance rights the CEO is warranted. * The performance metrics (relative TSR and ROIC) are consistent with shareholder interests; * The relative TSR peer group has been expanded to include constituents in the S&P/ASX 200 index; * Unvested awards will not accrue dividends; and * The performance period of three-years is at the minimum accepted in the Australian market.</i></p>					
6	Approve Grant of FY23 Performance Rights to Noel Meehan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the grant of FY22 share rights to the CEO is warranted given that this represent the deferred portion of the already-earned FY22 STI award and the settlement of awards in equity will further align the executive's interest with those of shareholders. A vote FOR the grant of FY23 performance rights the CEO is warranted. * The performance metrics (relative TSR and ROIC) are consistent with shareholder interests; * The relative TSR peer group has been expanded to include constituents in the S&P/ASX 200 index; * Unvested awards will not accrue dividends; and * The performance period of three-years is at the minimum accepted in the Australian market.</i></p>					
7	Approve Potential Termination Benefits to Darryl Abotomey	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted. * There appears not benefit to shareholders in approving these termination benefits. * The agreed FY22 STI is not pro-rated to time served. * The additional separation payment is excessive. However, some shareholders may consider the company's explanation that the termination benefits were agreed in light of Abotomey's contribution to the company, and also for agreeing to bring forward his retirement date in order to progress the CEO succession plan.</i></p>					

Auckland International Airport Limited

Meeting Date: 20/10/2022

Country: New Zealand

Ticker: AIA

Record Date: 18/10/2022

Meeting Type: Annual

Primary Security ID: Q06213146

Shares Voted: 2,851,923

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Mark Cairns as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 3 A vote FOR the (re)-election of Mark Cairns and Christine Spring is warranted. They are independent non-executive directors on the eight-member AIA board where all directors are independent. Their presence supports to the continued composition of an entirely independent board structure, and there are no corporate governance concerns with regard to their nomination as directors. Item 2 A qualified vote FOR the re-election of independent non-executive director Elizabeth (Liz) Savage is warranted. The qualification is to highlight that she is a member of the remuneration committee and concerns regarding the company's remuneration disclosure practices have been identified.</i></p>					

Auckland International Airport Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Elizabeth Savage as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 3 A vote FOR the (re)-election of Mark Cairns and Christine Spring is warranted. They are independent non-executive directors on the eight-member AIA board where all directors are independent. Their presence supports to the continued composition of an entirely independent board structure, and there are no corporate governance concerns with regard to their nomination as directors. Item 2 A qualified vote FOR the re-election of independent non-executive director Elizabeth (Liz) Savage is warranted. The qualification is to highlight that she is a member of the remuneration committee and concerns regarding the company's remuneration disclosure practices have been identified.</i></p>					
3	Elect Christine Spring as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 3 A vote FOR the (re)-election of Mark Cairns and Christine Spring is warranted. They are independent non-executive directors on the eight-member AIA board where all directors are independent. Their presence supports to the continued composition of an entirely independent board structure, and there are no corporate governance concerns with regard to their nomination as directors. Item 2 A qualified vote FOR the re-election of independent non-executive director Elizabeth (Liz) Savage is warranted. The qualification is to highlight that she is a member of the remuneration committee and concerns regarding the company's remuneration disclosure practices have been identified.</i></p>					
4	Authorize Board to Fix Remuneration of the Auditor	Mgmt	For	For	For

Steadfast Group Limited

Meeting Date: 20/10/2022

Country: Australia

Ticker: SDF

Record Date: 18/10/2022

Meeting Type: Annual

Primary Security ID: Q8744R106

Shares Voted: 15,199

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
3	Approve Grant of Deferred Equity Awards to Robert Kelly	Mgmt	For	For	For
4	Ratify Past Issuance of Shares to Existing and New Institutional Shareholders	Mgmt	For	For	For
5	Approve the Amendments to the Company's Constitution	Mgmt	For	For	For
6	Elect Joan Cleary as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of Joan Cleary and the re-election of Frank O'Halloran, and Greg Rynenberg is warranted as they serve on a board that is majority independent and no material issues have been identified regarding these directors in respect of board and committee composition, nor any wider corporate governance issues.</i></p>					
7	Elect Frank O'Halloran as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of Joan Cleary and the re-election of Frank O'Halloran, and Greg Rynenberg is warranted as they serve on a board that is majority independent and no material issues have been identified regarding these directors in respect of board and committee composition, nor any wider corporate governance issues.</i></p>					
8	Elect Greg Rynenberg as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of Joan Cleary and the re-election of Frank O'Halloran, and Greg Rynenberg is warranted as they serve on a board that is majority independent and no material issues have been identified regarding these directors in respect of board and committee composition, nor any wider corporate governance issues.</i></p>					

Audinate Group Limited

Meeting Date: 25/10/2022

Country: Australia

Ticker: AD8

Record Date: 23/10/2022

Meeting Type: Annual

Primary Security ID: Q0646U105

Shares Voted: 1,199,614

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect John Dyson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent directors John Dyson (Item 1) and Roger Price (Item 2) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.</i></p>					
2	Elect Roger Price as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent directors John Dyson (Item 1) and Roger Price (Item 2) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.</i></p>					
3	Approve Remuneration Report	Mgmt	For	For	For
4a	Approve Issuance of Performance Rights to Aidan Williams	Mgmt	For	For	For
4b	Approve Pro-rata Vesting of Performance Rights to Aidan Williams	Mgmt	For	For	For
5	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	None	For	For
6	Approve Renewal of Proportional Takeover Provisions	Mgmt	For	For	For

Whitehaven Coal Limited

Meeting Date: 26/10/2022

Country: Australia

Ticker: WHC

Record Date: 24/10/2022

Meeting Type: Annual

Primary Security ID: Q97664108

Shares Voted: 1,513,678

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Mark Vaile as Director	Mgmt	For	For	For
3	Approve On-Market Buy-Back	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR these resolutions is warranted: * Any buyback will not be selective, and all shareholders will have the ability to participate or not in the on-market buy-back (Item 3) and all Australian and New Zealand shareholders will be able to participate in any Buy-Back Tender (Item 4). * The company does not expect the buy-back to result in any change in control, or materially affect remaining shareholders' rights and interests. * The company expects that buy-back programme to be an efficient way of returning capital to shareholders, and an effective way to improve return on equity, earnings per share and dividends per share. The recommendation is qualified to raise concerns for: * The maximum number of shares that may be repurchased is substantial. * In terms of the Buy-Back Tender, whilst it is expected that the competitive tender process would typically enable the company to repurchase shares at a discount to market price, concerns are raised that there is insufficient disclosure on the maximum purchase price.</i></p>					

Whitehaven Coal Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Off-Market Tender Buy-Back	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR these resolutions is warranted: * Any buyback will not be selective, and all shareholders will have the ability to participate or not in the on-market buy-back (Item 3) and all Australian and New Zealand shareholders will be able to participate in any Buy-Back Tender (Item 4). * The company does not expect the buy-back to result in any change in control, or materially affect remaining shareholders' rights and interests. * The company expects that buy-back programme to be an efficient way of returning capital to shareholders, and an effective way to improve return on equity, earnings per share and dividends per share. The recommendation is qualified to raise concerns for: * The maximum number of shares that may be repurchased is substantial. * In terms of the Buy-Back Tender, whilst it is expected that the competitive tender process would typically enable the company to repurchase shares at a discount to market price, concerns are raised that there is insufficient disclosure on the maximum purchase price.</i></p>					
5	Approve the Amendments to the Company's Constitution	SH	Against	Against	Against
6	Approve Capital Protection	SH	Against	Against	Against
7	Approve the Spill Resolution	Mgmt	Against	Against	Against

Corporate Travel Management Limited

Meeting Date: 27/10/2022 **Country:** Australia **Ticker:** CTD
Record Date: 25/10/2022 **Meeting Type:** Annual
Primary Security ID: Q2909K105

Shares Voted: 729,551

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	None	Against	Against
2a	Elect Sophia (Sophie) Mitchell as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent director Sophia Mitchell (Item 2a) and the election of independent director Marissa Peterson (Item 2c) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination. A qualified vote FOR the re-election of Ewen Crouch (Item 2b) is warranted as he is an independent non-executive director and chair on a majority independent board. However, the qualification is raised to highlight concerns that Mr Crouch was previously a non-executive director at Westpac Banking Corporation, and was the former chair of its board's Risk and Compliance Committee. Westpac experienced risk and reputational damage arising from practices which were subject to regulatory investigation and sanction, and matters brought before the Royal Commission for the period where Mr Crouch was a non-executive director.</i></p>					
2b	Elect Ewen Crouch as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent director Sophia Mitchell (Item 2a) and the election of independent director Marissa Peterson (Item 2c) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination. A qualified vote FOR the re-election of Ewen Crouch (Item 2b) is warranted as he is an independent non-executive director and chair on a majority independent board. However, the qualification is raised to highlight concerns that Mr Crouch was previously a non-executive director at Westpac Banking Corporation, and was the former chair of its board's Risk and Compliance Committee. Westpac experienced risk and reputational damage arising from practices which were subject to regulatory investigation and sanction, and matters brought before the Royal Commission for the period where Mr Crouch was a non-executive director.</i></p>					

Corporate Travel Management Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2c	Elect Marissa Peterson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent director Sophia Mitchell (Item 2a) and the election of independent director Marissa Peterson (Item 2c) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination. A qualified vote FOR the re-election of Ewen Crouch (Item 2b) is warranted as he is an independent non-executive director and chair on a majority independent board. However, the qualification is raised to highlight concerns that Mr Crouch was previously a non-executive director at Westpac Banking Corporation, and was the former chair of its board's Risk and Compliance Committee. Westpac experienced risk and reputational damage arising from practices which were subject to regulatory investigation and sanction, and matters brought before the Royal Commission for the period where Mr Crouch was a non-executive director.</i></p>					
3	Approve Grant of Performance Rights and Shares to Laura Ruffles	Mgmt	For	For	For

Reece Limited

Meeting Date: 27/10/2022 **Country:** Australia **Ticker:** REH
Record Date: 25/10/2022 **Meeting Type:** Annual
Primary Security ID: Q80528138

