

GREENMAN TECHNOLOGIES INC
Form 10QSB
May 23, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-QSB

Quarterly Report Under Section 13 or 15(d) of the Securities
Exchange Act of 1934

For the Quarter Ended March 31, 2006

Commission File Number: 1-13776

GREENMAN TECHNOLOGIES, INC.
(Exact name of small business issuer as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

71-0724248
(IRS Employer Identification No.)

7 Kimball Lane, Building A
Lynnfield, Massachusetts 01940
(Address of principal executive offices, including zip code)

(781) 224-2411
(Issuer's telephone number, including area code)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES NO

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act.):

YES NO

There were 19,998,387 shares outstanding of the issuer's Common Stock, \$0.01 par value, at May 22, 2006.

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March 31, 2006

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* The financial information at September 30, 2005 has been taken from audited financial statements at that date and should be read in conjunction therewith. All other financial statements are unaudited.

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GREENMAN TECHNOLOGIES, INC. Consolidated Balance Sheets

	March 31, 2006	Se
	-----	---
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 212,590	\$
Accounts receivable, trade, less allowance for doubtful accounts of \$296,341 and \$219,354 as of March 31, 2006 and September 30, 2005 ..	1,705,016	
Product inventory	610,538	
Other current assets	616,897	
Assets related to discontinued operations	69,164	
	-----	---
Total current assets	3,214,205	

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Property, plant and equipment, net	5,814,177	
Other assets:		
Deferred loan costs	305,272	
Customer relationship intangibles, net	199,055	
Other	50,255	
Total other assets	554,582	
	\$ 9,582,964	\$
	=====	=====

LIABILITIES AND STOCKHOLDERS' DEFICIT

Current liabilities:		
Notes payable, current	\$ 609,702	\$
Notes payable, line of credit	447,740	
Convertible notes payable, current	2,451,360	
Notes payable, related parties, current	125,000	
Convertible notes payable, line of credit	3,326,825	
Accounts payable	2,501,969	
Accrued expenses, other	1,098,254	
Obligations under capital leases, current	136,164	
Liabilities related to discontinued operations	4,091,112	
Total current liabilities	14,788,126	
Notes payable, related parties, non-current portion	699,320	
Notes payable, non-current portion	2,060,951	
Convertible notes payable, non-current portion	1,161,078	
Obligations under capital leases, non-current portion	1,319,119	
Deferred gain on sale leaseback transaction	361,411	
Liabilities related to discontinued operations	565,956	
Total liabilities	20,955,961	
Stockholders' deficit:		
Preferred stock, \$1.00 par value, 1,000,000 shares authorized, none outstanding		--
Common stock, \$.01 par value, 40,000,000 shares authorized, 19,225,352 shares issued and outstanding at March 31, 2006 and September 30, 2005		192,253
Additional paid-in capital		34,853,599
Accumulated deficit		(46,418,849)
Total stockholders' deficit		(11,372,997)
	\$ 9,582,964	\$
	=====	=====

See accompanying notes to consolidated financial statements.

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	March 31, 2006	March 31, 2005	M
Net sales	\$ 3,911,225	\$ 4,692,590	\$
Cost of sales	3,403,708	4,221,327	
Gross profit	507,517	471,263	
Operating expenses:			
Selling, general and administrative	1,029,893	885,845	
Impairment loss.....	35,901	--	
	1,065,794	885,845	
Operating income (loss) from continuing operations	(558,277)	(414,582)	
Other income (expense):			
Interest and financing costs	(626,977)	(489,141)	
Other, net	(82,963)	(99,710)	
Other (expense), net	(709,940)	(588,851)	
Loss from continuing operations before income taxes	(1,268,217)	(1,003,433)	
Provision for income taxes	--	--	
Loss from continuing operations	(1,268,217)	(1,003,433)	
Discontinued operations:	17,043	--	
Gain on disposal of discontinued operations.....	(29,327)	(884,377)	
Loss from discontinued operations.....	(12,284)	(884,377)	
Net loss.....	\$ (1,280,501)	\$ (1,887,810)	\$ (
Loss from continuing operations per share - basic.....	\$ (0.07)	\$ (0.05)	\$
Loss from discontinued operations per share - basic.....	--	(0.05)	
Net loss per share - basic.....	\$ (0.07)	\$ (0.10)	\$
Weighted average shares outstanding - basic and diluted	19,225,352	19,200,352	1

See accompanying notes to unaudited consolidated financial statements.

GREENMAN TECHNOLOGIES, INC.
Unaudited Consolidated Statement of Changes in Stockholders' Deficit
Six Months Ended March 31, 2006

Common Stock Shares	Amount	Additional Paid In Capital	Accumulated Deficit
------------------------	--------	----------------------------------	------------------------

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Balance, September 30, 2005.....	19,225,352	\$ 192,253	\$ 34,853,599	\$ (43,732,023)
Net loss for the six months ended March 31, 2006.....	--	--	--	(2,686,826)
Balance, March 31, 2006.....	19,225,352	\$ 192,253	\$ 34,853,599	\$ (46,418,849)

See accompanying notes to unaudited consolidated financial statements.

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GREENMAN TECHNOLOGIES, INC.
Unaudited Consolidated Statements of Cash Flow

	Six Months 2006
Cash flows from operating activities:	
Net loss	\$(2,686,826)
Adjustments to reconcile net income to net cash provided by operating activities:	
Increase in valuation allowance on deferred tax asset	-
Loss on disposal of property, plant and equipment	130,588
Impairment loss	35,900
Depreciation	797,111
Amortization of non-cash financing costs	963,740
Amortization of customer relationships	7,400
Gain on sale leaseback	(18,220)
Decrease (increase) in assets:	
Accounts receivable	2,212,330
Product inventory	(437,490)
Other current assets	248,190
Other assets	12,100
Increase (decrease) in liabilities:	
Accounts payable	174,150
Accrued expenses and other	(435,880)
Net cash provided by (used for) operating activities	1,003,110
Cash flows from investing activities:	
Purchase of property and equipment	(535,920)
Proceeds from the sale of property and equipment	560,330
Net cash provided by (used for) investing activities	24,410
Cash flows from financing activities:	
(Increase) in deferred financing costs	-
Net (payments) advances under line of credit	(172,210)
Proceeds from notes payable	77,110
Proceeds from notes payable, related party	125,000
Repayment of notes payable	(515,550)
Repayment of convertible notes payable	(125,000)
Net (payments) advances on convertible notes payable, line of credit	(468,140)
Principal payments on obligations under capital leases	(98,870)

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Net cash (used for) provided by financing activities	(1,177,67

Net (decrease) in cash and cash equivalents	(150,15
Cash and cash equivalents at beginning of period including \$108,724 and \$247, respectively, of cash related to discontinued operations	365,21

Cash and cash equivalents at end of period, including \$2,473 and \$1,650, respectively, of cash related to discontinued operations	\$ 215,06
	=====
Supplemental cash flow information:	
Shares issued to acquire exclusive purchase option	\$ -
Property, plant and equipment acquired under capital leases	15,60
Equipment acquired through transfer of deposits	-
Accounts receivable offset with accounts receivable	152,00
Accounts payable offset with proceeds on sale of discontinued operations	247,00
Interest paid	630,06
Taxes paid	-

See accompanying notes to unaudited interim consolidated financial statements

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GREENMAN TECHNOLOGIES, INC.
Notes to Interim Consolidated Financial Statements
Quarters Ended March 31, 2006 and 2005
(Unaudited)

1. Business

GreenMan Technologies, Inc. (together with its subsidiaries "we", "us" or "our") was originally founded in 1992 and has been operated as a Delaware corporation since 1995. Today, we comprise three operating locations that collect, process and market scrap tires in whole, shredded or granular form. We are headquartered in Lynnfield, Massachusetts and currently operate tire processing operations in California, Iowa and Minnesota.

The consolidated financial statements include the accounts of GreenMan Technologies, Inc. and our wholly-owned subsidiaries. All significant intercompany accounts and transactions have been eliminated in consolidation.

The accompanying interim financial statements are unaudited and should be read in conjunction with the financial statements and notes thereto for the year ended September 30, 2005 included in our Annual Report on Form 10-KSB. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted pursuant to the Securities and Exchange Commission rules and regulations, although we believe the disclosures which have been made are adequate to make the information presented not misleading, the results of operations for the interim periods reported are not necessarily indicative of those that may be reported for a full year. In our opinion, all adjustments which are necessary for a fair statement of operating results for the interim periods presented have been made. Certain reclassifications have been made to the 2005 interim consolidated financial statements to conform to the current period presentation.

In September 2005, due to the magnitude of continued operating losses, our Board of Directors approved separate plans to divest the operations of our Georgia and Tennessee subsidiaries and dispose of their respective assets.

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Accordingly, we have classified their respective results of operations as discontinued operations for all periods presented in the accompanying consolidated financial statements.

Nature of Operations, Risks, and Uncertainties

As of March 31, 2006, we had \$212,590 in cash and cash equivalents and a working capital deficiency of \$11,573,921. We understand our continued existence is dependent on our ability to generate positive operating cash flow, negotiate more favorable terms with existing secured and unsecured creditors, refinance existing long term debt, secure additional financing and achieve profitable status on a sustained basis. We are presently evaluating several financing alternatives which would allow us to refinance a substantial amount of our short-term secured debt into long-term secured debt to better align debt maturities with our long-term business plan. There can be no assurance, however, that we will be successful in refinancing at favorable terms, if at all. Additionally, we must successfully appeal a determination made by the American Stock Exchange on April 25, 2006 to delist our common stock. We are scheduled for an appeal hearing on June 6, 2006. Pursuant to the Exchange's Company Guide, we expect that the delisting proceeding will be stayed pending the outcome of our appeal and subject to the Exchange's ongoing review of our status. We can provide no assurance, however, that our appeal will be successful or that the Exchange will not suspend trading in our common stock prior to the hearing. A final decision by the Exchange to delist our common stock would substantially limit our stock's liquidity and impair our ability to raise capital. (See Note 11) The financial statements do not include any adjustments that might result from the outcome of these uncertainties.

Our liquidity has been significantly and adversely affected by continued operating losses at our Southeastern operations. The divestiture of our Tennessee operation in September 2005 eliminated continued operating losses which aggregated approximately \$1.8 million during the fiscal year ended September 30, 2005. In addition, during the quarter ended December 31, 2005, we substantially curtailed operations at our Georgia subsidiary which during the fiscal year ended September 30, 2005 incurred an operating loss of approximately \$3.4 million. During the quarter ended March 31, 2006, we completed the sale of substantially all Georgia operating assets to two separate parties and received \$405,000 in aggregate cash.

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GREENMAN TECHNOLOGIES, INC.
Notes to Interim Consolidated Financial Statements
Quarters Ended March 31, 2006 and 2005
(Unaudited)

2. Basis of Presentation - (Continued)

The aggregate net loss (including losses from operations and losses on disposal) associated with the discontinued operations of our Georgia subsidiary included in the results for the three and six months ended March 31, 2006 were approximately \$12,000 and \$759,000, respectively or 28% of our total loss for the six months ended March 31, 2006. The aggregate net losses associated with the discontinued operations of our Tennessee and Georgia subsidiaries included in the results for the three and six months ended March 31, 2005 were approximately \$884,000 and \$1,964,000, respectively or 47% and 53% of our total loss for the respective periods. The total net loss, including losses from operations and losses on disposal associated with these subsidiaries during the fiscal year ended September 30, 2005 was approximately \$11.1 million or 73% of our total loss for the 2005 fiscal year.

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We have invested substantial amounts of capital during the past several years in new equipment to increase processing capacity at our Iowa, Minnesota and California locations, as well as consolidating our Wisconsin location into our Minnesota operations during fiscal 2005 to substantially reduce operating costs and maximize our return on assets. Our future operating plan focuses on maximizing the performance of these three operations through our continuing efforts to increase overall quality of revenue (revenue per passenger tire equivalent) while remaining diligent with our ongoing cost reduction initiatives. We will continue to evaluate each operation on its merits and contribution to our business. During fiscal 2005, we completed an evaluation of our corporate-wide inbound collection infrastructure and determined that we would no longer provide certain levels of service and products at existing rates in certain markets and therefore implemented price increases where warranted and terminated service in situations where price increases were not an alternative. As a result, we experienced a 4% increase in overall tipping fees (fees we are paid to collect and dispose of a scrap tire) during fiscal 2005 and an increase of 2% on a year to date basis during fiscal 2006 as compared to the same period during fiscal 2005. While these initiatives reduced our overall inbound tire volume growth rate during fiscal 2005 and thus far during fiscal 2006, we believe they have and will continue to improve our performance through lower labor, parts and maintenance costs. In addition, we continue to identify, and are currently selling product into several new, higher-value markets as evidenced by an 18% increase in end product revenue during fiscal 2005 and a 2% increase on a year to date basis in fiscal 2006. We continue to experience strong demand for our end products.

3. Net Loss Per Share

Basic earnings per share represents income available to common stockholders divided by the weighted average number of common shares outstanding during the period. Diluted earnings per share reflects additional common shares that would have been outstanding if potentially dilutive common shares had been issued, as well as any adjustment to income that would result from the assumed conversion. Potential common shares that may be issued by us relate to outstanding stock options and warrants (determined using the treasury stock method) and convertible debt. Basic and diluted net loss per share are the same for the three and six months ended March 31, 2006 and 2005, since the effect of the inclusion of all outstanding options, warrants and convertible debt would be anti-dilutive.

4. Discontinued Operations

Due to the magnitude of the continuing operating losses incurred by our Georgia (\$3.4 million) and Tennessee (\$1.8 million) subsidiaries during fiscal 2005, management determined it to be in the best interest of our company to discontinue all Southeastern operations and dispose of their respective operating assets. A majority of the Tennessee operating losses were due to rapid market share growth within the state by an undercapitalized subsidiary, necessitating us to transport an increasing number of Tennessee scrap tires to our Georgia facility for processing at significant transportation and processing loss. A majority of the Georgia operating losses were due to (1) the negative impact of processing a significant number of Tennessee sourced tires; (2) a change in the specifications of our primary end market customers requiring a smaller product resulting in reduced processing capacity and significantly higher operating costs and (3) equipment reliability issues resulting from aging equipment processing an increasing number of scrap tires.

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GREENMAN TECHNOLOGIES, INC.
Notes to Interim Consolidated Financial Statements
Quarters Ended March 31, 2006 and 2005
(Unaudited)

4. Discontinued Operations - (Continued)

On September 6, 2005 we entered into an agreement under which all Tennessee scrap tire collection contracts and certain other contracts with suppliers of waste tires and contracts to supply whole tires to certain cement kilns in the southeastern region of the United States were assigned to a company owned by a former employee. We received no cash consideration for these assignments and recorded a \$1,334,849 loss (including a non-cash loss of \$918,450 associated with goodwill written off) on disposal of the operations at September 30, 2005. The aggregate net losses including the loss on disposal associated with the discontinued operations of our Tennessee subsidiary included in the results for the three and six months ended March 31, 2005 were approximately \$441,000 and \$762,000, respectively.

On September 27, 2005, we adopted a plan to dispose of all Georgia operations and during the quarter ended December 31, 2005, we substantially curtailed operations at our Georgia subsidiary. As a result, we wrote down all Georgia operating assets to their estimated fair market value at September 30, 2005 and recorded a loss on disposal of \$4,631,102 (including a non-cash loss of \$1,253,748 associated with goodwill written off) net of a gain on settlement of our Georgia facility lease of \$586,137 (see Note 5). The aggregate net losses including the loss on disposal associated with the discontinued operations of our Georgia subsidiary included in the results for the three and six months ended March 31, 2006 were approximately \$12,000 and \$759,000, respectively, and \$443,000 and \$1,202,000, respectively for the three and six months ended March 31, 2005. We completed the divestiture of all Georgia operating assets as of March 1, 2006.

On February 17, 2006, we entered into an Asset Purchase Agreement with Tires Into Recycled Energy and Supplies, Inc. ("TIRES") a leading crumb rubber processor in the United States. Under the agreement, we sold and assigned to TIRES certain assets, including (a) certain truck tire processing equipment located at our Georgia facility; (b) certain rights and interests in our contracts with suppliers of scrap truck tires; and (c) certain intangible assets. TIRES agreed to assume all of our rights and obligations under these contracts. In addition, TIRES entered into a sublease agreement with us with respect to part of the premises located in Georgia. As additional consideration, TIRES agreed to terminate several material supply and equipment lease agreements as well as terminating a December 2005 letter of intent between GreenMan and TIRES containing an exclusive option to acquire certain operating assets of TIRES (see Note 6).

On March 1, 2006, we entered into an Asset Purchase Agreement with MTR of Georgia, Inc. ("MTR") a company co-owned by a former employee. Under the agreement, we sold and assigned to MTR certain assets, including (a) certain passenger tire processing equipment located at our Georgia facility; (b) certain rights and interests in our contracts with suppliers of scrap passenger tires; and certain intangible assets. MTR agreed to assume all of our rights and obligations under these contracts. In addition, MTR entered into a sublease agreement with us with respect to part of the premises located in Georgia (See Note 5). We received \$250,000 from MTR for these assets. As additional consideration, MTR has agreed to assume financial responsibility for disposing of all scrap tires and scrap tire processing residual at the Georgia facility as of the close.

We agreed with TIRES and MTR not to compete in the business of providing whole tire waste disposal services or selling crumb rubber material (except to

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our existing customers) within certain Southeastern states for a period of three years.

The major classes of assets and liabilities associated with discontinued operations were:

	March 31, 2006 ----	September 30, 2005 ----
Assets related to discontinued operations:		
Cash	\$ 2,473	\$ 108,724
Accounts receivable, net	52,686	1,153,269
Equipment held for resale	--	539,332
Other current assets	14,005	236,288
	-----	-----
Total assets related to discontinued operations ..	\$ 69,164	\$2,037,613
	=====	=====

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GREENMAN TECHNOLOGIES, INC.
Notes to Interim Consolidated Financial Statements
Quarters Ended March 31, 2006 and 2005
(Unaudited)

4. Discontinued Operations - (Continued)

	March 31, 2006 ----	September 30, 2005 ----
Liabilities related to discontinued operations:		
Accounts payable	\$2,950,547	\$3,066,596
Notes payable, current	405,726	435,926
Accrued expenses, other	368,894	707,706
Capital leases, current	326,795	326,794
Lease payable, current	39,150	145,000
	-----	-----
Total current	4,091,112	4,682,022
Notes payable, non-current	10,956	16,425
Lease payable, non-current	555,000	555,000
	-----	-----
Total non-current	565,956	571,425
	-----	-----
Total liabilities related to discontinued operations ..	\$4,657,068	\$5,253,447
	=====	=====

Net sales and (loss) from discontinued operations were as follows:

	Three Months Ended March 31,	March 31,	Six Months Ended March 31,	Mar
--	---------------------------------	-----------	-------------------------------	-----

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	2006 -----	2005 -----	2006 -----	2005 -----
Net sales from discontinued operations	\$ 14,363	\$ 2,952,960	\$ 343,718	\$ 5,800,000
(Loss) from discontinued operations	(12,284)	(884,377)	(758,574)	(1,960,000)

5. Property, Plant and Equipment

Property, plant and equipment consists of the following:

	March 31, 2006 -----	September 30, 2005 -----	Estimated Useful Lives -----
Buildings and improvements	\$ 1,731,279	\$ 1,749,907	10 - 20 years
Machinery and equipment	6,993,178	7,401,613	5 - 10 years
Furniture and fixtures	200,152	199,934	3 - 5 years
Motor vehicles	3,497,103	3,598,098	3 - 10 years
Construction in process	345,357	42,638	
	-----	-----	
	12,767,069	12,992,190	
Less accumulated depreciation and amortization	(6,952,892)	(6,649,938)	
	-----	-----	
Property, plant and equipment, net ..	\$ 5,814,177	\$ 6,342,252	
	=====	=====	

On February 28, 2006, we amended our Georgia lease agreement whereby we obtained the right to terminate the original lease, which had a remaining term of approximately fifteen years, by providing the landlord with six months notice. In the event of such termination, we will be obligated to continue to pay rent until the earlier to occur of (1) the sale by the landlord of the premises; (2) the date on which a new tenant takes over; or (3) three years from the date on which we vacate the property. As a result of the amendment and our decision to dispose of our Georgia operations, we wrote off the unamortized balance of \$1,427,053 associated with the leased land and buildings and improvements as a cost of disposal of discontinued operations at September 30, 2005. This loss was partially offset by a \$586,137 gain on settlement of the remaining capital lease obligations due and is included in the loss on disposal of discontinued operations at September 30, 2005. (See Note 4)

During the quarter ended March 31, 2006, due to continued operating losses management evaluated the carrying value of certain California equipment and determined that, the carrying value exceeded its estimated fair value based on replacement cost of similar equipment. Therefore, we recorded an impairment loss amounting to \$35,901 during the quarter ended March 31, 2006. In addition, we determined that certain equipment was no longer necessary and/or operable and as a result recorded a \$73,300 loss on disposal of these assets during the three months ended March 31, 2006.

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6. Acquisition Deposit

In August 2004, we executed a non-binding letter of intent and escrow agreement with TIRES. Pursuant to the escrow agreement, we made a "good faith" payment amounting to \$350,000, which was to be applied toward the purchase price upon completion of the transaction. On December 8, 2004, we executed a new letter of intent which superseded the August letter of intent in which we (1) leased, with an option to buy, certain pieces of tire processing equipment owned by TIRES (the "Equipment Leases"), (2) entered a material supply agreement (the "MSA") and (3) were granted an exclusive purchase option to acquire additional operating assets of TIRES. The operating leases were executed in January 2005 but became effective in February and March 2005 and provide for aggregate monthly payments of \$25,300 over terms ranging from 48 to 60 months.

We also agreed to allow TIRES to retain \$101,378 of the "good faith" payment to upgrade its existing crumb rubber production capacity and have used the remaining \$248,622 to prepare and move the leased equipment for our use. Accordingly, during the quarter ended March 31, 2005, the \$101,378 was expensed when it was released from escrow and approximately \$243,597 had been capitalized and was being amortized over the lease terms which ranged from 48 to 60 months. The remaining balance of \$205,306 was written off as a cost of disposal of discontinued operations at September 30, 2005.

The exclusive purchase option to acquire additional operating assets of TIRES was exercisable if predetermined financial performance criteria are met by TIRES during the subsequent fifteen to twenty four month period after December 8, 2004. The ultimate purchase price was to be determined based on those results. In return for the exclusive purchase option, we issued 127,389 shares of our common stock (valued at \$200,000) to TIRES. Had we exercised our exclusive purchase option and closed a transaction, the value of the shares would have been applied against the purchase price of the assets. If the exclusive purchase option expired or we decided not to exercise the option, TIRES would retain a sufficient number of our shares to equal \$200,000 (as of the date that the purchase option expires) and return the balance of such shares of common stock to us. If at the time the purchase option expired, the value of the shares were less than \$200,000, we would have been required to issue a sufficient number of additional shares to equal \$200,000. If at the time the purchase option expired, TIRES had not achieved the predetermined financial performance criteria, TIRES would have had to return to us a sufficient number of our shares to equal \$200,000 at the time.

In February 2006 in conjunction with the discontinuance of our Georgia operations (See Note 4), we agreed to sell and assign to TIRES (a) certain truck tire processing equipment located at our Georgia facility; (b) certain rights and interests in our contracts with suppliers of scrap truck tires; (c) certain intangible assets; and (d) allowed TIRES to retain the 127,389 shares of our common stock and in return received \$155,000 in cash proceeds; agreed to terminate the MSA, Equipment Leases and several other agreements previously executed between the parties in addition to terminating a December 2004 letter of intent and exclusive option. Accordingly, at September 30, 2005, included in loss on disposal of discontinued operations is the \$200,000 assigned to the shares of common stock retained by TIRES.

7. Notes Payable/Credit Facilities

Republic Services of Georgia

On May 6, 2002 we issued Republic Services of Georgia, LP ("RSLP") a \$743,750 10% promissory note due in March 2007. On July 31, 2005, RSLP agreed to defer all interest and principal payments due, including nine existing past-due payments totaling \$76,042 through June 2006 at which time all past due interest

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and principal payments under the May 6, 2002 promissory note will be incorporated into an a new 10% promissory note, payable in 48 monthly installments commencing July 2006. At March 31, 2006 the unpaid principal and interest amounted to \$750,027.

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GREENMAN TECHNOLOGIES, INC.
Notes to Interim Consolidated Financial Statements
Quarters Ended March 31, 2006 and 2005
(Unaudited)

7. Notes Payable/Credit Facilities - (Continued)

First American Credit Facility

On February 13, 2003, our Iowa subsidiary amended its existing term debt with First American under the terms of a five-year, \$1,760,857 secured term note. The note is payable in sixty monthly installments of \$33,425 and is secured with all Iowa assets. The term note bears interest at 7.5% and the line of credit bears interest at the prime rate plus 1% (8.75% at March 31, 2006). At March 31, 2006, the outstanding principal balance amounted to \$499,215.

On February 10, 2005, First American renewed our working capital line until February 10, 2006 (subsequently extended to June 15, 2006) and increased our maximum availability under the line of credit to \$800,000. In addition, First American agreed to increase our overall maximum availability by an additional \$350,000 to \$1,150,000 through June 10, 2005 to coincide with the performance of a significant scrap tire cleanup project which was completed in April 2005.

Laurus Credit Facility

On June 30, 2004, we entered into a \$9 million credit facility with Laurus Master Fund, Ltd. ("Laurus"), consisting of a \$5 million convertible, revolving working capital line of credit and a \$4 million convertible term note. At closing, we borrowed \$2 million under the line of credit and \$4 million under the term loan. We used the proceeds to repay certain existing debt obligations, financing costs relating to this transaction, and general working capital. On March 22, 2005, the credit facility was amended to (1) permit us to maintain overadvances of up to \$2,000,000 under the line of credit through December 31, 2005 (subsequently extended to May 31, 2006); (2) defer certain principal payments on the term note as described below; and (3) reduce the conversion price on the minimum borrowing note and term note as described below.

The line of credit has a three-year term and requires us to maintain a minimum borrowing of \$1,000,000. Advances generally bear interest at the prime rate plus 1.0% (8.75% at March 31, 2006), and are convertible into shares of our common stock at the option of Laurus. Except for downward adjustments provided in the credit facility terms described below, the interest rate shall not be below 5%. Amounts advanced under the line are limited to 90% of accounts receivable and 50% of finished goods inventory as defined, subject to certain limitations. Until May 31, 2006 however, we will be permitted to maintain overadvances of up to \$2,000,000 under the line of credit. In the event that our outstanding overadvances exceed \$2,000,000, or if any overadvance remains outstanding on or after June 1, 2006, the excess or overdue overadvance will bear interest, in addition to that otherwise required, at a rate equal to 2% per month. At March 31, 2006, amounts outstanding under the line amounted to \$3,799,849, including permitted overadvances of \$1,980,250.

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Subject to certain limitations, Laurus has the option to convert the first \$1,000,000 of borrowings under the line of credit into our common stock at a revised price of \$0.79 (85% of the average closing price of our common stock for the five days immediately preceding March 22, 2005). Each subsequent \$1,000,000 of borrowings will be convertible at the higher of \$.93 or a 10% premium over the 22-day trailing average closing price computed on each \$1,000,000 increment. As a result of the reduction in conversion price pursuant to the terms of the March 22, 2005 amendment, we recorded a beneficial conversion feature of \$598,717. The discount was recorded as additional paid-in-capital and was amortized to interest expense through December 31, 2005.

The term note also has a three-year term and bears interest at the greater of prime rate plus 1.0% or 5.0% (8.75% at March 31, 2006), payable monthly. Monthly principal payments of \$125,000 over the term of the loan commenced on November 1, 2004; however, the terms of the March 22, 2005 amendment deferred the principal payments otherwise due from December 1, 2004 through June 30, 2005, until the maturity date of the term note, at which time the deferred payments and all other outstanding amounts are due. In addition, Laurus has agreed to defer principal payments otherwise due from November 1, 2005 through May 1, 2006, which will be payable in full at maturity.

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GREENMAN TECHNOLOGIES, INC.
Notes to Interim Consolidated Financial Statements
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7. Notes Payable/Credit Facility - (Continued)

Laurus has the option to convert some or all of the note's principal and interest payments into common stock at a revised fixed conversion price of \$.79 on the first \$1,000,000 of borrowings, and \$.93 on the remaining amounts. Subject to certain limitations, regular payments of principal and interest will be automatically payable in common stock if the 5-day average closing price of the common stock immediately preceding a payment date is greater than or equal to 110% of such fixed conversion price. As a result of the change in conversion price pursuant to the terms of the March 22, 2005 amendment, we recorded an additional beneficial conversion feature of \$1,485,594 on the term note. The additional discount amount was recorded as paid-in-capital with the portion attributed to the first \$1,000,000 of borrowings, \$567,429 which was amortized to interest expense through December 31, 2005 and the remaining balance of \$918,165 amortized over the remaining term of the note or ratably upon any partial conversion.

On July 20, 2005, we issued an additional \$1 million convertible term note to Laurus. The note matures on June 30, 2007 and bears interest at the prime rate plus 1.75% (9.5% at March 31, 2006), payable monthly commencing August 1, 2005. Monthly principal payments of \$58,823.53 over the term of the loan were to commence on February 1, 2006. Laurus subsequently agreed to defer the principal payments otherwise due from February 1, 2006 through May 1, 2006, until the maturity date of the term note, at which time the deferred payments and all other outstanding amounts are due. Laurus has the option to convert some or all of the principal and interest payments into common stock at a price of \$.33 (the average closing price of our common stock on the American Stock Exchange for the 3-day period ending July 18, 2005).

In connection with this term note, we also issued Laurus an option to purchase up to an aggregate of 2,413,571 shares of our common stock at an exercise price equal to \$0.01 per share. This option, valued at \$401,738, was

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immediately exercisable, has a term of ten years, allows for cashless exercise at the option of Laurus, and does not contain any "put" provisions. Net proceeds received from issuance of the term note amounted to \$955,000 and were allocated to the term note and the warrant based on their relative fair values. The note contained a beneficial conversion feature of \$393,939 at issuance based on the intrinsic value of the shares into which the note is convertible, and a debt issue discount amounting to \$446,738. The beneficial conversion amount was recorded as paid in capital and will be amortized to interest expense along with the debt conversion discount over the two year term of the note or ratably upon any partial conversion. The terms of the note are substantially similar to our June 2004 credit facility, including similar negative and restrictive covenants, as well as reporting requirements and default provisions.

The conversion price applicable to each of the notes and the exercise price of each of the warrants was previously subject to downward adjustment on a "full ratchet" basis, if with certain exceptions, we issued shares of our common stock (or common stock equivalents) at a price per share less than the applicable conversion or exercise price. These rights have never been enforced and on April 8, 2006, Laurus agreed to retroactively eliminate their rights to enforce these provisions

Subject to applicable cure periods, amounts borrowed from Laurus are subject to acceleration upon certain events of default, including: (i) any failure to pay when due any amount we owe to Laurus; (ii) any material breach by us of any other covenant made to Laurus; (iii) any misrepresentation made by us to Laurus in the documents governing the credit facility; (iv) the institution of certain bankruptcy and insolvency proceedings by or against us; (v) the entry of any monetary judgment or similar final process against us for more than \$50,000 that remain unvacated, unbonded or unstayed for a period of 30 business days; (vi) suspensions of trading of our common stock from our principal trading market for five consecutive days or five days during any ten consecutive days (See Note 11); (vii) any failure to deliver shares of common stock upon conversions under the credit facility; (viii) certain defaults under agreements related to any of our other indebtedness; (ix) changes of control of our company. Substantial fees and penalties are payable to Laurus in the event of default. As of March 31, 2006, we were in default of several covenants of the notes and agreements. These defaults have been waived by Laurus.

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GREENMAN TECHNOLOGIES, INC.
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8. Notes Payable - Related Party

In November 2000, we borrowed \$200,000 from a director. This unsecured note payable bears interest at 12% per annum with interest due monthly and the principal due originally in November 2001. Subsequently, the director agreed to extend the maturity date of each note several times and in June 2005, agreed to extend the maturity of this note until the earlier of when all amounts due under the Laurus credit facility (See Note 7) have been repaid or June 30, 2007.

During the period of June to August 2003, two immediate family members of an officer loaned us a total of \$400,000 under the terms of two-year, unsecured promissory notes which bear interest at 12% per annum with interest due quarterly and the principal due upon maturity. In March 2004, these same individuals loaned us an additional \$200,000 in aggregate, under similar terms with the principal due upon maturity March 2006. These individuals each agreed

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to invest the entire \$100,000 principal balance of their June 2003 notes (\$200,000 in aggregate) into our April 2004 private placement of investment units and each received 113,636 units in these transactions. At December 31, 2005, the remaining balance due on these advances amounted to \$400,000. In addition, the two individuals agreed to extend the maturity of the remaining balance of these notes until the earlier of when all amounts due under the Laurus credit facility have been repaid or June 30, 2007. (See Note 7).

In September 2003, an officer loaned us \$400,000 under the terms of a September 30, 2003 unsecured promissory note which bears interest at 12% per annum with interest due quarterly and the principal due March 31, 2004 (subsequently extended to September 30, 2004). In 2004, the officer applied approximately \$114,000 of the balance due him and accrued interest of approximately \$21,000 to exercise options to purchase 185,000 shares of common stock. In addition, he agreed to extend the maturity of the remaining balance of this note until the earlier of when all amounts due under the Laurus credit facility have been repaid or June 30, 2007. At March 31, 2006, the remaining balance due on this note amounted to \$99,320.

During the period of January to March 2006, a director loaned us \$125,000 under the terms of two unsecured promissory notes which bear interest at 10% per annum with interest and principal due June 30, 2006. On April 12, 2006, the director agreed in lieu of being repaid in cash at maturity to convert \$76,450 (including interest of \$1,450) into 273,035 shares of unregistered common stock at a price of \$.28 which was the closing price of our stock on the date of conversion.

Interest expense on notes payable to related parties amounted to \$22,430 and \$43,410 for the three and six months ended March 31, 2006 and \$20,980 and \$41,960 for the three and six months ended March 31, 2005. Accrued interest payable amounted to \$140,698 at March 31, 2006.

9. Litigation

As of May 23, 2006, approximately 16 vendors of our GreenMan Technologies of Georgia, Inc. and GreenMan Technologies of Tennessee, Inc. subsidiaries had commenced legal action, primarily in the state courts of Georgia, in attempts to collect approximately \$1.6 million of past due amounts, plus accruing interest, attorneys' fees, and costs, all relating to various services rendered to these subsidiaries. The largest individual claim is for approximately \$650,000. As of May 1, 2006, 3 of these vendors had secured judgments in their favor for an aggregate of approximately \$250,000. As previously noted, all of GreenMan Technologies of Tennessee, Inc.'s assets were sold in September 2005 and substantially all of GreenMan Technologies of Georgia, Inc.'s assets were sold as of March 1, 2006. All proceeds from these sales were retained by our secured lender and these subsidiaries have no substantial assets. We are therefore currently evaluating the alternatives available to these subsidiaries.

