

Meeting-Level Statistical Issues Summary (SIS) Report

Reporting Period: 1/1/22 to 10/15/22

Instructions										Management					
	Proposals	For	Against	Abstain	Withhold	DNV	1 YR	2 YRS	3 YRS		With	Against			

Audit Related

Management

Ratify Auditors	464	355	106	0	0	3	0	0	0		355	106			
Authorize Board to Fix Remuneration of External Auditor(s)	8	8	0	0	0	0	0	0	0		8	0			
Approve Auditors and Authorize Board to Fix Their Remuneration	14	11	3	0	0	0	0	0	0		11	3			
Totals for Audit Related :	486	374	109	0	0	3	0	0	0		374	109			

Capitalization

Management

Authorize New Class of Preferred Stock	1	0	1	0	0	0	0	0	0		0	1			
Increase Authorized Common Stock	10	3	7	0	0	0	0	0	0		3	7			
Increase Authorized Preferred Stock	1	0	1	0	0	0	0	0	0		0	1			
Approve Stock Split	4	4	0	0	0	0	0	0	0		4	0			
Eliminate Preemptive Rights	1	1	0	0	0	0	0	0	0		1	0			
Amend Votes Per Share of Existing Stock	1	1	0	0	0	0	0	0	0		1	0			
Authorize Share Repurchase Program	14	2	0	12	0	0	0	0	0		2	12			
Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	13	13	0	0	0	0	0	0	0		13	0			
Authorize Directed Share Repurchase Program	1	0	0	1	0	0	0	0	0		0	1			
Authorize Reissuance of Repurchased Shares	5	3	0	2	0	0	0	0	0		3	2			
Approve Reduction in Share Capital	3	3	0	0	0	0	0	0	0		3	0			

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Approve Reduction/Cancellation of Share Premium Account	1	1	0	0	0	0	0	0	0		1	0				
Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	15	13	2	0	0	0	0	0	0		13	2				
Totals for Capitalization :	70	44	11	15	0	0	0	0	0		44	26				

Company Articles

Management

Amend Articles/Bylaws/Charter -- Routine	1	1	0	0	0	0	0	0	0		1	0				
Amend Articles/Bylaws/Charter -- Non-Routine	3	3	0	0	0	0	0	0	0		3	0				
Amend Articles/Charter to Reflect Changes in Capital	1	1	0	0	0	0	0	0	0		1	0				
Amend Articles/Charter Governance-Related	3	3	0	0	0	0	0	0	0		3	0				
Amend Certificate of Incorporation to Add Federal Forum Selection Provision	3	3	0	0	0	0	0	0	0		3	0				

Shareholder

Amend Articles/Bylaws/Charter -- Non-Routine	1	0	1	0	0	0	0	0	0		1	0				
Totals for Company Articles :	12	11	1	0	0	0	0	0	0		12	0				

Compensation

Management

Approve Remuneration of Directors and/or Committee Members	3	0	0	3	0	0	0	0	0		0	3				
Amend Restricted Stock Plan	1	0	1	0	0	0	0	0	0		0	1				
Approve Qualified Employee Stock Purchase Plan	10	10	0	0	0	0	0	0	0		10	0				

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	Proposals	For	Against	Abstain	Withhold	DNV	1 YR	2 YRS	3 YRS		With	Against				
Amend Qualified Employee Stock Purchase Plan	9	9	0	0	0	0	0	0	0		9	0				
Approve Non-Qualified Employee Stock Purchase Plan	2	2	0	0	0	0	0	0	0		2	0				
Amend Non-Qualified Employee Stock Purchase Plan	1	1	0	0	0	0	0	0	0		1	0				
Approve Omnibus Stock Plan	39	0	38	0	0	1	0	0	0		0	38				
Amend Omnibus Stock Plan	42	0	42	0	0	0	0	0	0		0	42				
Approve Non-Employee Director Stock Option Plan	1	1	0	0	0	0	0	0	0		1	0				
Approve Remuneration of Executive Directors and/or Non-Executive Directors	4	1	0	3	0	0	0	0	0		1	3				
Advisory Vote to Ratify Named Executive Officers' Compensation	459	243	213	0	0	3	0	0	0		243	213				
Advisory Vote on Say on Pay Frequency	9	0	0	0	0	0	9	0	0		9	0				
Advisory Vote on Golden Parachutes	6	2	4	0	0	0	0	0	0		2	4				
Approve Remuneration Policy	1	0	1	0	0	0	0	0	0		0	1				
Approve Increase in Aggregate Compensation Ceiling for Directors	1	1	0	0	0	0	0	0	0		1	0				
Approve Non-Employee Director Restricted Stock Plan	1	0	1	0	0	0	0	0	0		0	1				
Amend Non-Employee Director Omnibus Stock Plan	3	0	3	0	0	0	0	0	0		0	3				

