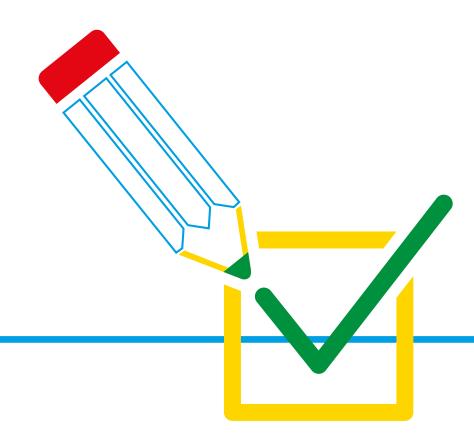
Voting report

Legal & General Investment Management



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Date range covered: 04/01/2020 to 04/30/2020

Hewlett Packard Enterprise Company

Meeting Date: 04/01/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 42824C109

Ticker: HPE

Primary ISIN: US42824C1099

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel Ammann	Mgmt	For	For
1b	Elect Director Pamela L. Carter	Mgmt	For	For
1c	Elect Director Jean M. Hobby	Mgmt	For	For
1d	Elect Director George R. Kurtz	Mgmt	For	For
1e	Elect Director Raymond J. Lane	Mgmt	For	For
1f	Elect Director Ann M. Livermore	Mgmt	For	For
1g	Elect Director Antonio F. Neri	Mgmt	For	For
1h	Elect Director Charles H. Noski	Mgmt	For	For
1 i	Elect Director Raymond E. Ozzie	Mgmt	For	For
1j	Elect Director Gary M. Reiner	Mgmt	For	For
1k	Elect Director Patricia F. Russo	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote against is a not to hold too many external positions to ensure they ca	•		
11	Elect Director Lip-Bu Tan	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote against is an not to hold too many external positions to ensure they ca			
1m	Elect Director Mary Agnes Wilderotter	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote against is an not to hold too many external positions to ensure they ca			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against

The Toronto-Dominion Bank

Meeting Date: 04/02/2020

Country: Canada **Meeting Type:** Annual Primary Security ID: 891160509

Ticker: TD

Primary ISIN: CA8911605092

Date range covered: 04/01/2020 to 04/30/2020

The Toronto-Dominion Bank

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1.1	Elect Director Amy W. Brinkley	Mgmt	For	For	
1.2	Elect Director Brian C. Ferguson	Mgmt	For	For	
1.3	Elect Director Colleen A. Goggins	Mgmt	For	For	
1.4	Elect Director Jean-Rene Halde	Mgmt	For	For	
1.5	Elect Director David E. Kepler	Mgmt	For	For	
1.6	Elect Director Brian M. Levitt	Mgmt	For	For	
1.7	Elect Director Alan N. MacGibbon	Mgmt	For	For	
1.8	Elect Director Karen E. Maidment	Mgmt	For	For	
1.9	Elect Director Bharat B. Masrani	Mgmt	For	For	
1.10	Elect Director Irene R. Miller	Mgmt	For	For	
1.11	Elect Director Nadir H. Mohamed	Mgmt	For	For	
1.12	Elect Director Claude Mongeau	Mgmt	For	For	
1.13	Elect Director S. Jane Rowe	Mgmt	For	For	
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	
	Shareholder Proposals	Mgmt			
4	SP A: Disclose Equity Ratio Used By the Compensation Committee In Determining Compensation	SH	Against	For	
	Blended Rationale: Remuneration: A vote in favour is pay disparity between executives and employees.	applied as LGIM regards su	uch reports to be valuable in order to assess		
5	SP B: Set a Diversity Target of More than 40% for the Composition of its Board of Directors for the Next Five Years	SH	Against	For	
	Blended Rationale: Rationale: Diversity - A vote FOR is diversity, a commitment such as this would continue to				
6	SP C: Request to Adopt Targets for Reducing Greenhouse Gas (GHG) Emissions Associated with the Company's Underwriting and Lending Activities	SH	Against	For	

 $Blended\ Rationale:\ Climate\ change:\ A\ vote\ in\ favour\ is\ applied\ as\ LGIM\ expects\ companies\ to\ be\ taking\ sufficient\ action\ on\ the\ key\ issue\ of\ climate\ change.$

Date range covered: 04/01/2020 to 04/30/2020

IQVIA Holdings Inc.

Meeting Date: 04/06/2020

Country: USA

Primary Security ID: 46266C105

Meeting Type: Annual

Ticker: IQV

Primary ISIN: US46266C1053

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carol J. Burt	Mgmt	For	For
1.2	Elect Director Colleen A. Goggins	Mgmt	For	Withhold
	Blended Rationale: Joint Chair/CEO: A vote against is a CEO due to risk management and oversight. Classified B directors should stand for re-election on an annual basis.	oard: A vote against is app	·	
1.3	Elect Director Ronald A. Rittenmeyer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance conditions to be assessed against performance conditions to AGAINST this proposal is warranted. Although the indiv program lacks clear disclosure of the level of achievement through disclosure of pre-set goals and weightings, and financial metrics the program does include decreased go the performance shares utilize a multi-year performance the end of performance period. More concerningly, the the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into why set and the proxy does not provide sufficient rationale into which the proxy does not provide sufficient rationale into which the proxy does not provide sufficient rationale into which the proxy does not provide sufficient rationale into which the proxy does not provide sufficient rationale into the proxy does n	o ensure alignment of rem idual performance metric nt required for threshold, t l appears largely based or pal transparency over prio e period, forward-looking equity grant value in FY19	uneration with company performance. A vote is are described in detail, the annual bonus carget, and maximum award payouts, such as in the committee's discretion. Further, the ir years. In the long-term program, although goals are not disclosed, and are only known at to the CEO increased over 60 percent, and	
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Lennar Corporation

Meeting Date: 04/07/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 526057104

Ticker: LEN

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rick Beckwitt	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote against is an not to hold too many external positions to ensure they ca	•		
1b	Elect Director Irving Bolotin	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Lennar Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Steven L. Gerard	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is ap maintain independence, relevant skills, experience and concerns with the remuneration policy for the past year.	diversity.Remuneration:		
1d	Elect Director Tig Gilliam	Mgmt	For	For
1e	Elect Director Sherrill W. Hudson	Mgmt	For	For
1f	Elect Director Jonathan M. Jaffe	Mgmt	For	For
1g	Elect Director Sidney Lapidus	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is ap maintain independence, relevant skills, experience and o		oard to be regularly refreshed in order to	
1h	Elect Director Teri P. McClure	Mgmt	For	For
1 i	Elect Director Stuart Miller	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is apparent and comments and comments and comments are supported by the comments and comments are supported by the comments are supported	•	oard to be regularly refreshed in order to	
1j	Elect Director Armando Olivera	Mgmt	For	For
1k	Elect Director Jeffrey Sonnenfeld	Mgmt	For	For
11	Elect Director Scott Stowell	Mgmt	For	Against
	Blended Rationale: A vote AGAINST Scott Stowell is wa meetings held during the fiscal year under review witho	-	·	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Uncapped. A vote as as a percentage of salary or a fixed number of shares.	gainst is applied as LGIM o	expects all incentive plans to be capped either	
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is ap on a regular basis.	plied as LGIM expects the	role of the external auditor to be put to tender	

The Bank of Nova Scotia

Meeting Date: 04/07/2020 Country: Canada Primary Security ID: 064149107

Meeting Type: Annual Ticker: BNS

Primary ISIN: CA0641491075

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nora A. Aufreiter	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

The Bank of Nova Scotia

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Guillermo E. Babatz	Mgmt	For	For
1.3	Elect Director Scott B. Bonham	Mgmt	For	For
1.4	Elect Director Charles H. Dallara	Mgmt	For	For
1.5	Elect Director Tiff Macklem	Mgmt	For	For
1.6	Elect Director Michael D. Penner	Mgmt	For	For
1.7	Elect Director Brian J. Porter	Mgmt	For	For
1.8	Elect Director Una M. Power	Mgmt	For	For
1.9	Elect Director Aaron W. Regent	Mgmt	For	For
1.10	Elect Director Indira V. Samarasekera	Mgmt	For	For
1.11	Elect Director Susan L. Segal	Mgmt	For	For
1.12	Elect Director L. Scott Thomson	Mgmt	For	For
1.13	Elect Director Benita M. Warmbold	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		
4	SP 1: Disclose the Compensation Ratio (Equity Ratio) Used by the Compensation Committee	SH	Against	For
	Blended Rationale: Remuneration: A vote in favour is appay disparity between executives and employees.	oplied as LGIM regards su	ch reports to be valuable in order to assess	
5	SP 2: Upgrade Computer Systems to Increase Competitiveness while Ensuring Greater Protection of Personal Information	SH	Against	Against
6	SP 3: Set a Diversity Target of More than 40% of the Board Members for the Next Five Years	SH	Against	For
	Blended Rationale: Diversity - A vote FOR is applied as w commitment such as this would continue to demonstrate	-	• •	
7	SP 4: Revise Human Rights Policies	SH	Against	For
	Blended Rationale: Human rights: A vote in favour is app	olied as LGIM supports pro	pposals related to human rights policies as we	

 $Blended\ Rationale: Human\ rights: A\ vote\ in\ favour\ is\ applied\ as\ LGIM\ supports\ proposals\ related\ to\ human\ rights\ policies\ as\ we\ consider\ this\ issue\ to\ be\ a\ material\ risk\ to\ companies.$

Canadian Imperial Bank of Commerce

Meeting Date: 04/08/2020	Country: Canada Meeting Type: Annual	Primary Security ID: 136069101 Ticker: CM
	Primary ISIN: CA1360691010	

Canadian Imperial Bank of Commerce

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brent S. Belzberg	Mgmt	For	For
1.2	Elect Director Charles J. G. Brindamour	Mgmt	For	For
1.3	Elect Director Nanci E. Caldwell	Mgmt	For	For
1.4	Elect Director Michelle L. Collins	Mgmt	For	For
1.5	Elect Director Patrick D. Daniel	Mgmt	For	For
1.6	Elect Director Luc Desjardins	Mgmt	For	For
1.7	Elect Director Victor G. Dodig	Mgmt	For	For
1.8	Elect Director Kevin J. Kelly	Mgmt	For	For
1.9	Elect Director Christine E. Larsen	Mgmt	For	For
1.10	Elect Director Nicholas D. Le Pan	Mgmt	For	For
1.11	Elect Director John P. Manley	Mgmt	For	Withhold
	Blended Rationale: Board mandates: A vote withhold is Director not to hold too many external positions to ensu withhold is applied as LGIM expects a board to be regul experience and diversity.	re they can undertake the	r duties effectively. Independence: A vote	
1.12	Elect Director Jane L. Peverett	Mgmt	For	For
1.13	Elect Director Katharine B. Stevenson	Mgmt	For	For
1.14	Elect Director Martine Turcotte	Mgmt	For	For
1.15	Elect Director Barry L. Zubrow	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		
4	SP 1: Approve Disclosure of Compensation Ratio	SH	Against	For
	Blended Rationale: Remuneration: A vote in favour is a pay disparity between executives and employees.	pplied as LGIM regards su	ch reports to be valuable in order to assess	
5	SP 2: Adopt a Diversity Target Higher than 40% for the Composition of the Board of Directors for the Next Five Years	SH	Against	For
	Blended Rationale: Diversity - A vote FOR is applied as v commitment such as this would continue to demonstrat	-	• •	
6	SP 3: Update Computer Systems to Increase Competitiveness while Enhancing Privacy Protection	SH	Against	Against

Date range covered: 04/01/2020 to 04/30/2020

Royal Bank of Canada

Meeting Date: 04/08/2020

Country: Canada

Meeting Type: Annual

Primary Security ID: 780087102

Ticker: RY

Primary ISIN: CA7800871021

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew A. Chisholm	Mgmt	For	For
1.2	Elect Director Jacynthe Cote	Mgmt	For	For
1.3	Elect Director Toos N. Daruvala	Mgmt	For	For
1.4	Elect Director David F. Denison	Mgmt	For	For
1.5	Elect Director Alice D. Laberge	Mgmt	For	For
1.6	Elect Director Michael H.McCain	Mgmt	For	For
1.7	Elect Director David McKay	Mgmt	For	For
1.8	Elect Director Heather Munroe-Blum	Mgmt	For	For
1.9	Elect Director Kathleen Taylor	Mgmt	For	Withhold
	Blended Rationale: Independence: A vote withhold is a maintain independence, relevant skills, experience and	• • • • • • • • • • • • • • • • • • • •	board to be regularly refreshed in order to	
1.10	Elect Director Maryann Turcke	Mgmt	For	For
1.11	Elect Director Bridget A. van Kralingen	Mgmt	For	For
1.12	Elect Director Thierry Vandal	Mgmt	For	For
1.13	Elect Director Frank Vettese	Mgmt	For	For
1.14	Elect Director Jeffery Yabuki	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		
4	SP 1: Update Computer Systems to Increase Competitiveness while Enhancing Privacy Protection	SH	Against	Against
5	SP 2: Adopt a Diversity Target Higher than 40% for the Composition of the Board of Directors for the Next Five Years	SH	Against	For

 $Blended\ Rationale:\ Diversity-A\ vote\ FOR\ is\ applied\ as\ whilst\ LGIM\ recognises\ the\ company's\ current\ efforts\ on\ diversity, a\ commitment\ such\ as\ this\ would\ continue\ to\ demonstrate\ leadership\ on\ this\ critical\ issue.$

Date range covered: 04/01/2020 to 04/30/2020

Adobe Inc.

Meeting Date: 04/09/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 00724F101

Ticker: ADBE

Primary ISIN: US00724F1012

oposal umber	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Amy L. Banse	Mgmt	For	For
1b	Elect Director Frank A. Calderoni	Mgmt	For	For
1c	Elect Director James E. Daley	Mgmt	For	For
1d	Elect Director Laura B. Desmond	Mgmt	For	For
1e	Elect Director Charles M. Geschke	Mgmt	For	For
1f	Elect Director Shantanu Narayen	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote agains CEO due to risk management and oversight.	t is applied as LGIM expe	cts companies to separate the roles o	f Chair and
1g	Elect Director Kathleen Oberg	Mgmt	For	For
1h	Elect Director Dheeraj Pandey	Mgmt	For	For
1i	Elect Director David A. Ricks	Mgmt	For	For
lj	Elect Director Daniel L. Rosensweig	Mgmt	For	For
1k	Elect Director John E. Warnock	Mgmt	For	For
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against on a regular basis.	is applied as LGIM expec	ts the role of the external auditor to b	e put to tender
1	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Report on Gender Pay Gap	SH	Against	For

Dow Inc.

Meeting Date: 04/09/2020 Country: USA
Meeting Type: Annual

the initiatives it is applying to close any stated gap.

Primary Security ID: 260557103

Ticker: DOW

Date range covered: 04/01/2020 to 04/30/2020

Dow Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1a	Elect Director Samuel R. Allen	Mgmt	For	For
1b	Elect Director Ajay Banga	Mgmt	For	For
1c	Elect Director Jacqueline K. Barton	Mgmt	For	For
1d	Elect Director James A. Bell	Mgmt	For	Against
	Blended Rationale: Independence: A vote agains maintain independence, relevant skills, experience		ects a board to be regularly refreshed in order	to
1e	Elect Director Wesley G. Bush	Mgmt	For	For
1f	Elect Director Richard K. Davis	Mgmt	For	For
	Float Divertor Joff M. Fattin	Manut	For	Against
1g	Elect Director Jeff M. Fettig	Mgmt	101	, tgainst
1g	Blended Rationale: Lead Independent Director: A lead director where there is a combined Board Ch to be regularly refreshed in order to maintain indep	vote against is applied a air and CEO.Independer	as LGIM expects companies to elect an indep nce: A vote against is applied as LGIM expect:	endent
1g 1h	Blended Rationale: Lead Independent Director: A lead director where there is a combined Board Ch	vote against is applied a air and CEO.Independer	as LGIM expects companies to elect an indep nce: A vote against is applied as LGIM expect:	endent
	Blended Rationale: Lead Independent Director: A lead director where there is a combined Board Ch to be regularly refreshed in order to maintain indep	vote against is applied a air and CEO.Independer bendence, relevant skills, Mgmt	as LGIM expects companies to elect an indep nce: A vote against is applied as LGIM expect , experience and diversity.	endent s a board Against
	Blended Rationale: Lead Independent Director: A lead director where there is a combined Board Ch to be regularly refreshed in order to maintain independent Director Jim Fitterling Blended Rationale: Joint Chair/CEO: A vote again	vote against is applied a air and CEO.Independer bendence, relevant skills, Mgmt	as LGIM expects companies to elect an indep nce: A vote against is applied as LGIM expect , experience and diversity.	endent s a board Against
1h	Blended Rationale: Lead Independent Director: A lead director where there is a combined Board Ch to be regularly refreshed in order to maintain independent Director Jim Fitterling Blended Rationale: Joint Chair/CEO: A vote again CEO due to risk management and oversight.	vote against is applied a air and CEO.Independer bendence, relevant skills, Mgmt st is applied as LGIM exp	as LGIM expects companies to elect an indepence: A vote against is applied as LGIM expects, experience and diversity. For ects companies to separate the roles of Chair	endent s a board Against
1h	Blended Rationale: Lead Independent Director: A lead director where there is a combined Board Ch to be regularly refreshed in order to maintain independent Director Jim Fitterling Blended Rationale: Joint Chair/CEO: A vote again CEO due to risk management and oversight. Elect Director Jacqueline C. Hinman	vote against is applied a air and CEO.Independer pendence, relevant skills, Mgmt st is applied as LGIM exp	as LGIM expects companies to elect an indepence: A vote against is applied as LGIM expects, experience and diversity. For ects companies to separate the roles of Chair	endent s a board Against r and
1h 1i 1j	Blended Rationale: Lead Independent Director: A lead director where there is a combined Board Ch to be regularly refreshed in order to maintain independent Director Jim Fitterling Blended Rationale: Joint Chair/CEO: A vote again CEO due to risk management and oversight. Elect Director Jacqueline C. Hinman Elect Director Jill S. Wyant	wote against is applied a air and CEO.Independer pendence, relevant skills, Mgmt st is applied as LGIM exp Mgmt Mgmt	as LGIM expects companies to elect an independence: A vote against is applied as LGIM expects, experience and diversity. For ects companies to separate the roles of Chair	endent s a board Against r and For For
1h 1i 1j 1k	Blended Rationale: Lead Independent Director: A lead director where there is a combined Board Ch to be regularly refreshed in order to maintain independent Director Jim Fitterling Blended Rationale: Joint Chair/CEO: A vote again CEO due to risk management and oversight. Elect Director Jacqueline C. Hinman Elect Director Jill S. Wyant Elect Director Daniel W. Yohannes Advisory Vote to Ratify Named Executive	Note against is applied a air and CEO.Independer pendence, relevant skills, Mgmt st is applied as LGIM exp Mgmt Mgmt Mgmt	as LGIM expects companies to elect an independer: A vote against is applied as LGIM expects, experience and diversity. For ects companies to separate the roles of Chair For For For For	endent s a board Against r and For For For

Synopsys, Inc.

on a regular basis.