GreenMan Technologies, Inc. was not a party to any of these vendor relationships and none of the plaintiffs have filed suit against GreenMan Technologies, Inc. While there can be no assurance that GreenMan Technologies, Inc will not be named as a defendant in future proceedings, we believe that GreenMan Technologies, Inc has valid defenses to any potential claims that may be made against us, and we intend to defend against any such claims vigorously.

In addition to the foregoing, we are subject to routine claims from time to time in the ordinary course of our business. We do not believe that the resolution of any of the claims that are currently known to us will have a material adverse effect on our company or on our financial statements.

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10. Stock Options

We maintain stock-based compensation plans, which are described more fully in Note 11 to the consolidated financial statements in the 2005 Annual Report filed on Form 10-KSB. As permitted by Statement of Financial Accounting Standards ("SFAS") No. 123, "Accounting for Stock-Based Compensation", we previously had elected to continue with the accounting methodology prescribed by Accounting Principles Board Opinion ("APB") No. 25, "Accounting for Stock Issued to Employees." Beginning on October 1, 2006, the Company will adopt SFAS No. 123(R) "Share-based Payment" and apply the required fair value methodology to all stock option and equity award plans.

The following table provides the pro forma disclosures of net loss and earnings per share as if the fair value recognition provisions of SFAS No. 123, had been applied:

	Three Months Ended March 31, 2006 -----	March 31, 2005 -----	March 31, -----
Net loss as reported	\$ (1,280,501)	\$ (1,887,810)	\$ (2,686,
Add: Compensation recognized under APB No.25 ..	--	--	
Less: Compensation recognized under FAS 123 ...	(7,290)	(11,978)	(15,
Pro forma net loss	<u>\$ (1,287,791)</u>	<u>\$ (1,899,788)</u>	<u>\$ (2,702,</u>
Net loss per share:			
Basic and diluted - as reported	<u>\$ (0.07)</u>	<u>\$ (0.10)</u>	<u>\$ (0</u>
Basic and diluted - pro forma	<u>\$ (0.07)</u>	<u>\$ (0.10)</u>	<u>\$ (0</u>

11. Stockholders' Equity

American Stock Exchange Notices

As previously disclosed, on January 5, 2006 we were notified by the American Stock Exchange indicating we were not in compliance with the Exchange's requirements for continued listing as set forth in Sections 134 and 1101 of the Exchange's Company Guide (the "Company Guide") with respect to our failure to file our Annual Report on Form 10-KSB for the year ended September 30, 2005 with the Securities and Exchange Commission. In order to maintain our listing on the Exchange, we were required to, and did, submit a plan by January 19, 2006 advising the Exchange of action we have taken, or will take, that would bring our company into compliance with Sections 134 and 1101 of the Company Guide by no later than March 20, 2006. On February 2, 2006, we were notified that the Exchange had accepted our compliance plan and had granted us an extension of time through March 20, 2006 to regain compliance with the continued listing standards. We filed our Annual Report on April 20, 2006.

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On February 14, 2006, we were notified by the Exchange that we are not in compliance with the Exchange's requirements for continued listing set forth in Section 1003(a)(i) of the Company Guide because we did not meet the \$2,000,000 shareholders' equity requirement and because we reported losses from continuing operations and/or net losses in two out of our three most recent fiscal years. In order to maintain our listing on the Exchange, we were required to, and did, submit a plan by March 14, 2006 advising the Exchange of action we have taken, or will take, that would bring us into compliance no later than February 14, 2007.

On February 17, 2006 we were notified by the Exchange indicating we were not in compliance with the Exchange's requirements for continued listing as set forth in Sections 134 and 1101 of the Company Guide with respect to our failure to file our Quarterly Report on Form 10-QSB for the quarter ended December 31, 2005 with the Securities and Exchange Commission. In order to maintain our listing on the Exchange, we were required to, and did, submit a plan by March 3, 2006 advising the Exchange of action we have taken, or will take, that would bring our company into compliance with Sections 134 and 1101 of the Company Guide by no later than April 6, 2006. We filed our Quarterly Report on May 10, 2006.

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GREENMAN TECHNOLOGIES, INC.
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11. Stockholders' Equity - (Continued)

On April 25, 2006 we were notified by the Exchange indicating its intention to initiate proceedings to delist our common stock. The notice indicated we failed to comply with Sections 134, 610, 1003 and 1101 of the Company Guide as noted in the Exchange's February 14th and February 17th notices describe above. In addition, the April 25th notice indicated that based on a subsequent review of our Form 10-KSB for the fiscal year ended September 30, 2005, we are not in compliance with the Exchange's requirements for continued listing set forth in Section 1003(a)(ii) of the Company Guide, which requires a company to maintain stockholders' equity in excess of \$4,000,000 if it has sustained losses from continuing operations and/or net losses in three out of its four most recent fiscal years. The Exchange's recent notice also indicates we are not in compliance with Section 610(b) of the Company Guide, which requires a company that has received an audit opinion containing a going concern qualification to make a public announcement through the news media disclosing the receipt of such qualified opinion.

We have appealed the Exchange's determination to initiate delisting proceedings and are scheduled to appear before a committee of the Exchange on June 6, 2006. Pursuant to the Company Guide, we expect that the delisting proceeding will be stayed pending the outcome of our appeal and subject to the Exchange's ongoing review of our status. We can provide no assurance, however, that our appeal will be successful or that the Exchange will not suspend trading in our common stock prior to the hearing. A final decision by the Exchange to delist our common stock would substantially limit our stock's liquidity and impair our ability to raise capital. (See Note 2.)

12. Income Taxes

Based on continued operating losses, we determined the near-term realizability of our deferred tax asset to be uncertain and accordingly

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increased the valuation allowance by \$270,000 during the quarter ended December 31, 2004.

13. Subsequent Events

Management Changes

On April 12, 2006, our Board of Directors named Lyle E. Jensen as President and Chief Executive Officer succeeding Robert H. Davis, who resigned those positions, and resigned as a member of our Board of Directors, on the same day. Mr. Jensen has been a member of our Board of Directors since May 2002, and served as the Chair of the Board's Audit Committee and as member of the Board's Compensation Committee. Mr. Jensen will remain a member of the Board of Directors, but will no longer serve on these committees. Nicholas DeBenedictis, an outside Director has joined the Compensation Committee and will serve as our interim Audit Committee Chair.

We entered into a five-year employment agreement with Mr. Jensen pursuant to which Mr. Jensen will receive a base salary of \$195,000 per year. The agreement automatically renews for one additional year upon each anniversary, unless notice of non-renewal is given by either party. The agreement may be terminated without cause on thirty days' notice but provides for payment of twelve months' salary and certain benefits as a severance payment for termination without cause. The agreement also provides for incentive compensation based on the attainment of certain financial and non-financial goals. Mr. Jensen will receive a relocation allowance of up to \$25,000 and a car allowance of \$600 per month. Mr. Jensen has been granted a qualified option under the 2005 Stock Option Plan to purchase 500,000 shares of the our common stock, par value \$.01 per share, with an exercise price of \$.28 per share which was the closing price of our stock on the date of grant. In addition, upon signing of his employment agreement, Mr. Jensen agreed to purchase 500,000 unregistered shares of our common stock at \$.28 per share which was the closing bid price of the common stock on the date the agreement was executed. In conjunction with Mr. Davis's resignation, we agreed to the payment of salary and certain benefits for a subsequent twelve month period which aggregate approximately \$260,000 pursuant to certain contractual obligations.

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Item 2. Management's Discussion and Analysis or Plan of Operations

The following information should be read in conjunction with the unaudited consolidated financial statements and the notes thereto included in Item 1 of the Quarterly Report, and the audited consolidated financial statements and notes thereto and Management's Discussion and Analysis of Financial Condition and Results of Operations contained in our Form 10-KSB filed for the year ended September 30, 2005.

Results of Operations

Three Months ended March 31, 2006 Compared to the Three Months ended March 31, 2005

Net sales from continuing operations for the three months ended March 31, 2006 decreased \$781,365 or 17% to \$3,911,225 as compared to last year's net sales from continuing operations of \$4,692,590. Our continuing operations processed approximately 3.1 million passenger tire equivalents during the three months ended March 31, 2006, compared to approximately 3.8 million passenger tire equivalents during the same period last year. The decrease was primarily attributable to the completion of an Iowa scrap tire cleanup project during

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fiscal 2005 which accounted for approximately \$745,000 of revenue and 800,000 passenger tire equivalents during the three months ended March 31, 2005. In addition, the overall fee we are paid to collect and dispose of a scrap tire (tipping fee") decreased 9 percent (4 percent decrease when the prior year Iowa scrap tire cleanup revenue is removed) during the three months ended March 31, 2006 which was partially offset by an 8 percent increase in end-product revenue during this period. During fiscal 2005, we completed an evaluation of our corporate-wide inbound collection infrastructure and determined that we would no longer provide certain levels of service and products at existing rates in certain markets and therefore implemented price increases where warranted and terminated service in situations where price increases were not an alternative. While these initiatives reduced our overall inbound tire volume and may negatively impact our overall gross tipping fee revenue, we believe these efforts will continue to improve our performance through lower labor, parts and maintenance costs.

Gross profit for the three months ended March 31, 2006 was \$507,517 or 13% of net sales, compared to \$471,263 or 10% of net sales for three months ended March 31, 2005. Our cost of sales decreased \$817,619 or 19% primarily due to decreased collection and processing costs associated with lower inbound volume and our ongoing efforts to reduce operating costs where available.

Selling, general and administrative expenses for the three months ended March 31, 2006 increased \$144,048 to \$1,029,893 or 26% of net sales, compared to \$885,845 or 19% of net sales for the three months ended March 31, 2005. The increase was primarily attributable to increased outside professional expenses and insurance.

Due to continued operating losses management evaluated the carrying value of certain California equipment and determined that, the carrying value exceeded its estimated fair value based on replacement cost of similar equipment. Therefore, we recorded an impairment loss amounting to \$35,901 during the quarter ended March 31, 2006.

As a result of the foregoing, we had an operating loss of \$558,277 for the three months ended March 31, 2006 as compared to an operating loss of \$414,582 for the three months ended March 31, 2005.

Interest and financing costs for the three months ended March 31, 2006 increased \$137,836 to \$626,977 (including \$307,478 of non-cash deferred financing costs), compared to \$489,141 (including \$250,027 of non-cash deferred financing costs) during the three months ended March 31, 2005. The increase is primarily attributable to increased non-cash deferred financing associated with the Laurus credit facility and an increase in borrowing rates. In addition, we determined that certain California equipment was no longer necessary and/or operable and as a result recorded a \$73,300 loss on disposal of these assets during the three months ended March 31, 2006. Included in other expenses for the quarter ended March 31, 2005 is \$101,378 relating to a portion of an acquisition deposit which was written off.

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As a result of the foregoing, our net loss from continuing operations for the three months ended March 31, 2006 increased \$264,784 to \$1,268,217 or \$.07 per basic share, compared to a net loss of \$1,003,433 or \$.05 per basic share for the three months ended March 31, 2005. The \$12,284 loss from discontinued operations for the three months ended March 31, 2006 relates primarily to the costs of exit activities associated with our Georgia operations. The \$884,377 loss (\$.05 per basic share) from discontinued operations for the three months ended March 31, 2005 includes approximately \$451,000 associated with our Georgia

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operations and approximately \$433,000 associated with our Tennessee operations.

Our net loss for the three months ended March 31, 2006 decreased \$607,309 or 32% to \$1,280,501 as compared to a net loss of \$1,887,810 for the three months ended March 31, 2005.

Six Months ended March 31, 2006 Compared to the Six Months ended March 31, 2005

Net sales from continuing operations for the six months ended March 31, 2006 decreased \$859,532 or 9% to \$9,023,086 as compared to last year's net sales from continuing operations of \$9,882,618. Our continuing operations processed approximately 7 million passenger tire equivalents during the six months ended March 31, 2006, compared to approximately 8.4 million passenger tire equivalents during the same period last year. The decrease was primarily attributable to the completion of an Iowa scrap tire cleanup project during fiscal 2005 which accounted for approximately \$827,000 of revenue and 875,000 passenger tire equivalents during the six months ended March 31, 2005.

The negative impact on overall revenue resulting from lower inbound tire volumes was partially offset by a 3% increase (5% decrease when the prior year Iowa scrap tire cleanup revenue is removed) in the overall fee we are paid to collect and dispose of a scrap tire and a 2 percent increase in end product revenue during the six months ended March 31, 2006. During fiscal 2005, we completed an evaluation of our corporate-wide inbound collection infrastructure and determined that we would no longer provide certain levels of service and products at existing rates in certain markets and therefore implemented price increases where warranted and terminated service in situations where price increases were not an alternative. While these initiatives reduced our overall inbound tire volume growth rate and may negatively impact our overall gross tipping fee revenue, we believe these efforts will continue to improve our performance through lower labor, parts and maintenance costs.

Gross profit for the six months ended March 31, 2005 was \$1,826,184 or 20% of net sales, compared to \$1,197,059 or 12% of net sales for six months ended March 31, 2005. Our cost of sales decreased \$1,488,655 or 17% primarily due to decreased collection and processing costs associated with lower inbound volume and our ongoing efforts to reduce operating costs where available.

Selling, general and administrative expenses for the six months ended March 31, 2006 increased \$293,504 to \$2,034,536 or 23% of net sales, compared to \$1,741,032 or 18% of net sales for the six months ended March 31, 2005. The increase was primarily attributable to increased outside professional expenses and insurance.

Due to continued operating losses management evaluated the carrying value of certain California equipment and determined that, the carrying value exceeded its estimated fair value based on replacement cost of similar equipment. Therefore, we recorded an impairment loss amounting to \$35,901 during the quarter ended March 31, 2006.

As a result of the foregoing, our operating loss decreased \$299,720 to \$244,253 for the six months ended March 31, 2006 as compared to an operating loss of \$543,973 for the six months ended March 31, 2005.

Interest and financing costs for the six months ended March 31, 2006 increased \$765,441 to \$1,578,455 (including \$962,325 of non-cash deferred financing costs), compared to \$813,014 (including \$349,668 of non-cash deferred financing costs) during the six months ended March 31, 2005. The increase is primarily attributable to increased non-cash deferred financing associated with the Laurus credit facility and an increase in borrowing rates. In addition, we determined that certain California equipment was no longer necessary and/or operable and as a result recorded a \$73,300 loss on disposal of these assets

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during the three months ended March 31, 2006. Included in other expenses for the quarter ended March 31, 2005 is \$101,378 relating to a portion of an acquisition deposit which was written off.

Based on the magnitude of our fiscal 2005 losses, we determined the near-term realizability of a \$270,000 non-cash deferred tax asset to be uncertain and therefore have provided a valuation allowance on the entire amount during the three months ended December 31, 2004.

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As a result of the foregoing, our net loss from continuing operations for the six months ended March 31, 2006 increased \$199,731 to \$1,928,252 or \$.10 per basic share, compared to a net loss of \$1,728,521 or \$.09 per basic share for the six months ended March 31, 2005. The \$758,574 loss (\$.04 per basic share) from discontinued operations for the six months ended March 31, 2006 relates primarily to the costs of exit activities associated with our Georgia operations. The \$1,964,127 loss (\$.10 per basic share) from discontinued operations for the six months ended March 31, 2005 includes approximately \$1,178,000 associated with our Georgia operations and approximately \$786,000 associated with our Tennessee operations.

Our net loss for the six months ended March 31, 2006 decreased \$1,005,822 or 27% to \$2,686,826 as compared to a net loss of \$3,692,648 for the six months ended March 31, 2005.

Liquidity and Capital Resources

As of December 31, 2005, we had \$215,063 in cash and cash equivalents and a working capital deficiency of \$11,573,921. Our continued existence is dependent on our ability to generate positive operating cash flow, negotiate more favorable terms with existing secured and unsecured creditors, refinance existing long term debt, secure additional financing and achieve profitable status on a sustained basis.

The Consolidated Statements of Cash Flows reflect events in fiscal 2006 and 2005 as they affect our liquidity. During the six months ended March 31, 2006, net cash provided by operating activities was \$1,003,111. While our net loss was \$2,686,826 our overall cash flow was positively impacted by the following non-cash expenses and changes to our working capital: \$1,768,264 of depreciation and amortization, \$166,489 of non-cash impairment loss and net loss on disposal of fixed assets and a decrease in accounts receivable of \$2,212,335 which offset a \$437,495 increase in inventory which is not unusual during our seasonally slower quarter and a net decrease in accounts payable and accrued expense of \$261,734 in aggregate.

During the six months ended March 31, 2005, net cash used for operating activities was \$27,537. While our net loss was \$3,692,648 our overall cash flow was positively impacted by the following non-cash expenses and changes to our working capital: \$1,538,245 of depreciation and amortization, \$270,000 associated with an increase to the valuation allowance for deferred taxes (non-cash) and a decrease in accounts receivable of \$786,478 and an net increase in accounts payable and accrued expense of \$1,106,291 in aggregate.

Net cash provided by investing activities was \$24,407 for the six months ended March 31, 2006 reflecting the purchase of \$535,924 of equipment and the receipt of \$560,331 from the sale of assets. The net cash used by investing activities for the six months ended March 31, 2005 was \$1,012,498 reflecting the purchase of equipment to increase capacity and efficiencies at several of our operating locations.

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Net cash used for financing activities was \$1,177,671 during the six months ended March 31, 2006 reflecting the use of cash generated from operations and \$202,114 in proceeds from a related party and other notes payable to pay down our working capital lines of credit by \$640,350 in addition to reducing notes payable and capital leases by \$739,435 in aggregate. Net cash provided by financing activities was \$923,910 during the six months ended March 31, 2005 and was positively impacted by availability under our new Laurus credit facility as well as increased availability under our First American credit facility. This increase was offset by repayment of notes payable of \$688,039 and capital leases of \$156,192.

The financial statements have been prepared assuming we will continue as a going concern. We have incurred substantial losses from operations, and have a significant working capital deficiency at March 31, 2006. These factors raise substantial doubt about our ability to continue as a going concern.

In order to reduce our operating costs, address our liquidity needs and return to profitable status, we have implemented and/or are in the processing of implementing the following actions:

Divestiture of Unprofitable Operations

Due to the magnitude of the continuing operating losses incurred by our Georgia (\$3.4 million) and Tennessee (\$1.8 million) subsidiaries during fiscal 2005, management determined it to be in the best interest of company to discontinue all Southeastern operations and dispose of their respective operating assets. A majority of the Tennessee operating losses were due to rapid market share growth within the state by an undercapitalized subsidiary, necessitating us to transport an increasing number of Tennessee scrap tires to our Georgia facility for processing at significant transportation and processing costs. A majority of the Georgia operating losses were due to (1) the negative impact of processing a significant number of Tennessee sourced tires; (2) a change in the specifications of our primary end market customers requiring a smaller product resulting in reduced processing capacity and significantly higher operating costs and (3) equipment reliability issues resulting from aging equipment processing an increasing number of scrap tires.

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On September 6, 2005 we entered into an agreement under which all Tennessee scrap tire collection contracts and certain other contracts with suppliers of waste tires and contracts to supply whole tires to certain cement kilns in the southeastern region of the United States were assigned to a company owned by a former employee. We received no cash consideration for these assignments and recorded a \$1,334,849 loss (including a non-cash loss of \$918,450 associated with goodwill written off) on disposal of the operations at September 30, 2005. The aggregate net losses including the loss on disposal associated with the discontinued operations of our Tennessee subsidiary included in the results for the three and six months ended March 31, 2005 were approximately \$441,000 and \$762,000, respectively.

On September 27, 2005, we adopted a plan to dispose of all Georgia operations and during the quarter ended December 31, 2005, we substantially curtailed operations at our Georgia subsidiary. As a result, we wrote down all Georgia operating assets to their estimated fair market value at September 30, 2005 and recorded a loss on disposal of \$4,631,102 (including a non-cash loss of \$1,253,748 associated with goodwill written off) net of a gain on settlement of our Georgia facility lease of \$586,137 (see Note 5 to the Interim Consolidated Financial Statements). The aggregate net losses including the loss on disposal

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associated with the discontinued operations of our Georgia subsidiary included in the results for the three and six months ended March 31, 2006 were approximately \$12,000 and \$759,000, respectively, and \$443,000 and \$1,202,000, respectively for the three and six months ended March 31, 2005. We completed the divestiture of all Georgia operating assets as of March 1, 2006.

On February 17, 2006, we entered into an Asset Purchase Agreement with Tires Into Recycled Energy and Supplies, Inc. ("TIRES"), a leading crumb rubber processor in the United States. Under the agreement, we sold and assigned to TIRES certain assets, including (a) certain truck tire processing equipment located at our Georgia facility; (b) certain rights and interests in our contracts with suppliers of scrap truck tires; and (c) certain intangible assets. TIRES agreed to assume all of our rights and obligations under these contracts. In addition, TIRES entered into a sublease agreement with us with respect to part of the premises located in Georgia. (see Note 5 to the Interim Consolidated Financial Statements).

On March 1, 2006, we entered into an Asset Purchase Agreement with MTR of Georgia, Inc. ("MTR") a company co-owned by a former employee. Under the agreement, we sold and assigned to MTR certain assets, including (a) certain passenger tire processing equipment located at our Georgia facility; (b) certain rights and interests in our contracts with suppliers of scrap passenger tires; and certain intangible assets. MTR agreed to assume all of our rights and obligations under these contracts. In addition, MTR entered into a sublease agreement with us with respect to part of the premises located in Georgia. We received \$250,000 from MTR for these assets. As additional consideration, MTR has agreed to assume financial responsibility for disposing of all scrap tires and scrap tire processing residual at the Georgia facility as of the close.

We agreed with TIRES and MTR not to compete in the business of providing whole tire waste disposal services or selling crumb rubber material (except to our existing customers) within certain Southeastern states for a period of three years.

Credit Facility Refinancing

On June 30, 2004, we entered into a \$9 million credit facility with Laurus Master Fund, Ltd., ("Laurus") consisting of a \$5 million convertible, revolving working capital line of credit and a \$4 million convertible term note loan. At closing, we borrowed \$4 million under the term loan and \$2 million under the line of credit, and used approximately \$1,860,000 of the proceeds to repay the outstanding indebtedness under our prior credit facility and approximately \$1,070,000 to repay in full the indebtedness due Cryopolymers Leasing. Additional proceeds of the financing were used to increase working capital and to pay certain costs and fees associated with this transaction including a \$425,000 placement fee paid to our investment bank. On March 22, 2005, the credit facility was amended to permit us to maintain overadvances of up to \$2,000,000 under the line of credit through December 31, 2005 (subsequently extended to May 31, 2006). In addition, the price at which the minimum borrowing note and term loan are convertible into our common stock were adjusted (see Note 7 to the Interim Consolidated Financial Statements of interim financial statements). As of December 31, 2005, our overadvance was \$1,980,250.

On July 20, 2005, we issued a \$1 million convertible term note to Laurus. The note matures on June 30, 2007 and bears interest at the prime rate plus 1.75% (9% at December 31, 2005), payable monthly commencing August 1, 2005. Monthly principal payments of \$58,823.53 over the term of the loan commence on February 1, 2006. Laurus subsequently agreed to defer the principal payments otherwise due from February 1, 2006 through May 1, 2006, until the maturity date of the term note, at which time the deferred payments and all other outstanding amounts are due. Laurus has the option to convert some or all of the principal and interest payments into common stock at a price of \$.33 (the average closing

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price of our common stock on the American Stock Exchange for the 3-day period ending July 18, 2005).

On February 10, 2005, First American renewed our working capital line until February 10, 2006 (subsequently extended to June 15, 2006) and increased our maximum availability under the line of credit to \$800,000. In addition, First American agreed to increase our overall maximum availability by an additional \$350,000 to \$1,150,000 through June 10, 2005 to coincide with the performance of a significant scrap tire cleanup project which was completed in April 2005.

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Additional Steps to Increase Liquidity

Over the last several years, we have funded portions of our operating cash flow from sales of equity securities, loans from officers and related parties, increased borrowings and extending payments to our vendors.

In December 2003, we issued a 10% convertible note due December 2004 in the aggregate principal amount of \$375,000 to an investor. The note was convertible at the option of the holder at any time prior to maturity into investment units at a price equal to \$1.07 per unit with each unit consisting of one share of common stock and a warrant to purchase 1.5 shares of common stock at an exercise price of \$1.07 per share, exercisable nine months after issuance for a period of five years from date of issuance. The note was converted on June 24, 2004 into 369,331 shares of common stock and we issued warrants to purchase 553,997 shares of our common stock. When originally issued, this note reflected a beneficial conversion feature amounting to \$154,226 and, upon conversion, the remaining unamortized beneficial conversion discount of approximately \$77,000 was charged to interest expense.

In April 2004, we commenced a private offering of investment units to accredited investors, each unit consisting of one share of our common stock and a warrant to purchase 0.5 shares of our common stock. As of June 30, 2004, when the offering terminated, we had sold 1,594,211 units (1,594,211 shares of our common stock and warrants to purchase 797,105 additional shares of our common stock at prices ranging from \$1.56 to \$2.06 per share) to investors, including our directors and existing shareholders, for gross proceeds of \$1,547,800. We used the net proceeds of this offering to commence re-establishing our Georgia waste wire processing capacity and for general working capital purposes.

From June 2003 through March 2004, several of our officers and members of their families loaned us an aggregate of \$1,345,000. These advances bear interest at 12% and mature at various times through March 2006. In April 2004, several of these individuals agreed to invest approximately \$550,000 of the amounts due them under the terms of their loans into the private placement described above. In April 2004, one of our officers applied approximately \$187,000 of amounts due him to pay off notes receivable due our company and in June 2004 applied approximately \$114,000 of amounts due him, plus \$21,000 of accrued interest to exercise options to purchase 185,000 shares of our common stock. At December 31, 2005, the remaining balance on these advances amounted to \$699,320.

Operating Performance Enhancements

Historically, our tire shredding operations were able to recover and sell approximately 60% of a processed tire with the balance disposed of as waste wire residual (cross-contaminated rubber and steel) at an annual cost exceeding \$1,000,000 in prior years. During the past several years we have purchased

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secondary equipment for our Iowa and Minnesota facilities to further process the waste wire residual into saleable components of rubber and steel that not only provide new sources of revenue but also significantly reduced our residual disposal costs.

Effects of Inflation and Changing Prices

Generally, we are exposed to the effects of inflation and changing prices. Primarily because the largest component of our collection and disposal costs is transportation, we have been adversely affected by the significant increases in the cost of fuel. Additionally, because we rely on floating-rate debt for certain financing arrangements, rising interest rates have had a negative effect on our performance.

Based on our fiscal 2006 operating plan our available working capital and our revenues from operations, we believe that borrowings from affiliated and unaffiliated lenders including additional funding from Laurus will be necessary to satisfy our cash requirements for the foreseeable future. If we are unable to obtain additional financing, our ability to maintain our current level of operations could be materially and adversely affected and we may be required to adjust our operating plans accordingly or to discontinue our operations altogether.

Off-Balance Sheet Arrangements

We lease various facilities and equipment under cancelable and non-cancelable short and long term operating leases which are described in Footnote 10 to the Audited Consolidated Financial Statements contained in our annual report on Form 10-KSB.

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Cautionary Statement

Information contained or incorporated by reference in this document contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, which statements can be identified by the use of forward-looking terminology such as "may," "will," "would," "can," "could," "intend," "plan," "expect," "anticipate," "estimate" or "continue" or the negative thereof or other variations thereon or comparable terminology. The following matters constitute cautionary statements identifying important factors with respect to such forward-looking statements, including certain risks and uncertainties that could cause actual results to differ materially from those in such forward-looking statements.

Factors That May Affect Future Results

Risks Related to our Business

We have lost money in the past fourteen consecutive quarters and will need additional working capital, which if not received, may force us to curtail operations.

We have incurred substantial losses from operations over the past 14 quarters. As of March 31, 2006, we had \$212,590 in cash and cash equivalents and a working capital deficiency of \$11,573,921. These factors raise substantial doubt about our ability to continue as a going concern. We understand our continued existence is dependent on our ability to generate positive operating cash flow, negotiate more favorable terms with existing secured and unsecured creditors, refinance existing long term debt, secure additional financing and

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achieve profitable status on a sustained basis. We are presently evaluating several financing alternatives which would allow us to refinance a substantial amount of our short-term secured debt into long-term secured debt to better align debt maturities with our long-term business plan. There can be no assurance however, that we will be successful in refinancing at favorable terms, if at all.

Our liquidity has been significantly and adversely affected by continued operating losses at our Southeastern operations. The divestiture of our Tennessee operation in September 2005 eliminated continued operating losses which aggregated approximately \$1.8 million during the fiscal year ended September 30, 2005. In addition, during the quarter ended December 31, 2005, we substantially curtailed operations at our Georgia subsidiary which during the fiscal year ended September 30, 2005 incurred an operating loss of approximately \$3.4 million. During the quarter ended March 31, 2006, we completed the sale of substantially all Georgia operating assets to two separate parties and received \$405,000 in aggregate cash.

The aggregate net loss (including losses from operations and losses on disposal) associated with the discontinued operations of our Georgia subsidiary included in the results for the six months ended March 31, 2006 was approximately \$759,000 or 28% of our total loss year to date. The aggregate net losses associated with the discontinued operations of our Tennessee and Georgia subsidiaries included in the results for the six months ended March 31, 2005 was approximately \$1,964,000 or approximately 53% of our total loss for that period. The total net loss, including losses from operations and losses on disposal associated with these subsidiaries during the fiscal year ended September 30, 2005 was approximately \$11.1 million or 73% of our total loss for the 2005 fiscal year.

We have invested substantial amounts of capital during the past several years in new equipment to increase processing capacity at our Iowa, Minnesota and California locations, as well as consolidating our Wisconsin location into our Minnesota operating during fiscal 2005 to substantially reduce operating costs and maximize our return on assets. Our future operating plan focuses on maximizing the performance of these three operations through our continuing efforts to increase overall quality of revenue (revenue per passenger tire equivalent) while remaining diligent with our ongoing cost reduction initiatives. We will continue to evaluate each operation on its merits and contribution to the corporation and we will continue to make the necessary decisions to ensure the continued viability of GreenMan. During fiscal 2005, we completed an evaluation of our corporate-wide inbound collection infrastructure and determined that we would no longer provide certain levels of service and products at existing rates in certain markets and therefore implemented price increases where warranted and terminated service in situations where price increases were not an alternative. As a result, we experienced a 4% increase in overall tipping fees (fees we are paid to collect and dispose of a scrap tire) during fiscal 2005 and an increase of 2% on a year to date basis during fiscal 2006 as compared to the same period during fiscal 2005. While these initiatives reduced our overall inbound tire volume growth rate during fiscal 2005 and thus far during fiscal 2006, we believe they have and will continue to improve our performance through lower labor, parts and maintenance costs. In addition, we continue to identify, and are currently selling product into several new, higher-value markets as evidenced by an 18% increase in end product revenue during fiscal 2005 and a 2% increase on a year to date basis in fiscal 2006. We continue to experience strong demand for our end products.

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On April 25, 2006, we received a notice from the American Stock Exchange (the "Exchange") stating that the Exchange intends to initiate proceedings to delist the Registrant's common stock. The notice indicates that we failed to comply with Sections 134, 610, 1003(f)(iii) and 1101 of the Exchange's Company Guide (the "Company Guide"). We have appealed the Exchange's determination to initiate delisting proceedings and are scheduled to appear before a committee of the Exchange on June 6, 2006. Pursuant to the Company Guide, we expect that the delisting proceeding will be stayed pending the outcome of our appeal and subject to the Exchange's ongoing review of our status. We can provide no assurance, however, that our appeal will be successful or that the Exchange will not suspend trading in our common stock prior to the hearing. A final decision by the Exchange to delist our common stock would substantially limit our stock's liquidity and impair our ability to raise capital.

We have substantial indebtedness to Laurus Master Fund secured by substantially all of our assets. If an event of default occurs under the secured notes issued to Laurus, Laurus may foreclose on our assets and we may be forced to curtail or cease our operations or sell some or all of our assets to repay the notes.

On June 30, 2004, we entered into a \$9 million credit facility with Laurus pursuant to secured promissory notes and related agreements which were amended on March 22, 2005 to provide, among other things, the ability for us to maintain overadvances of up to \$2 million. On July 20, 2005, we borrowed an additional \$1 million from Laurus pursuant to a convertible term note and related agreements. Subject to certain grace periods, the notes and agreements provide for the following events of default (among others):

- o failure to pay interest and principal when due;
- o an uncured breach by us of any material covenant, term or condition in any of the notes or related agreements;
- o a breach by us of any material representation or warranty made in any of the notes or in any related agreement;
- o any money judgment or similar final process is filed against us for more than \$50,000 that remains unvacated, unbonded or unstayed for a period of 30 business days;
- o any form of bankruptcy or insolvency proceeding is instituted by or against us;
- o suspension of our common stock from our principal trading market for five consecutive days or five days during any ten consecutive days; and
- o the occurrence of a change in control of our ownership.

In the event of a future default under our agreements with Laurus, Laurus may enforce its rights as a secured party and we may lose all or a portion of our assets, be forced to materially reduce our business activities or cease operations.

We will require additional funding to sustain and grow our business, which funding may not be available to us on favorable terms or at all. If we do not obtain funding when we need it, our business will be adversely affected. In addition, if we have to sell securities in order to obtain financing, the rights of our current holders may be adversely affected.

We will have to seek additional outside funding sources to satisfy our future financing demands if our operations do not produce the level of revenue

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we require to maintain and grow our business. We cannot assure you that outside funding will be available to us at the time that we need it and in the amount necessary to satisfy our needs, or, that if such funds are available, they will be available on terms that are favorable to us. If we are unable to secure financing when we need it, our business will be adversely affected and we may need to discontinue some or all of our operations. If we have to issue additional shares of common stock or securities convertible into common stock in order to secure additional funding, our current stockholders will experience dilution of their ownership of our shares. In the event that we issue securities or instruments other than common stock, we may be required to issue such instruments with greater rights than those currently possessed by holders of our common stock.

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Improvement in our business depends on our ability to increase demand for our products and services.

Adverse events or economic or other conditions affecting markets for our products and services, potential delays in product development, product and service flaws, changes in technology, changes in the regulatory environment and the availability of competitive products and services are among a number of factors that could limit demand for our products and services.

Our business is subject to extensive and rigorous government regulation; failure to comply with applicable regulatory requirements could substantially harm our business.