Shareholder

Submit Severance Agreement (Change-in-Control) to Shareholder Vote	12	12	0	0	0	0	0	0	0		0	12				
Stock Retention/Holding Period	1	1	0	0	0	0	0	0	0		0	1				
Company-Specific--Compensation-Related	4	2	2	0	0	0	0	0	0		2	2				
Clawback of Incentive Payments	5	4	1	0	0	0	0	0	0		1	4				

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	Proposals	For	Against	Abstain	Withhold	DNV	1 YR	2 YRS	3 YRS		With	Against				
Adopt Policy on 10b5-1 Trading Plans	2	2	0	0	0	0	0	0	0		0	2				
Use GAAP for Executive Compensation Metrics	2	2	0	0	0	0	0	0	0		0	2				
Totals for Compensation :	618	293	306	6	0	4	9	0	0		282	332				

Corporate Governance

Shareholder

Amend Articles/Bylaws/Charter - Call Special Meetings	83	81	1	0	0	1	0	0	0		1	81				
Amend Vote Requirements to Amend Articles/Bylaws/Charter	1	1	0	0	0	0	0	0	0		0	1				
Provide Right to Act by Written Consent	4	4	0	0	0	0	0	0	0		0	4				
Reduce Supermajority Vote Requirement	5	5	0	0	0	0	0	0	0		2	3				
Totals for Corporate Governance :	93	91	1	0	0	1	0	0	0		3	89				

Director Election

Management

Elect Director	4565	2695	1623	0	247	0	0	0	0		2695	1870				
Elect Director (Management)	36	21	0	0	15	0	0	0	0		21	15				

Shareholder

Elect Director (Dissident)	36	0	0	0	0	36	0	0	0		0	0				
Totals for Director Election :	4637	2716	1623	0	262	36	0	0	0		2716	1885				

Director Related

Management

Elect Member of Remuneration Committee	10	3	7	0	0	0	0	0	0		3	7				
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	Proposals	For	Against	Abstain	Withhold	DNV	1 YR	2 YRS	3 YRS		With	Against				
Approve Increase in Size of Board	1	0	1	0	0	0	0	0	0		0	1				
Declassify the Board of Directors	17	17	0	0	0	0	0	0	0		17	0				
Fix Board Terms for Directors	1	1	0	0	0	0	0	0	0		1	0				
Approve Discharge of Management Board	3	0	3	0	0	0	0	0	0		0	3				
Approve Discharge of Board and President	4	4	0	0	0	0	0	0	0		4	0				
Elect Board Chairman/Vice-Chairman	3	0	3	0	0	0	0	0	0		0	3				
Provide Proxy Access Right	1	1	0	0	0	0	0	0	0		1	0				
Shareholder																
Require Independent Board Chairman	37	37	0	0	0	0	0	0	0		0	37				
Declassify the Board of Directors	1	1	0	0	0	0	0	0	0		0	1				
Require a Majority Vote for the Election of Directors	2	2	0	0	0	0	0	0	0		0	2				
Adopt Proxy Access Right	2	2	0	0	0	0	0	0	0		0	2				
Company-Specific Board-Related	5	5	0	0	0	0	0	0	0		0	5				
Amend Proxy Access Right	5	5	0	0	0	0	0	0	0		0	5				
Require More Director Nominations Than Open Seats	1	0	1	0	0	0	0	0	0		1	0				
Amend Articles/Bylaws/Charter - Removal of Directors	1	1	0	0	0	0	0	0	0		0	1				
Totals for Director Related :	94	79	15	0	0	0	0	0	0		27	67				

E&S Blended

Shareholder

Establish Environmental/Social Issue Board Committee	1	1	0	0	0	0	0	0	0		0	1				
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Require Environmental/Social Issue Qualifications for Director Nominees	1	1	0	0	0	0	0	0	0		0	1				
Link Executive Pay to Social Criteria	1	1	0	0	0	0	0	0	0		0	1				
Product Toxicity and Safety	9	7	1	0	0	1	0	0	0		1	7				
Miscellaneous -- Environmental & Social Counterproposal	13	0	13	0	0	0	0	0	0		13	0				
Miscellaneous Proposal -- Environmental & Social	4	3	1	0	0	0	0	0	0		1	3				
Totals for E&S Blended :	29	13	15	0	0	1	0	0	0		15	13				

Environmental

Shareholder

Community -Environment Impact	6	6	0	0	0	0	0	0	0		0	6				
Report on Climate Change	25	25	0	0	0	0	0	0	0		4	21				
GHG Emissions	20	19	1	0	0	0	0	0	0		1	19				
Recycling	7	6	0	0	0	1	0	0	0		0	6				
Miscellaneous Proposal - Environmental	1	1	0	0	0	0	0	0	0		0	1				
Totals for Environmental :	59	57	1	0	0	1	0	0	0		5	53				

Miscellaneous

Management

Company Specific - Equity Related	3	3	0	0	0	0	0	0	0		3	0				
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Shareholder

Company-Specific--Governance-Related	4	1	3	0	0	0	0	0	0		3	1				
Company-Specific -- Shareholder Miscellaneous	1	1	0	0	0	0	0	0	0		0	1				