Meeting Date: 04/09/2020	Country: USA Meeting Type: Annual	Primary Security ID: 871607107 Ticker: SNPS
	Primary ISIN: US8716071076	

Date range covered: 04/01/2020 to 04/30/2020

Synopsys, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1.1	Elect Director Aart J. de Geus	Mgmt	For	Withhold
	Blended Rationale: Joint Chair/CEO: A vote agains CEO due to risk management and oversight. Indeprefreshed in order to maintain independence, releva	endence: A vote against	is applied as LGIM expects a board to	
1.2	Elect Director Chi-Foon Chan	Mgmt	For	For
1.3	Elect Director Janice D. Chaffin	Mgmt	For	Withhold
	Blended Rationale: Average board tenure: A vot to maintain independence, relevant skills, experien		GIM expects a board to be regularly	y refreshed in order
1.4	Elect Director Bruce R. Chizen	Mgmt	For	For
1.5	Elect Director Mercedes Johnson	Mgmt	For	For
1.6	Elect Director Chrysostomos L. "Max" Nikias	Mgmt	For	For
1.7	Elect Director John Schwarz	Mgmt	For	For
1.8	Elect Director Roy Vallee	Mgmt	For	Withhold
	Blended Rationale: Independence: A vote against maintain independence, relevant skills, experience		ts a board to be regularly refreshed in	order to
1.9	Elect Director Steven C. Walske	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
5	Ratify KPMG LLP as Auditors	Mgmt	For	Against

Fifth Third Bancorp

Meeting Date: 04/14/2020	Country: USA	Primary Security ID: 316773100
	Meeting Type: Annual	Ticker: FITB

Primary ISIN: US3167731005

 Proposal Number
 Proposal Text
 Proponent
 Mgmt Rec
 Vote Instruction

 1.1
 Elect Director Nicholas K. Akins
 Mgmt
 For
 For

Date range covered: 04/01/2020 to 04/30/2020

Fifth Third Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director B. Evan Bayh, III	Mgmt	For	For
1.3	Elect Director Jorge L. Benitez	Mgmt	For	For
1.4	Elect Director Katherine B. Blackburn	Mgmt	For	For
1.5	Elect Director Emerson L. Brumback	Mgmt	For	For
1.6	Elect Director Jerry W. Burris	Mgmt	For	For
1.7	Elect Director Greg D. Carmichael	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is ap CEO due to risk management and oversight.	plied as LGIM expects cor	npanies to separate the roles of Chair and	
1.8	Elect Director C. Bryan Daniels	Mgmt	For	For
1.9	Elect Director Thomas H. Harvey	Mgmt	For	For
1.10	Elect Director Gary R. Heminger	Mgmt	For	For
1.11	Elect Director Jewell D. Hoover	Mgmt	For	For
1.12	Elect Director Eileen A. Mallesch	Mgmt	For	For
1.13	Elect Director Michael B. McCallister	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against is app year.	lied as LGIM has had conc	erns with the remuneration policy for the past	
1.14	Elect Director Marsha C. Williams	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is appon a regular basis.	olied as LGIM expects the I	role of the external auditor to be put to tender	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance conditional awards to be assessed against performance conditions to		·	
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

Commerce Bancshares, Inc.

Meeting Date: 04/15/2020Country: USAPrimary Security ID: 200525103Meeting Type: AnnualTicker: CBSH

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John R. Capps	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Commerce Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Karen L. Daniel	Mgmt	For	For
1.3	Elect Director W. Thomas Grant, II	Mgmt	For	Withhold
	Blended Rationale: Average board tenure: A vote at to maintain independence, relevant skills, experience a declassified board as directors should stand for re LGIM has had concerns with the remuneration police	ce and diversity. Classified e-election on an annual ba	Board: A vote against is applied as LGIM supports	
1.4	Elect Director David W. Kemper	Mgmt	For	Withhold
	Blended Rationale: Independence: A vote against is maintain independence, relevant skills, experience a		a board to be regularly refreshed in order to	
2	Ratify KPMG LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is on a regular basis.	s applied as LGIM expects	s the role of the external auditor to be put to tender	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance co awards to be assessed against performance cond performance.Remuneration: Performance period. A three year period	litions to ensure alignme	ent of remuneration with company	

The Bank of New York Mellon Corporation

Meeting Date: 04/15/2020 Country: USA Primary Security ID: 064058100

Meeting Type: Annual Ticker: BK

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda Z. Cook	Mgmt	For	For
1b	Elect Director Joseph J. Echevarria	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote against is an not to hold too many external positions to ensure they ca	•	• • •	
1c	Elect Director Thomas P. "Todd" Gibbons	Mgmt	For	For
1d	Elect Director Jeffrey A. Goldstein	Mgmt	For	For
1e	Elect Director Edmund F. "Ted" Kelly	Mgmt	For	For
1f	Elect Director Jennifer B. Morgan	Mgmt	For	For
1g	Elect Director Elizabeth E. Robinson	Mgmt	For	For
1h	Elect Director Samuel C. Scott, III	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

The Bank of New York Mellon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1i	Elect Director Frederick O. Terrell	Mgmt	For	For	
1j	Elect Director Alfred W. "AI" Zollar	Mgmt	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	
4	Report on Gender Pay Gap	SH	Against	For	
	Blended Rationale: Transparency: A vote in favour is applied as LGIM expects companies to disclose meaningful information on its gender pay gap and the initiatives it is applying to close any stated gap.				
5	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	

Celanese Corporation

Meeting Date: 04/16/2020

Country: USA

Primary Security ID: 150870103

Meeting Type: Annual

Ticker: CE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jean S. Blackwell	Mgmt	For	For
1b	Elect Director William M. Brown	Mgmt	For	For
1c	Elect Director Edward G. Galante	Mgmt	For	For
1d	Elect Director Kathryn M. Hill	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against is app year.	lied as LGIM has had conc	erns with the remuneration policy for the past	
1e	Elect Director David F. Hoffmeister	Mgmt	For	For
1f	Elect Director Jay V. Ihlenfeld	Mgmt	For	For
1g	Elect Director Mark C. Rohr	Mgmt	For	For
1h	Elect Director Kim K. W. Rucker	Mgmt	For	For
1 i	Elect Director Lori J. Ryerkerk	Mgmt	For	For
1j	Elect Director John K. Wulff	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Celanese Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Blended Rationale: Remuneration: Performance conditions. A vote against is applied as LGIM expects a sufficient portion of awards to be assessed against performance conditions to ensure alignment of remuneration with company performance.

Fairfax Financial Holdings Limited

Meeting Date: 04/16/2020 Country: Canada

Primary Security ID: 303901102

Meeting Type: Annual Ticker: FFH

Primary ISIN: CA3039011026

Proposal				Vote	
Number	Proposal Text	Proponent	Mgmt Rec	Instruction	
1.1	Elect Director Anthony F. Griffiths	Mgmt	For	Withhold	
	Blended Rationale: Independence: A vote aga maintain independence, relevantskills, experie expects companies to obtain annual shareholde	ence and diversity.Remunera	tion: A vote against has been applied as LGIM		
1.2	Elect Director Robert J. Gunn	Mgmt	For	Withhold	
	Blended Rationale: Remuneration: A vote agai approval of executive directors' pay and non-ex	• • •	expects companies to obtain annual shareholder		
1.3	Elect Director Karen L. Jurjevich	Mgmt	For	For	
1.4	Elect Director R. William McFarland	Mgmt	For	For	
1.5	Elect Director Christine N. McLean	Mgmt	For	For	
1.6	Elect Director Timothy R. Price	Mgmt	For	For	
1.7	Elect Director Brandon W. Sweitzer	Mgmt	For	Withhold	
	Blended Rationale: Remuneration: A vote against has been applied as LGIM expects companies to obtain annual shareholder approval of executive directors' pay and non-executive directors' fees.				
1.8	Elect Director Lauren C. Templeton	Mgmt	For	For	
1.9	Elect Director Benjamin P. Watsa	Mgmt	For	For	
1.10	Elect Director V. Prem Watsa	Mgmt	For	Withhold	
		dependence: A vote against i	cts companies to separate the roles of Chair and s applied as LGIM expects a board to be regularly diversity.		
1.11	Elect Director William C. Weldon	Mgmt	For	For	

Date range covered: 04/01/2020 to 04/30/2020

Fairfax Financial Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Withhold

Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.

PPG Industries, Inc.

Meeting Date: 04/16/2020

Country: USA

Primary Security ID: 693506107

Meeting Type: Annual

Ticker: PPG

Primary ISIN: US6935061076

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stephen F. Angel	Mgmt	For	For
1.2	Elect Director Hugh Grant	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against CEO due to risk management and oversight. Independence, relevant	ndence: A vote against	is applied as LGIM expects a board to be regula	
1.3	Elect Director Melanie L. Healey	Mgmt	For	For
2.1	Elect Director Kathleen A. Ligocki	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Declassify the Board of Directors	Mgmt	For	For
5	Reduce Supermajority Vote Requirement	Mgmt	For	For
6	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For

Agilent Technologies, Inc.

Meeting Date: 04/17/2020

Country: USA

Primary Security ID: 00846U101

Meeting Type: Annual

Ticker: A

Primary ISIN: US00846U1016

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Heidi Kunz	Mgmt	For	Against

Date range covered: 04/01/2020 to 04/30/2020

Agilent Technologies, Inc.

Proposal Text	Proponent	Mgmt Rec	Vote Instruction
•		ied as LGIM supports a declassified boar	rd as
Elect Director Susan H. Rataj	Mgmt	For	Against
•		ed as LGIM supports a declassified boar	rd as
Elect Director George A. Scangos	Mgmt	For	Against
•		ed as LGIM supports a declassified boar	rd as
Elect Director Dow R. Wilson	Mgmt	For	Against
•		ied as LGIM supports a declassified boar	rd as
Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Policy Rationale: Classified Boadirectors are expected to stand for re-election on an Elect Director Susan H. Rataj Blended Rationale: Policy Rationale: Classified Boadirectors are expected to stand for re-election on an Elect Director George A. Scangos Blended Rationale: Policy Rationale: Classified Boadirectors are expected to stand for re-election on an Elect Director Dow R. Wilson Blended Rationale: Policy Rationale: Classified Boadirectors are expected to stand for re-election on an Approve Qualified Employee Stock Purchase Plan Advisory Vote to Ratify Named Executive Officers' Compensation Ratify PricewaterhouseCoopers LLP as	Blended Rationale: Policy Rationale: Classified Board: A vote against is applied irectors are expected to stand for re-election on an annual basis. Elect Director Susan H. Rataj Mgmt Blended Rationale: Policy Rationale: Classified Board: A vote against is applied irectors are expected to stand for re-election on an annual basis. Elect Director George A. Scangos Mgmt Blended Rationale: Policy Rationale: Classified Board: A vote against is applied irectors are expected to stand for re-election on an annual basis. Elect Director Dow R. Wilson Mgmt Blended Rationale: Policy Rationale: Classified Board: A vote against is applied irectors are expected to stand for re-election on an annual basis. Approve Qualified Employee Stock Purchase Mgmt Plan Advisory Vote to Ratify Named Executive Mgmt Officers' Compensation Ratify PricewaterhouseCoopers LLP as Mgmt	Blended Rationale: Policy Rationale: Classified Board: A vote against is applied as LGIM supports a declassified board directors are expected to stand for re-election on an annual basis. Elect Director Susan H. Rataj Mgmt For Blended Rationale: Policy Rationale: Classified Board: A vote against is applied as LGIM supports a declassified board directors are expected to stand for re-election on an annual basis. Elect Director George A. Scangos Mgmt For Blended Rationale: Policy Rationale: Classified Board: A vote against is applied as LGIM supports a declassified board directors are expected to stand for re-election on an annual basis. Elect Director Dow R. Wilson Mgmt For Blended Rationale: Policy Rationale: Classified Board: A vote against is applied as LGIM supports a declassified board directors are expected to stand for re-election on an annual basis. Approve Qualified Employee Stock Purchase Mgmt For Advisory Vote to Ratify Named Executive Mgmt For Officers' Compensation Ratify PricewaterhouseCoopers LLP as Mgmt For

Jefferies Financial Group Inc.

on a regular basis.

Meeting Date: 04/17/2020	Country: USA	Primary Security ID: 47233W109
	Meeting Type: Annual	Ticker: JEF
	D.:	

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda L. Adamany	Mgmt	For	For
1b	Elect Director Barry J. Alperin	Mgmt	For	For
1c	Elect Director Robert D. Beyer	Mgmt	For	For
1d	Elect Director Francisco L. Borges	Mgmt	For	For
1e	Elect Director Brian P. Friedman	Mgmt	For	For
1 f	Elect Director MaryAnne Gilmartin	Mgmt	For	For
1g	Elect Director Richard B. Handler	Mgmt	For	Against

 $Blended\ Rationale: Board\ mandates: A\ vote\ against\ is\ applied\ as\ LGIM\ expects\ a\ CEO\ (or\ Chair/CEO)\ or\ Non-Executive\ Director\ not\ to\ hold\ too\ many\ external\ positions\ to\ ensure\ they\ can\ undertake\ their\ duties\ effectively.$

Date range covered: 04/01/2020 to 04/30/2020

Jefferies Financial Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Robert E. Joyal	Mgmt	For	For
1i	Elect Director Jacob M. Katz	Mgmt	For	For
1j	Elect Director Michael T. O'Kane	Mgmt	For	For
1k	Elect Director Stuart H. Reese	Mgmt	For	For
11	Elect Director Joseph S. Steinberg	Mgmt	For	Against
2	Blended Rationale: Independence: A vote against is ap maintain independence, relevant skills, experience and Advisory Vote to Ratify Named Executive		oard to be regularly refreshed in order to For	Against
	Officers' Compensation Blended Rationale: Remuneration: Uncapped. A vote a as a percentage of salary or a fixed number of shares. A entirely based on a pre-set, objective metric, the target that another NEO is compensated at the CEO's level. requirement went unmet, the compensation committee pre-determined performance goals and pay.	vote AGAINST this propo payout opportunity is out Additionally, although tl	sal is warranted. Although the annual bonus is sized. This problem is compounded by the fact ne bonus program's threshold performance	
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Stanley Black & Decker, Inc.

Meeting Date: 04/17/2020 Country: USA Primary Security ID: 854502101

Meeting Type: Annual Ticker: SWK

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
1.1	Elect Director Andrea J. Ayers	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against year.	st is applied as LGIM has h	nad concerns with the remune	eration policy for the past
1.2	Elect Director George W. Buckley	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote agai too many external roles to ensure they can under			Directors not to hold
1.3	Elect Director Patrick D. Campbell	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote agai too many external roles to ensure they can under			Directors not to hold
1.4	Elect Director Carlos M. Cardoso	Mgmt	For	For
1.5	Elect Director Robert B. Coutts	Mgmt	For	For
1.6	Elect Director Debra A. Crew	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Stanley Black & Decker, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Michael D. Hankin	Mgmt	For	For
1.8	Elect Director James M. Loree	Mgmt	For	For
1.9	Elect Director Dmitri L. Stockton	Mgmt	For	For
1.10	Elect Director Irving Tan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance period over a three year period.	A vote against is applied a	sLGIM expects performance to be measured	
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is appon a regular basis.	olied as LGIM expects the r	role of the external auditor to be put to tender	
4	Provide Right to Act by Written Consent	SH	Against	Against

American Electric Power Company, Inc.

Meeting Date: 04/21/2020 Country: USA

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Primary Security ID: 025537101

Meeting Type: Annual

Ticker: AEP

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nicholas K. Akins	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is ap CEO due to risk management and oversight.	plied as LGIM expects cor	mpanies to separate the roles of Chair and	
1.2	Elect Director David J. Anderson	Mgmt	For	For
1.3	Elect Director J. Barnie Beasley, Jr.	Mgmt	For	For
1.4	Elect Director Ralph D. Crosby, Jr.	Mgmt	For	For
1.5	Elect Director Art A. Garcia	Mgmt	For	For
1.6	Elect Director Linda A. Goodspeed	Mgmt	For	For
1.7	Elect Director Thomas E. Hoaglin	Mgmt	For	For
1.8	Elect Director Sandra Beach Lin	Mgmt	For	For
1.9	Elect Director Margaret M. McCarthy	Mgmt	For	For
1.10	Elect Director Richard C. Notebaert	Mgmt	For	For
1.11	Elect Director Stephen S. Rasmussen	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

American Electric Power Company, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Elect Director Oliver G. Richard, III	Mgmt	For	For
1.13	Elect Director Sara Martinez Tucker	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Canadian Pacific Railway Limited

Meeting Date: 04/21/2020

Country: Canada **Meeting Type:** Annual **Primary Security ID:** 13645T100

Ticker: CP

Primary ISIN: CA13645T1003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify Deloitte LLP as Auditors	Mgmt	For	For
2	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
3.1	Elect Director John Baird	Mgmt	For	For
3.2	Elect Director Isabelle Courville	Mgmt	For	For
3.3	Elect Director Keith E. Creel	Mgmt	For	For
3.4	Elect Director Gillian (Jill) H. Denham	Mgmt	For	For
3.5	Elect Director Edward R. Hamberger	Mgmt	For	For
3.6	Elect Director Rebecca MacDonald	Mgmt	For	For
3.7	Elect Director Edward L. Monser	Mgmt	For	For
3.8	Elect Director Matthew H. Paull	Mgmt	For	For
3.9	Elect Director Jane L. Peverett	Mgmt	For	For
3.10	Elect Director Andrea Robertson	Mgmt	For	For
3.11	Elect Director Gordon T. Trafton	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Citigroup Inc.

Meeting Date: 04/21/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 172967424

Ticker: C

Primary ISIN: US1729674242

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1a	Elect Director Michael L. Corbat	Mgmt	For	For
1b	Elect Director Ellen M. Costello	Mgmt	For	For
1c	Elect Director Grace E. Dailey	Mgmt	For	For
1d	Elect Director Barbara J. Desoer	Mgmt	For	For
1e	Elect Director John C. Dugan	Mgmt	For	For
1f	Elect Director Duncan P. Hennes	Mgmt	For	For
1g	Elect Director Peter B. Henry	Mgmt	For	For
1h	Elect Director S. Leslie Ireland	Mgmt	For	For
1i	Elect Director Lew W. (Jay) Jacobs, IV	Mgmt	For	For
1j	Elect Director Renee J. James	Mgmt	For	For
1k	Elect Director Gary M. Reiner	Mgmt	For	For
11	Elect Director Diana L. Taylor	Mgmt	For	For
1m	Elect Director James S. Turley	Mgmt	For	For
1n	Elect Director Deborah C. Wright	Mgmt	For	For
10	Elect Director Alexander R. Wynaendts	Mgmt	For	For
1p	Elect Director Ernesto Zedillo Ponce de Leon	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is on a regular basis.	applied as LGIM expects	the role of the external auditor to b	pe put to tender
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
5	Amend Proxy Access Right	SH	Against	For
	Blended Rationale: Proxy access: A vote in favour is a shareholders in aggregate, with an aggregate holdin			
6	Review on Governance Documents	SH	Against	Against
7	Report on Lobbying Payments and Policy	SH	Against	For

 $Blended\ Rationale: Political\ lobbying: A\ vote\ in\ favour\ is\ applied\ as\ LGIM\ expects\ companies\ to\ provide\ sufficient\ disclosure\ on\ such\ contributions$

Date range covered: 04/01/2020 to 04/30/2020

Domino's Pizza, Inc.