Our tire recycling activities are subject to extensive and rigorous government regulation designed to protect the environment. The establishment and operation of plants for tire recycling are subject to obtaining numerous permits and compliance with environmental and other government regulations. The process of obtaining required regulatory approvals can be lengthy and expensive. The Environmental Protection Agency and comparable state and local regulatory agencies actively enforce environmental regulations and conduct periodic inspections to determine compliance with government regulations. Failure to comply with applicable regulatory requirements can result in, among other things, fines, suspensions of approvals, seizure or recall of products, operating restrictions, and criminal prosecutions. Furthermore, changes in existing regulations or adoption of new regulations could impose costly new procedures for compliance, or prevent us from obtaining, or affect the timing of, regulatory approvals.

The market in which we operate is highly competitive, fragmented and decentralized and our competitors may have greater technical and financial resources.

The market for our services is highly competitive, fragmented and decentralized. Many of our competitors are small regional or local businesses. Some of our larger competitors may have greater financial and technical resources than we do. As a result, they may be able to adapt more quickly to new or emerging technologies and changes in customer requirements, or to devote greater resources to the promotion and sale of their services. Competition could increase if new companies enter the markets in which we operate or our existing competitors expand their service lines. These factors may limit or prevent any further development of our business.

Our success depends on the retention of our senior management and other key personnel.

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Our success depends largely on the skills, experience and performance of our senior management, The loss of any key member of senior management could have a material adverse effect on our business, financial condition and results of operations.

Seasonal factors may affect our quarterly operating results.

Seasonality may cause our total revenues to fluctuate. We typically process fewer tires during the winter and experience a more pronounced volume reduction in severe weather conditions. In addition, a majority of our crumb rubber is used for playground and athletic surfaces, running tracks and landscaping/groundcover applications which are typically installed during the warmer portions of the year. Similar seasonal or other patterns may develop in our business.

Inflation and Changing Prices may hurt our business.

Generally, we are exposed to the effects of inflation and changing prices. Primarily because the largest component of our collection and disposal costs is transportation, we have been adversely affected by significant increases in the cost of fuel. Additionally, because we rely on floating-rate debt for certain financing arrangements, rising interest rates have had a negative effect on our financial performance.

If we acquire other companies or businesses, we will be subject to risks that could hurt our business.

A significant part of our business strategy entails future acquisitions, or significant investments in, businesses that offer complementary products and services. Promising acquisitions are difficult to identify and complete for a number of reasons. Any acquisitions completed by our company may be made at substantial premiums over the fair value of the net assets of the acquired companies, and competition may cause us to pay more for an acquired business than its long-term fair market value. There can be no assurance that we will be able to complete future acquisitions on terms favorable to us or at all. In addition, we may not be able to integrate future acquired businesses, at all or without significant distraction of management from our ongoing business. In

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order to finance acquisitions, it may be necessary for us to issue shares of our capital stock to the sellers of the acquired businesses and/or to seek additional funds through public or private financings. Any equity or debt financing, if available at all, may be on terms which are not favorable to us and, in the case of an equity financing or the use of our stock to pay for an acquisition, may result in dilution to our existing stockholders.

As we grow, we are subject to growth related risks.

We are subject to growth-related risks, including capacity constraints and pressure on our internal systems and personnel. In order to manage current operations and any future growth effectively, we will need to continue to implement and improve our operational, financial and management information systems and to hire, train, motivate, manage and retain employees. We may be unable to manage such growth effectively. Our management, personnel or systems may be inadequate to support our operations, and we may be unable to achieve the increased levels of revenue commensurate with the increased levels of operating expenses associated with this growth. Any such failure could have a material adverse impact on our business, operations and prospects. In addition, the cost of opening new facilities and the hiring of new personnel for those facilities

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could significantly decrease our profitability, if the new facilities do not generate sufficient additional revenue.

Risks Related to the Securities Market

Our stock price may be volatile, which could result in substantial losses for our shareholders.

Our common stock is thinly traded and an active public market for our stock may not develop. Consequently, the market price of our common stock may be highly volatile. Additionally, the market price of our common stock could fluctuate significantly in response to the following factors, some of which are beyond our control:

- o any decision by the American Stock Exchange to delist our common stock (see The American Stock Exchange has initiated proceedings to delist our common stock, above).
- o changes in market valuations of similar companies;
- o announcements by us or by our competitors of new or enhanced products, technologies or services or significant contracts, acquisitions, strategic relationships, joint ventures or capital commitments;
- o regulatory developments;
- o additions or departures of senior management and other key personnel;
- o deviations in our results of operations from the estimates of securities analysts; and
- o future issuances of our common stock or other securities.

We have options, warrants and convertible promissory notes currently outstanding. Exercise of these options and warrants, and conversions of these promissory notes will cause dilution to existing and new shareholders. Future sales of common stock by Laurus and our existing stockholders could result in a decline in the market price of our stock.

As of March 31, 2006, we have options and warrants to purchase approximately 8,622,030 shares of common stock outstanding in addition to \$8,174,849 of convertible promissory notes. The principal amounts of these notes are convertible into approximately 11,100,000 shares of common stock. The exercise of our options and warrants, and the conversion of these promissory notes, will cause additional shares of common stock to be issued, resulting in dilution to investors and our existing stockholders. As of March 31, 2006, approximately 13 million shares of our common stock were eligible for sale in the public market. This represents approximately 68 percent of our outstanding shares of common stock. After the effective date of the additional registration statement we are required to file with respect to the Laurus credit facility approximately 24,100,000 shares of our common stock will be eligible for resale in the public market. Sales of a significant number of shares of our common stock in the public market could result in a decline in the market price of our common stock, particularly in light of the illiquidity and low trading volume in our common stock.

Our directors, executive officers and principal stockholders own a significant percentage of our shares, which will limit your ability to influence corporate matters.

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Our directors, executive officers and other principal stockholders owned approximately 31 percent of our outstanding common stock as of March 31, 2006. Accordingly, these stockholders could have a significant influence over the outcome of any corporate transaction or other matter submitted to our stockholders for approval, including mergers, consolidations and the sale of all

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or substantially all of our assets and also could prevent or cause a change in control. The interests of these stockholders may differ from the interests of our other stockholders. In addition, limited number of shares held in public float effect the liquidity of our common stock. Third parties may be discouraged from making a tender offer or bid to acquire us because of this concentration of ownership.

We have never paid dividends on our capital stock, and we do not anticipate paying any cash dividends in the foreseeable future.

We have paid no cash dividends on our capital stock to date and we currently intend to retain our future earnings, if any, to fund the development and growth of our businesses. In addition, our agreements with Laurus prohibit the payment of cash dividends. As a result, capital appreciation, if any, of our common stock will be shareholders' sole source of gain for the foreseeable future.

Anti-takeover provisions in our charter documents and Delaware law could discourage potential acquisition proposals and could prevent, deter or delay a change in control of our company.

Certain provisions of our Restated Certificate of Incorporation and By-Laws could have the effect, either alone or in combination with each other, of preventing, deterring or delaying a change in control of our company, even if a change in control would be beneficial to our stockholders. Delaware law may also discourage, delay or prevent someone from acquiring or merging with us.

Environmental Liability

There are no known material environmental violations or assessments.

Item 3 Controls and Procedures

Our management, with the participation of our chief executive officer and chief financial officer, evaluated the effectiveness of our disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934) as of March 31, 2006. In designing and evaluating our disclosure controls and procedures, we recognized that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving their objectives and management necessarily applied its judgment in evaluating the cost-benefit relationship of possible controls and procedures. Based on this evaluation, our chief executive officer and chief financial officer concluded that as of March 31, 2006, our disclosure controls and procedures were (1) designed to ensure that material information relating to the company, including our consolidated subsidiaries, is made known to our chief executive officer and chief financial officer by others within those entities, particularly during the period in which this report was being prepared and (2) effective, in that they provide reasonable assurance that information required to be disclosed by us in the reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms.

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No change in our internal control over financial reporting (as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act) occurred during the fiscal quarter ended March 31, 2006 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

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PART II - OTHER INFORMATION

Item 6. Exhibits

- 10.1 (1) \$25,000 Unsecured Promissory Note issued by GreenMan Technologies, Inc. to Nicholas and Nancy DeBenedictis dated January 6, 2006
 - 10.2 (1) \$100,000 Unsecured Promissory Note issued by GreenMan Technologies, Inc. to Nicholas and Nancy DeBenedictis dated January 6, 2006
 - 10.3 (2) Asset Purchase Agreement dated February 17, 2006 between GreenMan Technologies of Georgia, Inc., GreenMan Technologies, Inc. and Tires Into Recycled Energy and Supplies, Inc.
 - 10.4 (2) Asset Purchase Agreement dated March 1, 2006 between GreenMan Technologies of Georgia, Inc., GreenMan Technologies, Inc. and MTR of Georgia, Inc.
 - 10.5 (2) Amendment No. 1 to Lease Agreement dated February 28, 2006 between GreenMan Technologies of Georgia, Inc. and Mart Management, Inc.
 - 10.6 (3) Employment Agreement dated April 12, 2006, between GreenMan Technologies, Inc. and Lyle E. Jensen
 - 31.1 (1) Certification of Chief Executive Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a)
 - 31.2 (1) Certification of Chief Financial Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a)
 - 32.1 (1) Certification of Chief Executive Officer under 18 U.S.C Section 1350
 - 32.2 (1) Certification of Chief Financial Officer under 18 U.S.C Section 1350
- (1) Filed herewith.
- (2) Incorporated by reference from the Company's Form 8-K dated February 17, 2006 and filed on March 6, 2006.
- (3) Incorporated by reference from the Company's Form 8-K dated April 12, 2006 and filed on April 17, 2006.
- (a) Reports on Form 8-K
- 1. Form 8-K dated January 4, 2006 (filed January 5, 2006), covering Items 2.05, 2.06, 7.01 and 9.01
 - 2. Form 8-K dated January 5, 2006 (filed January 11, 2006), covering

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- Items 3.01 and 9.01
3. Form 8-K dated February 16, 2006 (filed February 17, 2006), covering Items 3.01, 7.01 and 9.01
4. Form 8-K dated February 17, 2006 (filed March 6, 2006, covering Items 1.01 and 9.01)

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1934, the Registrant certifies that it has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

By: GreenMan Technologies, Inc.

/s/ Lyle Jensen

Lyle Jensen
Chief Executive Officer

By: GreenMan Technologies, Inc.

/s/ Charles E. Coppa

Chief Financial Officer,
Treasurer, Secretary

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AL29

AL29

STATE STREET BANK

678,156

0

19-Jul-2014

19-Jul-2014

LIBERTY MEDIA CORPORATION

Security

531229102

Meeting Type

Annual

Ticker Symbol

LMCA

Meeting Date

04-Aug-2014

ISIN

US5312291025

Agenda

934051486 - Management

Record Date

19-Jun-2014

Holding Recon Date

19-Jun-2014

City /

Country

/

United States

Vote Deadline Date

01-Aug-2014

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
EVAN D. MALONE

For
For

2
DAVID E. RAPLEY

For
For

3
LARRY E. ROMRELL

For
For

2.
A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
11,856
89,100
25-Jun-2014
25-Jun-2014
LIBERTY INTERACTIVE CORPORATION
Security

53071M880

Meeting Type
Annual
Ticker Symbol

LVNTA

Meeting Date
04-Aug-2014

ISIN

US53071M8800

Agenda
934051549 - Management
Record Date

19-Jun-2014

Holding Recon Date
19-Jun-2014

City /
Country

/
United States

Vote Deadline Date

01-Aug-2014

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
EVAN D. MALONE

For
For

2
DAVID E. RAPLEY

For
For

3
LARRY E. ROMRELL

For
For

2.
THE SAY-ON-PAY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management
For
For

3.
A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
30,032
200,200
25-Jun-2014
25-Jun-2014
LIBERTY INTERACTIVE CORPORATION

Security

53071M104

Meeting Type

Annual

Ticker Symbol

LINTA

Meeting Date

04-Aug-2014

ISIN

US53071M1045

Agenda

934051549 - Management

Record Date

19-Jun-2014

Holding Recon Date

19-Jun-2014

City /

Country

/

United States

Vote Deadline Date

01-Aug-2014

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
EVAN D. MALONE

For
For

2
DAVID E. RAPLEY

For
For

3
LARRY E. ROMRELL

For
For

2.
THE SAY-ON-PAY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management
For

For

3.

A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

145,802

0

25-Jun-2014

25-Jun-2014

BHG SA - BRAZIL HOSPITALITY GROUP, SAO PAULO

Security

P1668A101

Meeting Type

ExtraOrdinary General Meeting

Ticker Symbol

Meeting Date

04-Sep-2014

ISIN

BRBHGRACNOR9

Agenda

705519289 - Management

Record Date

Holding Recon Date
26-Aug-2014

City /
Country

RIO DE JANEIRO
/
Brazil

Vote Deadline Date
27-Aug-2014

SEDOL(s)

B23CS02
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE

Non-Voting

CMMT

PLEASE NOTE THAT VOTES 'IN FAVOR' AND 'AGAINST' IN THE SAME AGENDA ITEM ARE NOT ALLOWED. ONLY VOTES IN FAVOR AND/OR ABSTAIN OR AGAINST AND/ OR ABSTAIN ARE ALLOWED. THANK YOU

Non-Voting

CMMT

PLEASE NOTE THAT ALTHOUGH THERE ARE 3 COMPANIES TO BE ELECTED, THERE IS ONLY 1-VACANCY AVAILABLE TO BE FILLED AT THE MEETING. THE STANDING INSTRUCTIONS FOR-THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO VOTE FOR-ONLY 1 OF THE 3 COMPANIES. THANK YOU.

Non-Voting

I.A

TO CHOOSE, IN ACCORDANCE WITH ARTICLE 12, LINE IX, OF THE CORPORATE BYLAWS OF THE COMPANY, FROM AMONG THE COMPANIES NOMINATED BY THE BOARD OF DIRECTORS OF THE COMPANY, WHICH IS N. M. ROTHSCHILD AND SONS, BRASIL, LTDA., THE SPECIALIZED COMPANY RESPONSIBLE FOR THE PREPARATION OF THE VALUATION REPORT FOR THE SHARES OF THE COMPANY, WITHIN THE FRAMEWORK OF THE PUBLIC TENDER OFFER THAT WAS THE SUBJECT OF THE NOTICE OF MATERIAL FACT THAT WAS RELEASED ON AUGUST 8, 2014

Management

I.B

TO CHOOSE, IN ACCORDANCE WITH ARTICLE 12, LINE IX, OF THE CORPORATE BYLAWS OF THE COMPANY, FROM AMONG THE COMPANIES NOMINATED BY THE BOARD OF DIRECTORS OF THE COMPANY, WHICH IS BANCO SANTANDER S.A., THE SPECIALIZED COMPANY RESPONSIBLE FOR

Management

THE PREPARATION OF THE VALUATION REPORT FOR THE SHARES OF THE COMPANY, WITHIN THE FRAMEWORK OF THE PUBLIC TENDER OFFER THAT WAS THE SUBJECT OF THE NOTICE OF MATERIAL FACT THAT WAS RELEASED ON AUGUST 8, 2014

I.C

TO CHOOSE, IN ACCORDANCE WITH ARTICLE 12, LINE IX, OF THE CORPORATE BYLAWS OF THE COMPANY, FROM AMONG THE COMPANIES NOMINATED BY THE BOARD OF DIRECTORS OF THE COMPANY, WHICH IS BANCO DE INVESTIMENTOS CREDIT SUISSE, BRASIL, S.A., THE SPECIALIZED COMPANY RESPONSIBLE FOR THE PREPARATION OF THE VALUATION REPORT FOR THE SHARES OF

THE COMPANY, WITHIN THE FRAMEWORK OF THE PUBLIC TENDER OFFER THAT WAS THE SUBJECT OF THE NOTICE OF MATERIAL FACT THAT WAS RELEASED ON AUGUST 8, 2014

Management

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

249,677

0

VINDA INTERNATIONAL HOLDINGS LTD

Security

G9361V108

Meeting Type

ExtraOrdinary General Meeting

Ticker Symbol

Meeting Date

12-Sep-2014

ISIN

KYG9361V1086

Agenda

705515712 - Management

Record Date

11-Sep-2014

Holding Recon Date

11-Sep-2014

City /
Country

HONG KONG
/
Cayman Islands

Vote Deadline Date
29-Aug-2014

SEDOL(s)

B1Z7648 - B235FQ6
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

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

Non-Voting

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEH K/2014/0822/LTN20140822242.PDF>-
<http://www.hkexnews.hk/listedco/listconews/SEH K/2014/0822/LTN20140822234.pdf>

Non-Voting

1

(A) THE SALE AND PURCHASE AGREEMENT DATED 17 JULY 2014 (THE "SALE AND PURCHASE AGREEMENT") ENTERED INTO BETWEEN THE COMPANY AND SCA GROUP HOLDING BV IN RESPECT OF THE ACQUISITION OF (1) THE ENTIRE ISSUED SHARE CAPITAL IN SCA TISSUE HONG KONG LIMITED, (2) THE ENTIRE ISSUED SHARE CAPITAL OF SCA HEALTHCARE MANAGEMENT PTE. LTD., (3) THE ENTIRE EQUITY INTEREST OF (AS SPECIFIED)(IN ENGLISH, FOR IDENTIFICATION PURPOSE ONLY, EVERBEAUTY INDUSTRY (FUJIAN) CO., LTD.), AND (4) THE PRC ASSETS (AS DEFINED IN THE COMPANY'S CIRCULAR DATED 22 AUGUST 2014) FOR AN INITIAL PURCHASE PRICE OF HKD 1,144,000,000 AND THE TRANSACTIONS CONTEMPLATED THEREUNDER, ARE HEREBY APPROVED, CONFIRMED AND RATIFIED; AND (B) THE DIRECTORS OF THE COMPANY ARE HEREBY AUTHORISED TO DO ALL SUCH ACTS AND THINGS AND EXECUTE ALL SUCH DOCUMENTS WHICH THEY CONSIDERS CONTD

Management

For

For

CONT

CONTD NECESSARY, DESIRABLE OR EXPEDIENT FOR THE PURPOSE OF, OR IN CONNECTION-WITH, THE IMPLEMENTATION OF AND GIVING EFFECT TO THE SALE AND PURCHASE-AGREEMENT AND THE TRANSACTIONS CONTEMPLATED THEREUNDER

Non-Voting

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

2,060,714

0

23-Aug-2014

10-Sep-2014

VIASAT, INC.

Security

92552V100

Meeting Type

Annual

Ticker Symbol

VSAT

Meeting Date

17-Sep-2014

ISIN

US92552V1008

Agenda

934061095 - Management

Record Date

21-Jul-2014

Holding Recon Date

21-Jul-2014

City /

Country

/

United States

Vote Deadline Date

16-Sep-2014

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
MARK DANKBERG

For
For

2
HARVEY WHITE

For
For

2.
RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS VIASAT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Management
For
For

3.
ADVISORY VOTE ON EXECUTIVE COMPENSATION

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
135
171,200
29-Jul-2014
29-Jul-2014
BHG SA - BRAZIL HOSPITALITY GROUP, SAO PAULO
Security

P1668A101

Meeting Type
ExtraOrdinary General Meeting
Ticker Symbol

Meeting Date
19-Sep-2014

ISIN

BRBHGRACNOR9

Agenda
705517475 - Management

Record Date

Holding Recon Date
17-Sep-2014

City /
Country

RIO DE JANEIRO
/
Brazil

Vote Deadline Date
11-Sep-2014

SEDOL(s)

B23CS02
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE

Non-Voting

CMMT

PLEASE NOTE THAT VOTES 'IN FAVOR' AND 'AGAINST' IN THE SAME AGENDA ITEM ARE- NOT ALLOWED. ONLY VOTES IN FAVOR AND/OR ABSTAIN OR AGAINST AND/ OR ABSTAIN-ARE ALLOWED. THANK YOU

Non-Voting

1

TO APPROVE THE DELISTING OF THE COMPANY AS A PUBLICLY TRADED COMPANY AND, AS A CONSEQUENCE, ITS DELISTING FROM THE SPECIAL TRADING SEGMENT OF THE NOVO MERCADO OF THE BM AND FBOVESPA S.A., BOLSA DE VALORES, MERCADORIAS E FUTUROS, CONDITIONED ON THE PUBLIC TENDER OFFER THAT IS THE SUBJECT OF THE NOTICE OF MATERIAL FACT THAT WAS RELEASED ON AUGUST 8, 2014, BEING CARRIED OUT BY RAZUYA EMPREENDIMENTOS E PARTICIPACOES S.A., IN ACCORDANCE WITH ITS TERMS AND CONDITIONS

Management

No Action

CMMT

26 AUG 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF MEETING LOC-ATION. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS-YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

Non-Voting

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

249,677

0

26-Aug-2014

26-Aug-2014

DON QUIJOTE HOLDINGS CO.,LTD.

Security

J1235L108

Meeting Type

Annual General Meeting

Ticker Symbol

Meeting Date

26-Sep-2014

ISIN

JP3639650005

Agenda

705553471 - Management

Record Date

30-Jun-2014

Holding Recon Date

30-Jun-2014

City /

Country

TOKYO

/

Japan

Vote Deadline Date

10-Sep-2014

SEDOL(s)

5767753 - 6269861 - B021NZ6

Quick Code

75320

Item
Proposal

Proposed by

Vote
For/Against Management

Please reference meeting materials.

Non-Voting

1
Approve Appropriation of Surplus

Management
For
For

2.1
Appoint a Director

Management
For
For

2.2
Appoint a Director

Management
For
For

2.3
Appoint a Director

Management
For
For

2.4
Appoint a Director

Management
For
For

2.5
Appoint a Director

Management
For
For

2.6
Appoint a Director

Management
For
For

3
Appoint a Corporate Auditor

Management
For
For

4
Approve Payment of Accrued Benefits associated with Abolition of Retirement Benefit System for Current Directors

Management
For
For

5

Approve Payment of Accrued Benefits associated with Abolition of Retirement Benefit System for Current Corporate Auditors

Management

For

For

6

Approve Issuance of Share Acquisition Rights as Stock-Linked Compensation Type Stock Options for Directors

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

29,000

0

10-Sep-2014

10-Sep-2014

COMCAST CORPORATION

Security

20030N101

Meeting Type

Special

Ticker Symbol

CMCSA

Meeting Date

08-Oct-2014

ISIN

US20030N1019

Agenda
934075284 - Management
Record Date

18-Aug-2014

Holding Recon Date
18-Aug-2014

City /
Country

/
United States

Vote Deadline Date
07-Oct-2014

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
TO APPROVE THE ISSUANCE OF SHARES OF COMCAST CLASS A COMMON STOCK TO TIME WARNER CABLE INC. STOCKHOLDERS IN THE MERGER.

Management
For
For

2.
TO APPROVE THE ADJOURNMENT OF THE COMCAST SPECIAL MEETING IF NECESSARY TO SOLICIT ADDITIONAL PROXIES.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
27,300
170,000
10-Sep-2014
10-Sep-2014
GCL-POLY ENERGY HOLDINGS LTD
Security

G3774X108

Meeting Type

ExtraOrdinary General Meeting

Ticker Symbol

Meeting Date

15-Oct-2014

ISIN

KYG3774X1088

Agenda

705577926 - Management

Record Date

14-Oct-2014

Holding Recon Date

14-Oct-2014

City /

Country

HONG KONG

/

Cayman Islands

Vote Deadline Date

01-Oct-2014

SEDOL(s)

B28XTR4 - B2971P7 - B51NPM9 - BP3RTY9

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

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

Non-Voting

CMMT
PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON
THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEH K/2014/0923/LTN20140923433.pdf>-AND-
<http://www.hkexnews.hk/listedco/listconews/SEH K/2014/0923/LTN20140923426.pdf>

Non-Voting

1
TO APPROVE THE SHARE OPTION SCHEME OF GCL NEW ENERGY HOLDINGS LIMITED AND
AUTHORIZE ITS BOARD TO GRANT OPTIONS

Management
For
For

2
TO RE-ELECT MR. YEUNG MAN CHUNG, CHARLES AS AN EXECUTIVE DIRECTOR OF THE COMPANY

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
AL29

AL29

STATE STREET BANK

6,245,000

0

24-Sep-2014

13-Oct-2014

GRUPO FINANCIERO BANORTE SAB DE CV

Security

P49501201

Meeting Type
Ordinary General Meeting
Ticker Symbol

Meeting Date
22-Oct-2014

ISIN

MXP370711014

Agenda
705590253 - Management
Record Date

09-Oct-2014

Holding Recon Date
09-Oct-2014

City /
Country

NUEVO LEON
/
Mexico

Vote Deadline Date
14-Oct-2014

SEDOL(s)

2421041 - B01DHK6 - B2Q3MD3 - B57YQ34 - B59G4P6 - BHZLH61

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.I
IT IS PROPOSED TO APPOINT CARLOS HANK GONZALEZ AS PROPRIETARY PATRIMONIAL MEMBER OF THE BOARD SUBSTITUTING GRACIELA GONZALEZ MORENO

Management
For
For

1.II
IT IS PROPOSED TO APPOINT GRACIELA GONZALEZ MORENO AS ALTERNATE MEMBER OF THE BOARD SUBSTITUTING ALEJANDRO HANK GONZALEZ, WHO IS RELIEVED FROM ALL

RESPONSIBILITY FOR THE LEGAL PERFORMANCE OF HIS POSITION

Management

For

For

1.III

BASED ON THE ARTICLE FORTY OF THE CORPORATE BY-LAWS, IT IS PROPOSED THAT THE FORMERLY MENTIONED MEMBERS OF DE BOARD ARE EXEMPT FROM THE RESPONSIBILITY OF PROVIDING A BOND OR MONETARY GUARANTEE FOR BACKING THEIR PERFORMANCE WHEN CARRYING OUT THEIR DUTIES

Management

For

For

2

DISCUSSION, AND IF THE CASE, APPROVAL OF A PROPOSED CASH DIVIDEND PAYMENT EQUIVALENT TO PS 0.2435 PER SHARE. IT IS PROPOSED TO DISTRIBUTE A CASH DIVIDEND OF PS. 0.2435 PER SHARE, DERIVED FROM THE RETAINED EARNINGS OF PRIOR YEARS. THIS DIVIDEND CORRESPONDS TO THE FIRST OF FOUR PAYMENTS THAT WILL BE MADE FOR A TOTAL AMOUNT OF PS. 0.9740 PER SHARE. IT IS PROPOSED THAT THE FIRST DISBURSEMENT BE PAID ON OCTOBER 31, 2014. THE TOTAL AMOUNT OF THE DIVIDEND TO BE PAID IN FOUR DISBURSEMENTS REPRESENTS 20% OF THE RECURRING PROFITS GENERATED IN 2013

Management

For

For

3

DISCUSSION, AND IF THE CASE, APPROVAL OF THE ESTABLISHMENT AND OPERATION OF A SHARE PURCHASE PLAN TO PAY THE INCENTIVE PLANS, ACCORDING TO THE AUTHORIZATION OF THE BOARD OF DIRECTORS. IT IS PROPOSED TO ESTABLISH AN INCENTIVE PLAN FOR THE EMPLOYEES OF THE COMPANY AND ITS SUBSIDIARIES TO BE PAID THROUGH REPRESENTATIVE SHARES OF THE COMPANY'S EQUITY ACCORDING TO ARTICLES 57, 366 AND 367 OF THE SECURITIES MARKET LAW. THE OBJECTIVE OF THIS PLAN IS TO CONTINUE

Management

For

For

ALIGNING THE INCENTIVES BETWEEN THE MANAGEMENT OF THE FINANCIAL GROUP AND ITS SHAREHOLDERS, GRANTING STOCK PLANS TO EXECUTIVES AS PART OF THEIR TOTAL COMPENSATION IN ORDER TO PROMOTE THE ACHIEVEMENT OF THE INSTITUTIONS' STRATEGIC GOALS. TO OPERATE THE PLAN, IT IS REQUIRED TO ALLOCATE FUNDS FOR THE ACQUISITION OF REPRESENTATIVE SHARES OF THE COMPANY'S EQUITY. THIS MAY BE CONTD

CONT

CONTD OPERATED THROUGH THE SHARE REPURCHASE FUND. IT IS PROPOSED TO DELEGATE-TO THE HUMAN RESOURCES COMMITTEE, ACTING THROUGH THE ASSIGNATIONS' COMMITTEE,-THE FACULTY TO ESTABLISH THE TERMS AND CONDITIONS OF THE PLAN. FURTHERMORE,-IT IS

REQUESTED TO RATIFY CERTAIN RESOLUTIONS AGREED FORMERLY BY THE BOARD
OF-DIRECTORS RELATED TO THE IMPLEMENTATION OF THE PLAN

Non-Voting

4
EXTERNAL AUDITOR'S REPORT ON THE COMPANY'S TAX SITUATION

Management
For
For

5
DESIGNATION OF DELEGATE(S) TO FORMALIZE AND EXECUTE THE RESOLUTIONS PASSED BY THE
ASSEMBLY

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
AL29

AL29

STATE STREET BANK
447,444
0
04-Oct-2014
17-Oct-2014
SEAGATE TECHNOLOGY PLC
Security

G7945M107

Meeting Type
Annual
Ticker Symbol

STX

Meeting Date
22-Oct-2014

ISIN

IE00B58JVZ52

Agenda
934072618 - Management
Record Date

26-Aug-2014

Holding Recon Date
26-Aug-2014

City /
Country

/
United States

Vote Deadline Date
21-Oct-2014

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: STEPHEN J. LUCZO

Management
For
For

1B.
ELECTION OF DIRECTOR: FRANK J. BIONDI, JR.

Management
For
For

1C.
ELECTION OF DIRECTOR: MICHAEL R. CANNON

Management
For
For

1D.
ELECTION OF DIRECTOR: MEI-WEI CHENG

Management
For
For

1E.
ELECTION OF DIRECTOR: WILLIAM T. COLEMAN

Management
For
For

1F.
ELECTION OF DIRECTOR: JAY L. GELDMACHER

Management

For

For

1G.

ELECTION OF DIRECTOR: KRISTEN M. ONKEN

Management

For

For

1H.

ELECTION OF DIRECTOR: DR. CHONG SUP PARK

Management

For

For

1I.

ELECTION OF DIRECTOR: GREGORIO REYES

Management

For

For

1J.

ELECTION OF DIRECTOR: STEPHANIE TILENIUS

Management

For

For

1K.

ELECTION OF DIRECTOR: EDWARD J. ZANDER

Management

For

For

2.

TO GRANT THE DIRECTORS AUTHORITY TO ISSUE SHARES.

Management

For

For

3.

TO GRANT THE DIRECTORS AUTHORITY TO ISSUE SHARES FOR CASH WITHOUT FIRST OFFERING SHARES TO EXISTING SHAREHOLDERS.

Management

For

For

4.
TO DETERMINE THE PRICE RANGE AT WHICH THE COMPANY CAN RE-ISSUE SHARES HELD AS
TREASURY SHARES.

Management

For

For

5.
TO APPROVE THE AMENDED AND RESTATED SEAGATE TECHNOLOGY PLC 2012 EQUITY INCENTIVE
PLAN.

Management

For

For

6.
TO APPROVE, IN A NON-BINDING ADVISORY VOTE, THE COMPENSATION OF NAMED EXECUTIVE
OFFICERS.

Management

For

For

7.
TO AUTHORIZE HOLDING THE 2015 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE
COMPANY AT A LOCATION OUTSIDE OF IRELAND.

Management

For

For

8.
TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF ERNST & YOUNG AS THE
INDEPENDENT AUDITORS OF THE COMPANY AND TO AUTHORIZE, IN A BINDING VOTE, THE AUDIT
COMMITTEE OF THE BOARD OF DIRECTORS TO SET THE AUDITORS' REMUNERATION.