Shares Voted: 470,241

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Tim Poole as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent director, Tim Poole is warranted. A qualified vote FOR the re-election of Bruce C. Wilson is warranted as he is one of the four directors on the board that represents the interests of the Wilson Family, a major shareholder of the company. The Wilson Family's level of board representation is 66 percent (i.e. four out of six board seats), is not unreasonable compared with the Wilson Family's shareholding of 55 percent of the company's share capital. The qualification is on the basis that Bruce C. Wilson serves as a non-independent director on a board that is not majority independent (at only 33-percent independent).</i></p>					
3	Elect Bruce C. Wilson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent director, Tim Poole is warranted. A qualified vote FOR the re-election of Bruce C. Wilson is warranted as he is one of the four directors on the board that represents the interests of the Wilson Family, a major shareholder of the company. The Wilson Family's level of board representation is 66 percent (i.e. four out of six board seats), is not unreasonable compared with the Wilson Family's shareholding of 55 percent of the company's share capital. The qualification is on the basis that Bruce C. Wilson serves as a non-independent director on a board that is not majority independent (at only 33-percent independent).</i></p>					
4	Approve Grant of Performance Rights to Peter Wilson	Mgmt	For	For	For
5	Approve the Increase in the Maximum Aggregate Fees of Non-Executive Directors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because the quantum of the increase is considered to be excessive. There is sufficient headroom within the existing fee cap to accommodate recruiting a new chair and increasing the number of independent non-executive directors on the board. In addition, the board composition is not in line with good governance and shareholder expectations.</i></p>					

ARB Corporation Limited

Meeting Date: 28/10/2022 **Country:** Australia **Ticker:** ARB
Record Date: 26/10/2022 **Meeting Type:** Annual
Primary Security ID: Q0463W135

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Robert Fraser as Director	Mgmt	For	Against	For
<p><i>Voter Rationale: ISS have recommended against re-election of the chairman due to pace of progress on governance issues. We disagree and believe the company is making steady progress including greater gender diversity on the board. The pace of change may be slower than ISS would wish. Nevertheless we believe the company is making reasonable progress and given the company's almost unmatched long term track record of growing shareholder value, we are prepared to allow them to change at their more measured pace so as to not risk their successful management formula.</i></p>					
<p><i>Voting Policy Rationale: A vote AGAINST the re-election of Robert Fraser (Item 2) is warranted for identified structural and corporate governance issues that remain of continuing concern. As chair of the board, Mr Fraser is ultimately responsible for the company's governance structure and the following concerns : * He is a non-independent director on a board that is not majority independent (only 43-percent independent); * The Audit and Risk Committee is not comprised entirely of independent directors (only 67-percent independent); * The Remuneration and Nomination Committee is not majority independent (only 50-percent independent); and * The board has not adopted a formal diversity policy or set measurable objectives based on gender diversity, and the company does not meet the expectations of many shareholders or guidelines of the ASX Corporate Governance Council Principles and Recommendations for larger companies in the ASX300 Index for at least 30 percent of each gender to be represented on the board. A vote FOR the re-election of independent director Adrian Fitzpatrick (Item 3) and the election of independent Shona Fitzgerald (Item 4) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.</i></p>					
3	Elect Adrian Fitzpatrick as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the re-election of Robert Fraser (Item 2) is warranted for identified structural and corporate governance issues that remain of continuing concern. As chair of the board, Mr Fraser is ultimately responsible for the company's governance structure and the following concerns : * He is a non-independent director on a board that is not majority independent (only 43-percent independent); * The Audit and Risk Committee is not comprised entirely of independent directors (only 67-percent independent); * The Remuneration and Nomination Committee is not majority independent (only 50-percent independent); and * The board has not adopted a formal diversity policy or set measurable objectives based on gender diversity, and the company does not meet the expectations of many shareholders or guidelines of the ASX Corporate Governance Council Principles and Recommendations for larger companies in the ASX300 Index for at least 30 percent of each gender to be represented on the board. A vote FOR the re-election of independent director Adrian Fitzpatrick (Item 3) and the election of independent Shona Fitzgerald (Item 4) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.</i></p>					
4	Elect Shona Fitzgerald as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the re-election of Robert Fraser (Item 2) is warranted for identified structural and corporate governance issues that remain of continuing concern. As chair of the board, Mr Fraser is ultimately responsible for the company's governance structure and the following concerns : * He is a non-independent director on a board that is not majority independent (only 43-percent independent); * The Audit and Risk Committee is not comprised entirely of independent directors (only 67-percent independent); * The Remuneration and Nomination Committee is not majority independent (only 50-percent independent); and * The board has not adopted a formal diversity policy or set measurable objectives based on gender diversity, and the company does not meet the expectations of many shareholders or guidelines of the ASX Corporate Governance Council Principles and Recommendations for larger companies in the ASX300 Index for at least 30 percent of each gender to be represented on the board. A vote FOR the re-election of independent director Adrian Fitzpatrick (Item 3) and the election of independent Shona Fitzgerald (Item 4) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.</i></p>					
5	Approve the Increase in the Maximum Number of Directors from 9 to 10	Mgmt	For	For	For
6	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	For	For	For
7	Approve Repeal and Replacement of Constitution	Mgmt	For	For	For

Domino's Pizza Enterprises Limited

Meeting Date: 02/11/2022

Country: Australia

Ticker: DMP

Record Date: 31/10/2022

Meeting Type: Annual

Primary Security ID: Q32503106

Shares Voted: 149,747

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	None	For	For
2	Elect John James Cowin as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the re-election of Jack Cowin is warranted because, although he serves as a non-independent member of the audit and risk committee, the board and the committee are both majority independent. A vote FOR the re-election of Uschi Schreiber is warranted as no material governance issues have been identified.</i></p>					
3	Elect Ursula Schreiber as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the re-election of Jack Cowin is warranted because, although he serves as a non-independent member of the audit and risk committee, the board and the committee are both majority independent. A vote FOR the re-election of Uschi Schreiber is warranted as no material governance issues have been identified.</i></p>					
4	Approve Grant of a Right to Don Meij in Respect of the FY23 STI	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the grant of the FY23 STI right to CEO Don Meij is warranted. Deferral of 50 percent of the FY23 STI award into equity is aligned with better market practice. The company states that the FY23 STI will be linked to earnings-based performance hurdles. However concerns are raised for * the quantum of award remains well above peers, * there is no disclosure of the target measures allowing shareholders to assess if they will be at sufficiently challenging levels, and * the advance approval of the FY23 STI when FY23 has not been completed or reported on is not in line with better market practice. A qualified vote FOR the grant of FY23 LTI performance rights to the CEO is warranted given the EPS growth targets which represent 70 percent of the grant appears sufficiently aligned with improved shareholder interests. Concerns are noted for the significant level of the proposed grant compared to peers and the introduction of a non-financial metric linked to new store openings (this component was moved from the STI to the LTI). In mitigation, the company discloses that this metric will be subject to a positive TSR gateway and the FY23 STI will be based wholly on financial metrics albeit yet undisclosed.</i></p>					
5	Approve Grant of Performance Rights to Don Meij in Respect of the FY23 LTI	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the grant of the FY23 STI right to CEO Don Meij is warranted. Deferral of 50 percent of the FY23 STI award into equity is aligned with better market practice. The company states that the FY23 STI will be linked to earnings-based performance hurdles. However concerns are raised for * the quantum of award remains well above peers, * there is no disclosure of the target measures allowing shareholders to assess if they will be at sufficiently challenging levels, and * the advance approval of the FY23 STI when FY23 has not been completed or reported on is not in line with better market practice. A qualified vote FOR the grant of FY23 LTI performance rights to the CEO is warranted given the EPS growth targets which represent 70 percent of the grant appears sufficiently aligned with improved shareholder interests. Concerns are noted for the significant level of the proposed grant compared to peers and the introduction of a non-financial metric linked to new store openings (this component was moved from the STI to the LTI). In mitigation, the company discloses that this metric will be subject to a positive TSR gateway and the FY23 STI will be based wholly on financial metrics albeit yet undisclosed.</i></p>					
6	Approve Renewal of Proportional Takeover Bid Provisions	Mgmt	For	For	For

Deterra Royalties Ltd.

Meeting Date: 03/11/2022

Country: Australia

Ticker: DRR

Record Date: 01/11/2022

Meeting Type: Annual

Primary Security ID: Q32915102

Shares Voted: 40,038

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For

Deterra Royalties Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Graeme Devlin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR the re-election of independent non-executive director Graeme Devlin (Item 2) is warranted. The qualification to highlight concerns that the board is non-majority independent (only 40-percent) and Mr Devlin serves as chair of the Nominations and Governance Committee. A vote FOR the re-election of independent non-executive director Joanne Warner (Item 3) is warranted as no material concerns have been identified regarding board and committee composition resulting from her nomination.</i>				
3	Elect Joanne Warner as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR the re-election of independent non-executive director Graeme Devlin (Item 2) is warranted. The qualification to highlight concerns that the board is non-majority independent (only 40-percent) and Mr Devlin serves as chair of the Nominations and Governance Committee. A vote FOR the re-election of independent non-executive director Joanne Warner (Item 3) is warranted as no material concerns have been identified regarding board and committee composition resulting from her nomination.</i>				
4	Approve Grant of STI Rights and LTI Rights to Julian Andrews	Mgmt	For	For	For

Integral Diagnostics Limited

Meeting Date: 04/11/2022

Country: Australia

Ticker: IDX

Record Date: 02/11/2022

Meeting Type: Annual

Primary Security ID: Q4936S101

Shares Voted: 4,339,992

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
3	Elect John Atkin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the re-election of John Atkin (Item 3) and Jacqueline Milne (Item 4) and election of Andrew Fay (Item 5) is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination. Given that Milne is an executive director, it is noted that board independence at 57 percent is at a comparatively lower level than expected by shareholders in the local market.</i>				
4	Elect Jacqueline Milne as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the re-election of John Atkin (Item 3) and Jacqueline Milne (Item 4) and election of Andrew Fay (Item 5) is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination. Given that Milne is an executive director, it is noted that board independence at 57 percent is at a comparatively lower level than expected by shareholders in the local market.</i>				
5	Elect Andrew Fay as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the re-election of John Atkin (Item 3) and Jacqueline Milne (Item 4) and election of Andrew Fay (Item 5) is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination. Given that Milne is an executive director, it is noted that board independence at 57 percent is at a comparatively lower level than expected by shareholders in the local market.</i>				
6	Approve Grant of LTI Rights and Deferred Rights to Ian Kadish	Mgmt	For	For	For
7	Ratify Past Issuance of Shares to Shareholders and Related Parties of Peloton Radiology Pty Ltd and Horizon Radiology Limited	Mgmt	For	For	For
8	Approve Financial Assistance in Relation to the Acquisition	Mgmt	For	For	For