Meeting Date: 04/21/2020

Country: USA

Primary Security ID: 25754A201

Meeting Type: Annual

Ticker: DPZ

Primary ISIN: US25754A2015

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David A. Brandon	Mgmt	For	Withhold
	Blended Rationale: Independence: A vote against is maintain independence, relevant skills, experience as		s a board to be regularly refreshed in order to	
1.2	Elect Director Richard E. Allison, Jr.	Mgmt	For	For
1.3	Elect Director C. Andrew Ballard	Mgmt	For	For
1.4	Elect Director Andrew B. Balson	Mgmt	For	Withhold
1 5	Blended Rationale: Independence: A vote against is maintain independence, relevant skills, experience a concerns with the remuneration policy for the pastye	and diversity.Remuneratear.	cion: A vote against is applied as LGIM has had	Ecr
1.5	Elect Director Corie S. Barry	Mgmt	For	For
1.6	Elect Director Diana F. Cantor	Mgmt	For	For
	Elect Director Diana F. Cantor Elect Director Richard L. Federico	Mgmt Mgmt	For	For
1.7		,		
1.6 1.7 1.8 1.9	Elect Director Richard L. Federico	Mgmt	For	For
1.7 1.8	Elect Director Richard L. Federico Elect Director James A. Goldman	Mgmt Mgmt	For	For For

M&T Bank Corporation

three year period.

Meeting Date: 04/21/2020

Country: USA

Primary Security ID: 55261F104

Meeting Type: Annual

Ticker: MTB

Primary ISIN: US55261F1049

performance. Remuneration: Performance period. A vote against is applied as LGIM expects performance to be measured over a

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director C. Angela Bontempo	Mgmt	For	Withhold

Date range covered: 04/01/2020 to 04/30/2020

M&T Bank Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Blended Rationale: Independence: A vote against is a maintain independence, relevant skills, experience an		cts a board to be regularly refreshed in order to	
1.2	Elect Director Robert T. Brady	Mgmt	For	Withhold
	Blended Rationale: Independence: A vote against is a maintain independence, relevant skills, experience an		cts a board to be regularly refreshed in order to	
1.3	Elect Director T. Jefferson Cunningham, III	Mgmt	For	For
1.4	Elect Director Gary N. Geisel	Mgmt	For	Withhold
	Blended Rationale: Remuneration: A vote against i year.	s applied as LGIM ha	as had concerns with the remuneration policy fo	or the past
1.5	Elect Director Richard S. Gold	Mgmt	For	For
1.6	Elect Director Richard A. Grossi	Mgmt	For	For
1.7	Elect Director John D. Hawke, Jr.	Mgmt	For	For
1.8	Elect Director Rene F. Jones	Mgmt	For	Withhold
	Blended Rationale: Joint Chair/CEO: A vote against is CEO due to risk management and oversight.	applied as LGIM exp	ects companies to separate the roles of Chair and	
1.9	Elect Director Richard H. Ledgett, Jr.	Mgmt	For	For
1.10	Elect Director Newton P.S. Merrill	Mgmt	For	For
1.11	Elect Director Kevin J. Pearson	Mgmt	For	For
1.12	Elect Director Melinda R. Rich	Mgmt	For	For
1.13	Elect Director Robert E. Sadler, Jr.	Mgmt	For	For
1.14	Elect Director Denis J. Salamone	Mgmt	For	Withhold
	Blended Rationale: WITHHOLD votes from Denis Sala committee	amone for serving as a	a non-independent member of a key board	
1.15	Elect Director John R. Scannell	Mgmt	For	Withhold
	Blended Rationale: Board mandates: A vote against is not to hold too many external positions to ensure they			tor
1.16	Elect Director David S. Scharfstein	Mgmt	For	For
1.17	Elect Director Herbert L. Washington	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Uncapped. A vote as a percentage of salary or a fixed number of shares		LGIM expects all incentive plans to be capped either	er
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is a	applied as LGIM expe	cts the role of the external auditor to be put to ten	der

Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.

Date range covered: 04/01/2020 to 04/30/2020

Moody's Corporation

Meeting Date: 04/21/2020

Country: USA

Primary Security ID: 615369105

Meeting Type: Annual

Ticker: MCO

Primary ISIN: US6153691059

Proposal				
Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Basil L. Anderson	Mgmt	For	Against
	Blended Rationale: Independence: A vote against maintain independence, relevant skills, experience a		spects a board to be regularly re	efreshed in order to
1b	Elect Director Jorge A. Bermudez	Mgmt	For	For
1c	Elect Director Therese Esperdy	Mgmt	For	For
1d	Elect Director Vincent A. Forlenza	Mgmt	For	For
1e	Elect Director Kathryn M. Hill	Mgmt	For	For
1f	Elect Director Raymond W. McDaniel, Jr.	Mgmt	For	For
1g	Elect Director Henry A. McKinnell, Jr.	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is maintain independence, relevant skills, experience a		tts a board to be regularly refresh	ed in order to
1h	Elect Director Leslie F. Seidman	Mgmt	For	For
1i	Elect Director Bruce Van Saun	Mgmt	For	For
2a	Eliminate Supermajority Vote Requirements to Amend Charter and Bylaws	Mgmt	For	For
2b	Eliminate Supermajority Vote Requirement to Remove Directors	Mgmt	For	For
2c	Eliminate Supermajority Vote Requirement for Filling Open Board Seats	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Newmont Corporation

Meeting Date: 04/21/2020

Country: USA

Primary Security ID: 651639106

Meeting Type: Annual

Ticker: NEM

Date range covered: 04/01/2020 to 04/30/2020

Newmont Corporation

Proposal Text	Proponent	Mgmt Rec	Vote Instruction
Elect Director Gregory H. Boyce	Mgmt	For	For
Elect Director Bruce R. Brook	Mgmt	For	For
Elect Director J. Kofi Bucknor	Mgmt	For	For
Elect Director Maura Clark	Mgmt	For	For
Elect Director Matthew Coon Come	Mgmt	For	For
Elect Director Noreen Doyle	Mgmt	For	Against
	•	ard to be regularly refreshed in order to	
Elect Director Veronica M. Hagen	Mgmt	For	Against
	•	ard to be regularly refreshed in order to	
Elect Director Rene Medori	Mgmt	For	For
Elect Director Jane Nelson	Mgmt	For	For
Elect Director Thomas Palmer	Mgmt	For	For
Elect Director Julio M. Quintana	Mgmt	For	For
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
Approve Omnibus Stock Plan	Mgmt	For	For
Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
ı	Elect Director Gregory H. Boyce Elect Director Bruce R. Brook Elect Director J. Kofi Bucknor Elect Director Maura Clark Elect Director Matthew Coon Come Elect Director Noreen Doyle Blended Rationale: Independence: A vote against is application independence, relevant skills, experience and direct Director Veronica M. Hagen Blended Rationale: Independence: A vote against is application independence, relevant skills, experience and direct Director Veronica M. Hagen Blended Rationale: Independence: A vote against is application independence, relevant skills, experience and direct Director Rene Medori Elect Director Jane Nelson Elect Director Jane Nelson Elect Director Julio M. Quintana Advisory Vote to Ratify Named Executive Officers' Compensation Approve Omnibus Stock Plan	Elect Director Gregory H. Boyce Mgmt Elect Director Bruce R. Brook Mgmt Elect Director J. Kofi Bucknor Mgmt Elect Director Maura Clark Mgmt Elect Director Matthew Coon Come Mgmt Elect Director Noreen Doyle Mgmt Blended Rationale: Independence: A vote against is applied as LGIM expects a boar maintain independence, relevant skills, experience and diversity. Elect Director Veronica M. Hagen Mgmt Blended Rationale: Independence: A vote against is applied as LGIM expects a boar maintain independence, relevant skills, experience and diversity. Elect Director Veronica M. Hagen Mgmt Blended Rationale: Independence: A vote against is applied as LGIM expects a boar maintain independence, relevant skills, experience and diversity. Elect Director Rene Medori Mgmt Elect Director Jane Nelson Mgmt Elect Director Thomas Palmer Mgmt Elect Director Julio M. Quintana Mgmt Advisory Vote to Ratify Named Executive Mgmt Officers' Compensation Approve Omnibus Stock Plan Mgmt	Elect Director Gregory H. Boyce Mgmt For Elect Director Bruce R. Brook Mgmt For Elect Director J. Kofi Bucknor Mgmt For Elect Director Maura Clark Mgmt For Elect Director Matthew Coon Come Mgmt For Elect Director Noreen Doyle Mgmt For Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Elect Director Veronica M. Hagen Mgmt For Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Elect Director Veronica M. Hagen Mgmt For Elect Director Rene Medori Mgmt For Elect Director Jane Nelson Mgmt For Elect Director Jane Nelson Mgmt For Elect Director Thomas Palmer Mgmt For Elect Director Julio M. Quintana Mgmt For Advisory Vote to Ratify Named Executive Officers' Compensation Mgmt For

Northern Trust Corporation

Meeting Date: 04/21/2020

Country: USA

Primary Security ID: 665859104

Meeting Type: Annual

Ticker: NTRS

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda Walker Bynoe	Mgmt	For	For
1b	Elect Director Susan Crown	Mgmt	For	For
1c	Elect Director Dean M. Harrison	Mgmt	For	For
1d	Elect Director Jay L. Henderson	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Northern Trust Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Marcy S. Klevorn	Mgmt	For	For
1f	Elect Director Siddharth N. "Bobby" Mehta	Mgmt	For	For
1g	Elect Director Michael G. O'Grady	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is a CEO due to risk management and oversight.	oplied as LGIM expects co	mpanies to separate the roles of Chair and	
1h	Elect Director Jose Luis Prado	Mgmt	For	For
1i	Elect Director Thomas E. Richards	Mgmt	For	For
1j	Elect Director Martin P. Slark	Mgmt	For	For
1k	Elect Director David H. B. Smith, Jr.	Mgmt	For	For
11	Elect Director Donald Thompson	Mgmt	For	For
1m	Elect Director Charles A. Tribbett, III	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is appraintain independence, relevant skills, experience and o	•	oard to be regularly refreshed in order to	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

PACCAR Inc

Meeting Date: 04/21/2020	Country: USA Meeting Type: Annual	Primary Security ID: 693718108 Ticker: PCAR
	Primary ISIN: US6937181088	

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1.1	Elect Director Mark C. Pigott	Mgmt	For	Against	
	Blended Rationale: Independence: A vote against is approximation independence, relevant skills, experience and of	•	ard to be regularly refreshed in order to		
1.2	Elect Director Dame Alison J. Carnwath	Mgmt	For	For	
1.3	Elect Director Franklin L. Feder	Mgmt	For	Against	
	Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO (or Chair/CEO) or Non-Executive Director not to hold too many external positions to ensure they can undertake their duties effectively.				
1.4	Elect Director R. Preston Feight	Mgmt	For	For	
1.5	Elect Director Beth E. Ford	Mgmt	For	For	
1.6	Elect Director Kirk S. Hachigian	Mgmt	For	For	

Date range covered: 04/01/2020 to 04/30/2020

PACCAR Inc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Roderick C. McGeary	Mgmt	For	For
1.8	Elect Director John M. Pigott	Mgmt	For	For
1.9	Elect Director Mark A. Schulz	Mgmt	For	For
1.10	Elect Director Gregory M. E. Spierkel	Mgmt	For	For
1.11	Elect Director Charles R. Williamson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Amend Certificate of Incorporation to Confirm Shareholders Right to Call Special Meetings	Mgmt	For	For
4	Provide Right to Act by Written Consent	SH	Against	For

 $Blended\ Rationale: Shareholder\ rights: A\ vote\ in\ favour\ is\ applied\ as\ the\ company\ does\ not\ have\ the\ provision\ for\ shareholders\ to\ call\ a\ special\ meeting.$

Public Service Enterprise Group Incorporated

Meeting Date: 04/21/2020Country: USAPrimary Security ID: 744573106Meeting Type: AnnualTicker: PEG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1.1	Elect Director Ralph Izzo	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote aga CEO due to risk management and oversight.	inst is applied as LGIM exped	cts companies to separate t	he roles of Chair and
1.2	Elect Director Shirley Ann Jackson	Mgmt	For	Against
	Blended Rationale: Independence: A vote again maintain independence, relevant skills, experier	• • • • • • • • • • • • • • • • • • • •	ts a board to be regularly ref	freshed in order to
1.3	Elect Director Willie A. Deese	Mgmt	For	For
1.4	Elect Director David Lilley	Mgmt	For	For
1.5	Elect Director Barry H. Ostrowsky	Mgmt	For	For
1.6	Elect Director Scott G. Stephenson	Mgmt	For	For
1.7	Elect Director Laura A. Sugg	Mgmt	For	For
1.8	Elect Director John P. Surma	Mgmt	For	For
1.9	Elect Director Susan Tomasky	Mgmt	For	For
1.10	Elect Director Alfred W. Zollar	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Public Service Enterprise Group Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against

Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.

Public Storage

Meeting Date: 04/21/2020

Country: USA

Primary Security ID: 74460D109

Meeting Type: Annual

Ticker: PSA

Primary ISIN: US74460D1090

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ronald L. Havner, Jr.	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote again not to hold too many external positions to ensure applied as LGIM expects a board to be regularly rediversity.	they can undertake their d	, ,	
1.2	Elect Director Tamara Hughes Gustavson	Mgmt	For	For
1.3	Elect Director Uri P. Harkham	Mgmt	For	For
1.4	Elect Director Leslie S. Heisz	Mgmt	For	For
1.5	Elect Director B. Wayne Hughes, Jr.	Mgmt	For	For
1.6	Elect Director Avedick B. Poladian	Mgmt	For	For
1.7	Elect Director Gary E. Pruitt	Mgmt	For	For
1.8	Elect Director John Reyes	Mgmt	For	For
1.9	Elect Director Joseph D. Russell, Jr.	Mgmt	For	For
1.10	Elect Director Tariq M. Shaukat	Mgmt	For	For
1.11	Elect Director Ronald P. Spogli	Mgmt	For	For
1.12	Elect Director Daniel C. Staton	Mgmt	For	Against
	Blended Rationale: Independence: A vote against maintain independence, relevantskills, experienc concerns with the remuneration policy for the past	e and diversity.Remunera		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance	period. A vote against is ap	olied as LGIM expects performance to be measured	

Blended Rationale: Remuneration: Performance period. A vote against is applied as LGIM expects performance to be measured over a three year period

Date range covered: 04/01/2020 to 04/30/2020

Public Storage

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against
	Plandad Dationala: Auditor tapura: A vota against is an	nlied as I CIM expects the	role of the external auditor to be put to tender	

Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.

Teck Resources Limited

Meeting Date: 04/21/2020 Country: Canada Primary Security ID: 878742204

Meeting Type: Annual/Special Ticker: TECK.B

Primary ISIN: CA8787422044

Proposal				Vote	
Number	Proposal Text	Proponent	Mgmt Rec	Instruction	
	Meeting for Class A Common and Class B Subordinate Voting Shareholders	Mgmt			
1.1	Elect Director Mayank M. Ashar	Mgmt	For	For	
1.2	Elect Director Quan Chong	Mgmt	For	Withhold	
	Blended Rationale: Vote WITHHOLD for Quan Chong	due to a trend of poor	attendance over multiple years.		
1.3	Elect Director Edward C. Dowling	Mgmt	For	Withhold	
	Blended Rationale: Board mandates: A vote against is a not to hold too many external positions to ensure they come to the state of the	• • • • • • • • • • • • • • • • • • • •	· · · · · · · · · · · · · · · · · · ·		
1.4	Elect Director Eiichi Fukuda	Mgmt	For	For	
1.5	Elect Director Toru Higo	Mgmt	For	For	
1.6	Elect Director Norman B. Keevil, III	Mgmt	For	For	
1.7	Elect Director Donald R. Lindsay	Mgmt	For	For	
1.8	Elect Director Sheila A. Murray	Mgmt	For	Withhold	
	Blended Rationale: A vote against is applied as the company meets the criteria for inclusion in LGIM's Future World Protection List. Companies are incorporated into the list if they fail to meet minimum standards of globally accepted business practices. This includes: companies involved in the manufacture and production of controversial weapons; perennial violators of the United Nations Global Compact (UNGC); and pure coal miners - companies solely involved in the extraction of coal.				
1.9	Elect Director Tracey L. McVicar	Mgmt	For	For	
1.10	Elect Director Kenneth W. Pickering	Mgmt	For	For	
1.11	Elect Director Una M. Power	Mgmt	For	For	
1.12	Elect Director Timothy R. Snider	Mgmt	For	For	
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	

Date range covered: 04/01/2020 to 04/30/2020

Teck Resources Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
4	Amend Stock Option Plan	Mgmt	For	For

Ticker: USB

U.S. Bancorp

Meeting Date: 04/21/2020

Country: USA

Primary Security ID: 902973304

Meeting Type: Annual

Proposal NumberProposal TextProponentMgmt RecVote Instru1aElect Director Warner L. BaxterMgmtForFor
1a Elect Director Warner L. Baxter Mgmt For For
1b Elect Director Dorothy J. Bridges Mgmt For For
1c Elect Director Elizabeth L. Buse Mgmt For For
1d Elect Director Marc N. Casper Mgmt For For
1e Elect Director Andrew Cecere Mgmt For Against
Blended Rationale: Joint Chair/CEO: A vote against is applied as LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight.
1f Elect Director Kimberly J. Harris Mgmt For For
1g Elect Director Roland A. Hernandez Mgmt For For
1h Elect Director Olivia F. Kirtley Mgmt For For
1i Elect Director Karen S. Lynch Mgmt For For
1j Elect Director Richard P. McKenney Mgmt For For
1k Elect Director Yusuf I. Mehdi Mgmt For For
1l Elect Director John P. Wiehoff Mgmt For Against
Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO (or Chair/CEO) or Non-Executive Director not to hold too many external positions to ensure they can undertake their duties effectively.
1m Elect Director Scott W. Wine Mgmt For For
2 Ratify Ernst & Young LLP as Auditors Mgmt For For
Advisory Vote to Ratify Named Executive Mgmt For For Officers' Compensation

Date range covered: 04/01/2020 to 04/30/2020

Whirlpool Corporation

Meeting Date: 04/21/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 963320106

Ticker: WHR

Primary ISIN: US9633201069

posal nber	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
la	Elect Director Samuel R. Allen	Mgmt	For	For
1b	Elect Director Marc R. Bitzer	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote agair CEO due to risk management and oversight.	nst is applied as LGIM expe	cts companies to separate the roles of Cha	air and
1c	Elect Director Greg Creed	Mgmt	For	For
1d	Elect Director Gary T. DiCamillo	Mgmt	For	For
1e	Elect Director Diane M. Dietz	Mgmt	For	For
1f	Elect Director Gerri T. Elliott	Mgmt	For	For
1g	Elect Director Jennifer A. LaClair	Mgmt	For	For
1h	Elect Director John D. Liu	Mgmt	For	For
1i	Elect Director James M. Loree	Mgmt	For	For
1j	Elect Director Harish Manwani	Mgmt	For	For
1k	Elect Director Patricia K. Poppe	Mgmt	For	For
11	Elect Director Larry O. Spencer	Mgmt	For	For
1m	Elect Director Michael D. White	Mgmt	For	Against
	Blended Rationale: Independence: A vote agains maintain independence, relevant skills, experienc		s a board to be regularly refreshed in orde	erto
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against

Bank of America Corporation

Meeting Date: 04/22/2020

on a regular basis.