Management

For

For

Account Number

Account Name

Internal Account

Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
133,400
212,700
04-Sep-2014
04-Sep-2014
SEMICONDUCTOR MANUFACTURING INTERNATIONAL CORP, GE
Security

G8020E101

Meeting Type
ExtraOrdinary General Meeting
Ticker Symbol

Meeting Date
05-Nov-2014

ISIN

KYG8020E1017

Agenda
705618811 - Management
Record Date

31-Oct-2014

Holding Recon Date
31-Oct-2014

City /
Country

SHANGHA I
/
Cayman Islands

Vote Deadline Date
28-Oct-2014

SEDOL(s)

6743473 - B02QTC0 - B1BJS42 - BP3RX47

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

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

Non-Voting

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEH K/2014/1017/LTN20141017316.pdf>-AND-
<http://www.hkexnews.hk/listedco/listconews/SEH K/2014/1017/LTN20141017303.pdf>

Non-Voting

1.a
TO APPROVE, CONFIRM AND RATIFY THE DATANG PRE-EMPTIVE SHARE SUBSCRIPTION AGREEMENT IN RELATION TO THE ISSUE OF THE DATANG PRE- EMPTIVE SHARES AND THE TRANSACTIONS CONTEMPLATED THEREBY

Management
For
For

1.b
TO APPROVE THE ISSUE OF THE DATANG PRE-EMPTIVE SHARES TO DATANG PURSUANT TO THE TERMS AND CONDITIONS OF THE DATANG PRE-EMPTIVE SHARE SUBSCRIPTION AGREEMENT

Management
For
For

1.c
TO APPROVE, CONFIRM AND RATIFY THE DATANG PRE-EMPTIVE BOND SUBSCRIPTION AGREEMENT IN RELATION TO THE ISSUE OF THE DATANG PRE- EMPTIVE BONDS AND THE TRANSACTIONS CONTEMPLATED THEREBY

Management
For
For

1.d
TO APPROVE, SUBJECT TO THE COMPLETION OF THE DATANG PRE- EMPTIVE BOND SUBSCRIPTION AGREEMENT, THE CREATION AND ISSUE OF THE DATANG PRE-EMPTIVE BONDS TO DATANG PURSUANT TO THE TERMS AND CONDITIONS OF THE DATANG PRE-EMPTIVE BOND SUBSCRIPTION AGREEMENT

Management
For
For

1.e
TO APPROVE THE DATANG SUPPLEMENTAL AGREEMENT IN RELATION TO AMENDMENTS OF THE PRE-EMPTIVE RIGHTS PROVISION IN THE DATANG SHARE PURCHASE AGREEMENT

Management
For
For

1.f
TO AUTHORISE AND GRANT A SPECIFIC MANDATE TO THE DIRECTORS OF THE COMPANY TO ALLOT, ISSUE AND DEAL WITH THE DATANG PRE-EMPTIVE SHARES AND THE DATANG CONVERSION SHARES UPON EXERCISE OF THE CONVERSION RIGHTS ATTACHING TO THE DATANG PRE-EMPTIVE BONDS ON AND SUBJECT TO THE TERMS AND CONDITIONS OF THE DATANG PREEMPTIVE SHARE SUBSCRIPTION AGREEMENT, THE DATANG PRE-EMPTIVE BOND

SUBSCRIPTION AGREEMENT AND THE DATANG PRE-EMPTIVE BONDS

Management

For

For

1.g

TO AUTHORISE ANY DIRECTOR(S) OF THE COMPANY TO ENTER INTO ANY AGREEMENT, DEED OR INSTRUMENT AND/OR TO EXECUTE AND DELIVER ALL SUCH DOCUMENTS AND/OR DO ALL SUCH ACTS ON BEHALF OF THE COMPANY AS HE/SHE MAY CONSIDER TO BE NECESSARY, DESIRABLE OR EXPEDIENT FOR THE PURPOSE OF, OR IN CONNECTION WITH (I) THE IMPLEMENTATIONS AND COMPLETION OF THE DATANG PRE-EMPTIVE SHARE SUBSCRIPTION AGREEMENT, THE DATANG PRE-EMPTIVE BOND SUBSCRIPTION AGREEMENT, THE DATANG SUPPLEMENTAL AGREEMENT AND TRANSACTIONS CONTEMPLATED THEREUNDER AND/OR (II) ANY AMENDMENT, VARIATION OR MODIFICATION OF THE DATANG PREEMPTIVE SHARE SUBSCRIPTION AGREEMENT, THE DATANG PRE-EMPTIVE BOND SUBSCRIPTION AGREEMENT, THE DATANG SUPPLEMENTAL AGREEMENT AND THE TRANSACTIONS CONTEMPLATED THEREUNDER

Management

For

For

2.a

TO APPROVE, CONFIRM AND RATIFY THE COUNTRY HILL PRE-EMPTIVE SUBSCRIPTION AGREEMENT IN RELATION TO THE ISSUE OF THE COUNTRY HILL PRE-EMPTIVE SHARES AND THE TRANSACTIONS CONTEMPLATED THEREBY

Management

For

For

2.b

TO APPROVE THE ISSUE OF THE COUNTRY HILL PRE-EMPTIVE SHARES TO COUNTRY HILL PURSUANT TO THE TERMS AND CONDITIONS OF THE COUNTRY HILL PRE-EMPTIVE SUBSCRIPTION AGREEMENT

Management

For

For

2.c

TO AUTHORISE AND GRANT A SPECIFIC MANDATE TO THE DIRECTORS OF THE COMPANY TO ALLOT, ISSUE AND DEAL WITH COUNTRY HILL PRE-EMPTIVE SHARES, ON AND SUBJECT TO THE TERMS AND CONDITIONS OF THE COUNTRY HILL PREEMPTIVE SUBSCRIPTION AGREEMENT

Management

For

For

2.d

TO AUTHORISE ANY DIRECTOR(S) OF THE COMPANY TO ENTER INTO ANY AGREEMENT, DEED OR INSTRUMENT AND/OR TO EXECUTE AND DELIVER ALL SUCH DOCUMENTS AND/OR DO ALL SUCH ACTS ON BEHALF OF THE COMPANY AS HE/SHE MAY CONSIDER TO BE NECESSARY, DESIRABLE OR EXPEDIENT FOR THE PURPOSE OF, OR IN CONNECTION WITH (I)

Management

For

For

THE IMPLEMENTATIONS AND COMPLETION OF THE COUNTRY HILL PRE-EMPTIVE SUBSCRIPTION AGREEMENT AND TRANSACTIONS CONTEMPLATED THEREUNDER AND/OR (II) ANY AMENDMENT, VARIATION OR MODIFICATION OF THE COUNTRY HILL PREEMPTIVE SUBSCRIPTION AGREEMENT AND THE TRANSACTIONS CONTEMPLATED THEREUNDER

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

15,120,000

0

18-Oct-2014

30-Oct-2014

WESTERN DIGITAL CORPORATION

Security

958102105

Meeting Type

Annual

Ticker Symbol

WDC

Meeting Date

05-Nov-2014

ISIN

US9581021055

Agenda
934077694 - Management
Record Date

09-Sep-2014

Holding Recon Date
09-Sep-2014

City /
Country

/
United States

Vote Deadline Date
04-Nov-2014

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: KATHLEEN A. COTE

Management
For
For

1B.
ELECTION OF DIRECTOR: HENRY T. DENERO

Management
For
For

1C.
ELECTION OF DIRECTOR: MICHAEL D. LAMBERT

Management
For
For

1D.
ELECTION OF DIRECTOR: LEN J. LAUER

Management
For
For

1E.
ELECTION OF DIRECTOR: MATTHEW E. MASSENGILL

Management
For
For

1F.
ELECTION OF DIRECTOR: STEPHEN D. MILLIGAN

Management
For
For

1G.

ELECTION OF DIRECTOR: THOMAS E. PARDUN

Management

For

For

1H.

ELECTION OF DIRECTOR: PAULA A. PRICE

Management

For

For

1I.

ELECTION OF DIRECTOR: MASAHIRO YAMAMURA

Management

For

For

2.

TO APPROVE ON AN ADVISORY BASIS THE NAMED EXECUTIVE OFFICER COMPENSATION IN THIS PROXY STATEMENT.

Management

For

For

3.

TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JULY 3, 2015.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

86,900

62,000

24-Sep-2014

24-Sep-2014

WELLPOINT, INC.

Security

94973V107

Meeting Type

Special

Ticker Symbol

WLP

Meeting Date

05-Nov-2014

ISIN

US94973V1070

Agenda

934077834 - Management

Record Date

12-Sep-2014

Holding Recon Date

12-Sep-2014

City /

Country

/

United States

Vote Deadline Date

04-Nov-2014

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
TO AMEND THE ARTICLES OF INCORPORATION TO CHANGE THE NAME OF THE COMPANY FROM
WELLPOINT, INC. TO ANTHEM, INC.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

17,250

0

24-Sep-2014

24-Sep-2014

CAREFUSION CORPORATION

Security

14170T101

Meeting Type

Annual

Ticker Symbol

CFN

Meeting Date

05-Nov-2014

ISIN

US14170T1016

Agenda

934078557 - Management

Record Date

08-Sep-2014

Holding Recon Date

08-Sep-2014

City /

Country

/

United States

Vote Deadline Date

04-Nov-2014

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: JACQUELINE B. KOSECOFF, PH.D.

Management
For
For

1B.
ELECTION OF DIRECTOR: MICHAEL D. O'HALLERAN

Management
For
For

1C.
ELECTION OF DIRECTOR: SUPRATIM BOSE

Management
For

For

2.
RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2015.

Management

For

For

3.
APPROVAL OF A NON-BINDING ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

67,800

0

27-Sep-2014

27-Sep-2014

LAM RESEARCH CORPORATION

Security

512807108

Meeting Type

Annual

Ticker Symbol

LRCX

Meeting Date
06-Nov-2014

ISIN

US5128071082

Agenda
934078191 - Management
Record Date

08-Sep-2014

Holding Recon Date
08-Sep-2014

City /
Country

/
United States

Vote Deadline Date
05-Nov-2014

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
MARTIN B. ANSTICE

For
For

2
ERIC K. BRANDT

For
For

3
MICHAEL R. CANNON

For
For

4
YOUSSEF A. EL-MANSY

For
For

5
CHRISTINE A. HECKART

For
For

6
GRANT M. INMAN

For

For

7

CATHERINE P. LEGO

For

For

8

STEPHEN G. NEWBERRY

For

For

9

KRISHNA C. SARASWAT

For

For

10

WILLIAM R. SPIVEY

For

For

11

ABHIJIT Y. TALWALKAR

For

For

2.

ADVISORY VOTE ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF LAM RESEARCH ("SAY ON PAY").

Management

For

For

3.

RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

65,800

0

24-Sep-2014

24-Sep-2014

CITIC SECURITIES CO LTD

Security

Y1639N117

Meeting Type

ExtraOrdinary General Meeting

Ticker Symbol

Meeting Date

22-Dec-2014

ISIN

CNE1000016V2

Agenda

705691524 - Management

Record Date

21-Nov-2014

Holding Recon Date

21-Nov-2014

City /

Country

BEIJING

/

China

Vote Deadline Date
11-Dec-2014

SEDOL(s)

B6SPB49 - B76VCF4 - B7WHGP4 - BP3RTD8
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEH K/2014/1105/LTN20141105623.pdf>-AND-
<http://www.hkexnews.hk/listedco/listconews/SEH K/2014/1105/LTN20141105585.pdf>

Non-Voting

1

THAT: THE COMPANY BE AND IS HEREBY APPROVED, RATIFIED AND CONFIRMED TO ABSORB AND MERGE WITH CITIC SECURITIES (ZHEJIANG) IN ACCORDANCE WITH THE PROPOSAL SET OUT IN THE SECTION HEADED "2. PROPOSED ABSORPTION AND MERGER OF THE WHOLLY-OWNED SUBSIDIARY CITIC SECURITIES (ZHEJIANG)" IN THE LETTER FROM THE BOARD CONTAINED IN THE CIRCULAR, AND TO AUTHORIZE ANY ONE OF THE DIRECTORS OR THE MANAGEMENT OF THE COMPANY TO IMPLEMENT ALL MATTERS RELATING TO THIS ABSORPTION AND MERGER, INCLUDING WITHOUT LIMITATION TO, THE AUDIT, ASSESSMENTS (IF NECESSARY), APPROVALS, EXECUTION OF AN ABSORPTION AND MERGER AGREEMENT, TRANSFER OF ASSETS AND THE OWNERSHIP CHANGE, AND REGISTRATION FORMALITIES WITH COMPETENT INDUSTRY AND COMMERCE AUTHORITIES, AS WELL AS TO TAKE ALL OTHER NECESSARY ACTIONS

Management

For

For

2

THAT: (A) SUBJECT TO THE REQUIRED APPROVAL OR ENDORSEMENT FROM OR REGISTRATION WITH THE RELEVANT REGULATORY AUTHORITIES IN THE PRC, THE PROPOSED CHANGE OF BUSINESS SCOPE OF THE COMPANY AND THE PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION (DETAILS OF WHICH ARE SET OUT IN THE SECTION HEADED "3. PROPOSED CHANGE OF BUSINESS SCOPE OF THE COMPANY AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION" IN THE LETTER FROM THE BOARD CONTAINED IN THE CIRCULAR) BE AND ARE HEREBY APPROVED AND CONFIRMED; (B) ANY ONE OF THE DIRECTORS OR THE MANAGEMENT OF THE

Management

For

For

COMPANY BE AND IS HEREBY AUTHORIZED TO IMPLEMENT AND TAKE ALL STEPS AND TO DO ALL ACTS AND THINGS AS MAY BE NECESSARY OR DESIRABLE TO GIVE EFFECT TO THE PROPOSED CHANGE OF BUSINESS SCOPE OF THE COMPANY AND THE PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION, INCLUDING BUT NOT CONTD

CONT

CONTD LIMITED TO OBTAINING ALL NECESSARY APPROVALS FROM, AND UNDERTAKING-RELEVANT REGISTRATION AND FILING PROCEDURES WITH THE RELEVANT REGULATORY-AUTHORITIES IN THE PRC, AND SIGNING AND EXECUTING SUCH FURTHER DOCUMENTS, OR-DOING ANY OTHER MATTERS INCIDENTAL THERETO AND/OR AS CONTEMPLATED THEREUNDER,-AS SUCH DIRECTOR OR MANAGEMENT OF THE COMPANY MAY IN HIS/HER ABSOLUTE-DISCRETION DEEM FIT; AND (C) ANY ONE OF THE DIRECTORS OR THE MANAGEMENT OF-THE COMPANY BE AND IS HEREBY AUTHORIZED TO MAKE SUCH OTHER MODIFICATIONS TO-THE PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AS MAY BE REQUIRED BY-THE RELEVANT REGULATORY AUTHORITIES IN THE PRC

Non-Voting

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
AL29

AL29

STATE STREET BANK
1,328,000
0
06-Nov-2014
17-Dec-2014
HYPERMARCAS SA, SAO PAULO
Security

P5230A101

Meeting Type
ExtraOrdinary General Meeting
Ticker Symbol

Meeting Date
22-Dec-2014

ISIN

BRHYPEACNOR0

Agenda
705741634 - Management
Record Date

Holding Recon Date
18-Dec-2014

City /
Country

SAO PAULO
/
Brazil

Vote Deadline Date
12-Dec-2014

SEDOL(s)

B2QY968
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT
IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE

Non-Voting

CMMT
PLEASE NOTE THAT VOTES 'IN FAVOR' AND 'AGAINST' IN THE SAME AGENDA ITEM ARE- NOT ALLOWED. ONLY VOTES IN FAVOR AND/OR ABSTAIN OR AGAINST AND/ OR ABSTAIN-ARE ALLOWED. THANK YOU

Non-Voting

I

TO RATIFY THE PROTOCOL AND JUSTIFICATION OF SPIN OFF FROM HYPERMARCAS S.A. WITH THE MERGER OF THE SPUN OFF PORTION INTO COSMED INDUSTRIA DE COSMETICOS E MEDICAMENTOS S.A., WHICH WAS PREPARED BY THE EXECUTIVE COMMITTEES OF THE COMPANY AND OF COSMED AND WHICH ESTABLISHES, AMONG OTHER THINGS, THE TERMS AND CONDITIONS OF THE SPIN OFF FROM THE COMPANY, FROM HERE ONWARDS REFERRED TO AS THE SPIN OFF, FOLLOWED BY THE MERGER OF THE SPUN OFF PORTION OF ITS EQUITY, WHICH CONSISTS OF CERTAIN ASSETS AND LIABILITIES RELATED TO THE MANUFACTURE AND SALE OF CERTAIN MEDICATIONS, FROM HERE ONWARDS REFERRED TO AS THE SPUN OFF PORTION, INTO ITS WHOLLY OWNED SUBSIDIARY COSMED INDUSTRIA DE COMETICOS E MEDICAMENTOS S.A., A SHARE CORPORATION, WITH ITS HEAD OFFICE IN THE CITY OF BARUERI, STATE OF SAO PAULO, AT AVENIDA CECI 282, MODULE 1, CENTRO CONTD

Management

No Action

CONT

CONTD EMPRESARIAL TAMBORE, TAMBORE, ZIP CODE 06460.120, WITH CORPORATE- TAXPAYER ID NUMBER, CNPJ.MF, 61.082.426.0002.07, FROM HERE ONWARDS REFERRED-TO AS COSMED, FROM HERE ONWARDS REFERRED TO AS THE MERGER OF THE SPUN OFF-PORION, FROM HERE ONWARDS REFERRED TO AS THE SPIN OFF PROTOCOL

Non-Voting

II

TO RATIFY THE APPOINTMENT AND HIRING OF CCA CONTINUITY AUDITORES INDEPENDETES S.S., A SIMPLE PARTNERSHIP, WITH ITS HEAD OFFICE IN THE CITY OF SAO PAULO, STATE OF SAO PAULO, AT ALAMEDA SANTOS 2313, 2ND FLOOR, JARDIM PAULISTA, WHICH IS DULY REGISTERED WITH THE SAO PAULO REGIONAL ACCOUNTING COMMITTEE, CRC.SP, UNDER NUMBER 2SP025430.O.2, WITH CORPORATE TAXPAYER ID NUMBER, CNPJ.MF, 10.686.276.0001.29, FROM HERE ONWARDS REFERRED TO AS CCA, AS THE SPECIALIZED COMPANY RESPONSIBLE FOR THE PREPARATION OF THE VALUATION REPORT, IN REGARD TO THE VALUATION AT BOOK VALUE OF THE SPUN OFF PORTION, FOR THE PURPOSES OF THE SPIN OFF FROM THE COMPANY, OF THE MERGER OF THE SPUN OFF PORTION AND OF THE SHARE MERGER, AS DEFINED BELOW, ON THE BASIS DATE OF SEPTEMBER 30, 2014, FROM HERE ONWARDS REFERRED TO AS THE VALUATION REPORT

Management

No Action

III

TO APPROVE THE VALUATION REPORT, IN REGARD TO THE SPIN OFF

Management

No Action

IV

TO CONSIDER AND APPROVE THE PROPOSAL OF THE SPIN OFF FROM THE COMPANY, IN ACCORDANCE WITH THE SPIN OFF PROTOCOL AND IN ACCORDANCE WITH THE TERMS OF ARTICLE 229 OF THE BRAZILIAN CORPORATE LAW, WITH THE CONSEQUENT REDUCTION OF THE SHARE CAPITAL OF THE COMPANY, IN THE AMOUNT OF BRL 48,631,228.79, THROUGH THE CANCELLATION OF 4,150,727 COMMON, NOMINATIVE, BOOK ENTRY SHARES, THAT HAVE NO PAR VALUE, ISSUED BY THE COMPANY, PROPORTIONALLY TO THE EQUITY INTERESTS HELD BY THE SHAREHOLDERS OF THE COMPANY

Management

No Action

V

TO CONSIDER AND APPROVE THE PROPOSAL FOR THE MERGER OF THE SPUN OFF PORTION INTO COSMED, IN ACCORDANCE WITH THE SPIN OFF PROTOCOL AND IN ACCORDANCE WITH THE TERMS OF ARTICLE 227 OF THE BRAZILIAN CORPORATE LAW, WITH THE CONSEQUENT INCREASE OF THE SHARE CAPITAL OF COSMED, IN THE AMOUNT OF BRL 48,631,228.79, THROUGH THE ISSUANCE OF

Management

No Action

144,448,632 COMMON, NOMINATIVE SHARES THAT HAVE NO PAR VALUE BY COSMED, TO BE SUBSCRIBED FOR AND PAID IN BY THE SHAREHOLDERS OF THE COMPANY, AS A RESULT OF THE SPIN OFF, IN PROPORTION TO THEIR CURRENT EQUITY INTEREST IN THE SHARE CAPITAL OF THE COMPANY

VI

TO RATIFY THE PROTOCOL AND JUSTIFICATION OF THE MERGER OF SHARES OF COSMED INDUSTRIA DE COSMETICOS E MEDICAMENTOS S.A. INTO HYPERMARCAS S.A., THAT WAS PREPARED BY THE EXECUTIVE COMMITTEES OF THE COMPANY AND OF COSMED IN ACCORDANCE WITH THE TERMS OF ARTICLE 252 OF THE BRAZILIAN CORPORATE LAW, WHICH ESTABLISHES THE TERMS AND CONDITIONS OF THE SHARE MERGER, AS DEFINED BELOW, AND OF THE ACTS AND MEASURES CONTEMPLATED IN IT, FROM HERE ONWARDS REFERRED TO AS THE SHARE MERGER PROTOCOL

Management

No Action

VII

TO RATIFY THE APPOINTMENT AND HIRING OF CCA AS THE SPECIALIZED COMPANY THAT IS RESPONSIBLE FOR THE PREPARATION OF THE VALUATION REPORT, IN REGARD TO THE BOOK VALUATION OF THE SHARES OF COSMED FOR THE PURPOSES OF THE SHARE MERGER, AS DEFINED BELOW, ON THE BASIS DATE OF SEPTEMBER 30, 2014

Management

No Action

VIII

TO APPROVE THE VALUATION REPORT, IN REGARD TO THE SHARE MERGER, AS DEFINED BELOW

Management

No Action

IX

TO CONSIDER AND APPROVE THE PROPOSAL FOR THE MERGER, INTO THE COMPANY, OF THE SHARES ISSUED BY COSMED, AS A RESULT OF THE SHARE CAPITAL INCREASE THAT OCCURRED DUE TO THE MERGER OF THE SPUN OFF PORTION INTO COSMED, FROM HERE ONWARDS REFERRED TO AS THE SHARE MERGER, IN ACCORDANCE WITH THE TERMS OF THE SHARE MERGER PROTOCOL, WITH THE CONSEQUENT INCREASE OF THE SHARE CAPITAL OF THE COMPANY IN THE AMOUNT OF BRL 48,631,228.79, THROUGH THE ISSUANCE OF 4,150,727 NEW, COMMON, NOMINATIVE, BOOK ENTRY SHARES THAT HAVE NO PAR VALUE, TO BE SUBSCRIBED FOR BY THE SHAREHOLDERS OF THE COMPANY IN PROPORTION TO THE EQUITY INTEREST THAT THEY CURRENTLY HAVE IN THE SHARE CAPITAL OF THE COMPANY

Management

No Action

X

TO AUTHORIZE THE MANAGERS OF THE COMPANY TO DO ALL THE ACTS THAT ARE NECESSARY TO CARRY OUT THE RESOLUTIONS THAT ARE PROPOSED AND APPROVED BY THE SHAREHOLDERS OF THE COMPANY

Management

No Action

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

258,700

0

06-Dec-2014

06-Dec-2014

MAN WAH HOLDINGS LTD

Security

G5800U107

Meeting Type

Special General Meeting
Ticker Symbol

Meeting Date
29-Dec-2014

ISIN

BMG5800U1071

Agenda
705741951 - Management
Record Date

23-Dec-2014

Holding Recon Date
23-Dec-2014

City /
Country

HONG KONG

/
Bermuda

Vote Deadline Date
22-Dec-2014

SEDOL(s)

B58VHF3 - B58YWF7 - B5WN7S8 - BS7K5D6
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/sehk/2014/1208/LTN20141208853.pdf>-AND-
<http://www.hkexnews.hk/listedco/listconews/sehk/2014/1208/LTN20141208847.pdf>

Non-Voting

CMMT

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

Non-Voting

1

TO APPROVE THE INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY FROM HKD 500,000,000 DIVIDED INTO 1,250,000,000 SHARES TO HKD 2,000,000,000 DIVIDED INTO 5,000,000,000 SHARES

Management

For
For

2

TO APPROVE THE BONUS ISSUE OF SHARES ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY ONE (1) EXISTING SHARE

Management

For
For

CMMT

12-DEC-2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN RECORD DATE-FROM 26-DEC-2014 TO 23-DEC-14. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE-DO NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK-YOU.

Non-Voting

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

1,723,046

0

09-Dec-2014

23-Dec-2014

HAITONG SECURITIES CO LTD

Security

Y2988F101

Meeting Type

ExtraOrdinary General Meeting

Ticker Symbol

Meeting Date

30-Dec-2014

ISIN

CNE1000019K9

Agenda

705698617 - Management

Record Date

28-Nov-2014

Holding Recon Date

28-Nov-2014

City /

Country

SHANGHAI

/

China

Vote Deadline Date

22-Dec-2014

SEDOL(s)

B71SXC4 - B8GNHM9 - BP3RVF4

Quick Code

Item

Proposal

Proposed by

Vote

For/Against Management

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEHK/2014/1111/LTN20141111669.pdf>-AND-

<http://www.hkexnews.hk/listedco/listconews/SEH K/2014/1111/LTN20141111683.pdf>

Non-Voting

O.1.1

ELECTION OF MR. WANG KAIGUO AS AN EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.1.2

ELECTION OF MR. QU QIUPING AS AN EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.1.3

ELECTION OF MR. ZHUANG GUOWEI AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.1.4

ELECTION OF MR. CHEN BIN AS A NON- EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.1.5

ELECTION OF MR. XU CHAO AS A NON- EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.1.6

ELECTION OF MR. WANG HONGXIANG AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.1.7

ELECTION OF MS. ZHANG XINMEI AS A NON- EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.1.8

ELECTION MR. HE JIANYONG AS A NON- EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.1.9

ELECTION OF MR. LIU CHEE MING AS AN INDEPENDENT NONEXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.110

ELECTION OF MR. XIAO SUINING AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.111

ELECTION OF MR. LI GUANGRONG AS AN INDEPENDENT NONEXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.112

ELECTION OF MR. LV CHANGJIANG AS AN INDEPENDENT NONEXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.113

ELECTION OF MR. FENG LUN AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

O.2.1

ELECTION OF MR. LI LIN AS A SHAREHOLDER REPRESENTATIVE SUPERVISOR OF THE COMPANY

Management
For
For

O.2.2
ELECTION OF MR. DONG XIAOCHUN AS A SHAREHOLDER REPRESENTATIVE SUPERVISOR OF THE COMPANY

Management
For
For

O.2.3
ELECTION OF MR. CHEN HUIFENG AS A SHAREHOLDER REPRESENTATIVE SUPERVISOR OF THE COMPANY

Management
For
For

O.2.4
ELECTION OF MR. CHENG FENG AS A SHAREHOLDER REPRESENTATIVE SUPERVISOR OF THE COMPANY

Management
For
For

O.2.5
ELECTION OF MR. XU QI AS A SHAREHOLDER REPRESENTATIVE SUPERVISOR OF THE COMPANY

Management
For
For

O.2.6
ELECTION OF MR. HU JINGWU AS A SHAREHOLDER REPRESENTATIVE SUPERVISOR OF THE COMPANY

Management
For
For

O.2.7
ELECTION OF MR. FENG HUANG AS A SHAREHOLDER REPRESENTATIVE SUPERVISOR OF THE COMPANY

Management
For
For

S.1
TO CONSIDER AND APPROVE THE PROPOSAL ON AMENDMENTS TO THE ARTICLES OF
ASSOCIATIONS AND RULES AND PROCEDURES FOR GENERAL MEETINGS

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

931,600

0

12-Nov-2014

23-Dec-2014

BRASIL PHARMA SA

Security

P1815Q108

Meeting Type

ExtraOrdinary General Meeting

Ticker Symbol

Meeting Date

07-Jan-2015

ISIN

BRBPHAACNOR6

Agenda

705747434 - Management

Record Date

Holding Recon Date

05-Jan-2015

City /
Country

SAO PAULO
/
Brazil

Vote Deadline Date
29-Dec-2014

SEDOL(s)

B3Q1YB6 - B99P0H5
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE

Non-Voting

CMMT

PLEASE NOTE THAT VOTES 'IN FAVOR' AND 'AGAINST' IN THE SAME AGENDA ITEM ARE- NOT ALLOWED. ONLY VOTES IN FAVOR AND/OR ABSTAIN OR AGAINST AND/ OR ABSTAIN-ARE ALLOWED. THANK YOU

Non-Voting

I

UPDATING THE AMOUNT OF THE SHARE CAPITAL OF THE COMPANY AND THE RESPECTIVE NUMBER OF SHARES THAT HAVE BEEN ISSUED, TO BRING ABOUT THE FULFILLMENT OF THE RESOLUTIONS THAT WERE APPROVED AT THE MEETINGS OF THE BOARD OF DIRECTORS OF THE COMPANY THAT WERE HELD ON MAY 6, 2014, AND JUNE 24, 2014, THROUGH WHICH WERE APPROVED AND RATIFIED, RESPECTIVELY, AN INCREASE IN THE SHARE CAPITAL OF THE COMPANY AND THE ISSUANCE OF NEW SHARES, WHICH WERE CARRIED OUT WITHIN THE AUTHORIZED CAPITAL LIMIT OF THE COMPANY, WITH THE CONSEQUENT AMENDMENT OF ARTICLE 5 OF THE CORPORATE BYLAWS OF THE COMPANY

Management

No Action

II

THE AMENDMENT OF PARAGRAPH 2 OF ARTICLE 6 OF THE CORPORATE BYLAWS OF THE COMPANY TO STATE THAT THE BOARD OF DIRECTORS OF THE COMPANY CAN GRANT STOCK PURCHASE OR SUBSCRIPTION OPTIONS FOR ITS SHARES TO ITS MANAGERS IN ACCORDANCE WITH THE TERMS OF THE STOCK OPTION PLAN THAT WAS PREVIOUSLY APPROVED BY THE GENERAL MEETING OF THE COMPANY, DIRECTLY OR AUTHORIZING A COMMITTEE

Management

No Action

CREATED IN ACCORDANCE WITH THE TERMS OF THE CORPORATE BYLAWS OF THE COMPANY FOR THAT PURPOSE, EXCEPT THROUGH THE ISSUANCE OF SHARES WITHIN THE AUTHORIZED CAPITAL, WHICH CANNOT BE DELEGATED TO A COMMITTEE

III

THE RESTATEMENT OF THE CORPORATE BYLAWS OF THE COMPANY IN LIGHT OF THE AMENDMENTS THAT ARE PROPOSED HERE

Management

No Action

IV

THE APPROVAL OF A NEW STOCK OPTION PLAN FOR SHARES ISSUED BY THE COMPANY, FROM
HERE ONWARDS REFERRED TO AS THE SECOND PLAN

Management
No Action

V
AUTHORIZATION FOR THE EXECUTIVE COMMITTEE TO DO ALL THE ACTS THAT ARE NECESSARY
TO CARRY OUT THE RESOLUTIONS THAT ARE DESCRIBED IN ITEMS I THROUGH IV ABOVE

Management
No Action

CMMT
29 DEC 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO POSTPONEMENT OF MEETIN-G DATE
FROM 26 DEC 2014 TO 07 JAN 2015. IF YOU HAVE ALREADY SENT IN YOUR VOTES-, PLEASE DO NOT
VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIO-NS. THANK YOU.

Non-Voting

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
AL29

AL29

STATE STREET BANK
583,842
0
12-Dec-2014
05-Jan-2015
MICRON TECHNOLOGY, INC.
Security

595112103

Meeting Type
Annual
Ticker Symbol

MU

Meeting Date
22-Jan-2015

ISIN

US5951121038

Agenda
934108588 - Management
Record Date

21-Nov-2014

Holding Recon Date
21-Nov-2014

City /
Country

/
United States

Vote Deadline Date
21-Jan-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.1
ELECTION OF DIRECTOR: ROBERT L. BAILEY

Management
For
For

1.2
ELECTION OF DIRECTOR: RICHARD M. BEYER

Management
For
For

1.3
ELECTION OF DIRECTOR: PATRICK J. BYRNE

Management
For
For

1.4
ELECTION OF DIRECTOR: D. MARK DURCAN

Management
For
For

1.5
ELECTION OF DIRECTOR: D. WARREN A. EAST

Management
For
For

1.6
ELECTION OF DIRECTOR: MERCEDES JOHNSON

Management

For

For

1.7

ELECTION OF DIRECTOR: LAWRENCE N. MONDRY

Management

For

For

1.8

ELECTION OF DIRECTOR: ROBERT E. SWITZ

Management

For

For

2.

TO APPROVE AMENDED & RESTATED 2007 EQUITY INCENTIVE PLAN & INCREASE SHARES RESERVED FOR ISSUANCE THEREUNDER BY 30,000,000.

Management

For

For

3.

TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.

Management

For

For

4.

TO AMEND THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING.

Management

For

For

5.

TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE COMPANY'S EXECUTIVE OFFICER PERFORMANCE INCENTIVE PLAN.

Management

For

For

6.
TO APPROVE A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED
EXECUTIVE OFFICERS AS DESCRIBED IN THE PROXY STATEMENT.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

64,400

0

13-Dec-2014

13-Dec-2014

D.R. HORTON, INC.

Security

23331A109

Meeting Type

Annual

Ticker Symbol

DHI

Meeting Date

22-Jan-2015

ISIN

US23331A1097

Agenda

934112246 - Management

Record Date

01-Dec-2014

Holding Recon Date

01-Dec-2014

City /

Country

/

United States

Vote Deadline Date

21-Jan-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote

For/Against Management

1A.
ELECTION OF DIRECTOR: DONALD R. HORTON

Management
For
For

1B.
ELECTION OF DIRECTOR: BARBARA K. ALLEN

Management
For
For

1C.
ELECTION OF DIRECTOR: BRAD S. ANDERSON

Management
For
For

1D.
ELECTION OF DIRECTOR: MICHAEL R. BUCHANAN

Management
For
For

1E.
ELECTION OF DIRECTOR: MICHAEL W. HEWATT

Management
For
For

2.
ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.

Management
For
For

3.
TO APPROVE THE 2006 STOCK INCENTIVE PLAN AS AMENDED AND RESTATED.

Management
For
For

4.
RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT
REGISTERED PUBLIC ACCOUNTING FIRM.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

7,662

916,900

20-Dec-2014

20-Dec-2014

WESCO AIRCRAFT HOLDINGS, INC.