PWR Holdings Limited

Meeting Date: 04/11/2022

Country: Australia

Ticker: PWH

Record Date: 02/11/2022

Meeting Type: Annual

Primary Security ID: Q77903104

Shares Voted: 1,087,181

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Roland Dane as Director	Mgmt	For	Against	For
<p><i>Voter Rationale: In our opinion PWH is a unique and exceptionally managed business with a long history of shareholder alignment. In this instance we believe management have a better view on what is necessary to continue this track record than ISS.</i></p>					
<p><i>Voting Policy Rationale: A vote AGAINST the re-election of Roland Dane is warranted given that he is serving as a non-independent director on a majority non-independent board. Mr Dane is classified as a non-independent director by ISS due to his association with Triple Eight Race Engineering Pty Ltd, which had a transactional relationship with the company.</i></p>					
3	Approve Increase in Aggregate Fee Limit for Non-Executive Directors	Mgmt	For	Against	For
<p><i>Voter Rationale: In our opinion PWH is a unique and exceptionally managed business with a long history of shareholder alignment. In this instance we believe management have a better view on what is necessary to continue this track record than ISS.</i></p>					
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because the quantum of the increase is considered to be excessive. Currently, there is sufficient headroom within the existing fee cap to accommodate any temporary increase in directors for board renewal/transition.</i></p>					
4	Approve Updated Performance Rights Plan	Mgmt	For	For	For
5	Approve Grant of Performance Rights to Kees Weel	Mgmt	For	For	For
6	Approve Renewal of Proportional Takeover Provisions in the Constitution	Mgmt	For	For	For
7	Approve the Amendments to the Company's Constitution to Allow for Virtual Meetings	Mgmt	For	Against	For
<p><i>Voter Rationale: In our opinion PWH is a unique and exceptionally managed business with a long history of shareholder alignment. In this instance we believe management have a better view on what is necessary to continue this track record than ISS.</i></p>					
<p><i>Voting Policy Rationale: Item 7 A vote AGAINST this resolution is warranted as the proposed amendment to the constitution includes wording that could permit general meetings to be held by virtual-only means. The hybrid meeting format is preferred by many shareholders, and corporate governance concerns exist in the virtual-only format given that this may diminish transparency and accountability, including shareholder rights to ask questions and holding directors publicly accountable. Item 8 A vote FOR this resolution to approve general amendments to the constitution is warranted as the proposed amendments are not contentious.</i></p>					
8	Approve General Amendments to the Company's Constitution	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 7 A vote AGAINST this resolution is warranted as the proposed amendment to the constitution includes wording that could permit general meetings to be held by virtual-only means. The hybrid meeting format is preferred by many shareholders, and corporate governance concerns exist in the virtual-only format given that this may diminish transparency and accountability, including shareholder rights to ask questions and holding directors publicly accountable. Item 8 A vote FOR this resolution to approve general amendments to the constitution is warranted as the proposed amendments are not contentious.</i></p>					

PSC Insurance Group Limited

Meeting Date: 10/11/2022

Country: Australia

Ticker: PSI

Record Date: 08/11/2022

Meeting Type: Annual

Primary Security ID: Q7786V108

Shares Voted: 1,867,562

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Tara Falk as Director	Mgmt	For	Against	For
<p><i>Voter Rationale: We highly value founder led businesses such as these with outstanding capital allocation track records. Accordingly we're willing to accept that these outcomes often involve board compositions that do not fit the usual one-size-fits-all proxy advisor templates</i></p> <p><i>Voting Policy Rationale: Item 2 A vote AGAINST the reelection of Tara Falk is warranted because she is one of four executive directors on a board that is not majority independent. Australian governance standards do not support multiple executive directors serving on a non-majority independent board. Item 3 A vote AGAINST the reelection of Melvyn (Mel) Sims is warranted because his presence contributes to the board being not majority independent.</i></p>					
3	Elect Melvyn Sims as Director	Mgmt	For	Against	For
<p><i>Voter Rationale: We highly value founder led businesses such as these with outstanding capital allocation track records. Accordingly we're willing to accept that these outcomes often involve board compositions that do not fit the usual one-size-fits-all proxy advisor templates</i></p> <p><i>Voting Policy Rationale: Item 2 A vote AGAINST the reelection of Tara Falk is warranted because she is one of four executive directors on a board that is not majority independent. Australian governance standards do not support multiple executive directors serving on a non-majority independent board. Item 3 A vote AGAINST the reelection of Melvyn (Mel) Sims is warranted because his presence contributes to the board being not majority independent.</i></p>					
4	Approve Amendment to Long Term Incentive Plan Rules - Maximum Award Allocation	Mgmt	For	For	For
5	Approve Long Term Incentive Plan	Mgmt	For	Against	For
<p><i>Voter Rationale: We highly value founder led businesses such as these with outstanding capital allocation track records. Accordingly we're willing to accept that these outcomes often involve board compositions that do not fit the usual one-size-fits-all proxy advisor templates</i></p> <p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because the material terms of the LTIP is not in accordance with local market standards.</i></p>					
6	Approve Grant of Options (and the Issue of Shares on Exercise of Options) to Antony Robinson	Mgmt	For	Against	For
<p><i>Voter Rationale: We highly value founder led businesses such as these with outstanding capital allocation track records. Accordingly we're willing to accept that these outcomes often involve board compositions that do not fit the usual one-size-fits-all proxy advisor templates</i></p> <p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because the material terms of the proposed grant are not in accordance with local market standards.</i></p>					
7	Ratify Past Issuance of Shares to Institutional Investors	Mgmt	For	For	For

REA Group Ltd

Meeting Date: 10/11/2022

Country: Australia

Ticker: REA

Record Date: 08/11/2022

Meeting Type: Annual

Primary Security ID: Q8051B108

Shares Voted: 229

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
3a	Elect Kelly Bayer Rosmarin as Director	Mgmt	For	Against	Against
3b	Elect Michael Miller as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of independent non-executive director Kelly Bayer Rosmarin (Item 3a) is warranted as no material concerns have been identified regarding board and committee composition resulting from her nomination. A qualified vote FOR the election of Michael Miller (Item 3b), Tracey Fellows (Item 3c) and Richard Freudenstein (Item 3d) is warranted. Ms Fellows and Messrs Miller and Freudenstein are classified as non-independent because they are representatives of News Corp, the company's largest shareholder, whose proportional influence on the board (50 percent) does not exceed its shareholding (61.4 percent). The qualification is highlight concerns that the board is majority independent (only 25-percent independent) and lacks an appropriate corporate governance structure.</i></p>					
3c	Elect Tracey Fellows as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of independent non-executive director Kelly Bayer Rosmarin (Item 3a) is warranted as no material concerns have been identified regarding board and committee composition resulting from her nomination. A qualified vote FOR the election of Michael Miller (Item 3b), Tracey Fellows (Item 3c) and Richard Freudenstein (Item 3d) is warranted. Ms Fellows and Messrs Miller and Freudenstein are classified as non-independent because they are representatives of News Corp, the company's largest shareholder, whose proportional influence on the board (50 percent) does not exceed its shareholding (61.4 percent). The qualification is highlight concerns that the board is majority independent (only 25-percent independent) and lacks an appropriate corporate governance structure.</i></p>					
3d	Elect Richard Freudenstein as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of independent non-executive director Kelly Bayer Rosmarin (Item 3a) is warranted as no material concerns have been identified regarding board and committee composition resulting from her nomination. A qualified vote FOR the election of Michael Miller (Item 3b), Tracey Fellows (Item 3c) and Richard Freudenstein (Item 3d) is warranted. Ms Fellows and Messrs Miller and Freudenstein are classified as non-independent because they are representatives of News Corp, the company's largest shareholder, whose proportional influence on the board (50 percent) does not exceed its shareholding (61.4 percent). The qualification is highlight concerns that the board is majority independent (only 25-percent independent) and lacks an appropriate corporate governance structure.</i></p>					
4	Approve Grant of Performance Rights to Owen Wilson	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the grant of performance rights to the CEO under LTI Plan 2025 is warranted because: * The specific and quantified targets for the EPS and revenue growth metrics continue to be undisclosed, making it impossible for shareholders to evaluate the rigor of targets; * There is no positive TSR 'gateway' in relation to the relative TSR performance metric, making it possible for awards to vest despite a negative TSR over the performance period; and * The quantum of the CEO's FY23 LTI grant is excessive, being well above the company's peer groups, and is presumed to be a reaction to the removal of excessive vesting practices in the prior year's award.</i></p>					

Flight Centre Travel Group Limited

Meeting Date: 14/11/2022

Country: Australia

Ticker: FLT

Record Date: 11/11/2022

Meeting Type: Annual

Primary Security ID: Q39175106

Shares Voted: 409,608

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Kirsty Rankin as Director	Mgmt	For	For	For

Flight Centre Travel Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
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Voting Policy Rationale: A vote FOR the election of independent non-executive director Kirsty Rankin (Item 1) is warranted no material concerns have been identified regarding board and committee composition resulting from her nomination. A qualified vote FOR the re-election of non-executive Chair Gary Smith (Item 2) is warranted. Whilst he is a non-independent director on a board that is majority independent (80-percent independent), the qualification is to highlight that Mr Smith is a member of the Audit and Risk Committee, which is not fully independent (only 80-percent independent). He is classified as non-independent by ISS due to excessive tenure on the board (>12 years).