Country: USA

Primary Security ID: 060505104

Meeting Type: Annual

Ticker: BAC

Date range covered: 04/01/2020 to 04/30/2020

Bank of America Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1a	Elect Director Sharon L. Allen	Mgmt	For	For
1b	Elect Director Susan S. Bies	Mgmt	For	For
1c	Elect Director Jack O. Bovender, Jr.	Mgmt	For	For
1d	Elect Director Frank P. Bramble, Sr.	Mgmt	For	For
1e	Elect Director Pierre J.P. de Weck	Mgmt	For	For
1f	Elect Director Arnold W. Donald	Mgmt	For	For
1g	Elect Director Linda P. Hudson	Mgmt	For	For
1h	Elect Director Monica C. Lozano	Mgmt	For	For
1i	Elect Director Thomas J. May	Mgmt	For	Against
	Blended Rationale: Independence: A vote against maintain independence, relevant skills, experience		s a board to be regularly refreshed	d in order to
1j	Elect Director Brian T. Moynihan	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote agains CEO due to risk management and oversight.	st is applied as LGIM exped	cts companies to separate the role	s of Chair and
1k	Elect Director Lionel L. Nowell, III	Mgmt	For	For
11	Elect Director Denise L. Ramos	Mgmt	For	For
1m	Elect Director Clayton S. Rose	Mgmt	For	For
1n	Elect Director Michael D. White	Mgmt	For	For
10	Elect Director Thomas D. Woods	Mgmt	For	For
1p	Elect Director R. David Yost	Mgmt	For	For
1q	Elect Director Maria T. Zuber	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against on a regular basis.	is applied as LGIM expect	s the role of the external auditor to	o be put to tender
4	Amend Proxy Access Right	SH	Against	For
	Blended Rationale: Proxy access: A vote in favour shareholders in aggregate, with an aggregate hol			
5	Provide Right to Act by Written Consent	SH	Against	Against
6	Report on Gender Pay Gap	SH	Against	For

 $Blended\ Rationale: Transparency: A vote in favour is applied\ as\ LGIM\ expects\ companies\ to\ disclose\ meaningful\ information\ on\ its\ gender\ pay\ gap\ and\ the\ initiatives\ it\ is\ applying\ to\ close\ any\ stated\ gap.$

Date range covered: 04/01/2020 to 04/30/2020

Bank of America Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Review of Statement of the Purpose of a Corporation and Report on Recommended Changes to Governance Documents, Policies, and Practices	SH	Against	Against

Cigna Corporation

Meeting Date: 04/22/2020 Country: USA Primary Security ID: 125523100

Meeting Type: Annual Ticker: CI

Primary ISIN: US1255231003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instru
1.1	Elect Director David M. Cordani	Mgmt	For	For
1.2	Elect Director William J. DeLaney	Mgmt	For	For
1.3	Elect Director Eric J. Foss	Mgmt	For	For
1.4	Elect Director Elder Granger	Mgmt	For	For
1.5	Elect Director Isaiah Harris, Jr.	Mgmt	For	Agains
	Blended Rationale: Independence: A vote again maintain independence, relevant skills, experier		ts a board to be regularly refres	shed in order to
1.6	Elect Director Roman Martinez, IV	Mgmt	For	Agains
	Blended Rationale: Independence: A vote again maintain independence, relevant skills, experier		ts a board to be regularly refres	shed in order to
1.7	Elect Director Kathleen M. Mazzarella	Mgmt	For	For
1.8	Elect Director Mark B. McClellan	Mgmt	For	For
1.9	Elect Director John M. Partridge	Mgmt	For	For
1.10	Elect Director William L. Roper	Mgmt	For	For
1.11	Elect Director Eric C. Wiseman	Mgmt	For	Agains
	Blended Rationale: Remuneration: A vote again year.	nst is applied as LGIM has ha	d concerns with the remunerat	tion policy for the past
1.12	Elect Director Donna F. Zarcone	Mgmt	For	Agains

Blended Rationale: Diversity: A vote against is applied as LGIM expects a company to have at least 25% women on the board with the expectation of reaching a minimum of 30% of women on the board by 2023. We are targeting the largest companies as we believe that these should demonstrate leadership on this critical issue. Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevantskills, experience and diversity.

Date range covered: 04/01/2020 to 04/30/2020

Cigna Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance cawards to be assessed against performance condit	-		
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against on a regular basis.	is applied as LGIM expec	ts the role of the external auditor to be pu	it to tender
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	Blended Rationale: Shareholder rights: A vote in fa 25%.	below		
5	Report on Gender Pay Gap	SH	Against	For

Huntington Bancshares Incorporated

Meeting Date: 04/22/2020 Country: USA

Primary Security ID: 446150104

Meeting Type: Annual

Ticker: HBAN

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lizabeth Ardisana	Mgmt	For	For
1.2	Elect Director Alanna Y. Cotton	Mgmt	For	For
1.3	Elect Director Ann B. "Tanny" Crane	Mgmt	For	For
1.4	Elect Director Robert S. Cubbin	Mgmt	For	For
1.5	Elect Director Steven G. Elliott	Mgmt	For	For
1.6	Elect Director Gina D. France	Mgmt	For	For
1.7	Elect Director J. Michael Hochschwender	Mgmt	For	For
1.8	Elect Director John C. "Chris" Inglis	Mgmt	For	For
1.9	Elect Director Katherine M. A. "Allie" Kline	Mgmt	For	For
1.10	Elect Director Richard W. Neu	Mgmt	For	For
1.11	Elect Director Kenneth J. Phelan	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Huntington Bancshares Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Elect Director David L. Porteous	Mgmt	For	Withhold
	Blended Rationale: Independence: A vote against is a maintain independence, relevant skills, experience an		poard to be regularly refreshed in order to	
1.13	Elect Director Stephen D. Steinour	Mgmt	For	Withhold
	Blended Rationale: Joint Chair/CEO: A vote against is CEO due to risk management and oversight.	applied as LGIM expects o	companies to separate the roles of Chair and	
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Regions Financial Corporation

Meeting Date: 04/22/2020 Country: USA Primary Security ID: 7591EP100

Meeting Type: Annual Ticker: RF

Primary ISIN: US7591EP1005

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carolyn H. Byrd	Mgmt	For	For
1b	Elect Director Don DeFosset	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote agains not to hold too many external positions to ensure the applied as LGIM expects a board to be regularly refridiversity.	ney can undertake their	duties effectively. Independence	e: A vote against is
1c	Elect Director Samuel A. Di Piazza, Jr.	Mgmt	For	For
1d	Elect Director Zhanna Golodryga	Mgmt	For	For
1e	Elect Director John D. Johns	Mgmt	For	For
1f	Elect Director Ruth Ann Marshall	Mgmt	For	For
1g	Elect Director Charles D. McCrary	Mgmt	For	Against
	Blended Rationale: Independence: A vote against i maintain independence, relevant skills, experience a		cts a board to be regularly refresh	ned in order to
1h	Elect Director James T. Prokopanko	Mgmt	For	For
1i	Elect Director Lee J. Styslinger, III	Mgmt	For	For
1j	Elect Director Jose S. Suquet	Mgmt	For	For
1k	Elect Director John M. Turner, Jr.	Mgmt	For	For
11	Elect Director Timothy Vines	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Regions Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is appon a regular basis.	olied as LGIM expects the I	role of the external auditor to be put to tender	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

The Coca-Cola Company

Meeting Date: 04/22/2020

Country: USA

Primary Security ID: 191216100

Meeting Type: Annual

Ticker: KO

Primary ISIN: US1912161007

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction				
1.1	Elect Director Herbert A. Allen	Mgmt	For	For				
1.2	Elect Director Marc Bolland	Mgmt	For	For				
1.3	Elect Director Ana Botin	Mgmt	For	For				
1.4	Elect Director Christopher C. Davis	Mgmt	For	For				
1.5	Elect Director Barry Diller	Mgmt	For	Against				
	Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO (or Chair/CEO) or Non-Executive Director not to hold too many external positions to ensure they can undertake their duties effectively.							
1.6	Elect Director Helene D. Gayle	Mgmt	For	For				
1.7	Elect Director Alexis M. Herman	Mgmt	For	For				
1.8	Elect Director Robert A. Kotick	Mgmt	For	For				
1.9	Elect Director Maria Elena Lagomasino	Mgmt	For	For				
1.10	Elect Director James Quincey	Mgmt	For	Against				
	Blended Rationale: Joint Chair/CEO: A vote against is applied as LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight.							
1.11	Elect Director Caroline J. Tsay	Mgmt	For	For				
1.12	Elect Director David B. Weinberg	Mgmt	For	For				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For				
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	Against				

Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.

Date range covered: 04/01/2020 to 04/30/2020

The Coca-Cola Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Report on the Health Impacts and Risks of	SH	Against	Against

The Sherwin-Williams Company

Meeting Date: 04/22/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 824348106

Ticker: SHW

Primary ISIN: US8243481061

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1.1	Elect Director Kerrii B. Anderson	Mgmt	For	For
1.2	Elect Director Arthur F. Anton	Mgmt	For	For
1.3	Elect Director Jeff M. Fettig	Mgmt	For	For
1.4	Elect Director Richard J. Kramer	Mgmt	For	For
1.5	Elect Director Susan J. Kropf	Mgmt	For	Against
	Blended Rationale: Independence: A vote agains maintain independence, relevant skills, experience		ts a board to be regularly refreshed in	order to
1.6	Elect Director John G. Morikis	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote again CEO due to risk management and oversight.	st is applied as LGIM expe	cts companies to separate the roles of	f Chair and
1.7	Elect Director Christine A. Poon	Mgmt	For	For
1.8	Elect Director Michael H. Thaman	Mgmt	For	For
	Elect Director Matthew Thornton, III	Mgmt	For	For
1.9				_
1.9	Elect Director Steven H. Wunning	Mgmt	For	For
	Elect Director Steven H. Wunning Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt Mgmt	For For	For For

Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.

AGNC Investment Corp.

 Meeting Date: 04/23/2020
 Country: USA
 Primary Security ID: 00123Q104

 Meeting Type: Annual
 Ticker: AGNC

Primary ISIN: US00123Q1040

Date range covered: 04/01/2020 to 04/30/2020

AGNC Investment Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Donna J. Blank	Mgmt	For	For
1.2	Elect Director Morris A. Davis	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against is a year.	applied as LGIM has had co	oncerns with the remuneration policy for the past	
1.3	Elect Director John D. Fisk	Mgmt	For	For
1.4	Elect Director Prue B. Larocca	Mgmt	For	For
1.5	Elect Director Paul E. Mullings	Mgmt	For	For
1.6	Elect Director Frances R. Spark	Mgmt	For	For
1.7	Elect Director Gary D. Kain	Mgmt	For	For
2	Increase Authorized Common Stock	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Uncapped. A vote as a percentage of salary or a fixed number of shares		M expects all incentive plans to be capped either	
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Avery Dennison Corporation

Meeting Date: 04/23/2020

Country: USA

Primary Security ID: 053611109

Meeting Type: Annual

Ticker: AVY

Primary ISIN: US0536111091

roposal umber	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bradley A. Alford	Mgmt	For	For
1b	Elect Director Anthony K. Anderson	Mgmt	For	For
1c	Elect Director Peter K. Barker	Mgmt	For	Against
	Blended Rationale: Independence: A vote again maintain independence, relevant skills, experier	• • • • • • • • • • • • • • • • • • • •	s a board to be regularly refreshed in c	order to
1d	Elect Director Mark J. Barrenechea	Mgmt	For	Against

 $Blended\ Rationale:\ Board\ mandates:\ A\ vote\ against\ is\ applied\ as\ LGIM\ expects\ a\ CEO\ (or\ Chair/CEO)\ or\ Non-Executive\ Director\ not\ to\ hold\ too\ many\ external\ positions\ to\ ensure\ they\ can undertake\ their\ duties\ effectively.$

Date range covered: 04/01/2020 to 04/30/2020

Avery Dennison Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Mitchell R. Butier	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against CEO due to risk management and oversight.	is applied as LGIM expe	ects companies to separate the	roles of Chair and
1 f	Elect Director Ken C. Hicks	Mgmt	For	For
1g	Elect Director Andres A. Lopez	Mgmt	For	For
1h	Elect Director Patrick T. Siewert	Mgmt	For	Against
	Blended Rationale: Independence: A vote against i maintain independence, relevant skills, experience a		ts a board to be regularly refres	shed in order to
1 i	Elect Director Julia A. Stewart	Mgmt	For	Against
	Blended Rationale: Independence: A vote against i maintain independence, relevant skills, experience a		ts a board to be regularly refres	shed in order to
1j	Elect Director Martha N. Sullivan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against i on a regular basis.	s applied as LGIM expec	cts the role of the external audit	tor to be put to tender

Citizens Financial Group, Inc.

Meeting Date: 04/23/2020Country: USAPrimary Security ID: 174610105

Meeting Type: Annual Ticker: CFG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bruce Van Saun	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is ap CEO due to risk management and oversight.	plied as LGIM expects con	npanies to separate the roles of Chair and	
1.2	Elect Director Christine M. Cumming	Mgmt	For	For
1.3	Elect Director William P. Hankowsky	Mgmt	For	For
1.4	Elect Director Howard W. Hanna, III	Mgmt	For	For
1.5	Elect Director Leo I. ("Lee") Higdon	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against is app year.	ied as LGIM has had conc	erns with the remuneration policy for the past	
1.6	Elect Director Edward J. ("Ned") Kelly, III	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Citizens Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Charles J. ("Bud") Koch	Mgmt	For	For
1.8	Elect Director Robert G. Leary	Mgmt	For	For
1.9	Elect Director Terrance J. Lillis	Mgmt	For	For
1.10	Elect Director Shivan Subramaniam	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is ap maintain independence, relevant skills, experience and	•	oard to be regularly refreshed in order to	
1.11	Elect Director Wendy A. Watson	Mgmt	For	For
1.12	Elect Director Marita Zuraitis	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Uncapped. A vote a as a percentage of salary or a fixed number of shares.	gainst is applied as LGIM e	expects all incentive plans to be capped either	
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is ap on a regular basis.	plied as LGIM expects the	role of the external auditor to be put to tender	
4	Provide Right to Call Special Meeting	Mgmt	For	For
5	Amend Certificate of Incorporation to Remove Non-Operative Provisions	Mgmt	For	For

Edison International

Meeting Date: 04/23/2020 Country: USA

Primary Security ID: 281020107

Meeting Type: Annual

Ticker: EIX

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For
1b	Elect Director Michael C. Camunez	Mgmt	For	For
1c	Elect Director Vanessa C.L. Chang	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against is app year.	lied as LGIM has had conc	erns with the remuneration policy for the past	
1d	Elect Director James T. Morris	Mgmt	For	For
1e	Elect Director Timothy T. O'Toole	Mgmt	For	For
1f	Elect Director Pedro J. Pizarro	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Edison International

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Carey A. Smith	Mgmt	For	For
1h	Elect Director Linda G. Stuntz	Mgmt	For	For
1 i	Elect Director William P. Sullivan	Mgmt	For	For
1j	Elect Director Peter J. Taylor	Mgmt	For	For
1k	Elect Director Keith Trent	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance conditi awards to be assessed against performance conditions to		· · · · · · · · · · · · · · · · · · ·	
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against

Healthpeak Properties, Inc.

Meeting Date: 04/23/2020

Country: USA

Primary Security ID: 42250P103

Meeting Type: Annual

Ticker: PEAK

Primary ISIN: US42250P1030

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brian G. Cartwright	Mgmt	For	For
1b	Elect Director Christine N. Garvey	Mgmt	For	For
1c	Elect Director R. Kent Griffin, Jr.	Mgmt	For	For
1d	Elect Director David B. Henry	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote against is an too many external roles to ensure they can undertake the	•	CEO or Non-Executive Directors not to hold	
1e	Elect Director Thomas M. Herzog	Mgmt	For	For
1 f	Elect Director Lydia H. Kennard	Mgmt	For	For
1g	Elect Director Sara G. Lewis	Mgmt	For	For
1h	Elect Director Katherine M. Sandstrom	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Humana Inc.

Meeting Date: 04/23/2020

Country: USA

Primary Security ID: 444859102

Meeting Type: Annual

Ticker: HUM

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Elect Director Kurt J. Hilzinger	Mgmt	For	Against
	Blended Rationale: Independence: A vote against maintain independence, relevant skills, experience	• • • • • • • • • • • • • • • • • • • •	ts a board to be regularly refres	hed in order to
1b	Elect Director Frank J. Bisignano	Mgmt	For	For
1c	Elect Director Bruce D. Broussard	Mgmt	For	For
1d	Elect Director Frank A. D'Amelio	Mgmt	For	Against
	Blended Rationale: Independence: A vote against maintain independence, relevant skills, experience		ts a board to be regularly refres	hed in order to
1e	Elect Director W. Roy Dunbar	Mgmt	For	Against
	Blended Rationale: Independence: A vote against maintain independence, relevant skills, experience		ts a board to be regularly refres	hed in order to
1f	Elect Director Wayne A.I. Frederick	Mgmt	For	For
1g	Elect Director John W. Garratt	Mgmt	For	For
1h	Elect Director David A. Jones, Jr.	Mgmt	For	Against
	Blended Rationale: Independence: A vote against maintain independence, relevant skills, experience		ts a board to be regularly refres	hed in order to
1i	Elect Director Karen W. Katz	Mgmt	For	For
1j	Elect Director William J. McDonald	Mgmt	For	For
1k	Elect Director James J. O'Brien	Mgmt	For	For
11	Elect Director Marissa T. Peterson	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against on a regular basis.	is applied as LGIM expec	ts the role of the external audit	or to be put to tender
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Intuitive Surgical, Inc.