Security

950814103

Meeting Type

Annual

Ticker Symbol

WAIR

Meeting Date

27-Jan-2015

ISIN

US9508141036

Agenda

934109819 - Management

Record Date

03-Dec-2014

Holding Recon Date

03-Dec-2014

City /
Country

/
United States

Vote Deadline Date

26-Jan-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
DAYNE A. BAIRD

For
For

2
JAY L. HABERLAND

For
For

3
JENNIFER M. POLLINO

For
For

2.
APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPANY'S EXECUTIVE COMPENSATION.

Management

For
For

3.
APPROVE THE WESCO AIRCRAFT HOLDINGS, INC. 2014 INCENTIVE AWARD PLAN.

Management

For
For

4.
RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2015.

Management

For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
44,000
0
19-Dec-2014
19-Dec-2014
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
164,300
0
19-Dec-2014
19-Dec-2014
GW PHARMACEUTICALS PLC
Security

36197T103

Meeting Type
Annual
Ticker Symbol

GWPH

Meeting Date
05-Feb-2015

ISIN

US36197T1034

Agenda
934118161 - Management
Record Date

07-Jan-2015

Holding Recon Date
07-Jan-2015

City /
Country

/
United States

Vote Deadline Date
28-Jan-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

O1

TO RECEIVE, CONSIDER AND ADOPT THE DIRECTORS' AND AUDITORS' REPORTS AND STATEMENT OF ACCOUNTS FOR THE YEAR ENDED 30 SEPTEMBER 2014 AND NOTE THAT THE DIRECTORS DO NOT RECOMMEND PAYMENT OF A DIVIDEND

Management

For

For

O2

TO APPROVE THE DIRECTORS' REMUNERATION REPORT

Management

For

For

O3

TO APPROVE THE DIRECTORS' REMUNERATION POLICY WITH EFFECT FROM AFTER THE END OF THE ANNUAL GENERAL MEETING OF THE COMPANY ON 5 FEBRUARY 2015

Management

For

For

O4

TO RE-ELECT JUSTIN GOVER AS A DIRECTOR

Management

For

For

O5

TO RE-ELECT DR. STEPHEN WRIGHT AS A DIRECTOR

Management

For

For

O6

TO RE-APPOINT DELOITTE LLP AS AUDITOR

Management

For

For

O7

TO AUTHORISE THE DIRECTORS TO DETERMINE THE AUDITOR'S REMUNERATION

Management

For

For

O8

TO AUTHORISE THE DIRECTORS TO ALLOT SHARES PURSUANT TO SECTION 551 OF THE COMPANIES ACT 2006 (THE "2006 ACT")

Management

For

For

O9

TO APPROVE THE AMENDMENTS TO RULE 5.5 (INDIVIDUAL LIMIT) OF THE COMPANY'S LONG-TERM INCENTIVE PLAN

Management

For

For

S10

SUBJECT TO THE PASSING OF RESOLUTION 8, TO AUTHORISE THE DIRECTORS TO ALLOT EQUITY SECURITIES, UNDER SECTION 570 OF THE 2006 ACT AS IF SECTION 561(1) OF THE 2006 ACT DID NOT APPLY TO SUCH ALLOTMENT

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

12,200

17,900

14-Jan-2015

14-Jan-2015

HAITONG SECURITIES CO LTD

Security

Y2988F101

Meeting Type
Class Meeting
Ticker Symbol

Meeting Date
09-Feb-2015

ISIN

CNE1000019K9

Agenda
705756914 - Management
Record Date

09-Jan-2015

Holding Recon Date
09-Jan-2015

City /
Country

SHANGHA I
/
China

Vote Deadline Date
03-Feb-2015

SEDOL(s)

B71SXC4 - B8GNHM9 - BP3RVF4 - BTFRPB4
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- [HTTP://WWW.HKEXNEWS.HK/LISTEDCO/LIST CONEWS/SEHK/2014/1223/LTN20141223420.PDF](http://www.hkexnews.hk/listedco/listconews/sehk/2014/1223/LTN20141223420.PDF)-AND- [HTTP://WWW.HKEXNEWS.HK/LISTEDCO/LIST CONEWS/SEHK/2014/1223/LTN20141223438.PDF](http://www.hkexnews.hk/listedco/listconews/sehk/2014/1223/LTN20141223438.PDF)

Non-Voting

1.1
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
TYPE AND NOMINAL VALUE

Management
For
For

1.2
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
ISSUE METHOD

Management
For
For

1.3
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
ISSUE TARGETS

Management
For
For

1.4
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
ISSUE SIZE

Management

For

For

1.5
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
ISSUE PRICE

Management

For

For

1.6
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
SUBSCRIPTION METHOD

Management

For

For

1.7
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
ACCUMULATED UNDISTRIBUTED PROFIT

Management

For

For

1.8
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
USE OF PROCEEDS

Management

For

For

1.9
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
VALIDITY PERIOD OF RESOLUTION

Management

For

For

1.10
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
AUTHORISATION FOR ISSUE OF NEW H SHARES

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
AL29

AL29

STATE STREET BANK

584,800

0

24-Dec-2014

04-Feb-2015

HAITONG SECURITIES CO LTD

Security

Y2988F101

Meeting Type
ExtraOrdinary General Meeting
Ticker Symbol

Meeting Date
09-Feb-2015

ISIN

CNE1000019K9

Agenda
705756926 - Management
Record Date

09-Jan-2015

Holding Recon Date
09-Jan-2015

City /
Country

SHANGHA I
/
China

Vote Deadline Date
03-Feb-2015

SEDOL(s)

B71SXC4 - B8GNHM9 - BP3RVF4 - BTFRPB4
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEH K/2014/1223/LTN20141223351.pdf>-AND-
<http://www.hkexnews.hk/listedco/listconews/SEH K/2014/1223/LTN20141223375.pdf>

Non-Voting

S.1.1

TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
TYPE AND NOMINAL VALUE

Management

For

For

S.1.2

TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
ISSUE METHOD

Management

For

For

S.1.3

TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
ISSUE TARGETS

Management

For

For

S.1.4

TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
ISSUE SIZE

Management

For

For

S.1.5

TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
ISSUE PRICE

Management

For

For

S.1.6

TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
SUBSCRIPTION METHOD

Management

For
For

S.1.7
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
ACCUMULATED UNDISTRIBUTED PROFIT

Management
For
For

S.1.8
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
USE OF PROCEEDS

Management
For
For

S.1.9
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
VALIDITY PERIOD OF RESOLUTION

Management
For
For

S1.10
TO CONSIDER AND APPROVE THE PLAN TO ISSUE NEW H SHARES OF THE COMPANY, INCLUDING:
AUTHORISATION FOR ISSUE OF NEW H SHARES

Management
For
For

S.2
TO CONSIDER AND APPROVE THE PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF
THE COMPANY

Management
For
For

S.3.1
TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE
OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: TYPE

Management
For
For

S.3.2

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: TERM

Management

For

For

S.3.3

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: INTEREST RATE

Management

For

For

S.3.4

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: ISSUER, ISSUE SIZE AND ISSUE METHOD

Management

For

For

S.3.5

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: ISSUE PRICE

Management

For

For

S.3.6

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: SECURITY AND OTHER CREDIT ENHANCEMENT ARRANGEMENTS

Management

For

For

S.3.7

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: USE OF PROCEEDS

Management

For

For

S.3.8

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: ISSUE TARGET AND ARRANGEMENTS ON PLACEMENT TO SHAREHOLDERS OF THE COMPANY

Management

For

For

S.3.9

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: GUARANTEE MEASURES FOR REPAYMENT

Management

For

For

S3.10

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: LISTING OF DEBT FINANCING INSTRUMENTS

Management

For

For

S3.11

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: VALIDITY PERIOD OF RESOLUTION

Management

For

For

S3.12

TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE GENERAL MANDATE TO ISSUE OTHER ONSHORE DEBT FINANCING INSTRUMENTS, INCLUDING: AUTHORISATION FOR ISSUANCE OF OTHER ONSHORE DEBT FINANCING INSTRUMENTS OF THE COMPANY

Management

For

For

O.1

TO CONSIDER AND APPROVE THE REPORT ON USE OF PROCEEDS FROM PREVIOUS FUNDS RAISING ACTIVITY OF THE COMPANY

Management

For

For

O.2
TO CONSIDER AND APPROVE THE PROPOSAL REGARDING THE INCREASE IN QUOTA OF EXTERNAL
GUARANTEE OF THE COMPANY

Management

For

For

O.3
TO CONSIDER AND APPROVE THE PROPOSAL REGARDING INVESTMENT ASSET ALLOCATION OF
EQUITY, FIXED INCOME SECURITIES AND DERIVATIVE PRODUCTS OF THE COMPANY FOR THE
YEAR 2015

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

584,800

0

24-Dec-2014

04-Feb-2015

VARIAN MEDICAL SYSTEMS, INC.

Security

92220P105

Meeting Type

Annual

Ticker Symbol

VAR

Meeting Date

12-Feb-2015

ISIN

US92220P1057

Agenda

934113248 - Management

Record Date

15-Dec-2014

Holding Recon Date

15-Dec-2014

City /

Country

/

United States

Vote Deadline Date

11-Feb-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
TIMOTHY E. GUERTIN

For
For

2
DAVID J. ILLINGWORTH

For
For

3
R. NAUMANN-ETIENNE

For
For

2.
TO APPROVE THE COMPENSATION OF THE VARIAN MEDICAL SYSTEMS, INC. NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE PROXY STATEMENT.

Management

For
For

3.
TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS VARIAN MEDICAL SYSTEMS, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.

Management

For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL53

GLO MS PLEDGE
997AL53
STATE STREET BANK & TRUST CO
60,400
0
31-Dec-2014
31-Dec-2014
CITIC SECURITIES CO LTD
Security

Y1639N117

Meeting Type
Class Meeting
Ticker Symbol

Meeting Date
16-Feb-2015

ISIN

CNE1000016V2

Agenda
705764125 - Management
Record Date

16-Jan-2015

Holding Recon Date
16-Jan-2015

City /
Country

BEIJING
/

China

Vote Deadline Date

05-Feb-2015

SEDOL(s)

B6SPB49 - B76VCF4 - B7WHGP4 - BP3RTD8

Quick Code

Item

Proposal

Proposed by

Vote

For/Against Management

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEH K/2014/1230/LTN20141230448.pdf>-AND-
<http://www.hkexnews.hk/listedco/listconews/SEH K/2014/1230/LTN20141230437.pdf>

Non-Voting

1.1

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : CLASS OF SHARES TO BE ISSUED

Management

For

For

1.2

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : TIME OF ISSUANCE

Management

For

For

1.3

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : METHOD OF ISSUANCE

Management

For

For

1.4

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : TARGET PLACES

Management

For

For

1.5

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : PRICING MECHANISM

Management

For

For

1.6

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : METHOD OF SUBSCRIPTION

Management

For

For

1.7

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : SIZE OF ISSUANCE

Management

For

For

1.8

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : ACCUMULATED PROFITS

Management

For

For

1.9

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : USE OF PROCEEDS

Management

For

For

1.10

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : VALIDITY PERIOD OF THE RESOLUTIONS

Management

For

For

1.11

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : AUTHORIZATION OF THE CONSEQUENTIAL AMENDMENTS TO THE ARTICLES OF ASSOCIATION UPON COMPLETION OF THE PROPOSED NEW H SHARE ISSUE

Management

For

For

1.12

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE

Management

For

For

ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF H SHAREHOLDERS CLASS MEETING) : OTHER RELEVANT AUTHORIZATION TO THE BOARD AND THE PERSONS AUTHORIZED BY THE BOARD TO DEAL WITH ALL MATTERS RELATING TO THE PROPOSED NEW H SHARE ISSUE

CMMT

31 DEC 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION TO TEXT O-F RESOLUTION 1.4. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE A-GAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU

Non-Voting

Account Number

Account Name

Internal Account

Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
AL29

AL29

STATE STREET BANK
909,000
0
31-Dec-2014
11-Feb-2015
CITIC SECURITIES CO LTD
Security

Y1639N117

Meeting Type
ExtraOrdinary General Meeting
Ticker Symbol

Meeting Date
16-Feb-2015

ISIN

CNE1000016V2

Agenda
705764187 - Management
Record Date

16-Jan-2015

Holding Recon Date
16-Jan-2015

City /
Country

BEIJING
/
China

Vote Deadline Date
05-Feb-2015

SEDOL(s)

B6SPB49 - B76VCF4 - B7WHGP4 - BP3RTD8

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- [HTTP://WWW.HKEXNEWS.HK/LISTEDCO/LIST CONEWS/SEHK/2014/1230/LTN20141230410.P DF](http://www.hkexnews.hk/listedco/listconews/sehk/2014/1230/LTN20141230410.PDF)-AND- [HTTP://WWW.HKEXNEWS.HK/LISTEDCO/LIST CONEWS/SEHK/2014/1230/LTN20141230404.P DF](http://www.hkexnews.hk/listedco/listconews/sehk/2014/1230/LTN20141230404.PDF)

Non-Voting

1.1

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED

"PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM): CLASS OF SHARES TO BE ISSUED

Management

For

For

1.2

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM): TIME OF ISSUANCE

Management

For

For

1.3

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM): METHOD OF ISSUANCE

Management

For

For

1.4

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM): TARGET PLACES

Management

For

For

1.5

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM): PRICING MECHANISM

Management

For

For

1.6

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM): METHOD OF SUBSCRIPTION

Management

For

For

1.7

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM): SIZE OF ISSUANCE

Management

For

For

1.8

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM): ACCUMULATED PROFITS

Management

For

For

1.9

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM): USE OF PROCEEDS

Management

For

For

1.10

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM): VALIDITY PERIOD OF THE RESOLUTIONS

Management

For

For

1.11

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM); AUTHORIZATION OF THE CONSEQUENTIAL AMENDMENTS TO THE ARTICLES OF ASSOCIATION UPON COMPLETION OF THE PROPOSED NEW H SHARE ISSUE

Management

For

For

1.12

TO CONSIDER AND APPROVE THE FOLLOWING RESOLUTIONS ON THE SPECIFIC MANDATE FOR THE PROPOSED NEW H SHARE ISSUE AND LISTING OF NEW H SHARES ON THE HONG KONG STOCK EXCHANGE (RELEVANT DETAILS OF THE RESOLUTIONS ARE SET OUT IN THE PARAGRAPH HEADED "PROPOSED SPECIFIC MANDATE TO ISSUE NEW H SHARES" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM); OTHER RELEVANT AUTHORIZATION TO THE BOARD AND THE PERSONS AUTHORIZED BY THE BOARD TO DEAL WITH ALL MATTERS RELATING TO THE PROPOSED NEW H SHARE ISSUE

Management

For

For

2

TO CONSIDER AND APPROVE THE REPORT ON USE OF PROCEEDS FROM PREVIOUS FUNDS RAISING ACTIVITY OF THE COMPANY (RELEVANT DETAILS OF THIS RESOLUTION ARE SET OUT IN THE PARAGRAPH HEADED "REPORT ON USE OF PROCEEDS FROM PREVIOUS FUNDS RAISING ACTIVITY" IN THE ANNOUNCEMENT PRODUCED IN THE APPENDIX TO THE NOTICE OF EGM)

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed
AL29

AL29

STATE STREET BANK
909,000
0
31-Dec-2014
11-Feb-2015
LADDER CAPITAL CORP
Security

505743104

Meeting Type
Special
Ticker Symbol

LADR

Meeting Date
26-Feb-2015

ISIN

US5057431042

Agenda
934117296 - Management
Record Date

02-Jan-2015

Holding Recon Date
02-Jan-2015

City /
Country

/
United States

Vote Deadline Date
25-Feb-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, INCLUDING PROVISIONS THAT IMPOSE CERTAIN OWNERSHIP LIMITATIONS AND TRANSFER RESTRICTIONS ON OUR STOCKHOLDERS IN CONNECTION WITH THE COMPANY'S POTENTIAL REIT ELECTION.

Management
For
For

2.
TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE TAX RECEIVABLE AGREEMENT, DATED AS OF FEBRUARY 11, 2014, AMONG THE COMPANY, LADDER CAPITAL FINANCE HOLDINGS LLLP AND EACH OF THE TRA MEMBERS (AS DEFINED THEREIN).

Management
For
For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

123,096

0

14-Jan-2015

14-Jan-2015

SSGA FUNDS

Security

78463V107

Meeting Type

Consent

Ticker Symbol

GLD

Meeting Date

27-Feb-2015

ISIN

US78463V1070

Agenda

934050624 - Management

Record Date

09-Jun-2014

Holding Recon Date

09-Jun-2014

City /

Country

/

United States

Vote Deadline Date

26-Feb-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote

For/Against Management

1.
TO APPROVE AMENDMENTS TO THE TRUST INDENTURE THAT CHANGE THE MANNER IN WHICH THE ORDINARY FEES AND EXPENSES OF THE TRUST ARE PAID SUCH THAT, IN RETURN FOR A PAYMENT TO THE SPONSOR OF 0.40% PER YEAR OF THE DAILY NAV OF THE TRUST, THE SPONSOR WILL BE RESPONSIBLE FOR ALL OTHER ORDINARY FEES AND EXPENSES OF THE TRUST, AS

DESCRIBED IN THE CONSENT SOLICITATION STATEMENT.

Management

For

For

2.

TO APPROVE THE AMENDMENT TO SECTION 3.08 OF THE TRUST INDENTURE TO PERMIT THE SPONSOR TO COMPENSATE AFFILIATES FOR PROVIDING MARKETING AND OTHER SERVICES TO THE TRUST.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

68,410

0

21-Jun-2014

21-Jun-2014

HOLOGIC, INC.

Security

436440101

Meeting Type

Annual

Ticker Symbol

HOLX

Meeting Date

03-Mar-2015

ISIN

US4364401012

Agenda

934118250 - Management

Record Date

09-Jan-2015

Holding Recon Date

09-Jan-2015

City /

Country

/

United States

Vote Deadline Date

02-Mar-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
JONATHAN CHRISTODORO

For
For

2
SALLY W. CRAWFORD

For
For

3
SCOTT T. GARRETT

For
For

4
DAVID R. LAVANCE, JR.

For
For

5
NANCY L. LEAMING

For
For

6
LAWRENCE M. LEVY

For
For

7

STEPHEN P. MACMILLAN

For
For

8
SAMUEL MERKSAMER

For
For

9
CHRISTIANA STAMOULIS

For
For

10
ELAINE S. ULLIAN

For
For

11
WAYNE WILSON

For
For

2.
A NON-BINDING ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.

Management
For
For

3.
RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015.

Management
For
For

4.
SHAREHOLDER PROPOSAL REGARDING A SEVERANCE APPROVAL POLICY.

Shareholder
Against
For

5.
SHAREHOLDER PROPOSAL REGARDING SHAREHOLDER INPUT ON POISON PILLS.

Shareholder
Against
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
248,300
0
23-Jan-2015
23-Jan-2015
BERRY PLASTICS GROUP INC
Security

08579W103

Meeting Type
Annual
Ticker Symbol

BERY

Meeting Date
04-Mar-2015

ISIN

US08579W1036

Agenda
934124277 - Management
Record Date

12-Jan-2015

Holding Recon Date

12-Jan-2015

City /

Country

/

United States

Vote Deadline Date

03-Mar-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote

For/Against Management

1.
DIRECTOR

Management

1
ROBERT A. STEELE

For
For

2
JONATHAN D. RICH

For
For

3
ROBERT V. SEMINARA

For
For

2.
TO CONSIDER AND ACT UPON A PROPOSAL TO AMEND AND RESTATE THE COMPANY'S
CERTIFICATE OF INCORPORATION TO DELETE OBSOLETE PROVISIONS

Management

For
For

3.
TO CONSIDER AND ACT UPON A PROPOSAL TO APPROVE THE ADOPTION OF THE 2015 LONG-TERM
INCENTIVE PLAN

Management

For
For

4.
TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC
ACCOUNTANTS FOR THE FISCAL YEAR ENDING SEPTEMBER 26, 2015

Management

For
For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

12,253

200,000

05-Feb-2015

05-Feb-2015

TRANSDIGM GROUP INCORPORATED

Security

893641100

Meeting Type

Annual

Ticker Symbol

TDG

Meeting Date

05-Mar-2015

ISIN

US8936411003

Agenda

934120712 - Management

Record Date

05-Jan-2015

Holding Recon Date

05-Jan-2015

City /

Country

/

United States

Vote Deadline Date
04-Mar-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
WILLIAM DRIES

For

For

2
W. NICHOLAS HOWLEY

For
For

3
RAYMOND LAUBENTHAL

For
For

4
ROBERT SMALL

For
For

2.
TO APPROVE (IN AN ADVISORY VOTE) COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.

Management
For
For

3.
TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2015.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
12,880
0
24-Jan-2015
24-Jan-2015
APPLE INC.
Security

037833100

Meeting Type
Annual
Ticker Symbol

AAPL

Meeting Date
10-Mar-2015

ISIN

US0378331005

Agenda
934118983 - Management
Record Date

09-Jan-2015

Holding Recon Date
09-Jan-2015

City /
Country

/
United States

Vote Deadline Date
09-Mar-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: TIM COOK

Management
For
For

1B.
ELECTION OF DIRECTOR: AL GORE

Management
For
For

1C.
ELECTION OF DIRECTOR: BOB IGER

Management
For
For

1D.
ELECTION OF DIRECTOR: ANDREA JUNG

Management
For
For

1E.
ELECTION OF DIRECTOR: ART LEVINSON

Management
For
For

1F.
ELECTION OF DIRECTOR: RON SUGAR

Management
For
For

1G.
ELECTION OF DIRECTOR: SUE WAGNER

Management
For
For

2.
RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015

Management
For
For

3.
AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION

Management
For
For

4.
THE AMENDMENT OF THE APPLE INC. EMPLOYEE STOCK PURCHASE PLAN

Management
For
For

5.

A SHAREHOLDER PROPOSAL BY THE NATIONAL CENTER FOR PUBLIC POLICY RESEARCH ENTITLED
"RISK REPORT"

Shareholder
Against
For

6.
A SHAREHOLDER PROPOSAL BY MR. JAMES MCRITCHIE AND MR. JOHN HARRINGTON ENTITLED
"PROXY ACCESS FOR SHAREHOLDERS"

Shareholder
Against
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
25,700
0
23-Jan-2015
23-Jan-2015
ACTAVIS PLC
Security

G0083B108

Meeting Type
Special
Ticker Symbol

ACT

Meeting Date
10-Mar-2015

ISIN

IE00BD1NQJ95

Agenda

934122499 - Management

Record Date

22-Jan-2015

Holding Recon Date

22-Jan-2015

City /

Country

/

United States

Vote Deadline Date

09-Mar-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote
For/Against Management

1.
APPROVING THE ISSUANCE OF ORDINARY SHARES PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, DATED NOVEMBER 16, 2014, AMONG ACTAVIS PLC ("ACTAVIS"), AVOCADO ACQUISITION INC. AND ALLERGAN, INC. (THE "ACTAVIS SHARE ISSUANCE PROPOSAL").

Management
For
For

2.
APPROVING ANY MOTION TO ADJOURN THE ACTAVIS EXTRAORDINARY GENERAL MEETING (THE "ACTAVIS EGM"), OR ANY ADJOURNMENTS THEREOF, TO ANOTHER TIME OR PLACE IF NECESSARY OR APPROPRIATE TO, AMONG OTHER THINGS, SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE ACTAVIS EGM TO APPROVE THE ACTAVIS SHARE ISSUANCE PROPOSAL.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
6,200
0
30-Jan-2015
30-Jan-2015

997AL53

GLO MS PLEDGE

997AL53

STATE STREET BANK & TRUST CO

22,400

0

30-Jan-2015

30-Jan-2015

SPANSION INC.

Security

84649R200

Meeting Type

Special

Ticker Symbol

CODE

Meeting Date

12-Mar-2015

ISIN

US84649R2004

Agenda

934125902 - Management

Record Date

05-Feb-2015

Holding Recon Date

05-Feb-2015

City /

Country

/

United States

Vote Deadline Date

11-Mar-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
TO ADOPT THE AGREEMENT AND PLAN OF MERGER AND REORGANIZATION, DATED AS OF DECEMBER 1, 2014 (THE "MERGER AGREEMENT"), BY AND AMONG SPANSION INC., CYPRESS SEMICONDUCTOR CORPORATION AND MUSTANG ACQUISITION CORPORATION, AND APPROVE THE TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT.

Management
For
For

2.
TO APPROVE ON AN ADVISORY (NON- BINDING) BASIS THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO SPANSION INC. NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER AGREEMENT AND MERGER.

Management
For
For

3.
TO APPROVE THE ADJOURNMENT OF THE SPANSION INC. SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AND APPROVE THE TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
62,060
0
11-Feb-2015
11-Feb-2015
997AL53

GLO MS PLEDGE
997AL53
STATE STREET BANK & TRUST CO
149,100
0
11-Feb-2015
11-Feb-2015
SAMSUNG ELECTRONICS CO LTD, SUWON
Security

Y74718100

Meeting Type
Annual General Meeting
Ticker Symbol

Meeting Date

13-Mar-2015

ISIN

KR7005930003

Agenda

705825137 - Management

Record Date

31-Dec-2014

Holding Recon Date

31-Dec-2014

City /

Country

SEOUL

/

Korea, Republic Of

Vote Deadline Date

03-Mar-2015

SEDOL(s)

6771720 - B19VC15

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1
APPROVAL OF FINANCIAL STATEMENTS

Management
For
For

2.1.1
ELECTION OF OUTSIDE DIRECTOR GIM HAN JUNG

Management
For
For

2.1.2
ELECTION OF OUTSIDE DIRECTOR I BYEONG GI

Management
For
For

2.2
ELECTION OF INSIDE DIRECTOR GWON O HYEON

Management
For
For

2.3
ELECTION OF AUDIT COMMITTEE MEMBER GIM HAN JUNG

Management
For
For

3
APPROVAL OF REMUNERATION FOR DIRECTOR

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
AL29

AL29

STATE STREET BANK
4,624
0

14-Feb-2015
05-Mar-2015

SUNTORY BEVERAGE & FOOD LIMITED
Security

J78186103

Meeting Type
Annual General Meeting
Ticker Symbol

Meeting Date
27-Mar-2015

ISIN

JP3336560002

Agenda
705863783 - Management
Record Date

31-Dec-2014

Holding Recon Date
31-Dec-2014

City /
Country

TOKYO
/
Japan

Vote Deadline Date
11-Mar-2015

SEDOL(s)

BBD7Q84 - BBT3GD1 - BLRLZP2
Quick Code
25870

Item
Proposal

Proposed by

Vote
For/Against Management

Please reference meeting materials.

Non-Voting

1
Approve Appropriation of Surplus

Management
For
For

2.1
Appoint a Director Torii, Nobuhiro

Management
For
For

2.2
Appoint a Director Kakimi, Yoshihiko

Management
For
For

2.3
Appoint a Director Kogo, Saburo

Management
For
For

2.4
Appoint a Director Kurihara, Nobuhiro

Management
For
For

2.5
Appoint a Director Tsuchida, Masato

Management
For
For

2.6
Appoint a Director Kamada, Yasuhiko

Management
For

For

2.7

Appoint a Director Hizuka, Shinichiro

Management

For

For

2.8

Appoint a Director Inoue, Yukari

Management

For

For

3

Amend Articles to: Transition to a Company with Supervisory Committee, Adopt Reduction of Liability System for Non-Executive Directors

Management

For

For

4.1

Appoint a Director except as Supervisory Committee Members Torii, Nobuhiro

Management

For

For

4.2

Appoint a Director except as Supervisory Committee Members Kakimi, Yoshihiko

Management

For

For

4.3

Appoint a Director except as Supervisory Committee Members Kogo, Saburo

Management

For

For

4.4

Appoint a Director except as Supervisory Committee Members Kurihara, Nobuhiro

Management

For

For

4.5

Appoint a Director except as Supervisory Committee Members Tsuchida, Masato

Management

For

For

4.6

Appoint a Director except as Supervisory Committee Members Kamada, Yasuhiko

Management

For

For

4.7

Appoint a Director except as Supervisory Committee Members Hizuka, Shinichiro

Management

For

For

4.8

Appoint a Director except as Supervisory Committee Members Inoue, Yukari

Management

For

For

5.1

Appoint a Director as Supervisory Committee Members Hattori, Seiichiro

Management

For

For

5.2

Appoint a Director as Supervisory Committee Members Uehara, Yukihiko

Management

For

For

5.3

Appoint a Director as Supervisory Committee Members Uchida, Harumichi

Management

For

For

6

Appoint a Substitute Director as Supervisory Committee Members Amitani, Mitsuhiro

Management

For

For

7

Amend the Compensation to be received by Directors except as Supervisory Committee Members

Management

For

For

8

Amend the Compensation to be received by Directors as Supervisory Committee Members

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

44,500

0

05-Mar-2015

05-Mar-2015

APPLIED MATERIALS, INC.

Security

038222105

Meeting Type

Annual

Ticker Symbol

AMAT

Meeting Date
02-Apr-2015

ISIN

US0382221051

Agenda
934127108 - Management
Record Date

11-Feb-2015

Holding Recon Date
11-Feb-2015

City /
Country

/
United States

Vote Deadline Date
01-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: AART J. DE GEUS

Management
For
For

1B.
ELECTION OF DIRECTOR: GARY E. DICKERSON

Management
For
For

1C.
ELECTION OF DIRECTOR: STEPHEN R. FORREST

Management
For
For

1D.
ELECTION OF DIRECTOR: THOMAS J. IANNOTTI

Management
For
For

1E.
ELECTION OF DIRECTOR: SUSAN M. JAMES

Management
For
For

1F.
ELECTION OF DIRECTOR: ALEXANDER A. KARSNER

Management

For

For

1G.

ELECTION OF DIRECTOR: DENNIS D. POWELL

Management

For

For

1H.

ELECTION OF DIRECTOR: WILLEM P. ROELANDTS

Management

For

For

1I.

ELECTION OF DIRECTOR: MICHAEL R. SPLINTER

Management

For

For

1J.

ELECTION OF DIRECTOR: ROBERT H. SWAN

Management

For

For

2.

TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF APPLIED MATERIALS' NAMED EXECUTIVE OFFICERS.

Management

For

For

3.

TO RATIFY THE APPOINTMENT OF KPMG LLP AS APPLIED MATERIALS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.

Management

For

For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
31,900
0
19-Feb-2015
19-Feb-2015
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
100
144,500
19-Feb-2015
19-Feb-2015
LENNAR CORPORATION
Security

526057104

Meeting Type
Annual
Ticker Symbol

LEN

Meeting Date
08-Apr-2015

ISIN

US5260571048

Agenda
934127879 - Management
Record Date

12-Feb-2015

Holding Recon Date

12-Feb-2015

City /

Country

/

United States

Vote Deadline Date

07-Apr-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote

For/Against Management

1.
DIRECTOR

Management

1
IRVING BOLOTIN

For
For

2
STEVEN L. GERARD

For
For

3
THERON I. "TIG" GILLIAM

For
For

4
SHERRILL W. HUDSON

For
For

5
SIDNEY LAPIDUS

For
For

6
TERI P. MCCLURE

For
For

7
STUART A. MILLER

For
For

8
ARMANDO OLIVERA

For
For

9
JEFFREY SONNENFELD

For
For

2.
RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS LENNAR'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING NOVEMBER 30, 2015.

Management
For
For

3.
APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF LENNAR'S NAMED EXECUTIVE OFFICERS.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
21,400
0
25-Feb-2015
25-Feb-2015
997AL49

GLO BNP PLEDGE
997AL49

STATE STREET BANK & TRUST CO

131,700

252,000

25-Feb-2015

25-Feb-2015

GEA GROUP AG, BOCHUM

Security

D28304109

Meeting Type

Annual General Meeting

Ticker Symbol

Meeting Date

16-Apr-2015

ISIN

DE0006602006

Agenda

705882579 - Management

Record Date

25-Mar-2015

Holding Recon Date

25-Mar-2015

City /

Country

OBERHAU SEN

/

Germany

Vote Deadline Date

31-Mar-2015

SEDOL(s)

4557104 - B02NSV3 - B28HB58 - BHZLGS6

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.

Non-Voting

PLEASE NOTE THAT THE TRUE RECORD DATE FOR THIS MEETING IS 26 MAR 2015, WHEREAS THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE-1 BUSINESS DAY. THIS IS DONE TO ENSURE THAT ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH THE GERMAN LAW. THANK YOU.

Non-Voting

COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 01 APR 2015. FURTHER INFORMATION ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU

WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY A-T THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT O-N PROXYEDGE.

Non-Voting

1.
PRESENTATION OF THE ADOPTED ANNUAL FINANCIAL STATEMENTS OF GEA GROUP AKTIENGES-ELLSCHAFT AND OF THE APPROVED CONSOLIDATED FINANCIAL STATEMENTS AS OF DECEMBER-31, 2014, OF THE GROUP MANAGEMENT REPORT COMBINED WITH THE MANAGEMENT

Non-Voting

REPORT-OF GEA GROUP AKTIENGESELLSCHAFT FOR THE FISCAL YEAR 2014 INCLUDING THE EXPLANA-TORY REPORT OF THE EXECUTIVE BOARD ON THE INFORMATION PROVIDED IN ACCORDANCE W-ITH S. 289 PARA. 4 AND PARA. 5, S. 315 PARA. 2 NO. 5 AND PARA. 4 HGB (GERMAN C-OMMERCIAL CODE) AS WELL AS THE REPORT OF THE SUPERVISORY BOARD FOR THE FISCAL-YEAR 2014

2.
APPROPRIATION OF NET EARNINGS: PAYMENT OF A DIVIDEND OF EUR 0.70 PER NO-PAR SHARE

Management

For
For

3.
RATIFICATION OF THE ACTS OF THE MEMBERS OF THE EXECUTIVE BOARD IN THE FISCAL YEAR 2014

Management

For
For

4.
RATIFICATION OF THE ACTS OF THE MEMBERS OF THE SUPERVISORY BOARD IN THE FISCAL YEAR 2014

Management

For
For

5.
ELECTION OF THE AUDITOR FOR THE FISCAL YEAR 2015: KPMG AG WIRTSCHAFTSPRUFUNGSGESELLSCHAFT, BERLIN

Management

For
For

6.

CANCELLATION OF AUTHORIZED CAPITAL II IN ACCORDANCE WITH S. 4 PARA. 4 OF THE ARTICLES OF ASSOCIATION, CREATION OF A NEW AUTHORIZED CAPITAL II AND AUTHORIZATION TO DECIDE ON THE EXCLUSION OF SHAREHOLDERS' SUBSCRIPTION RIGHTS, AND THE CORRESPONDING AMENDMENT TO S. 4 PARA. 4 OF THE ARTICLES OF ASSOCIATION

Management

For

For

7.

CREATION OF A NEW AUTHORIZED CAPITAL III GRANTING AUTHORIZATION TO EXCLUDE SHAREHOLDERS' SUBSCRIPTION RIGHTS AND CORRESPONDING AMENDMENT TO THE ARTICLES OF ASSOCIATION

Management

For

For

8.

RESOLUTION ON THE AUTHORIZATION TO ISSUE CONVERTIBLE OR WARRANT BONDS, PROFIT PARTICIPATION RIGHTS OR INCOME BONDS, THE CREATION OF CONTINGENT CAPITAL AS WELL AS THE RESPECTIVE AMENDMENT TO THE ARTICLES OF ASSOCIATION WHILE SIMULTANEOUSLY CANCELLING THE RESPECTIVE AUTHORIZATION GIVEN IN 2010 AND THE CONTINGENT CAPITAL IN ACCORDANCE WITH S. 4 PARA. 5 OF THE ARTICLES OF ASSOCIATION

Management

For

For

9.

AUTHORIZATION TO ACQUIRE AND USE TREASURY STOCK AS WELL AS EXCLUSION OF THE RIGHT TO TENDER AND OF THE SUBSCRIPTION RIGHT

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

134,915

0

11-Mar-2015

08-Apr-2015

OWENS CORNING

Security

690742101

Meeting Type

Annual

Ticker Symbol

OC

Meeting Date

16-Apr-2015

ISIN

US6907421019

Agenda

934137666 - Management

Record Date

25-Feb-2015

Holding Recon Date

25-Feb-2015

City /

Country

/

United States

Vote Deadline Date

15-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
JAMES J. MCMONAGLE

For
For

2
W. HOWARD MORRIS

For
For

3
SUZANNE P. NIMOCKS

For
For

2.
TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.

Management
For
For

3.
TO APPROVE, ON AN ADVISORY BASIS, 2014 NAMED EXECUTIVE OFFICER COMPENSATION.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
11,100
0
13-Mar-2015
13-Mar-2015
STARWOOD PROPERTY TRUST INC
Security

85571B105

Meeting Type
Annual
Ticker Symbol

STWD

Meeting Date

21-Apr-2015

ISIN

US85571B1052

Agenda

934157620 - Management

Record Date

03-Mar-2015

Holding Recon Date

03-Mar-2015

City /

Country

/

United States

Vote Deadline Date

20-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
RICHARD D. BRONSON

For
For

2
JEFFREY G. DISHNER

For
For

3
CAMILLE J. DOUGLAS

For
For

4
SOLOMON J. KUMIN

For
For

5
BARRY S. STERNLICHT

For
For

6
STRAUSS ZELNICK

For

For

2.
TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT.

Management

For

For

3.
TO RATIFY THE AUDIT COMMITTEE'S APPOINTMENT OF DELOITTE & TOUCHE LLP AS STARWOOD PROPERTY TRUST, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2015.

Management

For

For

4.
THE STOCKHOLDER PROPOSAL REGARDING AN INDEPENDENT CHAIRMAN OF THE BOARD OF DIRECTORS AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT.

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

116,600

0

28-Mar-2015

28-Mar-2015

PFIZER INC.