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Totals for Miscellaneous :	8	5	3	0	0	0	0	0	0		6	2				

Non-Routine Business

Management

Appoint Appraiser/Special Auditor/Liquidator

2 2 0 0 0 0 0 0 0 0

2 0

Shareholder

Approve Recapitalization Plan for all Stock to Have One-vote per Share

4 4 0 0 0 0 0 0 0 0

0 4

Totals for Non-Routine Business :
6 6 0 0 0 0 0 0 0 0
2 4

Routine Business

Management

Accept Consolidated Financial Statements and Statutory Reports

2 2 0 0 0 0 0 0 0 0

2 0

Accept Financial Statements and Statutory Reports

9 9 0 0 0 0 0 0 0 0

9 0

Approve Dividends

4 4 0 0 0 0 0 0 0 0

4 0

Designate X as Independent Proxy

3 3 0 0 0 0 0 0 0 0

3 0

Change Company Name

1 1 0 0 0 0 0 0 0 0

1 0

Approve Financial Statements, Allocation of Income, and Discharge Directors

1 1 0 0 0 0 0 0 0 0

1 0

Approve Allocation of Income and Dividends

3 3 0 0 0 0 0 0 0 0

3 0

Totals for Routine Business :
23 23 0 0 0 0 0 0 0 0
23 0

Social

Shareholder

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Board Diversity	5	5	0	0	0	0	0	0	0		0	5				
Human Rights Risk Assessment	16	14	2	0	0	0	0	0	0		2	14				
Improve Human Rights Standards or Policies	5	5	0	0	0	0	0	0	0		0	5				
Operations in Hgh Risk Countries	5	2	3	0	0	0	0	0	0		3	2				
Racial Equity and/or Civil Rights Audit	20	18	0	1	0	1	0	0	0		0	19				
Miscellaneous Proposal - Social	15	11	3	1	0	0	0	0	0		3	12				
Report on Pay Disparity	4	3	1	0	0	0	0	0	0		1	3				
Mandatory Arbitration on Employment Related Claims	1	1	0	0	0	0	0	0	0		0	1				
Prepare Tobacco-Related Report	1	1	0	0	0	0	0	0	0		0	1				
Facility Safety	2	2	0	0	0	0	0	0	0		0	2				
Weapons - Related	2	1	1	0	0	0	0	0	0		1	1				
Review Drug Pricing or Distribution	9	8	1	0	0	0	0	0	0		1	8				
Prepare Report on Health Care Reform	3	3	0	0	0	0	0	0	0		0	3				
Charitable Contributions	13	0	13	0	0	0	0	0	0		13	0				
Political Contributions Disclosure	20	19	0	0	0	1	0	0	0		0	19				
Political Lobbying Disclosure	27	25	1	0	0	1	0	0	0		1	25				
Political Activities and Action	1	0	1	0	0	0	0	0	0		1	0				
Report on EEO	6	6	0	0	0	0	0	0	0		0	6				
Labor Issues - Discrimination and Miscellaneous	15	15	0	0	0	0	0	0	0		0	15				
Gender Pay Gap	5	5	0	0	0	0	0	0	0		0	5				
Workplace Sexual Harassment	1	1	0	0	0	0	0	0	0		0	1				

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Animal Welfare	3	1	1	0	0	1	0	0	0		1	1				
Adopt a Policy on Ideological Board Diversity	1	0	1	0	0	0	0	0	0		1	0				
Totals for Social :	180	146	28	2	0	4	0	0	0		28	148				

Strategic Transactions

Management

Approve Merger Agreement	5	5	0	0	0	0	0	0	0		5	0				
Approve Scheme of Arrangement	1	1	0	0	0	0	0	0	0		1	0				
Approve Acquisition OR Issue Shares in Connection with Acquisition	3	3	0	0	0	0	0	0	0		3	0				
Totals for Strategic Transactions :	9	9	0	0	0	0	0	0	0		9	0				

Takeover Related

Management

Adopt the Jurisdiction of Incorporation as the Exclusive Forum for Certain Disputes	1	0	1	0	0	0	0	0	0		0	1				
Reduce Supermajority Vote Requirement	27	27	0	0	0	0	0	0	0		27	0				
Adopt, Renew or Amend NOL Rights Plan (NOL Pill)	3	3	0	0	0	0	0	0	0		3	0				
Provide Right to Act by Written Consent	7	7	0	0	0	0	0	0	0		7	0				
Adjourn Meeting	9	4	5	0	0	0	0	0	0		4	5				
Provide Right to Call Special Meeting	8	8	0	0	0	0	0	0	0		8	0				
Amend Right to Call Special Meeting	6	6	0	0	0	0	0	0	0		6	0				
Totals for Takeover Related :	61	55	6	0	0	0	0	0	0		55	6				

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Totals for the report :	6385	3922	2119	23	262	50	9	0	0	3601	2734
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