Meeting Date: 04/23/2020

Country: USA

Primary Security ID: 46120E602

Meeting Type: Annual

Ticker: ISRG

Primary ISIN: US46120E6023

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1a	Elect Director Craig H. Barratt	Mgmt	For	For
1b	Elect Director Joseph C. Beery	Mgmt	For	For
1c	Elect Director Gary S. Guthart	Mgmt	For	For
1d	Elect Director Amal M. Johnson	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against is year.	s applied as LGIM has ha	nd concerns with the remuneration policy for the past	
1e	Elect Director Don R. Kania	Mgmt	For	For
1f	Elect Director Amy L. Ladd	Mgmt	For	For
1g	Elect Director Keith R. Leonard, Jr.	Mgmt	For	For
1h	Elect Director Alan J. Levy	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is a maintain independence, relevant skills, experience and		board to be regularly refreshed in order to	
1 i	Elect Director Jami Dover Nachtsheim	Mgmt	For	For
1j	Elect Director Mark J. Rubash	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance cond awards to be assessed against performance conditi performanceRemuneration: Performance period. Available year period	ons to ensure alignment	of remuneration with company	
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	Blended Rationale: Based on evaluation of the estimate Scorecard (EPSC), a vote AGAINST this proposal is water The disclosure of change-in-control ("CIC") vesting trivesting	rranted due to the followi	ng key factor(s):- The plan cost is excessive-	
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For
6	Provide Right to Call Special Meeting	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

J.B. Hunt Transport Services, Inc.

Meeting Date: 04/23/2020

Country: USA

Primary Security ID: 445658107

Meeting Type: Annual

Ticker: JBHT

Primary ISIN: US4456581077

Proposal				Vote		
Number	Proposal Text	Proponent	Mgmt Rec	Instruc		
1.1	Elect Director Douglas G. Duncan	Mgmt	For	For		
1.2	Elect Director Francesca M. Edwardson	Mgmt	For	For		
1.3	Elect Director Wayne Garrison	Mgmt	For	For		
1.4	Elect Director Sharilyn S. Gasaway	Mgmt	For	For		
1.5	Elect Director Gary C. George	Mgmt	For	Against		
	Blended Rationale: Average board tenure: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.					
1.6	Elect Director Bryan Hunt	Mgmt	For	For		
1.7	Elect Director Gale V. King	Mgmt	For	For		
1.8	Elect Director John N. Roberts, III	Mgmt	For	For		
1.9	Elect Director James L. Robo	Mgmt	For	Against		
	Blended Rationale: Independence: A vote agains maintain independence, relevant skills, experien concerns with the remuneration policy for the pas	ce and diversity.Remunera				
1.10	Elect Director Kirk Thompson	Mgmt	For	Against		
	Blended Rationale: Independence: A vote agains maintain independence, relevant skills, experience		s a board to be regularly refreshe	ed in order to		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against		
	Blended Rationale: Remuneration: Performance over a three year period.	period A vote against is app	olied as LGIM expects performanc	ce to be measured		
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For		
4	Report on Political Contributions	SH	Against	For		
	Blended Rationale: Political lobbying: A vote in fasuch contributions.	vour is applied as LGIM exp	ects companies to provide suffici	ient disclosure on		
5	Report on Climate Change Initiatives	SH	Against	For		

 $Blended\,Rationale:\,Climate\,change:\,A\,vote\,in\,favour\,is\,applied\,as\,LGIM\,supports\,proposals\,related\,to\,climate\,change\,as\,we\,consider\,this\,issue\,to\,be\,a\,material\,risk\,to\,companies.$

Date range covered: 04/01/2020 to 04/30/2020

Ratify PricewaterhouseCoopers LLP as

Amend Certificate of Incorporation to Permit

Removal of Directors With or Without Cause

Require Independent Board Chair

3

5

Auditors

on a regular basis.

Johnson & Johnson

Meeting Date: 04/23/2020

Country: USA

Primary Security ID: 478160104

Meeting Type: Annual

Ticker: JNJ

Primary ISIN: US4781601046

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1a	Elect Director Mary C. Beckerle	Mgmt	For	For			
1b	Elect Director D. Scott Davis	Mgmt	For	For			
1c	Elect Director Ian E. L. Davis	Mgmt	For	For			
1d	Elect Director Jennifer A. Doudna	Mgmt	For	For			
1e	Elect Director Alex Gorsky	Mgmt	For	Against			
	CEO due to risk management and oversight. A vote against is applied as the company meets the criteria for inclusion in LGIM's Future World Protection List. Companies are incorporated into the list if they fail to meet minimum standards of globally accepted business practices. This includes: companies involved in the manufacture and production of controversial weapons; perennial violators of the United Nations Global Compact (UNGC); and pure coal miners - companies solely involved in the extraction of coal.						
1f	Elect Director Marillyn A. Hewson	Mgmt	For	For			
1g	Elect Director Hubert Joly	Mgmt	For	For			
1h	Elect Director Mark B. McClellan	Mgmt	For	For			
1i	Elect Director Anne M. Mulcahy	Mgmt	For	For			
1j	Elect Director Charles Prince	Mgmt	For	For			
1k	Elect Director A. Eugene Washington	Mgmt	For	For			
11	Elect Director Mark A. Weinberger	Mgmt	For	For			
1m	Elect Director Ronald A. Williams	Mgmt	For	For			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For			

For

For

Against

Against

For

For

 $Blended\ Rationale:\ Joint\ Chair/CEO:\ A\ vote \ in\ favour\ is\ applied\ as\ LGIM\ expects\ companies\ to\ establish\ the\ role\ of\ independent\ Board\ Chair.$

Mgmt

Mgmt

SH

Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender

Date range covered: 04/01/2020 to 04/30/2020

Johnson & Johnson

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Report on Governance Measures Implemented Related to Opioids	SH	Against	For

Blended Rationale: A vote FOR this proposal is warranted because shareholders would benefit from more specific information about proactive steps the board is taking to mitigate risks related to the manufacture and marketing of opioid-related products, and that incentives are aligned with the health of the communities it serves.

Lockheed Martin Corporation

Meeting Date: 04/23/2020

Country: USA

Primary Security ID: 539830109

Meeting Type: Annual

Ticker: LMT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel F. Akerson	Mgmt	For	For
1.2	Elect Director David B. Burritt	Mgmt	For	For
1.3	Elect Director Bruce A. Carlson	Mgmt	For	For
1.4	Elect Director Joseph F. Dunford, Jr.	Mgmt	For	For
1.5	Elect Director James O. Ellis, Jr.	Mgmt	For	For
1.6	Elect Director Thomas J. Falk	Mgmt	For	For
1.7	Elect Director Ilene S. Gordon	Mgmt	For	For
1.8	Elect Director Marillyn A. Hewson	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is: CEO due to risk management and oversight.	applied as LGIM expects co	ompanies to separate the roles of Chair and	
1.9	Elect Director Vicki A. Hollub	Mgmt	For	For
1.10	Elect Director Jeh C. Johnson	Mgmt	For	For
1.11	Elect Director Debra L. Reed-Klages	Mgmt	For	For
1.12	Elect Director James D. Taiclet, Jr.	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is a on a regular basis.	pplied as LGIM expects the	e role of the external auditor to be put to tender	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
5	Provide Right to Act by Written Consent	SH	Against	Against

Date range covered: 04/01/2020 to 04/30/2020

Pfizer Inc.

Meeting Date: 04/23/2020

Country: USA

Primary Security ID: 717081103

Meeting Type: Annual

Ticker: PFE

Primary ISIN: US7170811035

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ronald E. Blaylock	Mgmt	For	For
1.2	Elect Director Albert Bourla	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote again CEO due to risk management and oversight.	st is applied as LGIM expe	ects companies to separate the roles of Chair	and
1.3	Elect Director W. Don Cornwell	Mgmt	For	For
1.4	Elect Director Joseph J. Echevarria	Mgmt	For	Against
	Blended Rationale: Policy Rationale: Joint Chair/C the roles of Board Chair and CEO without prior sha applied as LGIM expects companies to respond to implement an independent Board Chair. Board m Non-Executive Director not to hold too many ex	areholder approval. Joint C o a meaningful level of sha andates: A vote against is	Chair/CEO: A vote against the relevant director areholder support requesting the company to applied as LGIM expects a CEO (or Chair/CEO	orsis o O) or
1.5	Elect Director Scott Gottlieb	Mgmt	For	For
1.6	Elect Director Helen H. Hobbs	Mgmt	For	For
1.7	Elect Director Susan Hockfield	Mgmt	For	For
1.8	Elect Director James M. Kilts	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote agair not to hold too many external positions to ensure t			Director
1.9	Elect Director Dan R. Littman	Mgmt	For	For
1.10	Elect Director Shantanu Narayen	Mgmt	For	For
1.11	Elect Director Suzanne Nora Johnson	Mgmt	For	For
1.12	Elect Director James Quincey	Mgmt	For	For
1.13	Elect Director James C. Smith	Mgmt	For	For
2	Ratify KPMG LLP as Auditor	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote agains on a regular basis.	t is applied as LGIM expec	cts the role of the external auditor to be put to	tender
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against
5	Amend Proxy Access Right	SH	Against	For

 $Blended\ Rationale: Proxy\ access: A\ vote\ in\ favour\ is\ applied\ as\ LGIM\ expects\ such\ a\ proposal\ to\ at\ least\ allow\ for\ 20\ shareholders\ in\ aggregate,\ with\ an\ aggregate\ holding\ of\ 3\%\ for\ 3\ years\ to\ nominate\ 20\%\ of\ the\ board\ or\ 2\ seats.$

Date range covered: 04/01/2020 to 04/30/2020

Pfizer Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Report on Lobbying Payments and Policy	SH	Against	For
	Blended Rationale: Political lobbying: A vote in favour such contributions.	is applied as LGIM expects	s companies to provide sufficient disclosure on	
7	Require Independent Board Chair	SH	Against	For
	Blended Rationale: Joint Chair/CEO: A vote in favour Board Chair.	s applied as LGIM expects	companies to establish the role of independent	
8	Report on Gender Pay Gap	SH	Against	For
	Blended Rationale: Transparency: A vote in favour is a its gender pay gap and the initiatives it is applying to			
9	Elect Director Susan Desmond-Hellmann	Mgmt	For	For

Snap-on Incorporated

Meeting Date: 04/23/2020

Country: USA

Primary Security ID: 833034101

Meeting Type: Annual

Ticker: SNA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David C. Adams	Mgmt	For	For
1.2	Elect Director Karen L. Daniel	Mgmt	For	For
1.3	Elect Director Ruth Ann M. Gillis	Mgmt	For	For
1.4	Elect Director James P. Holden	Mgmt	For	For
1.5	Elect Director Nathan J. Jones	Mgmt	For	For
1.6	Elect Director Henry W. Knueppel	Mgmt	For	For
1.7	Elect Director W. Dudley Lehman	Mgmt	For	For
1.8	Elect Director Nicholas T. Pinchuk	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is an CEO due to risk management and oversight.	pplied as LGIM expects cor	mpanies to separate the roles of Chair and	
1.9	Elect Director Gregg M. Sherrill	Mgmt	For	For
1.10	Elect Director Donald J. Stebbins	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

SVB Financial Group

Meeting Date: 04/23/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 78486Q101

Ticker: SIVB

Primary ISIN: US78486Q1013

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1.1	Elect Director Greg W. Becker	Mgmt	For	For
1.2	Elect Director Eric A. Benhamou	Mgmt	For	Against
	Blended Rationale: Independence: A vote against maintain independence, relevant skills, experience		ts a board to be regularly refreshed in	n order to
1.3	Elect Director John S. Clendening	Mgmt	For	For
1.4	Elect Director Roger F. Dunbar	Mgmt	For	Against
	Blended Rationale: Independence: A vote against maintain independence, relevant skills, experience		s a board to be regularly refreshed ir	n order to
1.5	Elect Director Joel P. Friedman	Mgmt	For	For
1.6	Elect Director Jeffrey N. Maggioncalda	Mgmt	For	For
1.7	Elect Director Kay Matthews	Mgmt	For	For
1.8	Elect Director Mary J. Miller	Mgmt	For	For
1.9	Elect Director Kate D. Mitchell	Mgmt	For	For
1.10	Elect Director John F. Robinson	Mgmt	For	For
1.11	Elect Director Garen K. Staglin	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against year.	is applied as LGIM has ha	d concerns with the remuneration po	licy for the past
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Uncapped. Av as a percentage of salary or a fixed number of sha		GIM expects all incentive plans to be	capped either
3	Ratify KPMG LLP as Auditors	Mgmt	For	Against

Texas Instruments Incorporated

Meeting Date: 04/23/2020

Country: USA

Primary Security ID: 882508104

Meeting Type: Annual

Ticker: TXN

Date range covered: 04/01/2020 to 04/30/2020

Texas Instruments Incorporated

oposal umber	Proposal Text	Proponent	Mgmt Rec	Vote Instruct		
1a	Elect Director Mark A. Blinn	Mgmt	For	For		
1b	Elect Director Todd M. Bluedorn	Mgmt	For	For		
1c	Elect Director Janet F. Clark	Mgmt	For	For		
1d	Elect Director Carrie S. Cox	Mgmt	For	For		
1e	Elect Director Martin S. Craighead	Mgmt	For	For		
1f	Elect Director Jean M. Hobby	Mgmt	For	For		
1g	Elect Director Michael D. Hsu	Mgmt	For	Against		
	Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO (or Chair/CEO) or Non-Executive Director not to hold too many external positions to ensure they can undertake their duties effectively.					
1h	Elect Director Ronald Kirk	Mgmt	For	For		
Li	Elect Director Pamela H. Patsley	Mgmt	For	Against		
	Blended Rationale: Independence: A vote against maintain independence, relevant skills, experienconcerns with the remuneration policy for the past	ce and diversity.Remuner	<u> </u>			
1j	Elect Director Robert E. Sanchez	Mgmt	For	For		
1k	Elect Director Richard k. Templeton	Mgmt	For	Against		
	Blended Rationale: Joint Chair/CEO: A vote against is applied as LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight. Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.					
	Advisory Vote to Ratify Named Executive	Mgmt	For	Against		
2	Officers' Compensation					
2		nditions to ensure alignr d. A vote against is applied ote against is applied as L0	nent of remuneration with company lastGIM expects performance to be measure	ed over a		

The AES Corporation

Meeting Date: 04/23/2020	Country: USA Meeting Type: Annual	Primary Security ID: 00130H105 Ticker: AES
	Primary ISIN: US00130H1059	

Date range covered: 04/01/2020 to 04/30/2020

The AES Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Janet G. Davidson	Mgmt	For	For
1.2	Elect Director Andres R. Gluski	Mgmt	For	For
1.3	Elect Director Tarun Khanna	Mgmt	For	For
1.4	Elect Director Holly K. Koeppel	Mgmt	For	For
1.5	Elect Director Julia M. Laulis	Mgmt	For	For
1.6	Elect Director James H. Miller	Mgmt	For	For
1.7	Elect Director Alain Monie	Mgmt	For	For
1.8	Elect Director John B. Morse, Jr.	Mgmt	For	For
1.9	Elect Director Moises Naim	Mgmt	For	For
1.10	Elect Director Jeffrey W. Ubben	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Require Shareholder Approval of Bylaw and Charter Amendments Adopted by the Board of Directors	SH	Against	Against

Abbott Laboratories

Meeting Date: 04/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 002824100

Ticker: ABT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1.1	Elect Director Robert J. Alpern	Mgmt	For	For			
1.2	Elect Director Roxanne S. Austin	Mgmt	For	Withhold			
	Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Remuneration: A vote against is applied as LGIM has had concerns with the remuneration policy for the past year.						
1.3	Elect Director Sally E. Blount	Mgmt	For	For			
1.4	Elect Director Robert B. Ford	Mgmt	For	For			
1.5	Elect Director Michelle A. Kumbier	Mgmt	For	For			

Date range covered: 04/01/2020 to 04/30/2020

Abbott Laboratories

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1.6	Elect Director Edward M. Liddy	Mgmt	For	For	
1.7	Elect Director Darren W. McDew	Mgmt	For	For	
1.8	Elect Director Nancy McKinstry	Mgmt	For	Withhold	
	Blended Rationale: Board mandates: A vote against not to hold too many external positions to ensure the			e Director	
1.9	Elect Director Phebe N. Novakovic	Mgmt	For	For	
1.10	Elect Director William A. Osborn	Mgmt	For	For	
1.11	Elect Director Daniel J. Starks	Mgmt	For	For	
1.12	Elect Director John G. Stratton	Mgmt	For	For	
1.13	Elect Director Glenn F. Tilton	Mgmt	For	For	
1.14	Elect Director Miles D. White	Mgmt	For	Withhold	
	Blended Rationale: Independence: A vote against is maintain independence, relevant skills, experience a		ts a board to be regularly refreshed in orde	erto	
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	
	Blended Rationale: Remuneration: Performance pe over a three year period.Remuneration: Uncapped. either as a percentage of salary or a fixed number of	A vote against is applie			
4	Report on Lobbying Payments and Policy	SH	Against	For	
	Blended Rationale: Political lobbying: A vote in favousuch contributions.	ır is applied as LGIM exp	pects companies to provide sufficient discl	osure on	
5	Increase Disclosure of Compensation Adjustments	SH	Against	For	
	Blended Rationale: A vote FOR this proposal is warranted. While the company discloses the adjustments made to performance metrics from GAAP, and the committee's reasoning for using each adjusted metric, a line-by-line reconciliation of adjustments and explanations regarding them would provide greater transparency around each adjustment and the underlying rationale, which would benefit shareholders.				
6	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	
7	Adopt Simple Majority Vote	SH	Against	For	

 $Blended\,Rationale: A vote\,FOR\,this\,proposal\,is\,warranted\,given\,that\,elimination\,of\,the\,supermajority\,vote\,requirement\,enhances\,shareholder\,rights.$

Date range covered: 04/01/2020 to 04/30/2020

AT&T Inc.