Security

717081103

Meeting Type
Annual
Ticker Symbol

PFE

Meeting Date
23-Apr-2015

ISIN

US7170811035

Agenda
934135927 - Management
Record Date

25-Feb-2015

Holding Recon Date
25-Feb-2015

City /
Country

/
United States

Vote Deadline Date
22-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: DENNIS A. AUSIELLO

Management
For
For

1B.
ELECTION OF DIRECTOR: W. DON CORNWELL

Management
For
For

1C.
ELECTION OF DIRECTOR: FRANCES D. FERGUSON

Management
For
For

1D.
ELECTION OF DIRECTOR: HELEN H. HOBBS

Management
For
For

1E.
ELECTION OF DIRECTOR: JAMES M. KILTS

Management
For
For

1F.
ELECTION OF DIRECTOR: SHANTANU NARAYEN

Management
For
For

1G.
ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON

Management
For
For

1H.
ELECTION OF DIRECTOR: IAN C. READ

Management
For
For

1I.
ELECTION OF DIRECTOR: STEPHEN W. SANGER

Management
For
For

1J.
ELECTION OF DIRECTOR: JAMES C. SMITH

Management
For
For

1K.
ELECTION OF DIRECTOR: MARC TESSIER- LAVIGNE

Management
For
For

2.
RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM
FOR 2015

Management
For
For

3.
ADVISORY APPROVAL OF EXECUTIVE COMPENSATION

Management
For
For

4.
SHAREHOLDER PROPOSAL REGARDING REPORT ON LOBBYING ACTIVITIES

Shareholder
Against
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
189,100
0
13-Mar-2015
13-Mar-2015
INTUITIVE SURGICAL, INC.
Security

46120E602

Meeting Type
Annual
Ticker Symbol

ISRG

Meeting Date

23-Apr-2015

ISIN

US46120E6023

Agenda

934138454 - Management

Record Date

25-Feb-2015

Holding Recon Date

25-Feb-2015

City /

Country

/

United States

Vote Deadline Date

22-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
CRAIG H. BARRATT, PH.D.

For
For

2
GARY S. GUTHART, PH.D.

For
For

3
ERIC H. HALVORSON

For
For

4
AMAL M. JOHNSON

For
For

5
ALAN J. LEVY, PH.D.

For
For

6
MARK J. RUBASH

For

For

7
LONNIE M. SMITH

For
For

8
GEORGE STALK JR.

For
For

2.
TO APPROVE, BY ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management
For
For

3.
THE RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP ("PWC") AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management
For
For

4.
TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE INTUITIVE SURGICAL, INC. 2010 INCENTIVE AWARD PLAN.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

15,799

0

11-Mar-2015

11-Mar-2015

MGIC INVESTMENT CORPORATION

Security

552848103

Meeting Type

Annual

Ticker Symbol

MTG

Meeting Date

23-Apr-2015

ISIN

US5528481030

Agenda

934149849 - Management

Record Date

02-Mar-2015

Holding Recon Date

02-Mar-2015

City /

Country

/

United States

Vote Deadline Date

22-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
DANIEL A. ARRIGONI

For
For

2
CASSANDRA C. CARR

For
For

3
C. EDWARD CHAPLIN

For
For

4
CURT S. CULVER

For
For

5
TIMOTHY A. HOLT

For
For

6
KENNETH M. JASTROW, II

For
For

7
MICHAEL E. LEHMAN

For
For

8
DONALD T. NICOLAISEN

For
For

9
GARY A. POLINER

For
For

10
PATRICK SINKS

For
For

11
MARK M. ZANDI

For
For

2.
ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION

Management

For

For

3.
APPROVE OUR 2015 OMNIBUS INCENTIVE PLAN

Management

For

For

4.
RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

49,417

0

24-Mar-2015

24-Mar-2015

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

713,368

500,000
24-Mar-2015
24-Mar-2015
FLIR SYSTEMS, INC.
Security

302445101

Meeting Type
Annual
Ticker Symbol

FLIR

Meeting Date
24-Apr-2015

ISIN

US3024451011

Agenda
934133050 - Management
Record Date

23-Feb-2015

Holding Recon Date
23-Feb-2015

City /
Country

/
United States

Vote Deadline Date
23-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.1
ELECTION OF DIRECTOR: WILLIAM W. CROUCH

Management
For
For

1.2
ELECTION OF DIRECTOR: CATHERINE A. HALLIGAN

Management
For
For

1.3
ELECTION OF DIRECTOR: EARL R. LEWIS

Management
For
For

1.4
ELECTION OF DIRECTOR: ANGUS L. MACDONALD

Management

For
For

1.5
ELECTION OF DIRECTOR: CATHY A. STAUFFER

Management
For
For

1.6
ELECTION OF DIRECTOR: ANDREW C. TEICH

Management
For
For

1.7
ELECTION OF DIRECTOR: STEVEN E. WYNNE

Management
For
For

2
TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE COMPANY'S BOARD OF DIRECTORS OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management
For
For

3
THE STOCKHOLDER PROPOSAL REGARDING AN AMENDMENT TO THE COMPANY'S SECOND RESTATED ARTICLES OF INCORPORATION AS INCLUDED IN THE PROXY STATEMENT.

Shareholder
Against
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
272,500
0
14-Mar-2015
14-Mar-2015
SELECT MEDICAL HOLDINGS CORP.
Security

81619Q105

Meeting Type
Annual
Ticker Symbol

SEM

Meeting Date
27-Apr-2015

ISIN

US81619Q1058

Agenda
934139026 - Management
Record Date

02-Mar-2015

Holding Recon Date
02-Mar-2015

City /
Country

/
United States

Vote Deadline Date
24-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
JAMES E. DALTON, JR.

For
For

2
ROCCO A. ORTENZIO

For
For

3
THOMAS A. SCULLY

For
For

2.
ADVISORY VOTE ON EXECUTIVE COMPENSATION

Management
For
For

3.
VOTE TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLC AS THE COMPANY'S
INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER
31, 2015

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
104,483
0
12-Mar-2015
12-Mar-2015
CENTENE CORPORATION
Security

15135B101

Meeting Type

Annual
Ticker Symbol

CNC

Meeting Date
28-Apr-2015

ISIN

US15135B1017

Agenda
934137820 - Management
Record Date

27-Feb-2015

Holding Recon Date
27-Feb-2015

City /
Country

/
United States

Vote Deadline Date
27-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
ROBERT K. DITMORE

For
For

2
FREDERICK H. EPPINGER

For
For

3
DAVID L. STEWARD

For
For

2.
ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.

Management

For
For

3.
RATIFICATION OF APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC
ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management
For
For

4.
RATIFICATION OF AMENDMENT TO COMPANY'S BY-LAWS TO INCLUDE A FORUM SELECTION
CLAUSE.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
370
33,400
17-Mar-2015
17-Mar-2015
CITIGROUP INC.
Security

172967424

Meeting Type
Annual
Ticker Symbol

C

Meeting Date
28-Apr-2015

ISIN

US1729674242

Agenda

934141160 - Management

Record Date

27-Feb-2015

Holding Recon Date

27-Feb-2015

City /

Country

/

United States

Vote Deadline Date

27-Apr-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: MICHAEL L. CORBAT

Management
For
For

1B.
ELECTION OF DIRECTOR: DUNCAN P. HENNES

Management
For
For

1C.
ELECTION OF DIRECTOR: PETER B. HENRY

Management
For
For

1D.
ELECTION OF DIRECTOR: FRANZ B. HUMER

Management
For
For

1E.
ELECTION OF DIRECTOR: MICHAEL E. O'NEILL

Management
For
For

1F.
ELECTION OF DIRECTOR: GARY M. REINER

Management
For
For

1G.
ELECTION OF DIRECTOR: JUDITH RODIN

Management
For
For

1H.
ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO

Management
For
For

1I.
ELECTION OF DIRECTOR: JOAN E. SPERO

Management
For
For

1J.
ELECTION OF DIRECTOR: DIANA L. TAYLOR

Management
For
For

1K.
ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.

Management
For
For

1L.
ELECTION OF DIRECTOR: JAMES S. TURLEY

Management
For
For

1M.
ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON

Management
For
For

2.
PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.

Management

For
For

3.
ADVISORY APPROVAL OF CITI'S 2014 EXECUTIVE COMPENSATION.

Management
For
For

4.
APPROVAL OF AN AMENDMENT TO THE CITIGROUP 2014 STOCK INCENTIVE PLAN AUTHORIZING
ADDITIONAL SHARES.

Management
For
For

5.
STOCKHOLDER PROPOSAL REQUESTING PROXY ACCESS FOR SHAREHOLDERS.

Shareholder
Against
Against

6.
STOCKHOLDER PROPOSAL REQUESTING A REPORT ON LOBBYING AND GRASSROOTS LOBBYING
CONTRIBUTIONS.

Shareholder
Against
For

7.
STOCKHOLDER PROPOSAL REQUESTING AN AMENDMENT TO THE GENERAL CLAWBACK POLICY.

Shareholder
Against
For

8.
STOCKHOLDER PROPOSAL REQUESTING A BY-LAW AMENDMENT TO EXCLUDE FROM THE BOARD
OF DIRECTORS' AUDIT COMMITTEE ANY DIRECTOR WHO WAS A DIRECTOR AT A PUBLIC COMPANY
WHILE THAT COMPANY FILED FOR REORGANIZATION UNDER CHAPTER 11.

Shareholder
Against
For

9.

STOCKHOLDER PROPOSAL REQUESTING A REPORT REGARDING THE VESTING OF EQUITY-BASED AWARDS FOR SENIOR EXECUTIVES DUE TO A VOLUNTARY RESIGNATION TO ENTER GOVERNMENT SERVICE.

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

496,662

79,600

19-Mar-2015

19-Mar-2015

KIRBY CORPORATION

Security

497266106

Meeting Type

Annual

Ticker Symbol

KEX

Meeting Date

28-Apr-2015

ISIN

US4972661064

Agenda

934149863 - Management

Record Date

02-Mar-2015

Holding Recon Date

02-Mar-2015

City /

Country

/

United States

Vote Deadline Date

27-Apr-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote

For/Against Management

1.1
ELECTION OF DIRECTOR: BARRY E. DAVIS

Management
For
For

1.2
ELECTION OF DIRECTOR: MONTE J. MILLER

Management
For
For

1.3
ELECTION OF DIRECTOR: JOSEPH H. PYNE

Management
For
For

2.
REAPPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE OBJECTIVES UNDER KIRBY'S 2005 STOCK AND INCENTIVE PLAN.

Management
For
For

3.
RATIFICATION OF THE SELECTION OF KPMG LLP AS KIRBY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.

Management
For
For

4.
ADVISORY VOTE ON THE APPROVAL OF THE COMPENSATION OF KIRBY'S NAMED EXECUTIVE OFFICERS.

Management
For
For

5.
THE PROXIES ARE AUTHORIZED TO VOTE IN THEIR DISCRETION UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL53

GLO MS PLEDGE
997AL53
STATE STREET BANK & TRUST CO
22,600
0
24-Mar-2015
24-Mar-2015
SHIRE PLC
Security

82481R106

Meeting Type
Annual
Ticker Symbol

SHPG

Meeting Date
28-Apr-2015

ISIN

US82481R1068

Agenda
934156553 - Management
Record Date

19-Mar-2015

Holding Recon Date

19-Mar-2015

City /
Country

/
United States

Vote Deadline Date
20-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.

TO RECEIVE THE COMPANY'S ANNUAL REPORT AND ACCOUNTS FOR THE YEAR ENDED DECEMBER 31, 2014.

Management
For
For

2.
TO APPROVE THE DIRECTORS' REMUNERATION REPORT, EXCLUDING THE DIRECTORS' REMUNERATION POLICY, SET OUT ON PAGES 74 TO 101 OF THE ANNUAL REPORT AND ACCOUNTS, FOR THE YEAR ENDED DECEMBER 31, 2014.

Management
For
For

3.
TO APPROVE THE DIRECTORS' REMUNERATION POLICY, SET OUT ON PAGES 78 TO 86 OF THE DIRECTORS' REMUNERATION REPORT, TO TAKE EFFECT AFTER THE END OF THE ANNUAL GENERAL MEETING ON APRIL 28, 2015.

Management
For
For

4.
TO RE-ELECT DOMINIC BLAKEMORE AS A DIRECTOR.

Management
For
For

5.
TO RE-ELECT WILLIAM BURNS AS A DIRECTOR.

Management
For
For

6.
TO RE-ELECT DR. STEVEN GILLIS AS A DIRECTOR.

Management
For
For

7.
TO RE-ELECT DR. DAVID GINSBURG AS A DIRECTOR.

Management
For

For

8.
TO RE-ELECT DAVID KAPPLER AS A DIRECTOR.

Management

For

For

9.
TO RE-ELECT SUSAN KILSBY AS A DIRECTOR.

Management

For

For

10.
TO RE-ELECT ANNE MINTO AS A DIRECTOR.

Management

For

For

11.
TO RE-ELECT DR. FLEMMING ORNSKOV AS A DIRECTOR.

Management

For

For

12.
TO RE-APPOINT DELOITTE LLP AS THE COMPANY'S AUDITOR UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY.

Management

For

For

13.
TO AUTHORIZE THE AUDIT, COMPLIANCE & RISK COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITOR.

Management

For

For

14.
THAT THE SHIRE LONG TERM INCENTIVE PLAN 2015 (THE "LTIP"), THE PRINCIPAL TERMS OF WHICH ARE SUMMARIZED IN APPENDIX 1 TO THE NOTICE OF ANNUAL GENERAL MEETING, AND THE RULES WHICH ARE PRODUCED TO THE MEETING AND SIGNED BY THE CHAIRMAN FOR THE PURPOSES OF IDENTIFICATION, BE APPROVED AND THE DIRECTORS BE AUTHORIZED TO

ESTABLISH SUCH

Management

For

For

FURTHER PLANS BASED ON THE LTIP AS THEY MAY CONSIDER NECESSARY IN RELATION TO EMPLOYEES IN OTHER COUNTRIES, WITH SUCH MODIFICATIONS AS MAY BE NECESSARY OR ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)

15.

THAT THE SHIRE GLOBAL EMPLOYEE STOCK PURCHASE PLAN (THE "GESPP") THE PRINCIPAL TERMS OF WHICH ARE SUMMARIZED IN APPENDIX 1 TO THE NOTICE OF ANNUAL GENERAL MEETING, AND THE RULES WHICH ARE PRODUCED TO THE MEETING AND SIGNED BY THE CHAIRMAN FOR THE PURPOSES OF IDENTIFICATION, BE APPROVED AND THE DIRECTORS BE AUTHORIZED TO ESTABLISH FURTHER PLANS BASED ON THE GESPP AS THEY MAY CONSIDER NECESSARY IN RELATION TO EMPLOYEES IN OTHER COUNTRIES, WITH SUCH MODIFICATIONS AS MAY BE NECESSARY OR ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)

Management

For

For

16.

THAT THE AUTHORITY TO ALLOT RELEVANT SECURITIES (AS DEFINED IN THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES")) CONFERRED ON THE DIRECTORS BY ARTICLE 10 PARAGRAPH (B) OF THE ARTICLES BE RENEWED AND FOR THIS PURPOSE THE AUTHORIZED ALLOTMENT AMOUNT SHALL BE: (A) 9,854,436 OF RELEVANT SECURITIES; (B) SOLELY IN CONNECTION WITH AN ALLOTMENT PURSUANT TO AN OFFER BY WAY OF A RIGHTS ISSUE (AS DEFINED IN THE ARTICLES, BUT ONLY IF AND TO THE EXTENT THAT SUCH OFFER IS ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)

Management

For

For

17.

THAT SUBJECT TO THE PASSING OF RESOLUTION 16, THE AUTHORITY TO ALLOT EQUITY SECURITIES (AS DEFINED IN THE COMPANY'S ARTICLES) WHOLLY FOR CASH, CONFERRED ON THE DIRECTORS BY ARTICLE 10 PARAGRAPH (D) OF THE ARTICLES, BE RENEWED AND FOR THIS PURPOSE THE NON PRE-EMPTIVE AMOUNT (AS DEFINED IN THE ARTICLES) SHALL BE 1,500,444 AND THE ALLOTMENT PERIOD SHALL BE THE PERIOD COMMENCING ON APRIL 28, 2015, AND ENDING ON THE EARLIER OF JULY 27, 2016, OR THE CONCLUSION OF THE ANNUAL GENERAL MEETING ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)

Management

For

For

18.

THAT THE COMPANY BE AND IS HEREBY GENERALLY AND UNCONDITIONALLY AUTHORIZED: (A) PURSUANT TO ARTICLE 57 OF THE COMPANIES (JERSEY) LAW 1991 TO MAKE MARKET PURCHASES OF ORDINARY SHARES IN THE CAPITAL OF THE COMPANY, PROVIDED THAT: (1) THE MAXIMUM NUMBER OF ORDINARY SHARES HEREBY AUTHORIZED TO BE PURCHASED IS

Management
For
For

59,126,620; (2) THE MINIMUM PRICE, EXCLUSIVE OF ANY EXPENSES, WHICH MAY BE PAID FOR AN ORDINARY SHARE IS FIVE PENCE; (3) THE MAXIMUM PRICE, EXCLUSIVE OF ANY EXPENSES, WHICH MAY BE PAID FOR AN ORDINARY ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)

19.
TO APPROVE THAT A GENERAL MEETING OF THE COMPANY, OTHER THAN AN ANNUAL GENERAL MEETING, MAY BE CALLED ON NOT LESS THAT 14 CLEAR DAYS' NOTICE.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
100
36,600
31-Mar-2015
31-Mar-2015
ARES CAPITAL CORPORATION
Security

04010L103

Meeting Type
Annual

Ticker Symbol

ARCC

Meeting Date

29-Apr-2015

ISIN

US04010L1035

Agenda

934143051 - Management

Record Date

04-Mar-2015

Holding Recon Date

04-Mar-2015

City /

Country

/

United States

Vote Deadline Date

28-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.1
ELECTION OF DIRECTOR: STEVE BARTLETT

Management
For
For

1.2
ELECTION OF DIRECTOR: ROBERT L. ROSEN

Management
For
For

1.3
ELECTION OF DIRECTOR: BENNETT ROSENTHAL

Management
For
For

2.
TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015.

Management
For
For

Account Number

Account Name

Internal Account

Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
100
484,400
17-Mar-2015
17-Mar-2015
ARES CAPITAL CORPORATION
Security

04010L103

Meeting Type
Special
Ticker Symbol

ARCC

Meeting Date
29-Apr-2015

ISIN

US04010L1035

Agenda
934144914 - Management
Record Date

04-Mar-2015

Holding Recon Date
04-Mar-2015

City /
Country

/
United States

Vote Deadline Date
28-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
TO AUTHORIZE THE COMPANY, WITH THE APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL OR OTHERWISE ISSUE SHARES OF ITS COMMON STOCK AT A PRICE BELOW ITS THEN CURRENT NET ASSET VALUE PER SHARE SUBJECT TO THE LIMITATIONS SET FORTH IN THE PROXY STATEMENT FOR THE SPECIAL MEETING OF STOCKHOLDERS

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
100
484,400
18-Mar-2015
18-Mar-2015
VALERO ENERGY CORPORATION
Security

91913Y100

Meeting Type
Annual
Ticker Symbol

VLO

Meeting Date
30-Apr-2015

ISIN

US91913Y1001

Agenda
934139165 - Management
Record Date

03-Mar-2015

Holding Recon Date
03-Mar-2015

City /
Country

/

United States

Vote Deadline Date

29-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: JERRY D. CHOATE

Management
For
For

1B.

ELECTION OF DIRECTOR: JOSEPH W. GORDER

Management

For

For

1C.

ELECTION OF DIRECTOR: DEBORAH P. MAJORAS

Management

For

For

1D.

ELECTION OF DIRECTOR: DONALD L. NICKLES

Management

For

For

1E.

ELECTION OF DIRECTOR: PHILIP J. PFEIFFER

Management

For

For

1F.

ELECTION OF DIRECTOR: ROBERT A. PROFUSEK

Management

For

For

1G.

ELECTION OF DIRECTOR: SUSAN KAUFMAN PURCELL

Management

For

For

1H.

ELECTION OF DIRECTOR: STEPHEN M. WATERS

Management

For

For

1I.

ELECTION OF DIRECTOR: RANDALL J. WEISENBURGER

Management
For
For

1J.
ELECTION OF DIRECTOR: RAYFORD WILKINS, JR.

Management
For
For

2.
RATIFY THE APPOINTMENT OF KPMG LLP AS VALERO ENERGY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.

Management
For
For

3.
APPROVE, BY NON-BINDING VOTE, THE 2014 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management
For
For

4.
VOTE ON A STOCKHOLDER PROPOSAL ENTITLED, "GREENHOUSE GAS EMISSIONS."

Shareholder
Against
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29

STATE STREET BANK & TRUST CO

46,400

0

21-Mar-2015

21-Mar-2015

HCA HOLDINGS, INC.

Security

40412C101

Meeting Type

Annual

Ticker Symbol

HCA

Meeting Date

30-Apr-2015

ISIN

US40412C1018

Agenda

934141312 - Management

Record Date

06-Mar-2015

Holding Recon Date

06-Mar-2015

City /

Country

/

United States

Vote Deadline Date

29-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
R. MILTON JOHNSON

For
For

2
ROBERT J. DENNIS

For
For

3
NANCY-ANN DEPARLE

For
For

4
THOMAS F. FRIST III

For
For

5
WILLIAM R. FRIST

For
For

6
ANN H. LAMONT

For
For

7
JAY O. LIGHT

For
For

8
GEOFFREY G. MEYERS

For
For

9
MICHAEL W. MICHELSON

For
For

10
WAYNE J. RILEY, M.D.

For
For

11
JOHN W. ROWE, M.D.

For
For

2.
TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015

Management

For

For

3.
ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

5,400

0

20-Mar-2015

20-Mar-2015

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

136,447

0

20-Mar-2015

20-Mar-2015

EMC CORPORATION

Security

268648102

Meeting Type

Annual

Ticker Symbol

EMC

Meeting Date

30-Apr-2015

ISIN

US2686481027

Agenda

934146867 - Management

Record Date

27-Feb-2015

Holding Recon Date

27-Feb-2015

City /

Country

/

United States

Vote Deadline Date

29-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: JOSE E. ALMEIDA

Management
For
For

1B.
ELECTION OF DIRECTOR: MICHAEL W. BROWN

Management
For
For

1C.
ELECTION OF DIRECTOR: DONALD J. CARTY

Management
For
For

1D.
ELECTION OF DIRECTOR: RANDOLPH L. COWEN

Management
For
For

1E.
ELECTION OF DIRECTOR: JAMES S. DISTASIO

Management
For
For

1F.

ELECTION OF DIRECTOR: JOHN R. EGAN

Management

For

For

1G.

ELECTION OF DIRECTOR: WILLIAM D. GREEN

Management

For

For

1H.

ELECTION OF DIRECTOR: EDMUND F. KELLY

Management

For

For

1I.

ELECTION OF DIRECTOR: JAMI MISCIK

Management

For

For

1J.

ELECTION OF DIRECTOR: PAUL SAGAN

Management

For

For

1K.

ELECTION OF DIRECTOR: DAVID N. STROHM

Management

For

For

1L.

ELECTION OF DIRECTOR: JOSEPH M. TUCCI

Management

For

For

2.

RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF PRICEWATERHOUSECOOPERS LLP AS EMC'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015, AS

DESCRIBED IN EMC'S PROXY STATEMENT.

Management

For

For

3.

ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION, AS DESCRIBED IN EMC'S PROXY STATEMENT.

Management

For

For

4.

APPROVAL OF THE EMC CORPORATION AMENDED AND RESTATED 2003 STOCK PLAN, AS DESCRIBED IN EMC'S PROXY STATEMENT.

Management

For

For

5.

TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO AN INDEPENDENT BOARD CHAIRMAN, AS DESCRIBED IN EMC'S PROXY STATEMENT.

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

160,900

0

21-Mar-2015

21-Mar-2015
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
120,800
0

21-Mar-2015
21-Mar-2015
EBAY INC.
Security

278642103

Meeting Type
Annual
Ticker Symbol

EBAY

Meeting Date
01-May-2015

ISIN

US2786421030

Agenda
934160627 - Management
Record Date

18-Mar-2015

Holding Recon Date
18-Mar-2015

City /
Country

/
United States

Vote Deadline Date
30-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: FRED D. ANDERSON

Management
For
For

1B.
ELECTION OF DIRECTOR: ANTHONY J. BATES

Management
For
For

1C.
ELECTION OF DIRECTOR: EDWARD W. BARNHOLT

Management

For
For

1D.
ELECTION OF DIRECTOR: JONATHAN CHRISTODORO

Management
For
For

1E.
ELECTION OF DIRECTOR: SCOTT D. COOK

Management
For
For

1F.
ELECTION OF DIRECTOR: JOHN J. DONAHOE

Management
For
For

1G.
ELECTION OF DIRECTOR: DAVID W. DORMAN

Management
For
For

1H.
ELECTION OF DIRECTOR: BONNIE S. HAMMER

Management
For
For

1I.
ELECTION OF DIRECTOR: GAIL J. MCGOVERN

Management
For
For

1J.
ELECTION OF DIRECTOR: KATHLEEN C. MITIC

Management
For
For

1K.
ELECTION OF DIRECTOR: DAVID M. MOFFETT

Management
For
For

1L.
ELECTION OF DIRECTOR: PIERRE M. OMIDYAR

Management
For
For

1M.
ELECTION OF DIRECTOR: THOMAS J. TIERNEY

Management
For
For

1N.
ELECTION OF DIRECTOR: PERRY M. TRAQUINA

Management
For
For

1O.
ELECTION OF DIRECTOR: FRANK D. YEARY

Management
For
For

2.
TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management
For
For

3.
TO APPROVE THE MATERIAL TERMS, INCLUDING THE PERFORMANCE GOALS, OF THE AMENDMENT AND RESTATEMENT OF THE EBAY INCENTIVE PLAN.

Management
For
For

4.
TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT
AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2015.

Management

For

For

5.
TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER ACTION BY WRITTEN
CONSENT WITHOUT A MEETING, IF PROPERLY PRESENTED BEFORE THE MEETING.

Shareholder

Against

For

6.
TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER PROXY ACCESS, IF
PROPERLY PRESENTED BEFORE THE MEETING.

Shareholder

Against

For

7.
TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING GENDER PAY, IF PROPERLY PRESENTED
BEFORE THE MEETING.

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

168
121,800
31-Mar-2015
31-Mar-2015
SANOFI
Security

80105N105

Meeting Type
Annual
Ticker Symbol

SNY

Meeting Date
04-May-2015

ISIN

US80105N1054

Agenda
934185465 - Management
Record Date

25-Mar-2015

Holding Recon Date
25-Mar-2015

City /
Country

/
United States

Vote Deadline Date
21-Apr-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1
APPROVAL OF THE INDIVIDUAL COMPANY FINANCIAL STATEMENTS FOR THE YEAR ENDED
DECEMBER 31, 2014

Management
For
For

2
APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER
31, 2014

Management
For
For

3
APPROPRIATION OF PROFITS, DECLARATION OF DIVIDEND

Management
For
For

4

AGREEMENTS AND COMMITMENTS COVERED BY ARTICLES L. 225-38 ET SEQ OF THE FRENCH COMMERCIAL CODE

Management

For

For

5

REAPPOINTMENT OF A DIRECTOR - SERGE WEINBERG

Management

For

For

6

REAPPOINTMENT OF A DIRECTOR - SUET- FERN LEE

Management

For

For

7

RATIFICATION OF THE CO-OPTING OF A DIRECTOR - BONNIE BASSLER

Management

For

For

8

REAPPOINTMENT OF A DIRECTOR - BONNIE BASSLER

Management

For

For

9

RATIFICATION OF THE CO-OPTING OF A DIRECTOR - OLIVIER BRANDICOURT

Management

For

For

10

CONSULTATIVE VOTE ON THE COMPONENTS OF THE COMPENSATION DUE OR AWARDED TO SERGE WEINBERG, CHAIRMAN OF THE BOARD OF DIRECTORS, IN RESPECT OF THE YEAR ENDED DECEMBER 31, 2014

Management

For

For

11
CONSULTATIVE VOTE ON THE COMPONENTS OF THE COMPENSATION DUE OR AWARDED TO CHRISTOPHER VIEHBACHER, CHIEF EXECUTIVE OFFICER, IN RESPECT OF THE YEAR ENDED DECEMBER 31, 2014

Management

For

For

12
AUTHORIZATION TO THE BOARD OF DIRECTORS TO CARRY OUT TRANSACTIONS IN THE COMPANY'S SHARES

Management

For

For

S1
DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO ISSUE, WITH PREEMPTIVE RIGHTS MAINTAINED, SHARES AND/OR SECURITIES GIVING ACCESS TO THE SHARE CAPITAL OF THE COMPANY, OF ANY SUBSIDIARY, AND/OR OF ANY OTHER COMPANY

Management

For

For

S2
DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO ISSUE, WITH PREEMPTIVE RIGHTS CANCELLED, SHARES AND/OR SECURITIES GIVING ACCESS TO THE SHARE CAPITAL OF THE COMPANY, OF ANY SUBSIDIARY, AND/OR OF ANY OTHER COMPANY, VIA A PUBLIC OFFERING

Management

For

For

S3
DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO ISSUE, WITH PREEMPTIVE RIGHTS CANCELLED, SHARES AND/OR SECURITIES GIVING ACCESS TO THE SHARE CAPITAL OF THE COMPANY, OF ANY SUBSIDIARY, AND/OR OF ANY OTHER COMPANY, VIA A PRIVATE PLACEMENT

Management

For

For

S4
DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO ISSUE SECURITIES REPRESENTING A DEBTOR CLAIM AND GIVING ACCESS TO THE SHARE CAPITAL OF SUBSIDIARIES AND/OR OF ANY OTHER COMPANY

Management

For

For

S5

DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO INCREASE THE NUMBER OF SHARES TO BE ISSUED IN THE EVENT OF AN ISSUE OF ORDINARY SHARES AND/OR OF SECURITIES GIVING ACCESS TO THE SHARE CAPITAL OF THE COMPANY, OF ANY SUBSIDIARY, AND/OR OF ANY OTHER COMPANY, WITH OR WITHOUT PREEMPTIVE RIGHTS

Management

For

For

S6

DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY WITH A VIEW TO THE ISSUANCE, WITH PREEMPTIVE RIGHTS CANCELLED, OF SHARES AND/OR SECURITIES GIVING ACCESS TO THE SHARE CAPITAL OF THE COMPANY, OF ANY OF ITS SUBSIDIARIES AND/OR OF ANY OTHER COMPANY, AS CONSIDERATION FOR ASSETS TRANSFERRED TO THE COMPANY AS A SHARE CAPITAL CONTRIBUTION IN KIND

Management

For

For

S7

DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO CARRY OUT INCREASES IN THE SHARE CAPITAL BY INCORPORATION OF SHARE PREMIUM, RESERVES, PROFITS OR OTHER ITEMS

Management

For

For

S8

AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL BY CANCELLATION OF TREASURY SHARES

Management

For

For

S9

DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE ON THE ISSUANCE OF SHARES OR SECURITIES GIVING ACCESS TO THE COMPANY'S SHARE CAPITAL RESERVED FOR MEMBERS OF SAVINGS PLANS, WITH WAIVER OF PREEMPTIVE RIGHTS IN THEIR FAVOR

Management

For

For

S10
AUTHORIZATION FOR THE BOARD OF DIRECTORS TO CARRY OUT CONSIDERATION-FREE
ALLOTMENTS OF EXISTING OR NEW SHARES TO SOME OR ALL OF THE SALARIED EMPLOYEES AND
CORPORATE OFFICERS OF THE GROUP

Management
For
For

S11
AMENDMENT OF ARTICLE 7 OF THE ARTICLES OF ASSOCIATION

Management
For
For

S12
AMENDMENT OF ARTICLE 19 OF THE ARTICLES OF ASSOCIATION

Management
For
For

S13
POWERS FOR FORMALITIES

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
135,650
0
14-Apr-2015

23-Apr-2015

BRISTOL-MYERS SQUIBB COMPANY

Security

110122108

Meeting Type

Annual

Ticker Symbol

BMY

Meeting Date

05-May-2015

ISIN

US1101221083

Agenda

934145536 - Management

Record Date

13-Mar-2015

Holding Recon Date

13-Mar-2015

City /

Country

/

United States

Vote Deadline Date

04-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A)
ELECTION OF DIRECTOR: L. ANDREOTTI

Management
For
For

1B)
ELECTION OF DIRECTOR: G. CAFORIO, M.D.

Management
For
For

1C)
ELECTION OF DIRECTOR: L.B. CAMPBELL

Management
For
For

1D)
ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.

Management
For
For

1E)
ELECTION OF DIRECTOR: M. GROBSTEIN

Management
For
For

1F)
ELECTION OF DIRECTOR: A.J. LACY

Management
For
For

1G)
ELECTION OF DIRECTOR: T.J. LYNCH, JR., M.D.

Management
For
For

1H)
ELECTION OF DIRECTOR: D.C. PALIWAL

Management
For
For

1I)
ELECTION OF DIRECTOR: V.L. SATO, PH.D.

Management
For
For

1J)
ELECTION OF DIRECTOR: G.L. STORCH

Management
For
For

1K)
ELECTION OF DIRECTOR: T.D. WEST, JR.

Management
For
For

2.

ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS

Management

For

For

3.

RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Management

For

For

4.

APPROVAL OF AMENDMENT TO CERTIFICATE OF INCORPORATION - EXCLUSIVE FORUM PROVISION

Management

For

For

5.

APPROVAL OF AMENDMENT TO CERTIFICATE OF INCORPORATION - SUPERMAJORITY PROVISIONS - PREFERRED STOCKHOLDERS

Management

For

For

6.

SHAREHOLDER ACTION BY WRITTEN CONSENT

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

20,600

93,000

25-Mar-2015

25-Mar-2015

PHILLIPS 66

Security

718546104

Meeting Type

Annual

Ticker Symbol

PSX

Meeting Date

06-May-2015

ISIN

US7185461040

Agenda

934145485 - Management

Record Date

13-Mar-2015

Holding Recon Date

13-Mar-2015

City /

Country

/

United States

Vote Deadline Date

05-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: J. BRIAN FERGUSON

Management
For
For

1B.
ELECTION OF DIRECTOR: HAROLD W. MCGRAW III

Management
For
For

1C.
ELECTION OF DIRECTOR: VICTORIA J. TSCHINKEL

Management
For
For

2.

TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.

Management

For

For

3.

TO CONSIDER AND VOTE ON A PROPOSAL TO APPROVE, ON AN ADVISORY (NON- BINDING) BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management

For

For

4.