2	Elect Gary Smith as Director	Mgmt	For	For	For
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Voting Policy Rationale: A vote FOR the election of independent non-executive director Kirsty Rankin (Item 1) is warranted no material concerns have been identified regarding board and committee composition resulting from her nomination. A qualified vote FOR the re-election of non-executive Chair Gary Smith (Item 2) is warranted. Whilst he is a non-independent director on a board that is majority independent (80-percent independent), the qualification is to highlight that Mr Smith is a member of the Audit and Risk Committee, which is not fully independent (only 80-percent independent). He is classified as non-independent by ISS due to excessive tenure on the board (=12 years).

3	Approve Remuneration Report	Mgmt	For	For	For
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Lifestyle Communities Ltd.

Meeting Date: 15/11/2022	Country: Australia	Ticker: LIC
Record Date: 13/11/2022	Meeting Type: Annual	
Primary Security ID: Q5557L143		

Shares Voted: 1,172,518

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
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2	Approve Remuneration Report	Mgmt	For	For	For
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3	Elect Claire Elizabeth Hatton as Director	Mgmt	For	For	For
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Voting Policy Rationale: A vote FOR the election of independent non-executive director Claire Hatton (Item 3) and the re-election of independent non-executive director Nicola Roxon (Item 4) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.

4	Elect Nicola Louise Roxon as Director	Mgmt	For	For	For
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Voting Policy Rationale: A vote FOR the election of independent non-executive director Claire Hatton (Item 3) and the re-election of independent non-executive director Nicola Roxon (Item 4) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.

Calix Limited

Meeting Date: 16/11/2022	Country: Australia	Ticker: CXL
Record Date: 14/11/2022	Meeting Type: Annual	
Primary Security ID: Q1R90H112		

Shares Voted: 1,144,594

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Peter Turnbull as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the re-election of Peter Turnbull is warranted given that: * He serves as a non-independent director on a majority non-independent board. Mr Turnbull is classified as a non-independent director by ISS due to excessive tenure on the board (≥12 years); and* He is the chair of the Remuneration and Nomination Committee and female representation at the board level currently stands at only 20 percent, which falls short of the 30 percent set out in the ASX Corporate Governance Council guidelines.</i></p>					
3	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because the quantum of the increase is considered to be excessive. Currently, there is sufficient headroom within the existing fee cap to accommodate any temporary increase in directors for board renewal/transition.</i></p>					

ResMed Inc.

Meeting Date: 16/11/2022 Country: USA Ticker: RMD
 Record Date: 20/09/2022 Meeting Type: Annual
 Primary Security ID: 761152107

Shares Voted: 1,717

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Carol Burt	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1b	Elect Director Jan De Witte	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1c	Elect Director Karen Drexler	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1d	Elect Director Michael 'Mick' Farrell	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1e	Elect Director Peter Farrell	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1f	Elect Director Harjit Gill	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1g	Elect Director John Hernandez	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					

ResMed Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Richard Sulpizio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Desney Tan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Ronald Taylor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Altium Limited

Meeting Date: 17/11/2022 **Country:** Australia **Ticker:** ALU
Record Date: 15/11/2022 **Meeting Type:** Annual
Primary Security ID: Q0268D100

Shares Voted: 1,766

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
3	Elect Simon Kelly as Director	Mgmt	For	For	For
4	Appoint KPMG as Auditor of the Company	Mgmt	For	For	For

IGO Ltd.

Meeting Date: 17/11/2022 **Country:** Australia **Ticker:** IGO
Record Date: 15/11/2022 **Meeting Type:** Annual
Primary Security ID: Q4875H108

Shares Voted: 5,880

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Tracey Arlaud as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of independent non-executive directors Tracey (Trace) Arlaud (Item 1) and Justin Osborne (Item 2) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.</i>				
2	Elect Justin Osborne as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of independent non-executive directors Tracey (Trace) Arlaud (Item 1) and Justin Osborne (Item 2) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For

IGO Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Issuance of Service Rights to Peter Bradford	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the issuance of services rights to Peter Bradford is warranted as this represents the deferred component of the already-earned FY22 STI. In this case Mr Bradford is considered to be a good leaver and performance has already been achieved. A vote AGAINST the issuance of FY23 LTI performance rights to Peter Bradford is warranted because the proposed equity grant is primarily tied to future performance, which cannot be assessed at this time. Shareholder expectations are that this resolution would have been withdrawn by the company from the voting ballot at this year's AGM considering his passing.</i>				
5	Approve Issuance of Performance Rights and Options to Peter Bradford	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR the issuance of services rights to Peter Bradford is warranted as this represents the deferred component of the already-earned FY22 STI. In this case Mr Bradford is considered to be a good leaver and performance has already been achieved. A vote AGAINST the issuance of FY23 LTI performance rights to Peter Bradford is warranted because the proposed equity grant is primarily tied to future performance, which cannot be assessed at this time. Shareholder expectations are that this resolution would have been withdrawn by the company from the voting ballot at this year's AGM considering his passing.</i>				
6	Approve Termination Payment to Dan Lougher	Mgmt	For	For	For
7	Approve IGO Employee Incentive Plan	Mgmt	For	For	For
8	Approve Increase of Non-Executive Director Fee Pool	Mgmt	None	For	For
9	Approve Renewal of the Proportional Takeover Provisions	Mgmt	For	For	For
10	Approve the Provision of Financial Assistance in Relation to the Acquisition	Mgmt	For	For	For

Johns Lyng Group Limited

Meeting Date: 17/11/2022 **Country:** Australia **Ticker:** JLG
Record Date: 15/11/2022 **Meeting Type:** Annual
Primary Security ID: Q5081S101

Shares Voted: 2,544,462

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
3	Elect Lindsay Barber as Director	Mgmt	For	Against	For
	<i>Voting Policy Rationale: A vote AGAINST the re-election of Lindsay Barber is warranted because he is one of five executive directors on a board that is not majority independent. Australian governance standards do not support multiple executives serving on a non-majority independent board.</i>				
4a	Approve Issuance of Performance Rights to Scott Didier	Mgmt	For	Against	For
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted because the material terms of the proposed grants of LTI performance rights are not in line with local market standards.</i>				
4b	Approve Issuance of Performance Rights to Lindsay Barber	Mgmt	For	Against	For
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted because the material terms of the proposed grants of LTI performance rights are not in line with local market standards.</i>				

Johns Lyng Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4c	Approve Issuance of Performance Rights to Adrian Gleeson	Mgmt	For	Against	For
<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted because the material terms of the proposed grants of LTI performance rights are not in line with local market standards.</i>					
4d	Approve Issuance of Performance Rights to Philippa Turnbull	Mgmt	For	Against	For
<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted because the material terms of the proposed grants of LTI performance rights are not in line with local market standards.</i>					
4e	Approve Issuance of Performance Rights to Nicholas Carnell	Mgmt	For	Against	For
<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted because the material terms of the proposed grants of LTI performance rights are not in line with local market standards.</i>					

Paladin Energy Ltd

Meeting Date: 17/11/2022 **Country:** Australia **Ticker:** PDN
Record Date: 15/11/2022 **Meeting Type:** Annual
Primary Security ID: Q7264T104

Shares Voted: 409,253

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Peter Main as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the re-election of independent directors Peter Main and Peter Watson is warranted. The board is majority independent and no material issues have been identified regarding these director nominees in respect of board and committee composition, nor any wider corporate governance issues.</i>					
3	Elect Peter Watson as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the re-election of independent directors Peter Main and Peter Watson is warranted. The board is majority independent and no material issues have been identified regarding these director nominees in respect of board and committee composition, nor any wider corporate governance issues.</i>					
4	Ratify Past Issuance of Placement Shares to Institutional Investors	Mgmt	For	For	For

Pilbara Minerals Limited

Meeting Date: 17/11/2022 **Country:** Australia **Ticker:** PLS
Record Date: 15/11/2022 **Meeting Type:** Annual
Primary Security ID: Q7539C100

Shares Voted: 3,653,521

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For

Pilbara Minerals Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Anthony Kiernan as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent non-executive Chair Anthony Kiernan (Item 2) and independent non-executive director Nicholas Cernotta (Item 3) is warranted as no material concerns have been identified regarding of board and committee composition resulting from their nomination.</i></p>					
3	Elect Nicholas Cernotta as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent non-executive Chair Anthony Kiernan (Item 2) and independent non-executive director Nicholas Cernotta (Item 3) is warranted as no material concerns have been identified regarding of board and committee composition resulting from their nomination.</i></p>					
4	Ratify Past Issuance of Convertible Bonds to POS-LT Pty Ltd	Mgmt	For	For	For
5	Approve Issuance of Employee Performance Rights to Dale Henderson	Mgmt	For	For	For
6	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	None	For	For

NextDC Ltd.

Meeting Date: 18/11/2022 **Country:** Australia **Ticker:** NXT
Record Date: 16/11/2022 **Meeting Type:** Annual
Primary Security ID: Q6750Y106

Shares Voted: 969,286

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Gregory J Clark as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Gregory Clark (Item 2), Jennifer Lambert (Item 3) and Stephen Smith (Item4) is warranted. They all serve as independent non-executive directors on a majority independent board. No material concerns have been identified regarding their nomination in respect of board and committee composition or any wider material corporate governance concerns.</i></p>					
3	Elect Jennifer M Lambert as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Gregory Clark (Item 2), Jennifer Lambert (Item 3) and Stephen Smith (Item4) is warranted. They all serve as independent non-executive directors on a majority independent board. No material concerns have been identified regarding their nomination in respect of board and committee composition or any wider material corporate governance concerns.</i></p>					
4	Elect Stephen M Smith as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Gregory Clark (Item 2), Jennifer Lambert (Item 3) and Stephen Smith (Item4) is warranted. They all serve as independent non-executive directors on a majority independent board. No material concerns have been identified regarding their nomination in respect of board and committee composition or any wider material corporate governance concerns.</i></p>					
5	Approve Grant of Performance Rights to Craig Scroggie	Mgmt	For	For	For