Meeting Date: 04/24/2020

Country: USA

Primary Security ID: 00206R102

Meeting Type: Annual

Ticker: ⊤

Primary ISIN: US00206R1023

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Randall L. Stephenson	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote agains CEO due to risk management and oversight.	st is applied as LGIM expec	ts companies to separate the roles of Ch	nair and
1.2	Elect Director Samuel A. Di Piazza, Jr.	Mgmt	For	For
1.3	Elect Director Richard W. Fisher	Mgmt	For	For
1.4	Elect Director Scott T. Ford	Mgmt	For	For
1.5	Elect Director Glenn H. Hutchins	Mgmt	For	For
1.6	Elect Director William E. Kennard	Mgmt	For	For
1.7	Elect Director Debra L. Lee	Mgmt	For	For
1.8	Elect Director Stephen J. Luczo	Mgmt	For	For
1.9	Elect Director Michael B. McCallister	Mgmt	For	For
1.10	Elect Director Beth E. Mooney	Mgmt	For	For
1.11	Elect Director Matthew K. Rose	Mgmt	For	Against
1.13	Blended Rationale: Diversity: A vote against is app with the expectation of reaching a minimum of 30 as we believe that these should demonstrate leade expects companies to respond to a meaningful independent Board Chair.	9% of women on the board ership on this critical issue level of shareholder supp	by 2023. We are targeting the largest of Joint Chair/CEO: A vote against is applie ort requesting the company to implen	companies ed as LGIM nent an
1.12	Elect Director Cynthia B. Taylor	Mgmt	For	For
1.13	Elect Director Geoffrey Y. Yang	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors Blended Rationale: Auditor tenure: A vote against on a regular basis.	Mgmt t is applied as LGIM expect	For s the role of the external auditor to be p	Against ut to tender
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Require Independent Board Chairman	SH	Against	For
	Blended Rationale: Joint Chair/CEO: A vote in favo Board Chair.	our is applied as LGIM expe	cts companies to establish the role of inc	dependent
5	Approve Nomination of Employee Representative Director	SH	Against	Against
6	Improve Guiding Principles of Executive Compensation	SH	Against	Against

Date range covered: 04/01/2020 to 04/30/2020

CenterPoint Energy, Inc.

Meeting Date: 04/24/2020

Country: USA

Primary Security ID: 15189T107

Meeting Type: Annual

Ticker: CNP

Primary ISIN: US15189T1079

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi		
1a	Elect Director Leslie D. Biddle	Mgmt	For	For		
1b	Elect Director Milton Carroll	Mgmt	For	Against		
	Blended Rationale: Independence: A vote against is a maintain independence, relevant skills, experience an	• • • • • • • • • • • • • • • • • • • •	ects a board to be regularly refres	shed in order to		
1c	Elect Director Scott J. McLean	Mgmt	For	For		
1d	Elect Director Martin H. Nesbitt	Mgmt	For	For		
1e	Elect Director Theodore F. Pound	Mgmt	For	For		
1f	Elect Director Susan O. Rheney	Mgmt	For	For		
1g	Elect Director Phillip R. Smith	Mgmt	For	For		
1h	Elect Director John W. Somerhalder, II	Mgmt	For	Against		
	Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO (or Chair/CEO) or Non-Executive Director not to hold too many external positions to ensure they can undertake their duties effectively.					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against		
	Blended Rationale: Auditor tenure: A vote against is a on a regular basis.	applied as LGIM exp	ects the role of the external audit	or to be put to tender		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against		
	Blended Rationale: A vote AGAINST this proposal is warranted. While pay and performance were aligned for the year in review, the company paid severance to the CEO upon his resignation. Paying severance upon a voluntary resignation is not a common market practice, as severance is intended as a protection against an involuntary job loss.					
4	Amend Non-Employee Director Restricted Stock Plan	Mgmt	For	For		

Kellogg Company

Meeting Date: 04/24/2020

Country: USA

Primary Security ID: 487836108

Meeting Type: Annual

Ticker: K

Date range covered: 04/01/2020 to 04/30/2020

Kellogg Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1a	Elect Director Stephanie Burns	Mgmt	For	For		
1b	Elect Director Steve Cahillane	Mgmt	For	Against		
	Blended Rationale: Joint Chair/CEO: A vote against CEO due to risk management and oversight.	is applied as LGIM exp	ects companies to separate the roles of	f Chair and		
1c	Elect Director Richard Dreiling	Mgmt	For	Against		
	Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO or Non-Executive Directors not to hold too many external roles to ensure they can undertake their duties effectively.					
1d	Elect Director La June Montgomery Tabron	Mgmt	For	For		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against		
	Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.					
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For		
	Declassify the Board of Directors	Mgmt	For	For		
5	Declassify the board of Directors					

L3Harris Technologies, Inc.

Meeting Date: 04/24/2020

Country: USA

Primary Security ID: 502431109

Meeting Type: Annual

Ticker: LHX

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1a	Elect Director Sallie B. Bailey	Mgmt	For	For
1b	Elect Director William M. Brown	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is CEO due to risk management and oversight.	applied as LGIM expects o	companies to separate the roles of Chair and	
1c	Elect Director Peter W. Chiarelli	Mgmt	For	For
1d	Elect Director Thomas A. Corcoran	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

L3Harris Technologies, Inc.

Elect Director Thomas A. Dattilo Mgmt For Against	Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO (or Chair/CEO) or Non-Executive Director not to hold too many external positions to ensure they can undertake their duties effectively. Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Blended Rationale: Independence, relevant skills, experience and diversity. Blet Director Lewis Kramer Mgmt For For Blet Director Rita S. Lane Mgmt For For Blet Director Rita S. Lane Mgmt For For Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Blended Rationale: Adultor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. Blended Rationale: Adultor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. Blended Rationale: Adultor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. Amend Certificate of Incorporation to Eliminate Cumulative Voting Provision Mgmt For For	1e	Elect Director Thomas A. Dattilo	Mgmt	For	For		
Recommendation Reco	1f	Elect Director Roger B. Fradin	Mgmt	For	Against		
Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. 1h Elect Director Lewis Kramer Mgmt For For For 1i Elect Director Rita S. Lane Mgmt For For For 1j Elect Director Rita S. Lane Mgmt For For Against Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. 1l Elect Director Lloyd W. Newton Mgmt For For For Officers' Compensation Mgmt For For For Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. 1l Elect Director Lloyd W. Newton Mgmt For For For For Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. 2 Ratify Ernst & Young LLP as Auditors Mgmt For For For Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. 4 Eliminate Supermajority Vote Requirement Mgmt For For For Eliminate the Auti-Greennall Provision Mgmt For For Eliminate the Auti-Greennall Provision For Eliminate Cumulative Voting Provision For Eliminate For Elimi							
maintain independence, relevant skills, experience and diversity. 1h Elect Director Lewis Kramer Mgmt For For 1i Elect Director Christopher E. Kubasik Mgmt For For 1j Elect Director Rita S. Lane Mgmt For For 1k Elect Director Robert B. Millard Mgmt For Against Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. 1l Elect Director Lloyd W. Newton Mgmt For For Advisory Vote to Ratify Named Executive Officers' Compensation For Ratify Ernst & Young LLP as Auditors Mgmt For Against Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. 4 Eliminate Supermajority Vote Requirement and Fair Price Requirements for Business Combinations 5 Amend Certificate of Incorporation to Eliminate the Anti-Greenmail Provision Mgmt For For 6 Amend Certificate of Incorporation to Eliminate Cumulative Voting Provision Mgmt For For	1g	Elect Director Lewis Hay, III	Mgmt	For	Against		
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Elect Director Rita S. Lane Mgmt For Against	1h	Elect Director Lewis Kramer	Mgmt	For	For		
Elect Director Robert B. Millard Mgmt For Against Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Il Elect Director Lloyd W. Newton Mgmt For For Advisory Vote to Ratify Named Executive Mgmt For For Advisory Vote to Ratify Named Executive Mgmt For Against Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. Bliminate Supermajority Vote Requirement And For For For Eliminate the Anti-Greenmail Provision Mgmt For For Amend Certificate of Incorporation to Eliminate Cumulative Voting Provision Mgmt For For	1i	Elect Director Christopher E. Kubasik	Mgmt	For	For		
Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Il Elect Director Lloyd W. Newton Mgmt For For Advisory Vote to Ratify Named Executive Mgmt For For Ratify Ernst & Young LLP as Auditors Mgmt For Against Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. Eliminate Supermajority Vote Requirement Mgmt For For Eliminate Supermajority Vote Requirement For Business Combinations Amend Certificate of Incorporation to Eliminate the Anti-Greenmail Provision Mgmt For For For	1j	Elect Director Rita S. Lane	Mgmt	For	For		
maintain independence, relevant skills, experience and diversity. 11 Elect Director Lloyd W. Newton Mgmt For For For Officers' Compensation For Officers' Compensation For Mgmt For Advisory Vote to Ratify Named Executive Officers' Compensation For Adjuster Supermajority Pote Requirement and Fair Price Requirements for Business Combinations 5 Amend Certificate of Incorporation to Eliminate the Anti-Greenmail Provision Mgmt For For Eliminate Cumulative Voting Provision Mgmt For For For Eliminate Cumulative Voting Provision For Supermajority Vote Requirement For Supermajority Provision Mgmt For For For For Eliminate Cumulative Voting Provision Mgmt For For For For Eliminate Cumulative Voting Provision Mgmt For For For For Eliminate Cumulative Voting Provision Mgmt For For For For Eliminate Cumulative Voting Provision Mgmt For For For Eliminate Cumulative Voting Provision For Provision Mgmt For For For Eliminate Cumulative Voting Provision For Pro	1k	Elect Director Robert B. Millard	Mgmt	For	Against		
Advisory Vote to Ratify Named Executive Officers' Compensation Ratify Ernst & Young LLP as Auditors Mgmt For Against Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. Eliminate Supermajority Vote Requirement and Fair Price Requirements for Business Combinations Amend Certificate of Incorporation to Eliminate the Anti-Greenmail Provision Mgmt For For Amend Certificate of Incorporation to Eliminate Cumulative Voting Provision Mgmt For For For							
Officers' Compensation Ratify Ernst & Young LLP as Auditors Mgmt For Against Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. Eliminate Supermajority Vote Requirement and Fair Price Requirements for Business Combinations Amend Certificate of Incorporation to Eliminate the Anti-Greenmail Provision Mgmt For For For For For	11	Elect Director Lloyd W. Newton	Mgmt	For	For		
Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis. 4 Eliminate Supermajority Vote Requirement Mgmt For For and Fair Price Requirements for Business Combinations 5 Amend Certificate of Incorporation to Mgmt For For Eliminate the Anti-Greenmail Provision 6 Amend Certificate of Incorporation to Mgmt For For Eliminate Cumulative Voting Provision	2		Mgmt	For	For		
on a regular basis. 4 Eliminate Supermajority Vote Requirement and Fair Price Requirements for Business Combinations 5 Amend Certificate of Incorporation to Eliminate the Anti-Greenmail Provision 6 Amend Certificate of Incorporation to Eliminate Cumulative Voting Provision	3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against		
and Fair Price Requirements for Business Combinations 5 Amend Certificate of Incorporation to Eliminate the Anti-Greenmail Provision 6 Amend Certificate of Incorporation to Eliminate Cumulative Voting Provision For For			applied as LGIM expect	s the role of the external auditor to be put to tender			
Eliminate the Anti-Greenmail Provision 6 Amend Certificate of Incorporation to Mgmt For For Eliminate Cumulative Voting Provision	4	and Fair Price Requirements for Business	Mgmt	For	For		
Eliminate Cumulative Voting Provision	5	·	Mgmt	For	For		
7 Provide Right to Act by Written Consent SH Against Against	6	·	Mgmt	For	For		
	7	Provide Right to Act by Written Consent	SH	Against	Against		

National Bank of Canada

Meeting Date: 04/24/2020Country: CanadaPrimary Security ID: 633067103Meeting Type: AnnualTicker: NA

Primary ISIN: CA6330671034

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Raymond Bachand	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

National Bank of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Maryse Bertrand	Mgmt	For	For
1.3	Elect Director Pierre Blouin	Mgmt	For	For
1.4	Elect Director Pierre Boivin	Mgmt	For	For
1.5	Elect Director Manon Brouillette	Mgmt	For	For
1.6	Elect Director Yvon Charest	Mgmt	For	For
1.7	Elect Director Patricia Curadeau-Grou	Mgmt	For	For
1.8	Elect Director Jean Houde	Mgmt	For	For
1.9	Elect Director Karen Kinsley	Mgmt	For	For
1.10	Elect Director Rebecca McKillican	Mgmt	For	For
1.11	Elect Director Robert Pare	Mgmt	For	For
1.12	Elect Director Lino A. Saputo, Jr.	Mgmt	For	For
1.13	Elect Director Andree Savoie	Mgmt	For	For
1.14	Elect Director Pierre Thabet	Mgmt	For	For
1.15	Elect Director Louis Vachon	Mgmt	For	For
2	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
3	Ratify Deloitte LLP as Auditors	Mgmt	For	For
	Shareholder Proposal	Mgmt		
4	SP 1: Disclosure of the Equity Ratio Used by the Compensation Committee	SH	Against	Against

Park Hotels & Resorts Inc.

Meeting Date: 04/24/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 700517105

Type: Annual Ticker: PK

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Inst
1A	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	Agai
	Blended Rationale: Joint Chair/CEO: A vote again CEO due to risk management and oversight. Boar or Non-Executive Director not to hold too many ex	d mandates: A vote agains	st is applied as LGIM expects a	a CEO (or Chair/CEO)
1B	Elect Director Gordon M. Bethune	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Park Hotels & Resorts Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1C	Elect Director Patricia M. Bedient	Mgmt	For	For			
1D	Elect Director Thomas D. Eckert	Mgmt	For	For			
1E	Elect Director Geoffrey M. Garrett	Mgmt	For	For			
1F	Elect Director Christie B. Kelly	Mgmt	For	For			
1G	Elect Director Joseph I. Lieberman	Mgmt	For	For			
1H	Elect Director Thomas A. Natelli	Mgmt	For	For			
1I	Elect Director Timothy J. Naughton	Mgmt	For	For			
1J	Elect Director Stephen I. Sadove	Mgmt	For	Against			
	Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO (or Chair/CEO) or Non-Executive Director not to hold too many external positions to ensure they can undertake their duties effectively.						
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For			

Fastenal Company

Meeting Date: 04/25/2020

Country: USA

Primary Security ID: 311900104

Meeting Type: Annual

Ticker: FAST

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Willard D. Oberton	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is a maintain independence, relevant skills, experience and		board to be regularly refreshed in order to	
1b	Elect Director Michael J. Ancius	Mgmt	For	For
1c	Elect Director Michael J. Dolan	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is a maintain independence, relevant skills, experience and		board to be regularly refreshed in order to	
1d	Elect Director Stephen L. Eastman	Mgmt	For	For
1e	Elect Director Daniel L. Florness	Mgmt	For	For
1f	Elect Director Rita J. Heise	Mgmt	For	For
1g	Elect Director Daniel L. Johnson	Mgmt	For	For
1h	Elect Director Nicholas J. Lundquist	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Fastenal Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Scott A. Satterlee	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against year.	is applied as LGIM has ha	ad concerns with the remuneration	n policy for the past
1j	Elect Director Reyne K. Wisecup	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against on a regular basis.	to be put to tender		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance awards to be assessed against performance corperformance. Remuneration: Performance period three year period. Remuneration: Uncapped. A voa percentage of salary or a fixed number of shares	bany be measured over a		
4	Prepare Employment Diversity Report	SH	Against	For
	Blended Rationale: A vote FOR this resolution is was to better assess the effectiveness of the company'	lowshareholders		

Concho Resources Inc.

 Meeting Date: 04/27/2020
 Country: USA
 Primary Security ID: 20605P101

Meeting Type: Annual Ticker: CXO

Primary ISIN: US20605P1012

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Timothy A. Leach	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is ap CEO due to risk management and oversight.	plied as LGIM expects cor	npanies to separate the roles of Chair and	
1.2	Elect Director William H. Easter, III	Mgmt	For	Against
	Blended Rationale: Classified Board: A vote against is ap for re-election on an annual basis.	plied as LGIM supports a o	declassified board as directors should stand	
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Genuine Parts Company

Meeting Date: 04/27/2020

Country: USA

Primary Security ID: 372460105

Meeting Type: Annual

Ticker: GPC

Primary ISIN: US3724601055

umber	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
1.1	Elect Director Elizabeth W. Camp	Mgmt	For	For
1.2	Elect Director Richard Cox, Jr.	Mgmt	For	For
1.3	Elect Director Paul D. Donahue	Mgmt	For	Withhold
	Blended Rationale: Joint Chair/CEO: A vote against CEO due to risk management and oversight.	is applied as LGIM expec	ts companies to separate the roles of Chair and	
1.4	Elect Director Gary P. Fayard	Mgmt	For	For
1.5	Elect Director P. Russell Hardin	Mgmt	For	For
1.6	Elect Director John R. Holder	Mgmt	For	For
1.7	Elect Director Donna W. Hyland	Mgmt	For	For
1.8	Elect Director John D. Johns	Mgmt	For	Withhold
	Blended Rationale: Independence: A vote against		- ·	
1.9	maintain independence, relevant skills, experience concerns with the remuneration policy for the past y Elect Director Jean-Jacques Lafont	vear. Mgmt	For	For
	concerns with the remuneration policy for the past y	ear.		For For
1.10	concerns with the remuneration policy for the past y Elect Director Jean-Jacques Lafont Elect Director Robert C. "Robin" Loudermilk,	vear. Mgmt	For	
1.9 1.10 1.11	concerns with the remuneration policy for the past y Elect Director Jean-Jacques Lafont Elect Director Robert C. "Robin" Loudermilk, Jr.	Mgmt Mgmt Mgmt Mgmt s applied as LGIM expect	For For	For
1.10	concerns with the remuneration policy for the past y Elect Director Jean-Jacques Lafont Elect Director Robert C. "Robin" Loudermilk, Jr. Elect Director Wendy B. Needham Blended Rationale: Independence: A vote against i	Mgmt Mgmt Mgmt Mgmt s applied as LGIM expect	For For	For
1.10 1.11	concerns with the remuneration policy for the past y Elect Director Jean-Jacques Lafont Elect Director Robert C. "Robin" Loudermilk, Jr. Elect Director Wendy B. Needham Blended Rationale: Independence: A vote against i maintain independence, relevant skills, experience	Mgmt Mgmt Mgmt Mgmt s applied as LGIM expect	For For s a board to be regularly refreshed in order to	For
1.10 1.11 1.12	concerns with the remuneration policy for the past y Elect Director Jean-Jacques Lafont Elect Director Robert C. "Robin" Loudermilk, Jr. Elect Director Wendy B. Needham Blended Rationale: Independence: A vote against i maintain independence, relevant skills, experience Elect Director E. Jenner Wood, III Advisory Vote to Ratify Named Executive	Mgmt Mgmt Mgmt Mgmt s applied as LGIM expect and diversity. Mgmt Mgmt Mgmt	For For s a board to be regularly refreshed in order to For For	For Withhold For Against
1.10 1.11 1.12	concerns with the remuneration policy for the pastly Elect Director Jean-Jacques Lafont Elect Director Robert C. "Robin" Loudermilk, Jr. Elect Director Wendy B. Needham Blended Rationale: Independence: A vote against i maintain independence, relevant skills, experience Elect Director E. Jenner Wood, III Advisory Vote to Ratify Named Executive Officers' Compensation Blended Rationale: Remuneration: Performance pe	Mgmt Mgmt Mgmt Mgmt s applied as LGIM expect and diversity. Mgmt Mgmt Mgmt	For For s a board to be regularly refreshed in order to For For	For Withhold For Against
1.10 1.11 1.12 2	concerns with the remuneration policy for the pastly Elect Director Jean-Jacques Lafont Elect Director Robert C. "Robin" Loudermilk, Jr. Elect Director Wendy B. Needham Blended Rationale: Independence: A vote against i maintain independence, relevant skills, experience of Elect Director E. Jenner Wood, III Advisory Vote to Ratify Named Executive Officers' Compensation Blended Rationale: Remuneration: Performance per over a three year period.	Mgmt Mgmt Mgmt Sapplied as LGIM expectand diversity. Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For So a board to be regularly refreshed in order to For For For For Itied as LGIM expects performance to be measur	For Withhold For Against red Against

 $Blended\,Rationale: A vote\,FOR\,this\,resolution\,is\,warranted, as\,additional\,diversity-related\,disclosure\,would\,allow\,shareholders\,to\,better\,assess\,the\,effectiveness\,of\,the\,company's\,diversity\,initiatives\,and\,its\,management\,of\,related\,risks.$

Date range covered: 04/01/2020 to 04/30/2020

Honeywell International Inc.