TO CONSIDER AND VOTE ON A MANAGEMENT PROPOSAL REGARDING THE ANNUAL ELECTION OF DIRECTORS.

Management

For

For

5.

TO CONSIDER AND VOTE ON A SHAREHOLDER PROPOSAL REGARDING GREENHOUSE GAS REDUCTION GOALS.

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

41,700

0

26-Mar-2015
26-Mar-2015
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
5,181
11,300
26-Mar-2015
26-Mar-2015
GILEAD SCIENCES, INC.
Security

375558103

Meeting Type
Annual
Ticker Symbol

GILD

Meeting Date
06-May-2015

ISIN

US3755581036

Agenda
934149685 - Management
Record Date

11-Mar-2015

Holding Recon Date
11-Mar-2015

City /
Country

/
United States

Vote Deadline Date
05-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: JOHN F. COGAN

Management
For
For

1B.
ELECTION OF DIRECTOR: ETIENNE F. DAVIGNON

Management
For
For

1C.
ELECTION OF DIRECTOR: CARLA A. HILLS

Management

For

For

1D.

ELECTION OF DIRECTOR: KEVIN E. LOFTON

Management

For

For

1E.

ELECTION OF DIRECTOR: JOHN W. MADIGAN

Management

For

For

1F.

ELECTION OF DIRECTOR: JOHN C. MARTIN

Management

For

For

1G.

ELECTION OF DIRECTOR: NICHOLAS G. MOORE

Management

For

For

1H.

ELECTION OF DIRECTOR: RICHARD J. WHITLEY

Management

For

For

1I.

ELECTION OF DIRECTOR: GAYLE E. WILSON

Management

For

For

1J.

ELECTION OF DIRECTOR: PER WOLD-OLSEN

Management

For

For

2.
TO RATIFY THE SELECTION OF ERNST & YOUNG LLP BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management

For

For

3.
TO APPROVE AN AMENDMENT AND RESTATEMENT TO GILEAD'S EMPLOYEE STOCK PURCHASE PLAN AND INTERNATIONAL EMPLOYEE STOCK PURCHASE PLAN.

Management

For

For

4.
TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.

Management

For

For

5.
TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT.

Shareholder

Against

For

6.
TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR.

Shareholder

Against

For

7.
TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT GILEAD ISSUE AN ANNUAL SUSTAINABILITY REPORT.

Shareholder

Against

For

8.
TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING,
REQUESTING THAT THE BOARD REPORT ON CERTAIN RISKS TO GILEAD FROM RISING PRESSURE
TO CONTAIN U.S. SPECIALTY DRUG PRICES.

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

9,100

0

28-Mar-2015

28-Mar-2015

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

100

59,300

28-Mar-2015

28-Mar-2015

BANK OF AMERICA CORPORATION

Security

060505104

Meeting Type

Annual

Ticker Symbol

BAC

Meeting Date
06-May-2015

ISIN

US0605051046

Agenda
934150842 - Management
Record Date

11-Mar-2015

Holding Recon Date
11-Mar-2015

City /
Country

/
United States

Vote Deadline Date
05-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: SHARON L. ALLEN

Management
For
For

1B.
ELECTION OF DIRECTOR: SUSAN S. BIES

Management
For
For

1C.
ELECTION OF DIRECTOR: JACK O. BOVENDER, JR.

Management
For
For

1D.
ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.

Management
For
For

1E.
ELECTION OF DIRECTOR: PIERRE J.P. DE WECK

Management
For
For

1F.
ELECTION OF DIRECTOR: ARNOLD W. DONALD

Management
For
For

1G.
ELECTION OF DIRECTOR: CHARLES K. GIFFORD

Management
For
For

1H.
ELECTION OF DIRECTOR: LINDA P. HUDSON

Management
For
For

1I.
ELECTION OF DIRECTOR: MONICA C. LOZANO

Management
For
For

1J.
ELECTION OF DIRECTOR: THOMAS J. MAY

Management
For
For

1K.
ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN

Management
For
For

1L.
ELECTION OF DIRECTOR: LIONEL L. NOWELL, III

Management
For
For

1M.
ELECTION OF DIRECTOR: R. DAVID YOST

Management

For
For

2.
APPROVING OUR EXECUTIVE COMPENSATION (AN ADVISORY, NON- BINDING "SAY ON PAY"
RESOLUTION)

Management
For
For

3.
RATIFYING THE APPOINTMENT OF OUR REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM
FOR 2015

Management
For
For

4.
APPROVING THE AMENDMENT AND RESTATEMENT OF THE BANK OF AMERICA CORPORATION 2003
KEY ASSOCIATE STOCK PLAN

Management
For
For

5.
STOCKHOLDER PROPOSAL - CLIMATE CHANGE REPORT

Shareholder
Against
For

6.
STOCKHOLDER PROPOSAL - LOBBYING REPORT

Shareholder
Against
For

7.
STOCKHOLDER PROPOSAL - STOCKHOLDER ACTION BY WRITTEN CONSENT

Shareholder
Against
For

8.
STOCKHOLDER PROPOSAL - STOCKHOLDER VALUE COMMITTEE

Shareholder
Against
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
1,507,410
0
27-Mar-2015
27-Mar-2015
PULTEGROUP, INC.
Security

745867101

Meeting Type
Annual
Ticker Symbol

PHM

Meeting Date
06-May-2015

ISIN

US7458671010

Agenda
934152050 - Management
Record Date

12-Mar-2015

Holding Recon Date

12-Mar-2015

City /
Country

/
United States

Vote Deadline Date
05-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
BRIAN P. ANDERSON

For
For

2
BRYCE BLAIR

For
For

3
RICHARD J. DUGAS, JR.

For
For

4
THOMAS J. FOLLIARD

For
For

5
CHERYL W. GRISE

For
For

6
ANDRE J. HAWAUX

For
For

7
DEBRA J. KELLY-ENNIS

For
For

8
PATRICK J. O'LEARY

For
For

9
JAMES J. POSTL

For
For

2.
THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.

Management
For
For

3.
AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.

Management
For
For

4.
A SHAREHOLDER PROPOSAL REGARDING THE USE OF PERFORMANCE-BASED OPTIONS, IF PROPERLY PRESENTED AT THE MEETING.

Shareholder
Against
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
169
373,800
28-Mar-2015
28-Mar-2015

TESORO CORPORATION
Security

881609101

Meeting Type
Annual
Ticker Symbol

TSO

Meeting Date
07-May-2015

ISIN

US8816091016

Agenda
934145930 - Management
Record Date

13-Mar-2015

Holding Recon Date
13-Mar-2015

City /
Country

/
United States

Vote Deadline Date
06-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A
ELECTION OF DIRECTOR: RODNEY F. CHASE

Management
For
For

1B
ELECTION OF DIRECTOR: GREGORY J. GOFF

Management
For
For

1C
ELECTION OF DIRECTOR: ROBERT W. GOLDMAN

Management
For
For

1D
ELECTION OF DIRECTOR: DAVID LILLEY

Management
For
For

1E
ELECTION OF DIRECTOR: MARY PAT MCCARTHY

Management
For
For

1F
ELECTION OF DIRECTOR: J.W. NOKES

Management
For
For

1G
ELECTION OF DIRECTOR: SUSAN TOMASKY

Management
For
For

1H
ELECTION OF DIRECTOR: MICHAEL E. WILEY

Management
For
For

1I
ELECTION OF DIRECTOR: PATRICK Y. YANG

Management
For
For

02
TO CONDUCT AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION;

Management
For
For

3
TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
53,274
0
25-Mar-2015
25-Mar-2015
W.R. GRACE & CO.
Security

38388F108

Meeting Type
Annual
Ticker Symbol

GRA

Meeting Date
07-May-2015

ISIN

US38388F1084

Agenda
934148481 - Management
Record Date

10-Mar-2015

Holding Recon Date
10-Mar-2015

City /
Country

/
United States

Vote Deadline Date
06-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.1
ELECTION OF CLASS I DIRECTOR (TERM EXPIRING 2018): ROBERT F. CUMMINGS, JR.

Management

1.2
ELECTION OF CLASS I DIRECTOR (TERM EXPIRING 2018): MARYE ANNE FOX

Management

1.3
ELECTION OF CLASS I DIRECTOR (TERM EXPIRING 2018): JANICE K. HENRY

Management

1.4
ELECTION OF CLASS I DIRECTOR (TERM EXPIRING 2018): MARK E. TOMKINS

Management

1.5
ELECTION OF CLASS II DIRECTOR (TERM EXPIRING 2016): DIANE H. GULYAS

Management

2.
RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015

Management

3.
ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION

Management

4.
ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION

Management

5.
APPROVAL OF THE GRACE EXECUTIVE ANNUAL INCENTIVE COMPENSATION PLAN, OR EAICP, INCLUDING THE MATERIAL TERMS OF THE PERFORMANCE MEASURES AVAILABLE UNDER THE EAICP

Management

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
86,200
0

997AL53

GLO MS PLEDGE
997AL53
STATE STREET BANK & TRUST CO
100
0

CHINA UNICOM (HONG KONG) LTD, HONG KONG
Security

Y1519S111

Meeting Type
Annual General Meeting
Ticker Symbol

Meeting Date
08-May-2015

ISIN

HK0000049939

Agenda
705897190 - Management
Record Date

05-May-2015

Holding Recon Date
05-May-2015

City /
Country

HONG KONG
/
Hong Kong

Vote Deadline Date
24-Apr-2015

SEDOL(s)

4101374 - 6263830 - B16PR82 - BP3RPN0
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT
PLEASE NOTE IN THE HONG KONG MARKET THAT A VOTE OF "ABSTAIN" WILL BE TREATED-THE
SAME AS A "TAKE NO ACTION" VOTE.

Non-Voting

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEH K/2015/0317/LTN20150317053.pdf>-AND-
<http://www.hkexnews.hk/listedco/listconews/SEH K/2015/0317/LTN20150317049.pdf>

Non-Voting

1
TO RECEIVE AND CONSIDER THE FINANCIAL STATEMENTS AND THE REPORTS OF THE DIRECTORS AND OF THE INDEPENDENT AUDITOR FOR THE YEAR ENDED 31 DECEMBER 2014

Management

For

For

2
TO DECLARE A FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2014: RMB0.20 PER SHARE

Management

For

For

3ai
TO RE-ELECT MR. CHANG XIAOBING AS A DIRECTOR

Management

For

For

3aii
TO RE-ELECT MR. ZHANG JUNAN AS A DIRECTOR

Management

For

For

3aiii
TO RE-ELECT MR. CESAREO ALIERTA IZUEL AS A DIRECTOR

Management

For

For

3aiv
TO RE-ELECT MR. CHUNG SHUI MING TIMPSON AS A DIRECTOR

Management

For

For

3b

TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THE REMUNERATION OF THE DIRECTORS FOR THE YEAR ENDING 31 DECEMBER 2015

Management

For

For

4

TO RE-APPOINT AUDITOR, AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION FOR THE YEAR ENDING 31 DECEMBER 2015

Management

For

For

5

TO GRANT A GENERAL MANDATE TO THE DIRECTORS TO BUY BACK SHARES IN THE COMPANY NOT EXCEEDING 10% OF THE TOTAL NUMBER OF THE EXISTING SHARES IN THE COMPANY IN ISSUE

Management

For

For

6

TO GRANT A GENERAL MANDATE TO THE DIRECTORS TO ISSUE, ALLOT AND DEAL WITH ADDITIONAL SHARES IN THE COMPANY NOT EXCEEDING 20% OF THE TOTAL NUMBER OF THE EXISTING SHARES IN THE COMPANY IN ISSUE

Management

For

For

7

TO EXTEND THE GENERAL MANDATE GRANTED TO THE DIRECTORS TO ISSUE, ALLOT AND DEAL WITH SHARES BY THE NUMBER OF SHARES BOUGHT BACK

Management

For

For

8

TO APPROVE THE ADOPTION OF THE NEW ARTICLES OF ASSOCIATION OF THE COMPANY

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

2,488,000

0

15-Apr-2015

06-May-2015

ABBVIE INC.

Security

00287Y109

Meeting Type

Annual

Ticker Symbol

ABBV

Meeting Date

08-May-2015

ISIN

US00287Y1091

Agenda

934142249 - Management

Record Date

11-Mar-2015

Holding Recon Date

11-Mar-2015

City /

Country

/

United States

Vote Deadline Date
07-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
ROXANNE S. AUSTIN

For

For

2
RICHARD A. GONZALEZ

For
For

3
GLENN F. TILTON

For
For

2.
RATIFICATION OF ERNST & YOUNG LLP AS ABBVIE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.

Management
For
For

3.
SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
100
41,200
21-Mar-2015
21-Mar-2015

ATLAS MARA LTD
Security

G0697K106

Meeting Type
Annual General Meeting
Ticker Symbol

Meeting Date
12-May-2015

ISIN

VGG0697K1066

Agenda
706042493 - Management
Record Date

Holding Recon Date
08-May-2015

City /
Country

NEW YORK
/
Virgin Islands (British)

Vote Deadline Date
04-May-2015

SEDOL(s)

BH2RCH8 - BJ36RS4
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1
THAT THE DIRECTORS' REPORT AND ACCOUNTS AND THE AUDITORS' REPORT FOR THE FINANCIAL
YEAR ENDED 31 DECEMBER 2014 BE AND ARE RECEIVED

Management
For
For

2
THAT MR. ARNOLD EKPE TO BE RE- APPOINTED AS DIRECTOR OF THE COMPANY

Management
For
For

3
THAT MR. JOHN F. VITALO BE RE- APPOINTED AS A DIRECTOR OF THE COMPANY

Management
For
For

4
THAT MS. RACHEL F. ROBBINS BE RE- APPOINTED AS A DIRECTOR OF THE COMPANY

Management
For
For

5

THAT MR. TONYE COLE BE RE-APPOINTED AS A DIRECTOR OF THE COMPANY

Management

For

For

6

THAT MS. OLUFUNKE OPEKE BE RE- APPOINTED AS A DIRECTOR OF THE COMPANY

Management

For

For

7

THAT MR. AMADOU RAIMI BE RE-APPOINTED AS A DIRECTOR OF THE COMPANY

Management

For

For

8

THAT MR. EDUARDO CHIVAMBO MONDLANE, JR. BE RE-APPOINTED AS A DIRECTOR OF THE COMPANY

Management

For

For

9

THAT MR. ROBERT E. DIAMOND, JR. BE RE- APPOINTED AS A DIRECTOR OF THE COMPANY

Management

For

For

10

THAT MR. ASHISH J. THAKKAR BE RE- APPOINTED AS A DIRECTOR OF THE COMPANY

Management

For

For

11

THAT, PURSUANT TO ARTICLE 3.11 OF THE ARTICLES, THE DIRECTORS BE AND ARE GIVEN THE POWER TO ISSUE OR SELL FROM TREASURY EQUITY SECURITIES OF ANY CLASS FOR CASH AS IF THE PROVISIONS OF ARTICLE 3.2 OF THE ARTICLES DO NOT APPLY TO THE ISSUE OR SALE FROM TREASURY

Management

For

For

CMMT

24 APR 2015: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE OF THE MEETING-TIME. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS-YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

Non-Voting

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

764,522

0

18-Apr-2015

04-May-2015

FIRST REPUBLIC BANK

Security

33616C100

Meeting Type

Annual

Ticker Symbol

FRC

Meeting Date

12-May-2015

ISIN

US33616C1009

Agenda

934155436 - Management

Record Date

13-Mar-2015

Holding Recon Date

13-Mar-2015

City /

Country

/

United States

Vote Deadline Date

11-May-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote

For/Against Management

1.
DIRECTOR

Management

1
JAMES H. HERBERT, II

For
For

2
K. AUGUST-DEWILDE

For
For

3
THOMAS J. BARRACK, JR.

For
For

4
FRANK J. FAHRENKOPF, JR

For
For

5
L. MARTIN GIBBS

For
For

6
BORIS GROYSBERG

For
For

7
SANDRA R. HERNANDEZ

For
For

8
PAMELA J. JOYNER

For
For

9
REYNOLD LEVY

For
For

10
JODY S. LINDELL

For
For

11
DUNCAN L. NIEDERAUER

For
For

12
GEORGE G.C. PARKER

For
For

2.
TO APPROVE AMENDMENTS TO FIRST REPUBLIC'S 2010 OMNIBUS AWARD PLAN.

Management
For
For

3.
TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management
For
For

4.
TO APPROVE, BY ADVISORY (NON-BINDING) VOTE, THE COMPENSATION OF OUR EXECUTIVE OFFICERS (A "SAY ON PAY" VOTE).

Management
For
For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

73,400

126,600

01-Apr-2015

01-Apr-2015

CALPINE CORPORATION

Security

131347304

Meeting Type

Annual

Ticker Symbol

CPN

Meeting Date

13-May-2015

ISIN

US1313473043

Agenda

934151983 - Management

Record Date

16-Mar-2015

Holding Recon Date

16-Mar-2015

City /

Country

/
United States

Vote Deadline Date
12-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1

FRANK CASSIDY

For
For

2
JACK A. FUSCO

For
For

3
JOHN B. (THAD) HILL III

For
For

4
MICHAEL W. HOFMANN

For
For

5
DAVID C. MERRITT

For
For

6
W. BENJAMIN MORELAND

For
For

7
ROBERT A. MOSBACHER, JR

For
For

8
DENISE M. O'LEARY

For
For

2.
TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S
INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31,
2015.

Management

For

For

3.
TO APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.

Management

For

For

4.
TO AMEND AND RESTATE THE COMPANY'S BYLAWS TO IMPLEMENT MAJORITY VOTING IN UNCONTESTED DIRECTOR ELECTIONS.

Management

For

For

5.
TO REAPPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE CALPINE CORPORATION 2008 EQUITY INCENTIVE PLAN FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL53

GLO MS PLEDGE

997AL53

STATE STREET BANK & TRUST CO

343,800

0

01-Apr-2015

01-Apr-2015

HOLLYFRONTIER CORPORATION

Security

436106108

Meeting Type

Annual

Ticker Symbol

HFC

Meeting Date

13-May-2015

ISIN

US4361061082

Agenda

934155626 - Management

Record Date

16-Mar-2015

Holding Recon Date

16-Mar-2015

City /

Country

/

United States

Vote Deadline Date

12-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: DOUGLAS BECH

Management
For
For

1B.
ELECTION OF DIRECTOR: LELDON ECHOLS

Management
For
For

1C.
ELECTION OF DIRECTOR: KEVIN HARDAGE

Management
For
For

1D.
ELECTION OF DIRECTOR: MICHAEL JENNINGS

Management
For
For

1E.
ELECTION OF DIRECTOR: ROBERT KOSTELNIK

Management
For
For

1F.
ELECTION OF DIRECTOR: JAMES LEE

Management
For
For

1G.
ELECTION OF DIRECTOR: FRANKLIN MYERS

Management
For
For

1H.
ELECTION OF DIRECTOR: MICHAEL ROSE

Management
For
For

1I.
ELECTION OF DIRECTOR: TOMMY VALENTA

Management
For
For

2.
APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.

Management
For
For

3.
RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR.

Management
For
For

4.
APPROVAL OF AMENDMENT SETTING FORTH THE MATERIAL TERMS OF THE ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)

Management

For

For

5.
APPROVAL OF AMENDMENT SETTING FORTH THE MATERIAL TERMS OF THE ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)

Management

For

For

6.
STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

117,500

0

27-Mar-2015

27-Mar-2015

ANTHEM, INC.

Security

036752103

Meeting Type

Annual
Ticker Symbol

ANTM

Meeting Date
13-May-2015

ISIN

US0367521038

Agenda
934156060 - Management
Record Date

19-Mar-2015

Holding Recon Date
19-Mar-2015

City /
Country

/
United States

Vote Deadline Date
12-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: JULIE A. HILL

Management
For
For

1B.
ELECTION OF DIRECTOR: RAMIRO G. PERU

Management
For
For

1C.
ELECTION OF DIRECTOR: JOHN H. SHORT

Management
For
For

2.
TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM FOR 2015.

Management
For
For

3.
ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management
For

For

4.
IF PROPERLY PRESENTED AT THE MEETING, TO VOTE ON A SHAREHOLDER PROPOSAL TO ELECT EACH DIRECTOR ANNUALLY.

Shareholder
Against

5.
IF PROPERLY PRESENTED AT THE MEETING, TO VOTE ON A SHAREHOLDER PROPOSAL TO AMEND THE BY-LAWS OF ANTHEM, INC. TO ALLOW PROXY ACCESS BY SHAREHOLDERS.

Shareholder
Against
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
3,650
12,800
02-Apr-2015
14-May-2015
AMERICAN INTERNATIONAL GROUP, INC.
Security

026874784

Meeting Type
Annual
Ticker Symbol

AIG

Meeting Date

13-May-2015

ISIN

US0268747849

Agenda

934157226 - Management

Record Date

18-Mar-2015

Holding Recon Date

18-Mar-2015

City /

Country

/

United States

Vote Deadline Date

12-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: W. DON CORNWELL

Management
For
For

1B.
ELECTION OF DIRECTOR: PETER R. FISHER

Management
For
For

1C.
ELECTION OF DIRECTOR: JOHN H. FITZPATRICK

Management
For
For

1D.
ELECTION OF DIRECTOR: PETER D. HANCOCK

Management
For
For

1E.
ELECTION OF DIRECTOR: WILLIAM G. JURGENSEN

Management
For
For

1F.
ELECTION OF DIRECTOR: CHRISTOPHER S. LYNCH

Management
For

For

1G.
ELECTION OF DIRECTOR: GEORGE L. MILES, JR.

Management
For
For

1H.
ELECTION OF DIRECTOR: HENRY S. MILLER

Management
For
For

1I.
ELECTION OF DIRECTOR: ROBERT S. MILLER

Management
For
For

1J.
ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON

Management
For
For

1K.
ELECTION OF DIRECTOR: RONALD A. RITTENMEYER

Management
For
For

1L.
ELECTION OF DIRECTOR: DOUGLAS M. STEENLAND

Management
For
For

1M.
ELECTION OF DIRECTOR: THERESA M. STONE

Management
For
For

2.
TO VOTE, ON A NON-BINDING ADVISORY BASIS, TO APPROVE EXECUTIVE COMPENSATION.

Management
For
For

3.
TO ACT UPON A PROPOSAL TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS
AIG'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
43,400
0
31-Mar-2015
31-Mar-2015
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
259,600
0
31-Mar-2015
31-Mar-2015
SERVICE CORPORATION INTERNATIONAL
Security

817565104

Meeting Type
Annual
Ticker Symbol

SCI

Meeting Date
13-May-2015

ISIN

US8175651046

Agenda
934159725 - Management
Record Date

16-Mar-2015

Holding Recon Date
16-Mar-2015

City /
Country

/
United States

Vote Deadline Date
12-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
ELLEN OCHOA

For
For

2
R.L. WALTRIP

For
For

3
ANTHONY L. COELHO

For
For

4
MARCUS A. WATTS

For
For

5
EDWARD E. WILLIAMS

For

For

2

TO APPROVE THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015.

Management

For

For

3

TO APPROVE, BY ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.

Management

For

For

4

TO APPROVE THE PROPOSAL TO DECLASSIFY THE BOARD OF DIRECTORS.

Management

For

For

5

TO APPROVE THE SHAREHOLDER PROPOSAL REGARDING A SENIOR EXECUTIVE STOCK RETENTION REQUIREMENT.

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

24,000

0

02-Apr-2015

14-May-2015

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

156,800

83,500

02-Apr-2015

14-May-2015

COLFAX CORP

Security

194014106

Meeting Type

Annual

Ticker Symbol

CFX

Meeting Date

13-May-2015

ISIN

US1940141062

Agenda

934162493 - Management

Record Date

19-Mar-2015

Holding Recon Date

19-Mar-2015

City /

Country

/

United States

Vote Deadline Date

12-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: MITCHELL P. RALES

Management
For
For

1B.
ELECTION OF DIRECTOR: STEVEN E. SIMMS

Management
For
For

1C.
ELECTION OF DIRECTOR: CLAY H. KIEFABER

Management

For

For

1D.

ELECTION OF DIRECTOR: PATRICK W. ALLENDER

Management

For

For

1E.

ELECTION OF DIRECTOR: THOMAS S. GAYNER

Management

For

For

1F.

ELECTION OF DIRECTOR: RHONDA L. JORDAN

Management

For

For

1G.

ELECTION OF DIRECTOR: SAN W. ORR, III

Management

For

For

1H.

ELECTION OF DIRECTOR: CLAYTON PERFALL

Management

For

For

1I.

ELECTION OF DIRECTOR: RAJIV VINNAKOTA

Management

For

For

2.

RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS COLFAX CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
165,100
0
16-Apr-2015
14-May-2015
FORD MOTOR COMPANY
Security

345370860

Meeting Type
Annual
Ticker Symbol

F

Meeting Date
14-May-2015

ISIN

US3453708600

Agenda
934153026 - Management
Record Date

17-Mar-2015

Holding Recon Date
17-Mar-2015

City /
Country

/
United States

Vote Deadline Date
13-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.

ELECTION OF DIRECTOR: STEPHEN G. BUTLER

Management

For

For

1B.

ELECTION OF DIRECTOR: KIMBERLY A. CASIANO

Management

For

For

1C.

ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR.

Management

For

For

1D.

ELECTION OF DIRECTOR: MARK FIELDS

Management

For

For

1E.

ELECTION OF DIRECTOR: EDSEL B. FORD II

Management

For

For

1F.

ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR.

Management

For

For

1G.

ELECTION OF DIRECTOR: JAMES P. HACKETT

Management

For

For

1H.

ELECTION OF DIRECTOR: JAMES H. HANCE, JR.

Management

For

For

1I.

ELECTION OF DIRECTOR: WILLIAM W. HELMAN IV

Management

For

For

1J.

ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR.

Management

For

For

1K.

ELECTION OF DIRECTOR: WILLIAM E. KENNARD

Management

For

For

1L.

ELECTION OF DIRECTOR: JOHN C. LECHLEITER

Management

For

For

1M.

ELECTION OF DIRECTOR: ELLEN R. MARRAM

Management

For

For

1N.

ELECTION OF DIRECTOR: GERALD L. SHAHEEN

Management

For

For

1O.

ELECTION OF DIRECTOR: JOHN L. THORNTON

Management

For

For

2.
RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.

Management

For

For

3.
SAY ON PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES.

Management

For

For

4.
RELATING TO CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT ALL OF THE COMPANY'S OUTSTANDING STOCK HAVE ONE VOTE PER SHARE.

Shareholder

Against

For

5.
RELATING TO ALLOWING HOLDERS OF 20% OF OUTSTANDING COMMON STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS.

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL53

GLO MS PLEDGE

997AL53

STATE STREET BANK & TRUST CO

255,600

0

26-Mar-2015

26-Mar-2015

TWO HARBORS INVESTMENT CORP.

Security

90187B101

Meeting Type

Annual

Ticker Symbol

TWO

Meeting Date

14-May-2015

ISIN

US90187B1017

Agenda

934154220 - Management

Record Date

19-Mar-2015

Holding Recon Date

19-Mar-2015

City /

Country

/

United States

Vote Deadline Date

13-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.1
ELECTION OF DIRECTOR: E. SPENCER ABRAHAM

Management
For
For

1.2
ELECTION OF DIRECTOR: JAMES J. BENDER

Management
For
For

1.3
ELECTION OF DIRECTOR: STEPHEN G. KASNET

Management
For
For

1.4
ELECTION OF DIRECTOR: WILLIAM ROTH

Management

For
For

1.5
ELECTION OF DIRECTOR: W. REID SANDERS

Management
For
For

1.6
ELECTION OF DIRECTOR: THOMAS E. SIERING

Management
For
For

1.7
ELECTION OF DIRECTOR: BRIAN C. TAYLOR

Management
For
For

1.8
ELECTION OF DIRECTOR: HOPE B. WOODHOUSE

Management
For
For

2.
ADVISORY VOTE ON THE COMPENSATION OF OUR EXECUTIVE OFFICERS.

Management
For
For

3.
APPROVAL OF THE TWO HARBORS SECOND RESTATED 2009 EQUITY INCENTIVE PLAN.

Management
For
For

4.
RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2015.

Management
For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

93,900

0

27-Mar-2015

27-Mar-2015

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

417,200

0

27-Mar-2015

27-Mar-2015

997AL53

GLO MS PLEDGE

997AL53

STATE STREET BANK & TRUST CO

1,000,000

0

27-Mar-2015

27-Mar-2015

ALLISON TRANSMISSION HOLDINGS, INC.

Security

01973R101

Meeting Type

Annual

Ticker Symbol

ALSN

Meeting Date
14-May-2015

ISIN

US01973R1014

Agenda
934155412 - Management
Record Date

16-Mar-2015

Holding Recon Date
16-Mar-2015

City /
Country

/
United States

Vote Deadline Date
13-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
LAWRENCE E. DEWEY

For
For

2
THOMAS W. RABAUT

For
For

3
RICHARD V. REYNOLDS

For
For

2.
RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S
INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.

Management

For
For

3.
APPROVAL OF THE ALLISON TRANSMISSION HOLDINGS, INC. 2015 EQUITY INCENTIVE AWARD
PLAN.

Management

For

For

4.
APPROVAL OF THE ALLISON TRANSMISSION HOLDINGS, INC. 2016 INCENTIVE PLAN.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

62,110

175,000

16-Apr-2015

15-May-2015

997AL53

GLO MS PLEDGE

997AL53

STATE STREET BANK & TRUST CO

175,000

0

16-Apr-2015

15-May-2015

WYNDHAM WORLDWIDE CORPORATION

Security

98310W108

Meeting Type

Annual

Ticker Symbol

WYN

Meeting Date
14-May-2015

ISIN

US98310W1080

Agenda
934157682 - Management
Record Date

19-Mar-2015

Holding Recon Date
19-Mar-2015

City /
Country

/
United States

Vote Deadline Date
13-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
STEPHEN P. HOLMES

For
For

2
MYRA J. BIBLOWIT

For
For

3
JAMES E. BUCKMAN

For
For

4
GEORGE HERRERA

For
For

5
BRIAN MULRONEY

For
For

6
PAULINE D.E. RICHARDS

For

For

7

MICHAEL H. WARGOTZ

For

For

2.

ADVISORY VOTE TO APPROVE THE WYNDHAM WORLDWIDE CORPORATION EXECUTIVE COMPENSATION PROGRAM.

Management

For

For

3.

RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

2,820

150,800

16-Apr-2015

15-May-2015

AUTONATION, INC.

Security

05329W102

Meeting Type
Annual
Ticker Symbol

AN

Meeting Date
14-May-2015

ISIN

US05329W1027

Agenda
934163089 - Management
Record Date

18-Mar-2015

Holding Recon Date
18-Mar-2015

City /
Country

/
United States

Vote Deadline Date
13-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.1
ELECTION OF DIRECTOR: MIKE JACKSON

Management
For
For

1.2
ELECTION OF DIRECTOR: ROBERT J. BROWN

Management
For
For

1.3
ELECTION OF DIRECTOR: RICK L. BURDICK

Management
For
For

1.4
ELECTION OF DIRECTOR: TOMAGO COLLINS

Management
For
For

1.5
ELECTION OF DIRECTOR: DAVID B. EDELSON

Management
For

For

1.6

ELECTION OF DIRECTOR: ROBERT R. GRUSKY

Management

For

For

1.7

ELECTION OF DIRECTOR: MICHAEL LARSON

Management

For

For

1.8

ELECTION OF DIRECTOR: G. MIKE MIKAN

Management

For

For

1.9

ELECTION OF DIRECTOR: ALISON H. ROSENTHAL

Management

For

For

2.

RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.

Management

For

For

3.

ADOPTION OF STOCKHOLDER PROPOSAL REGARDING PROPOSED RECOUPMENT POLICY.

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
11,209
118,600
01-Apr-2015
15-May-2015
CYPRESS SEMICONDUCTOR CORPORATION
Security

232806109

Meeting Type
Annual
Ticker Symbol

CY

Meeting Date
15-May-2015

ISIN

US2328061096

Agenda
934161580 - Management
Record Date

23-Mar-2015

Holding Recon Date
23-Mar-2015

City /
Country

/
United States

Vote Deadline Date
14-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
T.J. RODGERS

For
For

2

W. STEVE ALBRECHT

For
For

3
ERIC A. BENHAMOU

For
For

4
WILBERT VAN DEN HOEK

For
For

5
JOHN H. KISPERT

For
For

6
H. RAYMOND BINGHAM

For
For

7
O.C. KWON

For
For

8
MICHAEL S. WISHART

For
For

2
THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR
INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.

Management
For
For

3

ANNUAL ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

166,830

0

02-Apr-2015

18-May-2015

997AL53

GLO MS PLEDGE

997AL53

STATE STREET BANK & TRUST CO

366,338

0

02-Apr-2015

18-May-2015

THE WESTERN UNION COMPANY

Security

959802109

Meeting Type

Annual

Ticker Symbol

WU

Meeting Date

15-May-2015

ISIN

US9598021098

Agenda

934165146 - Management

Record Date

19-Mar-2015

Holding Recon Date

19-Mar-2015

City /

Country

/

United States

Vote Deadline Date

14-May-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: HIKMET ERSEK

Management
For
For

1B.
ELECTION OF DIRECTOR: RICHARD A. GOODMAN

Management
For
For

1C.
ELECTION OF DIRECTOR: JACK M. GREENBERG

Management
For
For

1D.
ELECTION OF DIRECTOR: BETSY D. HOLDEN

Management
For
For

1E.
ELECTION OF DIRECTOR: JEFFREY A. JOERRES

Management
For
For

1F.
ELECTION OF DIRECTOR: LINDA FAYNE LEVINSON

Management
For
For

1G.
ELECTION OF DIRECTOR: ROBERTO G. MENDOZA

Management

For

For

1H.
ELECTION OF DIRECTOR: MICHAEL A. MILES, JR.

Management

For

For

1I.
ELECTION OF DIRECTOR: ROBERT W. SELANDER

Management

For

For

1J.
ELECTION OF DIRECTOR: FRANCES FRAGOS TOWNSEND

Management

For

For

1K.
ELECTION OF DIRECTOR: SOLOMON D. TRUJILLO

Management

For

For

2.
ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION

Management

For

For

3.
APPROVAL OF THE WESTERN UNION COMPANY 2015 LONG-TERM INCENTIVE PLAN

Management

For

For

4.

RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015

Management

For

For

5.
STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER ACTION BY WRITTEN CONSENT

Shareholder

Against

For

6.
STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS

Shareholder

Against

For

7.
STOCKHOLDER PROPOSAL REGARDING NEW BOARD COMMITTEE

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

2,741

1,003,100

16-Apr-2015

18-May-2015

VERACYTE, INC.