PEXA Group Limited

Meeting Date: 18/11/2022

Country: Australia

Ticker: PXA

Record Date: 16/11/2022

Meeting Type: Annual

Primary Security ID: Q9131W104

Shares Voted: 100,510

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Helen Silver as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 3 A vote FOR the reelection of Helen Silver and Kirstin Ferguson is warranted. Item 2 A qualified vote FOR the reelection of John Hawkins is warranted because he, along with Vivek Bhatia, is a shareholder representative of the Link Group, whose current level of board representation is not disproportionate to its 42.77 percent ownership stake in the company.</i></p>					
2	Elect John Hawkins as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 3 A vote FOR the reelection of Helen Silver and Kirstin Ferguson is warranted. Item 2 A qualified vote FOR the reelection of John Hawkins is warranted because he, along with Vivek Bhatia, is a shareholder representative of the Link Group, whose current level of board representation is not disproportionate to its 42.77 percent ownership stake in the company.</i></p>					
3	Elect Kirstin Ferguson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 3 A vote FOR the reelection of Helen Silver and Kirstin Ferguson is warranted. Item 2 A qualified vote FOR the reelection of John Hawkins is warranted because he, along with Vivek Bhatia, is a shareholder representative of the Link Group, whose current level of board representation is not disproportionate to its 42.77 percent ownership stake in the company.</i></p>					
4	Approve Remuneration Report	Mgmt	For	For	For
5	Approve Grant of Performance Rights to Glenn King	Mgmt	For	For	For
6	Approve the Amendments to the Company's Constitution	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted. * The proposed amendments to the constitution will allow the company to conduct meetings using virtual-means only. * Concerns are raised for any moves to completely eliminate any physical attendance at a meeting. Virtual-only meetings may impact on shareholder rights in holding directors publicly accountable and may hinder meaningful exchanges between directors and shareholders. * Constitutional language providing for a hybrid meeting format, which includes physical attendance concurrently with the use of virtual technology to hold meetings, would not negatively impact shareholder rights (compared with a virtual-only meeting format) and would reasonably reflect the preferences of shareholders.</i></p>					

Chalice Mining Limited

Meeting Date: 23/11/2022

Country: Australia

Ticker: CHN

Record Date: 21/11/2022

Meeting Type: Annual

Primary Security ID: Q2261V103

Shares Voted: 2,141,090

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	None	For	For
2	Elect Morgan Ball as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent non-executive director Morgan Ball (Item 2) and the election of independent non-executive director Joanne (Jo) Gaines (Item 3) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.</i></p>					

Chalice Mining Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Elect Jo Gaines as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent non-executive director Morgan Ball (Item 2) and the election of independent non-executive director Joanne (Jo) Gaines (Item 3) is warranted as no material concerns have been identified regarding board and committee composition resulting from their nomination.</i></p>					
4	Approve Issuance of Performance Rights to Alex Dorsch	Mgmt	For	For	For
5	Ratify Past Issuance of Placement Shares	Mgmt	For	For	For
6	Approve Chalice Mining Limited Employee Securities Incentive Plan	Mgmt	For	For	For
7	Approve Potential Termination Benefits Under the New Plan	Mgmt	None	For	For
8	Approve Re-insertion of Proportional Takeover Bid Provisions	Mgmt	For	For	For

Wisetech Global Limited

Meeting Date: 23/11/2022 **Country:** Australia **Ticker:** WTC
Record Date: 21/11/2022 **Meeting Type:** Annual
Primary Security ID: Q98056106

Shares Voted: 775

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
3	Elect Maree Isaacs as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Maree Isaacs and the election of Richard Dammery and Michael Malone is warranted as no concerns have been identified regarding board and committee composition resulting from their nominations.</i></p>					
4	Elect Richard Dammery as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Maree Isaacs and the election of Richard Dammery and Michael Malone is warranted as no concerns have been identified regarding board and committee composition resulting from their nominations.</i></p>					
5	Elect Michael Malone as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Maree Isaacs and the election of Richard Dammery and Michael Malone is warranted as no concerns have been identified regarding board and committee composition resulting from their nominations.</i></p>					
6	Approve Grant of Share Rights to Non-Executive Directors under the Non-Executive Director Fee Sacrifice Share Acquisition Plan	Mgmt	For	For	For

Boss Energy Limited

Meeting Date: 24/11/2022 **Country:** Australia **Ticker:** BOE
Record Date: 22/11/2022 **Meeting Type:** Annual
Primary Security ID: Q1705F161

Boss Energy Limited

Shares Voted: 4,197,472

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Jan Honeyman as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these nominees is warranted.</i>					
3	Elect Wyatt Buck as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these nominees is warranted.</i>					
4	Approve Issuance of Performance Rights to Duncan Craib	Mgmt	For	For	For
5	Approve Issuance of Options to Jan Honeyman	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because local market guidelines do not support the grant of incentive equity awards to NEDs in light of ensuring independent judgment by the NEDs and preventing any potential conflict of interest.</i>					

Evolution Mining Limited

Meeting Date: 24/11/2022

Country: Australia

Ticker: EVN

Record Date: 22/11/2022

Meeting Type: Annual

Primary Security ID: Q3647R147

Shares Voted: 21,211

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	None	For	For
2	Elect Andrea Hall as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR their re-election of Andrea Hall and Victoria Binns is warranted. No material issues have been identified regarding the nominations. A qualified vote FOR the re-election of Jason Attew is warranted. He has a senior role at Canadian-listed Liberty Gold Corp. and shareholders may be concerned that he may not have sufficient time to dedicate to his role as Lead Independent Director on the Evolution Board that is currently 37.5 percent non-independent.</i>					
3	Elect Victoria (Vicky) Binns as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR their re-election of Andrea Hall and Victoria Binns is warranted. No material issues have been identified regarding the nominations. A qualified vote FOR the re-election of Jason Attew is warranted. He has a senior role at Canadian-listed Liberty Gold Corp. and shareholders may be concerned that he may not have sufficient time to dedicate to his role as Lead Independent Director on the Evolution Board that is currently 37.5 percent non-independent.</i>					
4	Elect Jason Attew as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR their re-election of Andrea Hall and Victoria Binns is warranted. No material issues have been identified regarding the nominations. A qualified vote FOR the re-election of Jason Attew is warranted. He has a senior role at Canadian-listed Liberty Gold Corp. and shareholders may be concerned that he may not have sufficient time to dedicate to his role as Lead Independent Director on the Evolution Board that is currently 37.5 percent non-independent.</i>					
5	Approve Issuance of Performance Rights to Jacob (Jake) Klein	Mgmt	For	For	For
<i>Voting Policy Rationale: A qualified vote FOR the grant of performance rights to the Executive Chairman and the Finance Director/Managing Director is warranted given that performance period and performance measures are consistent with market practice and prior year grants at this company, and sufficiently aligned with shareholder interests. Some concerns are noted for the high quantum being above market medians, board discretion to accelerate vesting on change in control, and poor disclosure of how the number of rights is determined.</i>					

Evolution Mining Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Issuance of Performance Rights to Lawrence (Lawrie) Conway	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the grant of performance rights to the Executive Chairman and the Finance Director/Managing Director is warranted given that performance period and performance measures are consistent with market practice and prior year grants at this company, and sufficiently aligned with shareholder interests. Some concerns are noted for the high quantum being above market medians, board discretion to accelerate vesting on change in control, and poor disclosure of how the number of rights is determined.</i></p>					
7	Approve the Non-executive Director Equity Plan	Mgmt	For	For	For

Karoon Energy Ltd.

Meeting Date: 24/11/2022 **Country:** Australia **Ticker:** KAR
Record Date: 22/11/2022 **Meeting Type:** Annual
Primary Security ID: Q5210P101

Shares Voted: 6,984,001

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Carlos Tadeu da Costa Fraga as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the election of independent non-executive director Carlos Tadeu da Costa Fraga (Item 1) and the re-election of non-independent non-executive director Clark Davey (Item 2) and independent non-executive director Peter Turnbull (Item 3) is warranted to highlight that female representation on the board stands at a mere 14 percent, which does not meet the guidelines of the ASX Corporate Governance Council Principles and Recommendations for at least 30 percent of each gender represented on the board. This is inferior to peer companies in the ASX 300 Index. While the company has an objective of achieving 30-percent female participation by 2025 at board level, it has been slow relative to market. Adverse recommendations may be warranted for all incumbent nominees up for election at the 2023 AGM if the company continues to fail to meet the gender diversity guidelines and there is no nomination committee in place. Concerns are also raised given that Mr Davey serves as the non-independent chair on the Audit and Risk Committee, which is not fully independent. He is classified as non-independent by ISS due to excessive tenure on the board (>12 years).</i></p>					
2	Elect Clark Davey as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the election of independent non-executive director Carlos Tadeu da Costa Fraga (Item 1) and the re-election of non-independent non-executive director Clark Davey (Item 2) and independent non-executive director Peter Turnbull (Item 3) is warranted to highlight that female representation on the board stands at a mere 14 percent, which does not meet the guidelines of the ASX Corporate Governance Council Principles and Recommendations for at least 30 percent of each gender represented on the board. This is inferior to peer companies in the ASX 300 Index. While the company has an objective of achieving 30-percent female participation by 2025 at board level, it has been slow relative to market. Adverse recommendations may be warranted for all incumbent nominees up for election at the 2023 AGM if the company continues to fail to meet the gender diversity guidelines and there is no nomination committee in place. Concerns are also raised given that Mr Davey serves as the non-independent chair on the Audit and Risk Committee, which is not fully independent. He is classified as non-independent by ISS due to excessive tenure on the board (>12 years).</i></p>					
3	Elect Peter Turnbull as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the election of independent non-executive director Carlos Tadeu da Costa Fraga (Item 1) and the re-election of non-independent non-executive director Clark Davey (Item 2) and independent non-executive director Peter Turnbull (Item 3) is warranted to highlight that female representation on the board stands at a mere 14 percent, which does not meet the guidelines of the ASX Corporate Governance Council Principles and Recommendations for at least 30 percent of each gender represented on the board. This is inferior to peer companies in the ASX 300 Index. While the company has an objective of achieving 30-percent female participation by 2025 at board level, it has been slow relative to market. Adverse recommendations may be warranted for all incumbent nominees up for election at the 2023 AGM if the company continues to fail to meet the gender diversity guidelines and there is no nomination committee in place. Concerns are also raised given that Mr Davey serves as the non-independent chair on the Audit and Risk Committee, which is not fully independent. He is classified as non-independent by ISS due to excessive tenure on the board (>12 years).</i></p>					
4	Approve Remuneration Report	Mgmt	For	For	For