Meeting Date: 04/27/2020

such contributions

Country: USA

Primary Security ID: 438516106

Meeting Type: Annual

Ticker: HON

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1A	Elect Director Darius Adamczyk	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote aga CEO due to risk management and oversight.	inst is applied as LGIM ex	spects companies to separate the roles	s of Chair and
1B	Elect Director Duncan B. Angove	Mgmt	For	For
1C	Elect Director William S. Ayer	Mgmt	For	For
1D	Elect Director Kevin Burke	Mgmt	For	For
1E	Elect Director D. Scott Davis	Mgmt	For	For
1F	Elect Director Linnet F. Deily	Mgmt	For	For
1G	Elect Director Deborah Flint	Mgmt	For	For
1H	Elect Director Judd Gregg	Mgmt	For	For
1I	Elect Director Clive Hollick	Mgmt	For	For
1J	Elect Director Grace D. Lieblein	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against year.	is applied as LGIM has had	concerns with the remuneration policy	for the past
1K	Elect Director Raymond T. Odierno	Mgmt	For	For
1L	Elect Director George Paz	Mgmt	For	For
1M	Elect Director Robin L. Washington	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance cawards to be assessed against performance conditions.			
3	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against
5	Report on Lobbying Payments and Policy	SH	Against	For

Date range covered: 04/01/2020 to 04/30/2020

Paycom Software, Inc.

Meeting Date: 04/27/2020

Country: USA

Primary Security ID: 70432V102

Meeting Type: Annual

Ticker: PAYC

Primary ISIN: US70432V1026

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1.1	Elect Director Janet B. Haugen	Mgmt	For	Withhold	
	Blended Rationale: Remuneration: A vote again year. WITHHOLD votes are warranted for dire remove, or subject to a sunset requirement, the documents and the classified board, each of which	ctor nominees Janet Haug e supermajority vote requir	gen and J.C. Watts Jr. given the board's far ement to enact certain changes to the gove	ilure to	
1.2	Elect Director J.C. Watts, Jr.	Mgmt	For	Withhold	
	Blended Rationale: Remuneration: A vote against is applied as LGIM has had concerns with the remuneration policy for the past year. Joint Chair/CEO: A vote against is applied as LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight. Classified Board: A vote against is applied as LGIM supports a declassified board as directors should stand for re-election on an annual basis. WITHHOLD votes are warranted for director nominees Janet Haugen and J.C. Watts Jr. given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights.				
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	

Blended Rationale: Remuneration: Performance period: A vote against is applied as LGIM expects remuneration to be measured over at least a 3 year performance period. A vote AGAINST this proposal is warranted. Company performance in both the short-and long-term has been strong, and short-term incentive targets were rigorous. However, despite strong performance, the large opportunity provided in the LTI program is not sufficiently performance-based, in the context of the large pay opportunities provided. Additionally, the performance equity in the long-term program does not appear to require sustained performance in the long-term, as the prior two performance equity grants each vested within two months of grant.

Raytheon Technologies Corporation

Meeting Date: 04/27/2020

Country: USA

Primary Security ID: 75513E101

Meeting Type: Annual

Ticker: RTX

Primary ISIN: US75513E1010

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lloyd J. Austin, III	Mgmt	For	For
1b	Elect Director Gregory J. Hayes	Mgmt	For	For
1c	Elect Director Marshall O. Larsen	Mgmt	For	For
1d	Elect Director Robert K. (Kelly) Ortberg	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Raytheon Technologies Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1e	Elect Director Margaret L. O'Sullivan	Mgmt	For	For			
1f	Elect Director Denise L. Ramos	Mgmt	For	Against			
	Blended Rationale: Remuneration: A vote against is appyear.	olied as LGIM has had cond	cerns with the remuneration policy for the past				
1g	Elect Director Fredric G. Reynolds	Mgmt	For	For			
1h	Elect Director Brian C. Rogers	Mgmt	For	For			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against			
	Blended Rationale: Remuneration: Uncapped. A vote at as a percentage of salary or a fixed number of shares.	gainst is applied as LGIM e	expects all incentive plans to be capped either				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against			
	Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.						
4	Adopt Simple Majority Vote	SH	None	For			
5	Report on Plant Closures	SH	Against	Against			

The Boeing Company

Meeting Date: 04/27/2020

Country: USA

Primary Security ID: 097023105

Meeting Type: Annual

Ticker: BA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert A. Bradway	Mgmt	For	For
1b	Elect Director David L. Calhoun	Mgmt	For	For
1c	Elect Director Arthur D. Collins, Jr.	Mgmt	For	For
1d	Elect Director Edmund P. Giambastiani, Jr.	Mgmt	For	For
1e	Elect Director Lynn J. Good	Mgmt	For	For
1f	Elect Director Nikki R. Haley - Withdrawn Resolution	Mgmt		
1g	Elect Director Akhil Johri	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

The Boeing Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Lawrence W. Kellner	Mgmt	For	Against
	Blended Rationale: Following engagement with exercising sufficient oversight over the company 'who has also been on the board for 8 years.			
1i	Elect Director Caroline B. Kennedy	Mgmt	For	For
1j	Elect Director Steven M. Mollenkopf	Mgmt	For	For
1k	Elect Director John M. Richardson	Mgmt	For	For
11	Elect Director Susan C. Schwab	Mgmt	For	For
1m	Elect Director Ronald A. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote agains on a regular basis.	t is applied as LGIM expect	s the role of the external auditor to be put	to tender
4	Require Director Nominee Qualifications	SH	Against	Against
5	Report on Lobbying Payments and Policy	SH	Against	For
	Blended Rationale: Political lobbying: A vote in favsuch contributions.	our is applied as LGIM exp	ects companies to provide sufficient disclo	osure on
6	Require Independent Board Chairman	SH	Against	For
	Blended Rationale: Joint Chair/CEO: A vote in favo Board Chair.	our is applied as LGIM expe	ects companies to establish the role of inde	ependent
7	Provide Right to Act by Written Consent	SH	Against	Against
8	Adopt Share Retention Policy For Senior Executives	SH	Against	For
	Blended Rationale: Remuneration: A vote in favor to executive remuneration plans.	ur is applied as LGIM suppo	rts stock retention or holding periods to be	e applied
9	Increase Disclosure of Compensation Adjustments	SH	Against	For

Ally Financial Inc.

benefit shareholders.

Meeting Date: 04/28/2020	Country: USA Meeting Type: Annual	Primary Security ID: 02005N100 Ticker: ALLY
	Primary ISIN: US02005N1000	

Date range covered: 04/01/2020 to 04/30/2020

Ally Financial Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1.1	Elect Director Franklin W. Hobbs	Mgmt	For	For
1.2	Elect Director Kenneth J. Bacon	Mgmt	For	For
1.3	Elect Director Katryn (Trynka) Shineman Blake	Mgmt	For	For
1.4	Elect Director Maureen A. Breakiron-Evans	Mgmt	For	For
1.5	Elect Director William H. Cary	Mgmt	For	For
1.6	Elect Director Mayree C. Clark	Mgmt	For	For
1.7	Elect Director Kim S. Fennebresque	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against year.	is applied as LGIM has ha	nd concerns with the remuneration polic	cy for the past
1.8	Elect Director Marjorie Magner	Mgmt	For	For
1.9	Elect Director Brian H. Sharples	Mgmt	For	For
1.10	Elect Director John J. Stack	Mgmt	For	For
1.11	Elect Director Michael F. Steib	Mgmt	For	For
1.12	Elect Director Jeffrey J. Brown	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Uncapped. A ν as a percentage of salary or a fixed number of sha		.GIM expects all incentive plans to be ca	apped either
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against

Bausch Health Companies Inc.

Meeting Date: 04/28/2020 Country: Canada Primary Security ID: 071734107

Meeting Type: Annual Ticker: BHC

Primary ISIN: CA0717341071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard U. De Schutter	Mgmt	For	For
1b	Elect Director D. Robert Hale	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Bausch Health Companies Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1c	Elect Director Argeris (Jerry) N. Karabelas	Mgmt	For	Withhold			
	Blended Rationale: Remuneration: A vote against is appyear.	olied as LGIM has had conc	erns with the remuneration policy for the past				
1d	Elect Director Sarah B. Kavanagh	Mgmt	For	For			
1e	Elect Director Joseph C. Papa	Mgmt	For	Withhold			
	Blended Rationale: Joint Chair/CEO: A vote against is al CEO due to risk management and oversight. A vote agai Future World Protection List. Companies are incorpor accepted business practices. This includes: companies i perennial violators of the United Nations Global Compacextraction of coal.	nst is applied as the comp ated into the list if they t nvolved in the manufactur	any meets the criteria for inclusion in LGIM's fail to meet minimum standards of globally re and production of controversial weapons;				
1 f	Elect Director John A. Paulson	Mgmt	For	For			
1g	Elect Director Robert N. Power	Mgmt	For	For			
1h	Elect Director Russel C. Robertson	Mgmt	For	For			
1 i	Elect Director Thomas W. Ross, Sr.	Mgmt	For	For			
1j	Elect Director Andrew C. von Eschenbach	Mgmt	For	For			
1k	Elect Director Amy B. Wechsler	Mgmt	For	For			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against			
	Blended Rationale: Remuneration: Performance conditions. A vote against is applied as LGIM expects a sufficient portion of awards to be assessed against performance conditions to ensure alignment of remuneration with company performance.						
3	Amend Omnibus Stock Plan	Mgmt	For	For			
4	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For			

Canadian National Railway Company

Meeting Date: 04/28/2020 Country: Canada
Meeting Type: Annual

Primary Security ID: 136375102

Ticker: CNR

Primary ISIN: CA1363751027

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shauneen Bruder	Mgmt	For	For
1.2	Elect Director Donald J. Carty	Mgmt	For	For
1.3	Elect Director Gordon D. Giffin	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Canadian National Railway Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Julie Godin	Mgmt	For	For
1.5	Elect Director Edith E. Holiday	Mgmt	For	Withhold
	Blended Rationale: Board mandates: A vote against is a not to hold too many external positions to ensure they ca		, ,	
1.6	Elect Director V. Maureen Kempston Darkes	Mgmt	For	For
1.7	Elect Director Denis Losier	Mgmt	For	Withhold
	Blended Rationale: Independence: A vote against is appropriate in independence, relevant skills, experience and of	•	oard to be regularly refreshed in order to	
1.8	Elect Director Kevin G. Lynch	Mgmt	For	For
1.9	Elect Director James E. O'Connor	Mgmt	For	For
1.10	Elect Director Robert Pace	Mgmt	For	Withhold
	Blended Rationale: Independence: A vote against is appropriate independence, relevant skills, experience and control in the control independence in the control independen		oard to be regularly refreshed in order to	
1.11	Elect Director Robert L. Phillips	Mgmt	For	Withhold
	Blended Rationale: Board mandates: A vote against is a not to hold too many external positions to ensure they ca	• • • • • • • • • • • • • • • • • • • •		
1.12	Elect Director Jean-Jacques Ruest	Mgmt	For	For
1.13	Elect Director Laura Stein	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	Withhold
	Blended Rationale: Auditor tenure: A vote against is ap on a regular basis.	plied as LGIM expects the	role of the external auditor to be put to tender	
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Centene Corporation

Meeting Date: 04/28/2020 Country: USA Primary Security ID: 15135B101

Meeting Type: Annual Ticker: CNC

Primary ISIN: US15135B1017

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael F. Neidorff	Mgmt	For	Against

Blended Rationale: Joint Chair/CEO: A vote against is applied as LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight. Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.

Date range covered: 04/01/2020 to 04/30/2020

Centene Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1b	Elect Director H. James Dallas	Mgmt	For	For	
1c	Elect Director Robert K. Ditmore	Mgmt	For	Against	
	Blended Rationale: Independence: A vote against maintain independence, relevantskills, experience declassified board as directors should stand for re-e	and diversity. Classified	Board: A vote against is applied as LGIMs		
1d	Elect Director Richard A. Gephardt	Mgmt	For	For	
1e	Elect Director Lori J. Robinson	Mgmt	For	For	
1f	Elect Director William L. Trubeck	Mgmt	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	
5	Report on Political Contributions Disclosure	SH	Against	For	
	Blended Rationale: Political lobbying: A vote in favour is applied as LGIM expects companies to provide sufficient disclosure on such contributions.				
6	Eliminate Supermajority Vote Requirement	SH	Against	For	

Charter Communications, Inc.

Meeting Date: 04/28/2020	Country: USA	Primary Security ID: 16119P108
	Meeting Type: Annual	Ticker: CHTR

Primary ISIN: US16119P1084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director W. Lance Conn	Mgmt	For	For
1b	Elect Director Kim C. Goodman	Mgmt	For	For
1c	Elect Director Craig A. Jacobson	Mgmt	For	For
1d	Elect Director Gregory B. Maffei	Mgmt	For	Against

 $Blended\ Rationale: Board\ mandates: A vote\ against is\ applied\ as\ LGIM\ expects\ a\ CEO\ or\ Non-Executive\ Directors\ not\ to\ hold\ too\ many\ external\ roles\ to\ ensure\ they\ can\ undertake\ their\ duties\ effectively.$

Date range covered: 04/01/2020 to 04/30/2020

Charter Communications, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director John D. Markley, Jr.	Mgmt	For	Against
	Blended Rationale: Diversity: A vote against is app with the expectation of reaching a minimum of 30 as we believe that these should demonstrate leader	% of women on the board	d by 2023. We are targeting the largest companies	
1f	Elect Director David C. Merritt	Mgmt	For	For
1g	Elect Director James E. Meyer	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote again too many external roles to ensure they can underta			
1h	Elect Director Steven A. Miron	Mgmt	For	Against
	Blended Rationale: A vote AGAINST Steven Miron committee.	is warranted for serving a	s a non-independent member of a key board	
1i	Elect Director Balan Nair	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote again too many external roles to ensure they can underta			
1j	Elect Director Michael A. Newhouse	Mgmt	For	For
1k	Elect Director Mauricio Ramos	Mgmt	For	For
11	Elect Director Thomas M. Rutledge	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote agains CEO due to risk management and oversight.	st is applied as LGIM exped	cts companies to separate the roles of Chair and	
1m	Elect Director Eric L. Zinterhofer	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote again too many external roles to ensure they can underta			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance of awards to be assessed against performance corperformance.Remuneration: Performance period three year period.	nditions to ensure alignm	· · · · · · · · · · · · · · · · · · ·	
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Require Independent Board Chairman	SH	Against	For
4			Against ects companies to establish the role of independent	For

Comerica Incorporated

Meeting Date: 04/28/2020	Country: USA	Primary Security ID: 200340107
	Meeting Type: Annual	Ticker: CMA
	Primary ISIN: US2003401070	

Date range covered: 04/01/2020 to 04/30/2020

Comerica Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael E. Collins	Mgmt	For	For
1.2	Elect Director Roger A. Cregg	Mgmt	For	For
1.3	Elect Director T. Kevin DeNicola	Mgmt	For	For
1.4	Elect Director Curtis C. Farmer	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is a CEO due to risk management and oversight.	oplied as LGIM expects co	mpanies to separate the roles of Chair and	
1.5	Elect Director Jacqueline P. Kane	Mgmt	For	For
1.6	Elect Director Richard G. Lindner	Mgmt	For	For
1.7	Elect Director Barbara R. Smith	Mgmt	For	For
1.8	Elect Director Robert S. Taubman	Mgmt	For	For
1.9	Elect Director Reginald M. Turner, Jr.	Mgmt	For	For
1.10	Elect Director Nina G. Vaca	Mgmt	For	For
1.11	Elect Director Michael G. Van de Ven	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is apon a regular basis.	olied as LGIM expects the	role of the external auditor to be put to tender	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Corteva, Inc.

Meeting Date: 04/28/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 22052L104

Ticker: CTVA

Primary ISIN: US22052L1044

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lamberto Andreotti	Mgmt	For	For
1b	Elect Director Robert A. Brown	Mgmt	For	For
1c	Elect Director James C. Collins, Jr.	Mgmt	For	For
1d	Elect Director Klaus A. Engel	Mgmt	For	For
1e	Elect Director Michael O. Johanns	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Corteva, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Lois D. Juliber	Mgmt	For	For
1g	Elect Director Rebecca B. Liebert	Mgmt	For	For
1h	Elect Director Marcos M. Lutz	Mgmt	For	For
1i	Elect Director Nayaki Nayyar	Mgmt	For	For
1j	Elect Director Gregory R. Page	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote against is a too many external roles to ensure they can undertake the	• • • • • • • • • • • • • • • • • • • •	CEO or Non-Executive Directors not to hold	
1k	Elect Director Lee M. Thomas	Mgmt	For	For
11	Elect Director Patrick J. Ward	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance conditional awards to be assessed against performance conditional performance. Remuneration: Performance period. Available approach a period.	ns to ensure alignment o	f remuneration with company	
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is ap on a regular basis.	plied as LGIM expects the	role of the external auditor to be put to tender	
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Exelon Corporation

Meeting Date: 04/28/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 30161N101

Ticker: EXC

Primary ISIN: US30161N1019

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony Anderson	Mgmt	For	For
1b	Elect Director Ann Berzin	Mgmt	For	For
1c	Elect Director Laurie Brlas	Mgmt	For	For
1d	Elect Director Christopher M. Crane	Mgmt	For	For
1e	Elect Director Yves C. de Balmann	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Exelon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Nicholas DeBenedictis	Mgmt	For	For
1g	Elect Director Linda P. Jojo	Mgmt	For	For
1h	Elect Director Paul Joskow	Mgmt	For	For
1 i	Elect Director Robert J. Lawless	Mgmt	For	For
1j	Elect Director John Richardson	Mgmt	For	For
1k	Elect Director Mayo Shattuck, III	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote against is a too many external roles to ensure they can undertake the		EO or Non-Executive Directors not to hold	
11	Elect Director John F. Young	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is appon a regular basis.	olied as LGIM expects the I	role of the external auditor to be put to tender	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For

FMC Corporation

Meeting Date: 04/28/2020Country: USAPrimary Security ID: 302491303Meeting Type: AnnualTicker: FMC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1a	Elect Director Pierre Brondeau	Mgmt	For	Against		
	Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO or Non-Executive Directors not to hold too many external roles to ensure they can undertake their duties effectively.					
1b	Elect Director Eduardo E. Cordeiro	Mgmt	For	For		
1c	Elect Director Mark Douglas	Mgmt	For	For		
1d	Elect Director C. Scott Greer	Mgmt	For	Against		
	Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Remuneration: A vote against is applied as LGIM has had concerns with the remuneration policy for the past year.					
1e	Elect Director K'Lynne Johnson	Mgmt	For	For		
1f	Elect Director Dirk A. Kempthorne	Mgmt	For	For		

Date range covered: 04/01/2020 to 04/30/2020

FMC Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Paul J. Norris	Mgmt	For	For
1h	Elect Director Margareth Ovrum	Mgmt	For	For
1 i	Elect Director Robert C. Pallash	Mgmt	For	For
1j	Elect Director William H. Powell	Mgmt	For	For
1k	Elect Director Vincent R. Volpe, Jr.	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is appon a regular basis.	olied as LGIM expects the I	role of the external auditor to be put to tender	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance conditi awards to be assessed against performance conditions to		·	

Fortune Brands Home & Security, Inc.