Security

92337F107

Meeting Type

Annual

Ticker Symbol

VCYT

Meeting Date

18-May-2015

ISIN

US92337F1075

Agenda

934167594 - Management

Record Date

24-Mar-2015

Holding Recon Date

24-Mar-2015

City /

Country

/

United States

Vote Deadline Date

15-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
JOHN L. BISHOP

For
For

2
FRED E. COHEN

For
For

2
TO APPROVE THE VERACYTE, INC. EMPLOYEE STOCK PURCHASE PLAN.

Management

For
For

3
TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.

Management

For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
29,671
0
09-Apr-2015
19-May-2015
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
275,197
0
09-Apr-2015
19-May-2015
COMMUNITY HEALTH SYSTEMS, INC.
Security

203668108

Meeting Type
Annual
Ticker Symbol

CYH

Meeting Date
19-May-2015

ISIN

US2036681086

Agenda
934167075 - Management
Record Date

20-Mar-2015

Holding Recon Date
20-Mar-2015

City /
Country

/
United States

Vote Deadline Date
18-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A)
ELECTION OF DIRECTOR: W. LARRY CASH

Management
For
For

1B)
ELECTION OF DIRECTOR: JOHN A. CLERLCO

Management
For
For

1C)
ELECTION OF DIRECTOR: JAMES S. ELY III

Management
For
For

1D)
ELECTION OF DIRECTOR: JOHN A. FRY

Management
For
For

1E)
ELECTION OF DIRECTOR: WILLIAM NORRIS JENNINGS, M.D.

Management
For
For

1F)
ELECTION OF DIRECTOR: JULIA B. NORTH

Management
For
For

1G)
ELECTION OF DIRECTOR: WAYNE T. SMITH

Management
For
For

1H)
ELECTION OF DIRECTOR: H. MITCHELL WATSON, JR.

Management
For
For

2.
PROPOSAL TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.

Management
For
For

3.
PROPOSAL TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management
For
For

4.
STOCKHOLDER PROPOSAL REGARDING THE AMENDMENT OF THE COMPANY'S CLAWBACK POLICY.

Shareholder
Against
For

5.
STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER PROXY ACCESS.

Shareholder
Against
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
15,400
0
16-Apr-2015
20-May-2015
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
10,300
166,700
16-Apr-2015
20-May-2015
MORGAN STANLEY
Security

617446448

Meeting Type
Annual
Ticker Symbol

MS

Meeting Date
19-May-2015

ISIN

US6174464486

Agenda
934169776 - Management
Record Date

23-Mar-2015

Holding Recon Date
23-Mar-2015

City /
Country

/
United States

Vote Deadline Date
18-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: ERSKINE B. BOWLES

Management
For
For

1B.
ELECTION OF DIRECTOR: THOMAS H. GLOCER

Management
For
For

1C.
ELECTION OF DIRECTOR: JAMES P. GORMAN

Management
For
For

1D.
ELECTION OF DIRECTOR: ROBERT H. HERZ

Management
For
For

1E.
ELECTION OF DIRECTOR: KLAUS KLEINFELD

Management
For
For

1F.
ELECTION OF DIRECTOR: JAMI MISCIK

Management
For
For

1G.
ELECTION OF DIRECTOR: DONALD T. NICOLAISEN

Management
For
For

1H.
ELECTION OF DIRECTOR: HUTHAM S. OLAYAN

Management
For
For

1I.

ELECTION OF DIRECTOR: JAMES W. OWENS

Management

For

For

1J.

ELECTION OF DIRECTOR: RYOSUKE TAMAKOSHI

Management

For

For

1K.

ELECTION OF DIRECTOR: MASA AKI TANAKA

Management

For

For

1L.

ELECTION OF DIRECTOR: PERRY M. TRAQUINA

Management

For

For

1M.

ELECTION OF DIRECTOR: LAURA D. TYSON

Management

For

For

1N.

ELECTION OF DIRECTOR: RAYFORD WILKINS, JR.

Management

For

For

2.

TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR

Management

For

For

3.

TO APPROVE THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT
(NON-BINDING ADVISORY RESOLUTION)

Management

For

For

4.

TO APPROVE THE AMENDMENT OF THE 2007 EQUITY INCENTIVE COMPENSATION PLAN TO INCREASE SHARES AVAILABLE FOR GRANT

Management

For

For

5.

SHAREHOLDER PROPOSAL REGARDING A REPORT ON LOBBYING

Shareholder

Against

For

6.

SHAREHOLDER PROPOSAL REGARDING A VOTE-COUNTING BYLAW CHANGE

Shareholder

Against

For

7.

SHAREHOLDER PROPOSAL REGARDING A REPORT ON GOVERNMENT SERVICE VESTING

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

29,813

354,000

16-Apr-2015

20-May-2015

JPMORGAN CHASE & CO.

Security

46625H100

Meeting Type

Annual

Ticker Symbol

JPM

Meeting Date

19-May-2015

ISIN

US46625H1005

Agenda

934169916 - Management

Record Date

20-Mar-2015

Holding Recon Date

20-Mar-2015

City /

Country

/

United States

Vote Deadline Date

18-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: LINDA B. BAMMANN

Management
For
For

1B.
ELECTION OF DIRECTOR: JAMES A. BELL

Management
For
For

1C.
ELECTION OF DIRECTOR: CRANDALL C. BOWLES

Management
For
For

1D.
ELECTION OF DIRECTOR: STEPHEN B. BURKE

Management
For
For

1E.
ELECTION OF DIRECTOR: JAMES S. CROWN

Management
For
For

1F.
ELECTION OF DIRECTOR: JAMES DIMON

Management
For
For

1G.
ELECTION OF DIRECTOR: TIMOTHY P. FLYNN

Management
For
For

1H.
ELECTION OF DIRECTOR: LABAN P. JACKSON, JR.

Management
For
For

1I.
ELECTION OF DIRECTOR: MICHAEL A. NEAL

Management
For
For

1J.
ELECTION OF DIRECTOR: LEE R. RAYMOND

Management
For
For

1K.
ELECTION OF DIRECTOR: WILLIAM C. WELDON

Management

For
For

2.
ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION

Management
For
For

3.
RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Management
For
For

4.
APPROVAL OF AMENDMENT TO LONG-TERM INCENTIVE PLAN

Management
For
For

5.
INDEPENDENT BOARD CHAIRMAN - REQUIRE AN INDEPENDENT CHAIR

Shareholder
Against
For

6.
LOBBYING - REPORT ON POLICIES, PROCEDURES AND EXPENDITURES

Shareholder
Against
For

7.
SPECIAL SHAREOWNER MEETINGS - REDUCE OWNERSHIP THRESHOLD FROM 20% TO 10%

Shareholder
Against
For

8.
HOW VOTES ARE COUNTED - COUNT VOTES USING ONLY FOR AND AGAINST

Shareholder
Against
For

9.

ACCELERATED VESTING PROVISIONS - REPORT NAMES OF SENIOR EXECUTIVES AND VALUE OF EQUITY AWARDS THAT WOULD VEST IF THEY RESIGN TO ENTER GOVERNMENT SERVICE

Shareholder

Against

For

10.

CLAWBACK DISCLOSURE POLICY - DISCLOSE WHETHER THE FIRM RECOUPED ANY INCENTIVE COMPENSATION FROM SENIOR EXECUTIVES

Shareholder

Against

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

47,600

0

09-Apr-2015

20-May-2015

HEALTHWAYS, INC.

Security

422245100

Meeting Type

Annual

Ticker Symbol

HWAY

Meeting Date

19-May-2015

ISIN

US4222451001

Agenda

934170337 - Management

Record Date

25-Mar-2015

Holding Recon Date

25-Mar-2015

City /

Country

/

United States

Vote Deadline Date

18-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: MARY JANE ENGLAND, M.D.

Management
For
For

1B.
ELECTION OF DIRECTOR: ROBERT J. GRECZYN, JR.

Management
For
For

1C.
ELECTION OF DIRECTOR: BRADLEY S. KARRO

Management
For
For

1D.
ELECTION OF DIRECTOR: PAUL H. KECKLEY, PH.D.

Management
For
For

1E.
ELECTION OF DIRECTOR: CONAN J. LAUGHLIN

Management
For
For

1F.
ELECTION OF DIRECTOR: WILLIAM D. NOVELLI

Management
For

For

1G.
ELECTION OF DIRECTOR: LEE A. SHAPIRO

Management
For
For

1H.
ELECTION OF DIRECTOR: KEVIN G. WILLS

Management
For
For

2
TO CONSIDER AND ACT UPON A NON- BINDING ADVISORY VOTE TO APPROVE EXECUTIVE
COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT.

Management
For
For

3
TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S
INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015.

Management
For
For

4
TO CONSIDER AND ACT UPON A PROPOSAL TO APPROVE THE COMPANY'S AMENDED AND
RESTATE 2014 STOCK INCENTIVE PLAN.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
239,963
0
08-Apr-2015
20-May-2015
997AL53

GLO MS PLEDGE
997AL53
STATE STREET BANK & TRUST CO
50,000
0
08-Apr-2015
20-May-2015
VALEANT PHARMACEUTICALS INTERNATIONAL
Security

91911K102

Meeting Type
Annual
Ticker Symbol

VRX

Meeting Date
19-May-2015

ISIN

CA91911K1021

Agenda
934174599 - Management
Record Date

24-Mar-2015

Holding Recon Date
24-Mar-2015

City /
Country

/

United States

Vote Deadline Date
18-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: RONALD H. FARMER

Management
For
For

1B.

ELECTION OF DIRECTOR: COLLEEN A. GOGGINS

Management

For

For

1C.

ELECTION OF DIRECTOR: ROBERT A. INGRAM

Management

For

For

1D.

ELECTION OF DIRECTOR: ANDERS O. LONNER

Management

For

For

1E.

ELECTION OF DIRECTOR: THEO MELAS- KYRIAZI

Management

For

For

1F.

ELECTION OF DIRECTOR: J. MICHAEL PEARSON

Management

For

For

1G.

ELECTION OF DIRECTOR: ROBERT N. POWER

Management

For

For

1H.

ELECTION OF DIRECTOR: NORMA A. PROVENCIO

Management

For

For

1I.

ELECTION OF DIRECTOR: HOWARD B. SCHILLER

Management

For

For

1J.

ELECTION OF DIRECTOR: KATHARINE B. STEVENSON

Management

For

For

1K.

ELECTION OF DIRECTOR: JEFFREY W. UBBEN

Management

For

For

2.

THE APPROVAL, IN AN ADVISORY RESOLUTION, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE COMPENSATION DISCUSSION AND ANALYSIS SECTION, EXECUTIVE COMPENSATION TABLES AND ACCOMPANYING NARRATIVE DISCUSSIONS CONTAINED IN THE MANAGEMENT PROXY CIRCULAR AND PROXY STATEMENT.

Management

For

For

3.

TO APPOINT PRICEWATERHOUSECOOPERS LLP AS THE AUDITORS FOR THE COMPANY TO HOLD OFFICE UNTIL THE CLOSE OF THE 2016 ANNUAL MEETING OF SHAREHOLDERS AND TO AUTHORIZE THE COMPANY'S BOARD OF DIRECTORS TO FIX THE AUDITORS' REMUNERATION.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL53

GLO MS PLEDGE

997AL53

STATE STREET BANK & TRUST CO

22,700

0

10-Apr-2015

20-May-2015

GRAPHIC PACKAGING HOLDING COMPANY

Security

388689101

Meeting Type

Annual

Ticker Symbol

GPK

Meeting Date

20-May-2015

ISIN

US3886891015

Agenda

934167152 - Management

Record Date

23-Mar-2015

Holding Recon Date

23-Mar-2015

City /

Country

/

United States

Vote Deadline Date

19-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
PAUL D. CARRICO

For
For

2
PHILIP R. MARTENS

For
For

3
LYNN A. WENTWORTH

For
For

2.
RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
231,032
244,700
16-Apr-2015
21-May-2015
TEAM HEALTH HOLDINGS, INC.
Security

87817A107

Meeting Type
Annual
Ticker Symbol

TMH

Meeting Date
20-May-2015

ISIN

US87817A1079

Agenda
934170135 - Management
Record Date

25-Mar-2015

Holding Recon Date
25-Mar-2015

City /
Country

/
United States

Vote Deadline Date
19-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.1
ELECTION OF DIRECTOR: GLENN A. DAVENPORT

Management
For
For

1.2
ELECTION OF DIRECTOR: VICKY B. GREGG

Management
For
For

1.3
ELECTION OF DIRECTOR: NEIL M. KURTZ, M.D.

Management
For
For

2.
RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT PUBLIC
ACCOUNTING FIRM FOR 2015.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49

STATE STREET BANK & TRUST CO

112,593

0

11-Apr-2015

21-May-2015

COMCAST CORPORATION

Security

20030N101

Meeting Type

Annual

Ticker Symbol

CMCSA

Meeting Date

21-May-2015

ISIN

US20030N1019

Agenda

934169613 - Management

Record Date

12-Mar-2015

Holding Recon Date

12-Mar-2015

City /

Country

/

United States

Vote Deadline Date

20-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
KENNETH J. BACON

For
For

2
SHELDON M. BONOVIKZ

For
For

3
EDWARD D. BREEN

For
For

4
JOSEPH J. COLLINS

For
For

5
J. MICHAEL COOK

For
For

6
GERALD L. HASSELL

For
For

7
JEFFREY A. HONICKMAN

For
For

8
EDUARDO MESTRE

For
For

9
BRIAN L. ROBERTS

For
For

10
RALPH J. ROBERTS

For
For

11
JOHNATHAN A. RODGERS

For
For

12
DR. JUDITH RODIN

For
For

2.
RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT AUDITORS

Management
For
For

3.
APPROVAL OF OUR 2006 CASH BONUS PLAN

Management
For
For

4.
TO PROVIDE AN ANNUAL REPORT ON LOBBYING ACTIVITIES

Shareholder
Against
For

5.
TO PROHIBIT ACCELERATED VESTING UPON A CHANGE OF CONTROL

Shareholder
Against
For

6.
TO PROVIDE EACH SHARE AN EQUAL VOTE

Shareholder
Against
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

100

181,700

11-Apr-2015

22-May-2015

LUMBER LIQUIDATORS HOLDINGS, INC.

Security

55003T107

Meeting Type

Annual

Ticker Symbol

LL

Meeting Date

21-May-2015

ISIN

US55003T1079

Agenda

934171606 - Management

Record Date

26-Mar-2015

Holding Recon Date

26-Mar-2015

City /

Country

/

United States

Vote Deadline Date

20-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
DOUGLAS T. MOORE

For
For

2
NANCY M. TAYLOR

For
For

3
JIMMIE L. WADE

For
For

2.
PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management
For
For

3.
PROPOSAL TO PROVIDE ADVISORY (NON- BINDING) APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL53

GLO MS PLEDGE
997AL53
STATE STREET BANK & TRUST CO
59,556
0
11-Apr-2015
22-May-2015
CERNER CORPORATION
Security

156782104

Meeting Type
Annual
Ticker Symbol

CERN

Meeting Date
22-May-2015

ISIN

US1567821046

Agenda
934191898 - Management
Record Date

25-Mar-2015

Holding Recon Date
25-Mar-2015

City /
Country

/
United States

Vote Deadline Date
21-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1A.
ELECTION OF DIRECTOR: MITCHELL E. DANIELS, JR.

Management
For
For

1B.
ELECTION OF DIRECTOR: CLIFFORD W. ILLIG

Management
For
For

1C.
ELECTION OF DIRECTOR: WILLIAM B. NEAVES

Management
For
For

2.
RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF CERNER CORPORATION FOR 2015.

Management
For
For

3.
APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management
For
For

4.
APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE CERNER CORPORATION
PERFORMANCE-BASED COMPENSATION PLAN.

Management

For

For

5.
APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE CERNER CORPORATION 2011
OMNIBUS EQUITY INCENTIVE PLAN.

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

47,400

0

17-Apr-2015

18-Apr-2015

VINDA INTERNATIONAL HOLDINGS LTD

Security

G9361V108

Meeting Type

Annual General Meeting

Ticker Symbol

Meeting Date

26-May-2015

ISIN

KYG9361V1086

Agenda
705871994 - Management
Record Date

19-May-2015

Holding Recon Date
19-May-2015

City /
Country

HONG KONG
/
Cayman Islands

Vote Deadline Date
12-May-2015

SEDOL(s)

B1Z7648 - B235FQ6
Quick Code

Item

Proposal

Proposed by

Vote
For/Against Management

CMMT

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

Non-Voting

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEH K/2015/0305/LTN20150305009.pdf>-AND-<http://www.hkexnews.hk/listedco/listconews/SEH K/2015/0305/LTN20150305011.PDF>

Non-Voting

1
TO RECEIVE AND ADOPT THE AUDITED FINANCIAL STATEMENTS AND THE REPORTS OF THE DIRECTORS AND THE AUDITORS OF THE COMPANY FOR THE YEAR ENDED 31 DECEMBER 2014

Management

For
For

2
TO DECLARE A FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2014

Management

For
For

3.a.i
TO RE-ELECT MR. LI CHAO WANG AS AN EXECUTIVE DIRECTOR

Management

For
For

3.iii
TO RE-ELECT MR. JOHANN CHRISTOPH MICHALSKI AS A NON-EXECUTIVE DIRECTOR

Management

For
For

3a.iii

TO RE-ELECT MR. ULF OLOF LENNART SODERSTROM AS A NON-EXECUTIVE DIRECTOR

Management

For

For

3.a.iv

TO RE-ELECT MR. KAM ROBERT AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Management

For

For

3.a.v

TO RE-ELECT MR. WONG KWAI HUEN, ALBERT AS AN INDEPENDENT NON- EXECUTIVE DIRECTOR

Management

For

For

3.b

TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THE REMUNERATION OF THE DIRECTORS

Management

For

For

4

TO RE-APPOINT PRICEWATERHOUSECOOPERS AS AUDITOR OF THE COMPANY AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION

Management

For

For

5

TO GIVE A GENERAL MANDATE TO THE DIRECTORS TO ISSUE SHARES UP TO 20%

Management

For

For

6

TO GIVE A GENERAL MANDATE TO THE DIRECTORS TO REPURCHASE SHARES UP TO 10%

Management

For

For

7

TO AUTHORISE THE DIRECTORS TO ISSUE AND ALLOT THE SHARES REPURCHASED BY THE COMPANY

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

986,714

0

06-Mar-2015

21-May-2015

ILLUMINA, INC.

Security

452327109

Meeting Type

Annual

Ticker Symbol

ILMN

Meeting Date

27-May-2015

ISIN

US4523271090

Agenda

934174602 - Management

Record Date

31-Mar-2015

Holding Recon Date

31-Mar-2015

City /

Country

/

United States

Vote Deadline Date

26-May-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote

For/Against Management

1A.
ELECTION OF DIRECTOR: A. BLAINE BOWMAN

Management
For
For

1B.
ELECTION OF DIRECTOR: KARIN EASTHAM, CPA

Management
For
For

1C.
ELECTION OF DIRECTOR: JAY T. FLATLEY

Management
For
For

1D.
ELECTION OF DIRECTOR: JEFFREY T. HUBER

Management
For
For

1E.
ELECTION OF DIRECTOR: WILLIAM H. RASTETTER, PH.D.

Management
For
For

2.
TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 3, 2016

Management
For
For

3.
TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS
AS DISCLOSED IN THE PROXY STATEMENT

Management
For

For

4.

TO APPROVE THE ILLUMINA, INC. 2015 STOCK AND INCENTIVE PLAN

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

2,400

0

14-Apr-2015

28-May-2015

997AL53

GLO MS PLEDGE

997AL53

STATE STREET BANK & TRUST CO

37,500

0

14-Apr-2015

28-May-2015

ALKERMES PLC

Security

G01767105

Meeting Type

Annual

Ticker Symbol

ALKS

Meeting Date
27-May-2015

ISIN

IE00B56GVS15

Agenda
934182673 - Management
Record Date

17-Mar-2015

Holding Recon Date
17-Mar-2015

City /
Country

/
United States

Vote Deadline Date
22-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.1
ELECTION OF DIRECTOR: FLOYD E. BLOOM

Management
For
For

1.2
ELECTION OF DIRECTOR: NANCY J. WYSENSKI

Management
For
For

2.
TO HOLD A NON-BINDING, ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.

Management
For
For

3.
TO AUTHORIZE HOLDING THE 2016 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY AT A LOCATION OUTSIDE OF IRELAND.

Management
For
For

4.
TO APPOINT PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT ACCOUNTING FIRM OF THE COMPANY AND TO AUTHORIZE THE AUDIT AND RISK COMMITTEE OF THE BOARD OF DIRECTORS TO SET THE ACCOUNTING FIRM'S REMUNERATION.

Management
For
For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

24,200

0

15-Apr-2015

27-May-2015

DYNAVAX TECHNOLOGIES CORPORATION

Security

268158201

Meeting Type

Annual

Ticker Symbol

DVAX

Meeting Date

27-May-2015

ISIN

US2681582019

Agenda

934204594 - Management

Record Date

07-Apr-2015

Holding Recon Date

07-Apr-2015

City /

Country

/
United States

Vote Deadline Date
26-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1

ARNOLD L. ORONSKY, PH.D

For
For

2
FRANCIS R. CANO, PH.D.

For
For

3
PEGGY V. PHILLIPS

For
For

2.
TO AMEND AND RESTATE THE DYNAVAX TECHNOLOGIES CORPORATION 2011 EQUITY INCENTIVE PLAN TO, AMONG OTHER THINGS, INCREASE THE AGGREGATE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER THE PLAN BY 2,250,000, AND TO APPROVE THE AWARD LIMITS AND OTHER TERMS APPLICABLE TO AWARDS INTENDED TO QUALIFY AS "PERFORMANCE-BASED COMPENSATION" FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE.

Management
For
For

3.
TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2015.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29
STATE STREET BANK & TRUST CO
99
0
25-Apr-2015
28-May-2015
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
236,900
0
25-Apr-2015
28-May-2015
CHINA MOBILE LIMITED, HONG KONG
Security

Y14965100

Meeting Type
Annual General Meeting
Ticker Symbol

Meeting Date
28-May-2015

ISIN

HK0941009539

Agenda
705987886 - Management
Record Date

21-May-2015

Holding Recon Date
21-May-2015

City /
Country

HONG KONG
/
Hong Kong

Vote Deadline Date
14-May-2015

SEDOL(s)

5563575 - 6073556 - B01DDV9 - B162JB0 - BP3RPD0 - BRTM834

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

PLEASE NOTE IN THE HONG KONG MARKET THAT A VOTE OF "ABSTAIN" WILL BE TREATED-THE SAME AS A "TAKE NO ACTION" VOTE.

Non-Voting

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEH K/2015/0408/LTN201504081007.pdf>-AND- <http://www.hkexnews.hk/listedco/listconews/SEH K/2015/0408/LTN20150408997.pdf>

Non-Voting

1

TO RECEIVE AND CONSIDER THE AUDITED FINANCIAL STATEMENTS AND THE REPORTS OF THE DIRECTORS AND AUDITORS OF THE COMPANY AND ITS SUBSIDIARIES FOR THE YEAR ENDED 31 DECEMBER 2014

Management

For

For

2

TO DECLARE A FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2014

Management

For

For

3

TO RE-ELECT MR. XUE TAOHAI AS EXECUTIVE DIRECTOR OF THE COMPANY

Management

For

For

4.i

TO RE-ELECT THE FOLLOWING PERSON AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY: MR. FRANK WONG KWONG SHING

Management

For

For

4.ii

TO RE-ELECT THE FOLLOWING PERSON AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY: DR. MOSES CHENG MO CHI

Management

For

For

5

TO RE-APPOINT PRICEWATERHOUSECOOPERS AND PRICEWATERHOUSECOOPERS ZHONG TIAN LLP AS THE AUDITORS OF THE GROUP FOR HONG KONG FINANCIAL REPORTING AND U.S. FINANCIAL REPORTING PURPOSES, RESPECTIVELY, AND TO AUTHORIZE THE DIRECTORS OF THE COMPANY TO FIX THEIR REMUNERATION

Management

For

For

6

TO GIVE A GENERAL MANDATE TO THE DIRECTORS OF THE COMPANY TO REPURCHASE SHARES IN THE COMPANY NOT EXCEEDING 10% OF THE NUMBER OF ISSUED SHARES IN ACCORDANCE WITH ORDINARY RESOLUTION NUMBER 6 AS SET OUT IN THE AGM NOTICE

Management

For

For

7

TO GIVE A GENERAL MANDATE TO THE DIRECTORS OF THE COMPANY TO ISSUE, ALLOT AND DEAL WITH ADDITIONAL SHARES IN THE COMPANY NOT EXCEEDING 20% OF THE NUMBER OF ISSUED SHARES IN ACCORDANCE WITH ORDINARY RESOLUTION NUMBER 7 AS SET OUT IN THE AGM NOTICE

Management

For

For

8

TO EXTEND THE GENERAL MANDATE GRANTED TO THE DIRECTORS OF THE COMPANY TO ISSUE, ALLOT AND DEAL WITH SHARES BY THE NUMBER OF SHARES REPURCHASED IN ACCORDANCE WITH ORDINARY RESOLUTION NUMBER 8 AS SET OUT IN THE AGM NOTICE

Management

For

For

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

AL29

AL29

STATE STREET BANK

187,500

0

10-Apr-2015

26-May-2015

CT ENVIRONMENTAL GROUP LTD, GRAND CAYMAN

Security

G25885107

Meeting Type
Annual General Meeting
Ticker Symbol

Meeting Date
28-May-2015

ISIN

KYG258851073

Agenda
706075909 - Management
Record Date

22-May-2015

Holding Recon Date
22-May-2015

City /
Country

HONG KONG
/
Cayman Islands

Vote Deadline Date
21-May-2015

SEDOL(s)

B4KQ8P6 - BWBY0S2
Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

CMMT

PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- <http://www.hkexnews.hk/listedco/listconews/SEH K/2015/0424/LTN201504241113.pdf>-AND-
<http://www.hkexnews.hk/listedco/listconews/SEH K/2015/0424/LTN201504241154.pdf>

Non-Voting

CMMT

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

Non-Voting

1

TO RECEIVE AND CONSIDER THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY AND THE DIRECTORS' REPORT AND THE INDEPENDENT AUDITOR'S REPORT FOR THE YEAR ENDED 31 DECEMBER 2014

Management

For
For

2

TO DECLARE A FINAL DIVIDEND OF HKD 0.03 PER ORDINARY SHARE AND A SPECIAL DIVIDEND OF HKD 0.025 PER ORDINARY SHARE FOR THE YEAR ENDED 31 DECEMBER 2014 TO THE SHAREHOLDERS OF THE COMPANY

Management

For
For

3.a
TO RE-ELECT MR. XU JU WEN AS AN EXECUTIVE DIRECTOR

Management

For

For

3.b
TO RE-ELECT MR. XU ZI TAO AS AN EXECUTIVE DIRECTOR

Management

For

For

3.c
TO RE-ELECT MR. LIU YUNG CHAU AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Management

For

For

3.d
TO RE-ELECT MR. DU HEQUN AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Management

For

For

3.e
TO AUTHORIZE THE BOARD TO FIX THE REMUNERATION OF THE DIRECTORS

Management

For

For

4
TO RE-APPOINT KPMG AS AUDITOR AND TO AUTHORIZE THE BOARD TO FIX ITS REMUNERATION

Management

For

For

5.a
TO GRANT A GENERAL MANDATE TO THE BOARD TO REPURCHASE, THE COMPANY'S SHARE AS SET
OUT IN RESOLUTION NO. 5A OF THE NOTICE

Management

For

For

5.b
TO GRANT A GENERAL MANDATE TO THE BOARD TO ALLOT, ISSUE AND DEAL WITH THE
COMPANY'S ADDITIONAL SHARES AS SET OUT IN RESOLUTION NO. 5B OF THE NOTICE

Management
For
For

5.c
TO EXTEND THE GENERAL MANDATE TO THE BOARD TO ALLOT, ISSUE AND DEAL WITH SUCH
NUMBER OF ADDITIONAL SHARES AS MAY BE REPURCHASED BY THE COMPANY AS SET OUT IN
RESOLUTION NO. 5C OF THE NOTICE

Management
For
For

6
TO AMEND THE EXISTING ARTICLES OF ASSOCIATION OF THE COMPANY AS SET OUT IN
RESOLUTION NO. 6 OF THE NOTICE

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
AL29

AL29

STATE STREET BANK
1,024,000
0
08-May-2015
26-May-2015
IMAX CORPORATION
Security

45245E109

Meeting Type
Annual
Ticker Symbol

IMAX

Meeting Date
01-Jun-2015

ISIN

CA45245E1097

Agenda
934206954 - Management
Record Date

07-Apr-2015

Holding Recon Date
07-Apr-2015

City /
Country

/
Canada

Vote Deadline Date
27-May-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

01
DIRECTOR

Management

1
NEIL S. BRAUN

For
For

2
ERIC A. DEMIRIAN

For
For

3
RICHARD L. GELFOND

For
For

4
DAVID W. LEEBRON

For
For

5
MICHAEL LYNNE

For
For

6
MICHAEL MACMILLAN

For
For

7
I. MARTIN POMPADUR

For
For

8
DARREN D. THROOP

For
For

9
BRADLEY J. WECHSLER

For
For

02
IN RESPECT OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF THE COMPANY AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION. NOTE: VOTING WITHHOLD IS THE EQUIVALENT TO VOTING ABSTAIN.

Management
For
For

03
ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE ACCOMPANYING PROXY CIRCULAR AND PROXY STATEMENT. NOTE: VOTING ABSTAIN IS THE EQUIVALENT TO VOTING WITHHOLD.

Management
For
For

Account Number

Account Name

Internal Account

Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49
STATE STREET BANK & TRUST CO
300
210,000
29-Apr-2015
02-Jun-2015
LIFEPOINT HOSPITALS, INC.
Security

53219L109

Meeting Type
Annual
Ticker Symbol

LPNT

Meeting Date
02-Jun-2015

ISIN

US53219L1098

Agenda
934196850 - Management
Record Date

10-Apr-2015

Holding Recon Date
10-Apr-2015

City /
Country

/
United States

Vote Deadline Date
01-Jun-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
MARGUERITE W. KONDRACKE

For
For

2

JOHN E. MAUPIN, JR.

For
For

3
MARILYN B. TAVENNER

For
For

2.
RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015

Management
For
For

3.
ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT

Management
For
For

4.
APPROVAL OF AN AMENDMENT TO THE COMPANY'S 2013 LONG-TERM INCENTIVE PLAN

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL29

GLO
997AL29

STATE STREET BANK & TRUST CO

50,500

0

23-Apr-2015

03-Jun-2015

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

1,076

45,500

23-Apr-2015

03-Jun-2015

997AL53

GLO MS PLEDGE

997AL53

STATE STREET BANK & TRUST CO

2,500

0

23-Apr-2015

03-Jun-2015

LIBERTY MEDIA CORPORATION

Security

531229102

Meeting Type

Annual

Ticker Symbol

LMCA

Meeting Date

02-Jun-2015

ISIN

US5312291025

Agenda

934196951 - Management

Record Date

07-Apr-2015

Holding Recon Date

07-Apr-2015

City /

Country

/

United States

Vote Deadline Date

01-Jun-2015

SEDOL(s)

Quick Code

Item

Proposal

Proposed by

Vote

For/Against Management

1.

DIRECTOR

Management

1
BRIAN M. DEEVY

For
For

2
GREGORY B. MAFFEI

For
For

3
ANDREA L. WONG

For
For

2.
A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management
For
For

3.
THE SAY-ON-PAY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management
For
For

Account Number

Account Name

Internal Account
Custodian
Ballot Shares

Unavailable Shares

Vote Date
Date Confirmed
997AL49

GLO BNP PLEDGE
997AL49

STATE STREET BANK & TRUST CO

156

207,900

23-Apr-2015

03-Jun-2015

LIBERTY BROADBAND CORPORATION

Security

530307107

Meeting Type

Annual

Ticker Symbol

LBRDA

Meeting Date

02-Jun-2015

ISIN

US5303071071

Agenda

934196963 - Management

Record Date

07-Apr-2015

Holding Recon Date

07-Apr-2015

City /

Country

/

United States

Vote Deadline Date

01-Jun-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
J. DAVID WARGO

2.
A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management

3.
THE SAY-ON-PAY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management

4.
THE SAY-ON-FREQUENCY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY AT WHICH STOCKHOLDERS ARE PROVIDED AN ADVISORY VOTE ON THE COMPENSATION OF OUR

NAMED EXECUTIVE OFFICERS.

Management

5.

A PROPOSAL TO ADOPT THE LIBERTY BROADBAND CORPORATION 2014 OMNIBUS INCENTIVE PLAN (AMENDED AND RESTATED AS OF MARCH 11, 2015).

Management

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

29,739

22,275

LIBERTY TRIPADVISOR HOLDINGS, INC.

Security

531465102

Meeting Type

Annual

Ticker Symbol

LTRPA

Meeting Date

02-Jun-2015

ISIN

US5314651028

Agenda

934196975 - Management

Record Date

07-Apr-2015

Holding Recon Date

07-Apr-2015

City /
Country

/
United States

Vote Deadline Date

01-Jun-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote
For/Against Management

1.
DIRECTOR

Management

1
GREGORY B. MAFFEI

2
JOHN C. MALONE

3
MICHAEL J. MALONE

4
CHRIS MUELLER

5
LARRY E. ROMRELL

6
ALBERT E. ROSENTHALER

7
J. DAVID WARGO

2.
A PROPOSAL TO ADOPT THE LIBERTY TRIPADVISOR HOLDINGS, INC. 2014 OMNIBUS INCENTIVE PLAN (AMENDED AND RESTATED AS OF MARCH 11, 2015).

Management

3.
THE SAY-ON-PAY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management

4.
THE SAY-ON-FREQUENCY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY AT WHICH STOCKHOLDERS ARE PROVIDED AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management

5.
A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management

Account Number

Account Name

Internal Account

Custodian

Ballot Shares

Unavailable Shares

Vote Date

Date Confirmed

997AL29

GLO

997AL29

STATE STREET BANK & TRUST CO

3,332

0

997AL49

GLO BNP PLEDGE

997AL49

STATE STREET BANK & TRUST CO

25,000

110,700

WESTERN REFINING, INC.

Security

959319104

Meeting Type

Annual

Ticker Symbol

WNR

Meeting Date

02-Jun-2015

ISIN

US9593191045

Agenda

934197193 - Management
Record Date

14-Apr-2015

Holding Recon Date
14-Apr-2015

City /
Country

/
United States

Vote Deadline Date
01-Jun-2015

SEDOL(s)

Quick Code

Item
Proposal

Proposed by

Vote

For/Against Management

1.
DIRECTOR

Management

1
CARIN MARCY BARTH

For
For

2
SIGMUND L. CORNELIUS

For
For

3
PAUL L. FOSTER

For
For

4
L. FREDERICK FRANCIS