Karoon Energy Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Issuance of Securities Under the Performance Rights Plan 2022	Mgmt	For	For	For
6	Approve Issuance of Performance Rights to Julian Fowles	Mgmt	For	For	For

New Hope Corporation Limited

Meeting Date: 24/11/2022 **Country:** Australia **Ticker:** NHC
Record Date: 22/11/2022 **Meeting Type:** Annual
Primary Security ID: Q66635105

Shares Voted: 425,228

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Ian Williams as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>					
3	Elect Jacqueline McGill as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>					
4	Elect Steven Boulton as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>					
5	Approve New Hope Corporation Limited Rights Plan	Mgmt	For	For	For
6	Approve Issuance of Performance Rights and Service Rights to Robert Bishop	Mgmt	For	For	For
7	Approve the Amendments to the Company's Constitution	SH	Against	Against	Against
8	Approve Capital Protection	SH	Against	For	Against
<i>Voting Policy Rationale: A vote FOR this item is warranted. * Disclosure appears inferior and the company does not appear to be taking appropriate steps to keep the market and shareholders informed of how its business is dealing with the impacts of climate change on product demand. * Based on the Sustainability Report and the Climate and Global Energy Transition Statement which are available on the company's website, the company demonstrated inferior disclosure compared to better market practices and shareholder expectations, given the absence of climate-related targets and appropriate information on the impact of climate-related risks</i>					

Regis Resources Limited

Meeting Date: 24/11/2022 **Country:** Australia **Ticker:** RRL
Record Date: 22/11/2022 **Meeting Type:** Annual
Primary Security ID: Q8059N120

Regis Resources Limited

Shares Voted: 685,367

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Fiona Morgan as Director	Mgmt	For	For	For
3	Approve Incentive Plan	Mgmt	For	For	For
4	Approve Potential Termination Benefit in Relation to Securities Issued Pursuant to the Plan	Mgmt	For	For	For
5	Approve Grant of Short Term Incentive Performance Rights to Jim Beyer	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the grant of Short Term Incentive performance rights to Managing Director and CEO Jim Beyer (Item 5) is warranted given this is the deferral into equity of a portion of the FY22 STI bonus which is consistent with market expectations. The 50 percent deferral represents the expected standard in the local market for larger ASX-listed entities in the ASX300. A qualified vote FOR the grant of Long Term Incentive performance rights to Mr Beyer (Item 6) is warranted given that performance measures and performance period are sufficiently consistent with prior year grants, improved shareholder interests and market practice. The qualification is to highlight concerns regarding the terms and conditions of the Incentive Plan (see Item 3) under which this grant of performance rights is being made and the plan's provision that provides the board with discretions that may not align with shareholder interests.</i></p>					
6	Approve Grant of Long Term Incentive Performance Rights to Jim Beyer	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the grant of Short Term Incentive performance rights to Managing Director and CEO Jim Beyer (Item 5) is warranted given this is the deferral into equity of a portion of the FY22 STI bonus which is consistent with market expectations. The 50 percent deferral represents the expected standard in the local market for larger ASX-listed entities in the ASX300. A qualified vote FOR the grant of Long Term Incentive performance rights to Mr Beyer (Item 6) is warranted given that performance measures and performance period are sufficiently consistent with prior year grants, improved shareholder interests and market practice. The qualification is to highlight concerns regarding the terms and conditions of the Incentive Plan (see Item 3) under which this grant of performance rights is being made and the plan's provision that provides the board with discretions that may not align with shareholder interests.</i></p>					

Lynas Rare Earths Limited

Meeting Date: 29/11/2022

Country: Australia

Ticker: LYC

Record Date: 27/11/2022

Meeting Type: Annual

Primary Security ID: Q5683J210

Shares Voted: 1,500,969

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Kathleen Conlon as Director	Mgmt	For	For	For
3	Approve Grant of Performance Rights to Amanda Lacaze	Mgmt	For	For	For
4	Approve the Increase in Non-Executive Director Fee Pool	Mgmt	None	For	For

Elders Limited

Meeting Date: 15/12/2022

Country: Australia

Ticker: ELD

Record Date: 13/12/2022

Meeting Type: Annual

Primary Security ID: Q3414A186

Shares Voted: 1,634,868

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
3	Elect Ian Wilton as Director	Mgmt	For	For	For
4	Approve Grant of Performance Rights to Mark Charles Allison	Mgmt	For	For	For
5	Approve the Increase in Aggregate Non-Executive Director Fee Pool	Mgmt	None	For	For

Nitro Software Limited

Meeting Date: 03/02/2023

Country: Australia

Ticker: NTO

Record Date: 01/02/2023

Meeting Type: Court

Primary Security ID: Q68185109

Shares Voted: 4,339,210

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Court-Ordered Meeting	Mgmt			
	Approve Scheme of Arrangement in Relation to the Proposed Acquisition of the Company by Rocket BidCo Pty Ltd, a Wholly Owned Subsidiary of Cascade Parent Limited	Mgmt	For	For	For

Technology One Limited

Meeting Date: 22/02/2023

Country: Australia

Ticker: TNE

Record Date: 20/02/2023

Meeting Type: Annual

Primary Security ID: Q89275103

Shares Voted: 1,781,417

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against	For

*Voting Policy Rationale: A vote AGAINST the Remuneration Report is warranted due primarily to the following concerns pointing to inconsistency with the corporate governance expectations of many shareholders: * A medium concern for misalignment of pay and performance and shareholder outcomes has been identified in quantitative analysis. * The 'Retention LTI' grant of \$2,038,066 to the CEO made in May 2022 is in addition to the CEO's annual STI and LTI. Other executives all received substantial Retention LTI grants in excess of 200 percent of fixed remuneration. * The one-off Retention LTI grant of options is based solely on a service condition for executives to remain employed on 30 November 2026.*

Technology One Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Jane Andrews as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent non-executive director Jane Andrews (Item 2) and Clifford Rosenberg (Item 3) is warranted. No material concerns are noted regarding the nomination of Andrews. However, a qualification is raised in connection with the nomination of Rosenberg given he is the Chair of the Nomination & Governance Committee, and the board fails to meet appropriate gender diversity guidelines of the ASX Corporate Governance Council Principles and Recommendations for at least 30 percent of each gender on the board. Additionally, the board has several long-tenured directors raising concerns for a lower level of director independence on the board.</i></p>					
3	Elect Cliff Rosenberg as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of independent non-executive director Jane Andrews (Item 2) and Clifford Rosenberg (Item 3) is warranted. No material concerns are noted regarding the nomination of Andrews. However, a qualification is raised in connection with the nomination of Rosenberg given he is the Chair of the Nomination & Governance Committee, and the board fails to meet appropriate gender diversity guidelines of the ASX Corporate Governance Council Principles and Recommendations for at least 30 percent of each gender on the board. Additionally, the board has several long-tenured directors raising concerns for a lower level of director independence on the board.</i></p>					
4	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	None	For	For
5	Adopt Amended Omnibus Incentive Plan	Mgmt	For	For	For

AUB Group Limited

Meeting Date: 28/03/2023 **Country:** Australia **Ticker:** AUB
Record Date: 26/03/2023 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: Q0647P113

Shares Voted: 386,305

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Issuance of Performance Share Rights to Michael Emmett under the Long Term Incentive Plan	Mgmt	For	For	For

OZ Minerals Limited

Meeting Date: 13/04/2023 **Country:** Australia **Ticker:** OZL
Record Date: 11/04/2023 **Meeting Type:** Court
Primary Security ID: Q7161P122

Shares Voted: 3,154

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Court-Ordered Meeting	Mgmt			
1	Approve Scheme of Arrangement in Relation to the Proposed Acquisition of the Company by BHP Lonsdale Investments Pty Ltd, a Wholly Owned Subsidiary of BHP Group Limited	Mgmt	For	For	For

Summerset Group Holdings Ltd.

Meeting Date: 26/04/2023

Country: New Zealand

Ticker: SUM

Record Date: 24/04/2023

Meeting Type: Annual

Primary Security ID: Q8794G109

Shares Voted: 31,712

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
2	Elect Andrew Wong as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 2 and 4 A vote FOR the election/re-election of Andrew Wong and Fiona Oliver is warranted. They are independent non-executive directors on a seven-member majority independent board. Their presence supports the continued composition of a majority independent board structure, and no corporate governance concerns have been identified in relation to their nomination as directors. Item 3 A qualified vote FOR the re-election of Venasio-Lorenzo Crawley is warranted. He is a member of the remuneration and nomination committee and concerns are raised for the lack of transparency around the specific and quantified STI targets.</i></p>					
3	Elect Venasio-Lorenzo Crawley as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 2 and 4 A vote FOR the election/re-election of Andrew Wong and Fiona Oliver is warranted. They are independent non-executive directors on a seven-member majority independent board. Their presence supports the continued composition of a majority independent board structure, and no corporate governance concerns have been identified in relation to their nomination as directors. Item 3 A qualified vote FOR the re-election of Venasio-Lorenzo Crawley is warranted. He is a member of the remuneration and nomination committee and concerns are raised for the lack of transparency around the specific and quantified STI targets.</i></p>					
4	Elect Fiona Oliver as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 2 and 4 A vote FOR the election/re-election of Andrew Wong and Fiona Oliver is warranted. They are independent non-executive directors on a seven-member majority independent board. Their presence supports the continued composition of a majority independent board structure, and no corporate governance concerns have been identified in relation to their nomination as directors. Item 3 A qualified vote FOR the re-election of Venasio-Lorenzo Crawley is warranted. He is a member of the remuneration and nomination committee and concerns are raised for the lack of transparency around the specific and quantified STI targets.</i></p>					

IRESS Limited

Meeting Date: 04/05/2023

Country: Australia

Ticker: IRE

Record Date: 02/05/2023

Meeting Type: Annual

Primary Security ID: Q49822101

Shares Voted: 1,160,120

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Anthony Glenning as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted. A qualified vote for the re-election of Trudy Vonhoff is warranted on the basis that she is a member of the remuneration committee and problematic pay practice are noted.</i></p>					
2	Elect Trudy Vonhoff as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted. A qualified vote for the re-election of Trudy Vonhoff is warranted on the basis that she is a member of the remuneration committee and problematic pay practice are noted.</i></p>					

IRESS Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Report	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted. * Quantitative pay for performance analysis indicates a high level of concern for misalignment of pay and performance and shareholder returns relative to peers, * The terms and structure of the annual grant of the maximum amount of Equity Rights is misaligned with company performance, * The company's decision to classify the Equity Rights as fixed remuneration and no longer as an STI results in excessive remuneration and inconsistent with market practice, * There is no transparency of performance indicators pursuant to which the board makes its determination of vesting of the Equity Rights, thereby giving rise to concerns for excessive discretion to allow vesting at maximum levels as seen in recent years, and * The FY22 LTI grant has a materially increased quantum up from \$1.0 million to \$3.3 million. Exacerbating concern is that the FY23 LTI grant is being brought forward and granted in FY22, making the combined value of the LTI grants of \$6.6 million to the CEO, being inconsistent and well is excessive of market, and not well justified by shareholder outcomes over recent years.</i></p>					
4	Approve the Amendments to the Company's Constitution	Mgmt	For	For	For
5	Approve Ernst & Young as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For

Iluka Resources Limited

Meeting Date: 10/05/2023

Country: Australia

Ticker: ILU

Record Date: 08/05/2023

Meeting Type: Annual

Primary Security ID: Q4875J104

Shares Voted: 5,608

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Susie Corlett as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted as no material issues have been identified.</i></p>					
2	Elect Lynne Saint as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted as no material issues have been identified.</i></p>					
3	Approve Remuneration Report	Mgmt	For	For	For
4	Approve Grant of Restricted Rights and Performance Rights to Tom O'Leary	Mgmt	For	For	For
5	Approve Grant of Performance Rights to Tom O'Leary	Mgmt	For	For	For

Ampol Limited

Meeting Date: 12/05/2023

Country: Australia

Ticker: ALD

Record Date: 10/05/2023

Meeting Type: Annual

Primary Security ID: Q03608124

Shares Voted: 1,998

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For

Ampol Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3a	Elect Melinda Conrad as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Melinda Conrad (Item 3a) and the election of Simon Allen (Item 3b) is warranted given they both serve as independent non-executive directors on a board that is majority independent. No material issues have been identified regarding these director nominees in respect of board and committee composition, nor any wider corporate governance concerns.</i></p>					
3b	Elect Simon Allen as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Melinda Conrad (Item 3a) and the election of Simon Allen (Item 3b) is warranted given they both serve as independent non-executive directors on a board that is majority independent. No material issues have been identified regarding these director nominees in respect of board and committee composition, nor any wider corporate governance concerns.</i></p>					
4	Approve Grant of Performance Rights to Matthew Halliday	Mgmt	For	For	For

Gold Road Resources Limited

Meeting Date: 18/05/2023 **Country:** Australia **Ticker:** GOR
Record Date: 16/05/2023 **Meeting Type:** Annual
Primary Security ID: Q4202N117

Shares Voted: 8,212,698

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
2	Elect Tim Netscher as Director	Mgmt	For	For	For
3	Approve 2023 Employee Incentive Plan	Mgmt	For	For	For
4	Approve Grant of Long Term Incentive Performance Rights to Duncan Gibbs	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the grant of LTI performance rights to the CEO (Item 4) is warranted. The structure of the LTI is sufficiently aligned with long-term shareholder interests, and the company has reduced the weighting of non-financial performance measures. There are EPS and TSR performance measures for 70 percent of the LTI and Growth measure for 30 percent. Disclosure of objectives is well presented for shareholder assessment. The qualification is to highlight concerns that: * The non-financial strategic performance measure continue to have a high weighting in the LTI despite being reduced from the prior year, noting also that stretch performance can result in vesting at 200 percent of target. * The absence of adequate rigour of the EPS growth performance measure at the low level with pro-rata vesting from 0 percent growth to 30 percent growth. A qualified vote FOR the grant of STI performance rights to the CEO is warranted (Item 5), as no historical abuse of this request has been observed. The qualification is to highlight that this is an advance approval of the maximum grant of rights for the FY23 STI bonus. The practice of advance approvals before the year has been completed and performance is achieved, is inconsistent with the majority of ASX300 companies.</i></p>					
5	Approve Grant of Short Term Incentive Performance Rights to Duncan Gibbs	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the grant of LTI performance rights to the CEO (Item 4) is warranted. The structure of the LTI is sufficiently aligned with long-term shareholder interests, and the company has reduced the weighting of non-financial performance measures. There are EPS and TSR performance measures for 70 percent of the LTI and Growth measure for 30 percent. Disclosure of objectives is well presented for shareholder assessment. The qualification is to highlight concerns that: * The non-financial strategic performance measure continue to have a high weighting in the LTI despite being reduced from the prior year, noting also that stretch performance can result in vesting at 200 percent of target. * The absence of adequate rigour of the EPS growth performance measure at the low level with pro-rata vesting from 0 percent growth to 30 percent growth. A qualified vote FOR the grant of STI performance rights to the CEO is warranted (Item 5), as no historical abuse of this request has been observed. The qualification is to highlight that this is an advance approval of the maximum grant of rights for the FY23 STI bonus. The practice of advance approvals before the year has been completed and performance is achieved, is inconsistent with the majority of ASX300 companies.</i></p>					

Eagers Automotive Limited

Meeting Date: 24/05/2023

Country: Australia

Ticker: APE

Record Date: 22/05/2023

Meeting Type: Annual

Primary Security ID: Q3R14D102

Shares Voted: 1,345,936

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Elect Tim Crommelin as Director	Mgmt	For	Against	For
	<p><i>Voter Rationale: APE is an exceptionally well managed business with a very long track record of success. We believe they continue to know what is best for customers, employees and shareholders in their specific circumstances. We have no reason to question their corporate governance</i></p> <p><i>Voting Policy Rationale: A vote AGAINST the re-election of Timothy Crommelin, Marcus Birrell (Items 2a-b) and Michelle Prater (Item 2f) is warranted. They serve as non-independent non-executive directors on a board that is not majority independent. Concerns are noted that Timothy Crommelin serves as Chairman of the board and has ultimate responsibility for board composition. In addition to board independence concerns, gender diversity stands at 25 percent female director representation, which continues to be below the guidelines of the ASX Corporate Governance Council for at least 30 percent of each gender on the board. A vote AGAINST the re-election of Sophie Moore (Item 2c) is warranted. She is the CFO and there are multiple executive directors which contributes to the board not being majority independent. A vote FOR the re-election of David Blackhall (Item 2d) is warranted as no material concerns have been identified regarding board and committee composition resulting from his nomination. A qualified vote FOR the re-election of Gregory Duncan (Item 2e) is warranted. The qualification is to highlight that he serves as Chairman of the Nomination & Remuneration Committee and gender diversity continues to be below the guidelines of the ASX Corporate Governance Council as noted above. Board gender diversity has not reached at least 30 percent of each gender on the board in the previous five years.</i></p>				
2b	Elect Marcus John Birrell as Director	Mgmt	For	Against	For
	<p><i>Voter Rationale: APE is an exceptionally well managed business with a very long track record of success. We believe they continue to know what is best for customers, employees and shareholders in their specific circumstances. We have no reason to question their corporate governance</i></p> <p><i>Voting Policy Rationale: A vote AGAINST the re-election of Timothy Crommelin, Marcus Birrell (Items 2a-b) and Michelle Prater (Item 2f) is warranted. They serve as non-independent non-executive directors on a board that is not majority independent. Concerns are noted that Timothy Crommelin serves as Chairman of the board and has ultimate responsibility for board composition. In addition to board independence concerns, gender diversity stands at 25 percent female director representation, which continues to be below the guidelines of the ASX Corporate Governance Council for at least 30 percent of each gender on the board. A vote AGAINST the re-election of Sophie Moore (Item 2c) is warranted. She is the CFO and there are multiple executive directors which contributes to the board not being majority independent. A vote FOR the re-election of David Blackhall (Item 2d) is warranted as no material concerns have been identified regarding board and committee composition resulting from his nomination. A qualified vote FOR the re-election of Gregory Duncan (Item 2e) is warranted. The qualification is to highlight that he serves as Chairman of the Nomination & Remuneration Committee and gender diversity continues to be below the guidelines of the ASX Corporate Governance Council as noted above. Board gender diversity has not reached at least 30 percent of each gender on the board in the previous five years.</i></p>				
2c	Elect Sophie Alexandra Moore as Director	Mgmt	For	Against	For
	<p><i>Voter Rationale: APE is an exceptionally well managed business with a very long track record of success. We believe they continue to know what is best for customers, employees and shareholders in their specific circumstances. We have no reason to question their corporate governance</i></p> <p><i>Voting Policy Rationale: A vote AGAINST the re-election of Timothy Crommelin, Marcus Birrell (Items 2a-b) and Michelle Prater (Item 2f) is warranted. They serve as non-independent non-executive directors on a board that is not majority independent. Concerns are noted that Timothy Crommelin serves as Chairman of the board and has ultimate responsibility for board composition. In addition to board independence concerns, gender diversity stands at 25 percent female director representation, which continues to be below the guidelines of the ASX Corporate Governance Council for at least 30 percent of each gender on the board. A vote AGAINST the re-election of Sophie Moore (Item 2c) is warranted. She is the CFO and there are multiple executive directors which contributes to the board not being majority independent. A vote FOR the re-election of David Blackhall (Item 2d) is warranted as no material concerns have been identified regarding board and committee composition resulting from his nomination. A qualified vote FOR the re-election of Gregory Duncan (Item 2e) is warranted. The qualification is to highlight that he serves as Chairman of the Nomination & Remuneration Committee and gender diversity continues to be below the guidelines of the ASX Corporate Governance Council as noted above. Board gender diversity has not reached at least 30 percent of each gender on the board in the previous five years.</i></p>				

Eagers Automotive Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2d	Elect David Scott Blackhall as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST the re-election of Timothy Crommelin, Marcus Birrell (Items 2a-b) and Michelle Prater (Item 2f) is warranted. They serve as non-independent non-executive directors on a board that is not majority independent. Concerns are noted that Timothy Crommelin serves as Chairman of the board and has ultimate responsibility for board composition. In addition to board independence concerns, gender diversity stands at 25 percent female director representation, which continues to be below the guidelines of the ASX Corporate Governance Council for at least 30 percent of each gender on the board. A vote AGAINST the re-election of Sophie Moore (Item 2c) is warranted. She is the CFO and there are multiple executive directors which contributes to the board not being majority independent. A vote FOR the re-election of David Blackhall (Item 2d) is warranted as no material concerns have been identified regarding board and committee composition resulting from his nomination. A qualified vote FOR the re-election of Gregory Duncan (Item 2e) is warranted. The qualification is to highlight that he serves as Chairman of the Nomination & Remuneration Committee and gender diversity continues to be below the guidelines of the ASX Corporate Governance Council as noted above. Board gender diversity has not reached at least 30 percent of each gender on the board in the previous five years.</i></p>				
2e	Elect Gregory James Duncan as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST the re-election of Timothy Crommelin, Marcus Birrell (Items 2a-b) and Michelle Prater (Item 2f) is warranted. They serve as non-independent non-executive directors on a board that is not majority independent. Concerns are noted that Timothy Crommelin serves as Chairman of the board and has ultimate responsibility for board composition. In addition to board independence concerns, gender diversity stands at 25 percent female director representation, which continues to be below the guidelines of the ASX Corporate Governance Council for at least 30 percent of each gender on the board. A vote AGAINST the re-election of Sophie Moore (Item 2c) is warranted. She is the CFO and there are multiple executive directors which contributes to the board not being majority independent. A vote FOR the re-election of David Blackhall (Item 2d) is warranted as no material concerns have been identified regarding board and committee composition resulting from his nomination. A qualified vote FOR the re-election of Gregory Duncan (Item 2e) is warranted. The qualification is to highlight that he serves as Chairman of the Nomination & Remuneration Committee and gender diversity continues to be below the guidelines of the ASX Corporate Governance Council as noted above. Board gender diversity has not reached at least 30 percent of each gender on the board in the previous five years.</i></p>				
2f	Elect Michelle Victoria Prater as Director	Mgmt	For	Against	For
	<p><i>Voter Rationale: APE is an exceptionally well managed business with a very long track record of success. We believe they continue to know what is best for customers, employees and shareholders in the their specific circumstances. We have no reason to question their corporate governance</i></p> <p><i>Voting Policy Rationale: A vote AGAINST the re-election of Timothy Crommelin, Marcus Birrell (Items 2a-b) and Michelle Prater (Item 2f) is warranted. They serve as non-independent non-executive directors on a board that is not majority independent. Concerns are noted that Timothy Crommelin serves as Chairman of the board and has ultimate responsibility for board composition. In addition to board independence concerns, gender diversity stands at 25 percent female director representation, which continues to be below the guidelines of the ASX Corporate Governance Council for at least 30 percent of each gender on the board. A vote AGAINST the re-election of Sophie Moore (Item 2c) is warranted. She is the CFO and there are multiple executive directors which contributes to the board not being majority independent. A vote FOR the re-election of David Blackhall (Item 2d) is warranted as no material concerns have been identified regarding board and committee composition resulting from his nomination. A qualified vote FOR the re-election of Gregory Duncan (Item 2e) is warranted. The qualification is to highlight that he serves as Chairman of the Nomination & Remuneration Committee and gender diversity continues to be below the guidelines of the ASX Corporate Governance Council as noted above. Board gender diversity has not reached at least 30 percent of each gender on the board in the previous five years.</i></p>				
3	Approve Remuneration Report	Mgmt	None	For	For
4	Approve Renewal of Proportional Takeover Provisions of Constitution	Mgmt	For	For	For

Telix Pharmaceuticals Limited

Meeting Date: 24/05/2023

Country: Australia

Ticker: TLX

Record Date: 22/05/2023

Meeting Type: Annual

Primary Security ID: Q8973A105

Telix Pharmaceuticals Limited

Shares Voted: 1,050,949

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Elect H Kevin McCann as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Kevin McCann and Mark Nelson (Items 2a-b) is warranted. They both serve as independent non-executive directors on a board that is majority independent. Kevin McCann serves as Chair of the board. No material concerns are identified regarding board and committee composition resulting from their elections, nor wider corporate governance issues.</i></p>					
2b	Elect Mark Nelson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Kevin McCann and Mark Nelson (Items 2a-b) is warranted. They both serve as independent non-executive directors on a board that is majority independent. Kevin McCann serves as Chair of the board. No material concerns are identified regarding board and committee composition resulting from their elections, nor wider corporate governance issues.</i></p>					
3	Approve Issuance of Performance Share Appreciation Rights to Christian Behrenbruch	Mgmt	For	For	For
4	Approve Remuneration Report	Mgmt	None	For	For

Life360, Inc.

Meeting Date: 31/05/2023

Country: USA

Ticker: 360

Record Date: 11/04/2023

Meeting Type: Annual

Primary Security ID: U5295P104

Shares Voted: 3,536,148

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Mark Goines as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the re-election of independent non-executive director Mark Goines is warranted as he is the chair of the Remuneration and Nomination Committee. Certain concerns have been identified: * The company does not present a say on pay resolution being inconsistent with good corporate governance expectations in the US and Australian markets. * Female representation on the board stands at 22 percent, which does not meet the guidelines of the ASX Corporate Governance Council for at least 30 percent of each gender represented on the board. A vote FOR the re-election of non-independent non-executive director Alex Haro is warranted given he is a co-founder of the company. A vote FOR the re-election of independent non-executive director Randi Zuckerberg is warranted. No material concerns are identified regarding board and committee composition resulting from her election.</i></p>					
1b	Elect Alex Haro as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the re-election of independent non-executive director Mark Goines is warranted as he is the chair of the Remuneration and Nomination Committee. Certain concerns have been identified: * The company does not present a say on pay resolution being inconsistent with good corporate governance expectations in the US and Australian markets. * Female representation on the board stands at 22 percent, which does not meet the guidelines of the ASX Corporate Governance Council for at least 30 percent of each gender represented on the board. A vote FOR the re-election of non-independent non-executive director Alex Haro is warranted given he is a co-founder of the company. A vote FOR the re-election of independent non-executive director Randi Zuckerberg is warranted. No material concerns are identified regarding board and committee composition resulting from her election.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Randi Zuckerberg as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A qualified vote FOR the re-election of independent non-executive director Mark Goines is warranted as he is the chair of the Remuneration and Nomination Committee. Certain concerns have been identified: * The company does not present a say on pay resolution being inconsistent with good corporate governance expectations in the US and Australian markets. * Female representation on the board stands at 22 percent, which does not meet the guidelines of the ASX Corporate Governance Council for at least 30 percent of each gender represented on the board. A vote FOR the re-election of non-independent non-executive director Alex Haro is warranted given he is a co-founder of the company. A vote FOR the re-election of independent non-executive director Randi Zuckerberg is warranted. No material concerns are identified regarding board and committee composition resulting from her election.</i></p>				
2	Approve Stock Plan	Mgmt	For	For	For
3	Approve Grant of RSUs to Chris Hulls	Mgmt	For	Against	For
	<p><i>Voter Rationale: We believe the company has executed very well over the past years and the total compensation for the CEO is modest at the base salary level and not excessive at the total comp level given the improved shareholder alignment via the share issues.</i></p> <p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because the material terms of the proposed grant of RSUs to Chris Hulls are not in line with local market good corporate governance practice: * The only vesting condition is continued service. This is inconsistent with local market and shareholder interests for the vesting of long-term incentives to be subject to challenging performance conditions linked to improved company performance and shareholder outcomes. * The vesting period does not meet the minimum accepted standard in the Australian market of three years.</i></p>				
4	Approve Grant of RSUs to John Philip Coghlan	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted. This recognises that directors are paid in cash and equity (RSUs), which allows non-executive directors to build "skin in the game" and aligns with shareholder interests. Some concern is noted for the quantum of RSU's having been increased significantly from the prior year, in place of the grant of options to NEDs which has now been removed.</i></p>				
5	Approve Grant of RSUs to Brit Morin	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted. This recognises that directors are paid in cash and equity (RSUs), which allows non-executive directors to build "skin in the game" and aligns with shareholder interests. Some concern is noted for the quantum of RSU's having been increased significantly from the prior year, in place of the grant of options to NEDs which has now been removed.</i></p>				
6	Approve Grant of RSUs to James Synge	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted. This recognises that directors are paid in cash and equity (RSUs), which allows non-executive directors to build "skin in the game" and aligns with shareholder interests. Some concern is noted for the quantum of RSU's having been increased significantly from the prior year, in place of the grant of options to NEDs which has now been removed.</i></p>				
7	Approve Grant of RSUs to Mark Goines	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted. This recognises that directors are paid in cash and equity (RSUs), which allows non-executive directors to build "skin in the game" and aligns with shareholder interests. Some concern is noted for the quantum of RSU's having been increased significantly from the prior year, in place of the grant of options to NEDs which has now been removed.</i></p>				
8	Approve Grant of RSUs to David Wiadrowski	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted. This recognises that directors are paid in cash and equity (RSUs), which allows non-executive directors to build "skin in the game" and aligns with shareholder interests. Some concern is noted for the quantum of RSU's having been increased significantly from the prior year, in place of the grant of options to NEDs which has now been removed.</i></p>				
9	Approve Grant of RSUs to Randi Zuckerberg	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted. This recognises that directors are paid in cash and equity (RSUs), which allows non-executive directors to build "skin in the game" and aligns with shareholder interests. Some concern is noted for the quantum of RSU's having been increased significantly from the prior year, in place of the grant of options to NEDs which has now been removed.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve Grant of RSUs to Alex Haro	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted. This recognises that directors are paid in cash and equity (RSUs), which allows non-executive directors to build "skin in the game" and aligns with shareholder interests. Some concern is noted for the quantum of RSU's having been increased significantly from the prior year, in place of the grant of options to NEDs which has now been removed.</i></p>					
11	Ratify Past Issuance of CDIs to New and Existing Institutional Investors	Mgmt	For	For	For
12	Ratify Deloitte & Touche, LLP as Auditors	Mgmt	For	For	For