Primary ISIN: US34964C1062

Meeting Date: 04/28/2020	Country: USA	Primary Security ID: 34964C106
	Meeting Type: Annual	Ticker: FBHS

Vote Proposal Number **Proposal Text** Proponent Mgmt Rec Instruction Elect Director Nicholas I. Fink 1a Mgmt For For 1b Elect Director A. D. David Mackay Mgmt For For Elect Director David M. Thomas 1c Mgmt For Against

		3		3
	Blended Rationale: Classified Board: A vote agains for re-election on an annual basis.	st is applied as LGIM sup	ports a declassified board as directors should	stand
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Hanesbrands Inc.

Meeting Date: 04/28/2020	Country: USA Meeting Type: Annual	Primary Security ID: 410345102 Ticker: HBI
	Primary ISIN: US4103451021	

Date range covered: 04/01/2020 to 04/30/2020

Hanesbrands Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Elect Director Geralyn R. Breig		For	For
1a	Elect Director Geralyn R. Breig	Mgmt	POF	FOr
1b	Elect Director Gerald W. Evans, Jr.	Mgmt	For	For
1c	Elect Director Bobby J. Griffin	Mgmt	For	For
1d	Elect Director James C. Johnson	Mgmt	For	For
1e	Elect Director Franck J. Moison	Mgmt	For	For
1f	Elect Director Robert F. Moran	Mgmt	For	For
1g	Elect Director Ronald L. Nelson	Mgmt	For	For
1h	Elect Director Ann E. Ziegler	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against is app year.	lied as LGIM has had conc	erns with the remuneration policy for the past	
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance period over a three year period.	A vote against is applied as	LGIM expects performance to be measured	
4	Approve Omnibus Stock Plan	Mgmt	For	For

Huntington Ingalls Industries, Inc.

Meeting Date: 04/28/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 446413106

Ticker: HII

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Philip M. Bilden	Mgmt	For	For
1.2	Elect Director Augustus L. Collins	Mgmt	For	For
1.3	Elect Director Kirkland H. Donald	Mgmt	For	For
1.4	Elect Director Victoria D. Harker	Mgmt	For	For
1.5	Elect Director Anastasia D. Kelly	Mgmt	For	For
1.6	Elect Director Tracy B. McKibben	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Huntington Ingalls Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director C. Michael Petters	Mgmt	For	For
1.8	Elect Director Thomas C. Schievelbein	Mgmt	For	For
1.9	Elect Director John K. Welch	Mgmt	For	For
1.10	Elect Director Stephen R. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against

International Business Machines Corporation

Meeting Date: 04/28/2020 Country: USA

Primary Security ID: 459200101

Meeting Type: Annual

Ticker: IBM

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas Buberl	Mgmt	For	For
1.2	Elect Director Michael L. Eskew	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is app maintain independence, relevant skills, experience and d	•	ard to be regularly refreshed in order to	
1.3	Elect Director David N. Farr	Mgmt	For	For
1.4	Elect Director Alex Gorsky	Mgmt	For	For
1.5	Elect Director Michelle J. Howard	Mgmt	For	For
1.6	Elect Director Arvind Krishna	Mgmt	For	For
1.7	Elect Director Andrew N. Liveris	Mgmt	For	For
1.8	Elect Director Frederick William McNabb, III	Mgmt	For	For
1.9	Elect Director Martha E. Pollack	Mgmt	For	For
1.10	Elect Director Virginia M. Rometty	Mgmt	For	For
1.11	Elect Director Joseph R. Swedish	Mgmt	For	For
1.12	Elect Director Sidney Taurel	Mgmt	For	For
1.13	Elect Director Peter R. Voser	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

International Business Machines Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1.14	Elect Director Frederick H. Waddell	Mgmt	For	Against	
		ng the company to implen have at least 25% womer	,		
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against	
	Blended Rationale: Auditor tenure: A vote agains on a regular basis.	t is applied as LGIM expec	ts the role of the external auditor to be put to tender		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	
ŀ	Amend Governing Documents to allow Removal of Directors	SH	Against	For	
	Blended Rationale: A vote FOR this proposal is wa enhance shareholder rights.	rranted as the ability to re	move directors with or without cause would		
	Provide Right to Act by Written Consent	SH	Against	Against	
5					

Kimco Realty Corporation

Meeting Date: 04/28/2020	Country: USA	Primary Security ID: 49446R109
	Meeting Type: Annual	Ticker: KIM

Primary ISIN: US49446R1095

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1a	Elect Director Milton Cooper	Mgmt	For	Against		
	Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.					
1b	Elect Director Philip E. Coviello	Mgmt	For	For		
1c	Elect Director Conor C. Flynn	Mgmt	For	For		
1d	Elect Director Frank Lourenso	Mgmt	For	Against		
	Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.					
1e	Elect Director Colombe M. Nicholas	Mgmt	For	For		
1f	Elect Director Mary Hogan Preusse	Mgmt	For	For		

Date range covered: 04/01/2020 to 04/30/2020

Kimco Realty Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1g	Elect Director Valerie Richardson	Mgmt	For	For	
1h	Elect Director Richard B. Saltzman	Mgmt	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	
3	Ratify Pricewaterhouse Coopers LLP as Auditors	Mgmt	For	Against	
	Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.				
4	Approve Omnibus Stock Plan	Mgmt	For	For	

MSCI Inc.

Meeting Date: 04/28/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 55354G100

Ticker: MSCI

Primary ISIN: US55354G1004

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1a	Elect Director Henry A. Fernandez	Mgmt	For	Against		
	Blended Rationale: Joint Chair/CEO: A vote again CEO due to risk management and oversight.Inderefreshed in order to maintain independence, relevant	pendence: A vote against	is applied as LGIM expects a			
1b	Elect Director Robert G. Ashe	Mgmt	For	For		
1c	Elect Director Benjamin F. duPont	Mgmt	For	For		
1d	Elect Director Wayne Edmunds	Mgmt	For	For		
1e	Elect Director Catherine R. Kinney	Mgmt	For	For		
1f	Elect Director Jacques P. Perold	Mgmt	For	For		
1g	Elect Director Sandy C. Rattray	Mgmt	For	For		
1h	Elect Director Linda H. Riefler	Mgmt	For	Against		
	Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.					
1i	Elect Director Marcus L. Smith	Mgmt	For	For		
1j	Elect Director Paula Volent	Mgmt	For	For		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		

Date range covered: 04/01/2020 to 04/30/2020

MSCI Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Noble Energy, Inc.

Meeting Date: 04/28/2020Country: USAPrimary Security ID: 655044105

Meeting Type: Annual Ticker: NBL

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1a	Elect Director Jeffrey L. Berenson	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against year.	t is applied as LGIM has had	d concerns with the remunerat	tion policy for the past
1b	Elect Director James E. Craddock	Mgmt	For	Against
	Blended Rationale: A vote AGAINST James Crade committee.	dock is warranted for servin	g as a non-independent meml	ber of a key board
1c	Elect Director Barbara J. Duganier	Mgmt	For	For
1d	Elect Director Thomas J. Edelman	Mgmt	For	For
1e	Elect Director Holli C. Ladhani	Mgmt	For	For
1f	Elect Director David L. Stover	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote agai CEO due to risk management and oversight. Leac elect an independent lead director where there is	I Independent Director: A v	ote against is applied as LGIM	
1g	Elect Director Scott D. Urban	Mgmt	For	Against
	Blended Rationale: Lead Independent Director: A lead director where there is a combined Board Ch		.GIM expects companies to ele	ect an independent
1h	Elect Director William T. Van Kleef	Mgmt	For	For
1i	Elect Director Martha B. Wyrsch	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Uncapped. A as a percentage of salary or a fixed number of sh		GIM expects all incentive plans	s to be capped either
4	Approve Omnibus Stock Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

ROLLINS, INC.

Meeting Date: 04/28/2020

Country: USA

Primary Security ID: 775711104

Meeting Type: Annual

Ticker: ROL

Primary ISIN: US7757111049

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1.1	Elect Director R. Randall Rollins	Mgmt	For	Withhold			
	Blended Rationale: Independence: A vote agains maintain independence, relevantskills, experienc CEO or Non-Executive Directors not to hold too effectively. WITHHOLD votes are warranted for no board on which a majority of the directors are independent.	sLGIMexpects a duties					
1.2	Elect Director Henry B. Tippie	Mgmt	For	Withhold			
	Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO or Non-Executive Directors not to hold too many external roles to ensure they can undertake their duties effectively. Average board tenure: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Board refreshment: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Classified Board: A vote against is applied as LGIM supports a declassified board as directors should stand for re-election on an annual basis.						
1.3	Elect Director James B. Williams	Mgmt	For	For			
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against			
	Blended Rationale: Remuneration: Performance awards to be assessed against performance corperformance.Remuneration: Performance period at least a 3 year performance period.	nditions to ensure aligni	ment of remuneration with compa	any			

The PNC Financial Services Group, Inc.

Meeting Date: 04/28/2020

Country: USA

Primary Security ID: 693475105

Meeting Type: Annual

Ticker: PNC

Primary ISIN: US6934751057

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joseph Alvarado	Mgmt	For	For
1.2	Elect Director Charles E. Bunch	Mgmt	For	Against

 $Blended\ Rationale: Remuneration: A\ vote\ against\ is\ applied\ as\ LGIM\ has\ had\ concerns\ with\ the\ remuneration\ policy\ for\ the\ past\ year.$

Date range covered: 04/01/2020 to 04/30/2020

The PNC Financial Services Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Debra A. Cafaro	Mgmt	For	For
1.4	Elect Director Marjorie Rodgers Cheshire	Mgmt	For	For
1.5	Elect Director William S. Demchak	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is ap CEO due to risk management and oversight.	plied as LGIM expects cor	npanies to separate the roles of Chair and	
1.6	Elect Director Andrew T. Feldstein	Mgmt	For	For
1.7	Elect Director Richard J. Harshman	Mgmt	For	For
1.8	Elect Director Daniel R. Hesse	Mgmt	For	For
1.9	Elect Director Linda R. Medler	Mgmt	For	For
1.10	Elect Director Martin Pfinsgraff	Mgmt	For	For
1.11	Elect Director Toni Townes-Whitley	Mgmt	For	For
1.12	Elect Director Michael J. Ward	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Uncapped. A vote ag as a percentage of salary or a fixed number of shares.	painst is applied as LGIM ex	xpects all incentive plans to be capped either	
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

The Williams Companies, Inc.

Meeting Date: 04/28/2020 Country: USA Primary Security ID: 969457100

Meeting Type: Annual Ticker: WMB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1.1	Elect Director Alan S. Armstrong	Mgmt	For	For	
1.2	Elect Director Stephen W. Bergstrom	Mgmt	For	Against	
	Blended Rationale: Votes AGAINST Chairman Stephen Bergstrom, who presides over meetings of the board, are warranted. The board's adoption of a poison pill with a 5 percent trigger is problematic, as it is highly restrictive and could negatively impact the market for the company's shares as the market recovers.				
1.3	Elect Director Nancy K. Buese	Mgmt	For	For	
1.4	Elect Director Stephen I. Chazen	Mgmt	For	For	

Date range covered: 04/01/2020 to 04/30/2020

The Williams Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Charles I. Cogut	Mgmt	For	For
1.6	Elect Director Michael A. Creel	Mgmt	For	For
1.7	Elect Director Vicki L. Fuller	Mgmt	For	For
1.8	Elect Director Peter A. Ragauss	Mgmt	For	For
1.9	Elect Director Scott D. Sheffield	Mgmt	For	For
1.10	Elect Director Murray D. Smith	Mgmt	For	For
1.11	Elect Director William H. Spence	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against

Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.

Truist Financial Corporation

Meeting Date: 04/28/2020 Country: USA Primary Security ID: 89832Q109
Meeting Type: Annual Ticker: TFC
Primary ISIN: US89832Q1094

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jennifer S. Banner	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is app maintain independence, relevant skills, experience and d	•	ard to be regularly refreshed in order to	
1.2	Elect Director K. David Boyer, Jr.	Mgmt	For	For
1.3	Elect Director Agnes Bundy Scanlan	Mgmt	For	For
1.4	Elect Director Anna R. Cablik	Mgmt	For	For
1.5	Elect Director Dallas S. Clement	Mgmt	For	For
1.6	Elect Director Paul D. Donahue	Mgmt	For	For
1.7	Elect Director Paul R. Garcia	Mgmt	For	For
1.8	Elect Director Patrick C. Graney, III	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Truist Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Linnie M. Haynesworth	Mgmt	For	For
1.10	Elect Director Kelly S. King	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is a CEO due to risk management and oversight.	pplied as LGIM expects co	mpanies to separate the roles of Chair and	
1.11	Elect Director Easter A. Maynard	Mgmt	For	For
1.12	Elect Director Donna S. Morea	Mgmt	For	For
1.13	Elect Director Charles A. Patton	Mgmt	For	For
1.14	Elect Director Nido R. Qubein	Mgmt	For	For
1.15	Elect Director David M. Ratcliffe	Mgmt	For	For
1.16	Elect Director William H. Rogers, Jr.	Mgmt	For	For
1.17	Elect Director Frank P. Scruggs, Jr.	Mgmt	For	For
1.18	Elect Director Christine Sears	Mgmt	For	For
1.19	Elect Director Thomas E. Skains	Mgmt	For	For
1.20	Elect Director Bruce L. Tanner	Mgmt	For	For
1.21	Elect Director Thomas N. Thompson	Mgmt	For	For
1.22	Elect Director Steven C. Voorhees	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Require Independent Board Chairman	SH	Against	For
	Blended Rationale: Joint Chair/CEO: A vote in favour is	applied as LGIM expects c	ompanies to establish the role of independent	

Blended Rationale: Joint Chair/CEO: A vote in favour is applied as LGIM expects companies to establish the role of independent Board Chair.

Wells Fargo & Company

Meeting Date: 04/28/2020	Country: USA	Primary Security ID: 949746101
	Meeting Type: Annual	Ticker: WFC
	Primary ISIN: US9497461015	

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven D. Black	Mgmt	For	For
1b	Elect Director Celeste A. Clark	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Wells Fargo & Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Theodore F. Craver, Jr.	Mgmt	For	For
1d	Elect Director Wayne M. Hewett	Mgmt	For	For
1e	Elect Director Donald M. James	Mgmt	For	For
1f	Elect Director Maria R. Morris	Mgmt	For	For
1g	Elect Director Charles H. Noski	Mgmt	For	Against
	Blended Rationale: A vote against is applied as the com List. Companies are incorporated into the list if they fail This includes: companies involved in the manufacture United Nations Global Compact (UNGC); and pure coal	to meet minimum standa and production of controv	rds of globally accepted business practices. rersial weapons; perennial violators of the	
1h	Elect Director Richard B. Payne, Jr.	Mgmt	For	For
1i	Elect Director Juan A. Pujadas	Mgmt	For	For
1j	Elect Director Ronald L. Sargent	Mgmt	For	For
1k	Elect Director Charles W. Scharf	Mgmt	For	For
11	Elect Director Suzanne M. Vautrinot	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance condi awards to be assessed against performance condition performance. Remuneration: Uncapped. A vote against percentage of salary or a fixed number of shares.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is ap on a regular basis.	plied as LGIM expects the	role of the external auditor to be put to tender	
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against
5	Report on Incentive-Based Compensation and Risks of Material Losses	SH	Against	For
	Blended Rationale: A vote FOR the proposal is warrante employee incentive compensation programs that could broad-based employee incentive structures played a significant the company.			
6	Report on Global Median Gender Pay Gap	SH	Against	For
	Blended Rationale: Transparency: A vote in favour is ap		npanies to disclose meaningful information on	

its gender pay gap and the initiatives it is applying to close any stated gap.

Date range covered: 04/01/2020 to 04/30/2020

Ameriprise Financial, Inc.

Meeting Date: 04/29/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 03076C106

Ticker: AMP

Primary ISIN: US03076C1062

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James M. Cracchiolo	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against CEO due to risk management and oversight.	is applied as LGIM expe	ects companies to separate the ro	les of Chair and
1b	Elect Director Dianne Neal Blixt	Mgmt	For	For
1c	Elect Director Amy DiGeso	Mgmt	For	For
1d	Elect Director Lon R. Greenberg	Mgmt	For	For
1e	Elect Director Jeffrey Noddle	Mgmt	For	For
1f	Elect Director Robert F. Sharpe, Jr.	Mgmt	For	For
1g	Elect Director Brian T. Shea	Mgmt	For	For
1h	Elect Director W. Edward Walter, III	Mgmt	For	For
1i	Elect Director Christopher J. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Ball Corporation

Meeting Date: 04/29/2020

Country: USA

Primary Security ID: 058498106

Meeting Type: Annual

Ticker: BLL

Primary ISIN: US0584981064

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John A. Hayes	Mgmt	For	Withhold

 $Blended\ Rationale: \ Joint\ Chair/CEO: A vote against is applied\ as\ LGIM\ expects\ companies\ to\ separate\ the\ roles\ of\ Chair\ and\ CEO\ due\ to\ risk\ management\ and\ oversight.\ WITHHOLD\ votes\ from\ incumbent\ director\ nominees\ for\ their\ failure\ to\ opt-out\ of\ the\ amendment\ to\ Indiana\ Business\ law\ that\ resulted\ in\ a\ perpetually\ classified\ board.$

Date range covered: 04/01/2020 to 04/30/2020

Ball Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1.2	Elect Director Cathy D. Ross	Mgmt	For	Withhold	
	In diana Business law that resulted in a perpetua	ılly classified board.WITHH tee members up for election	s for their failure to opt-out of the amendment to OLD votes from Stuart Taylor, II and Cathy Ross (the n) for a material governance failure. The company's sylaws.		
1.3	Elect Director Betty Sapp	Mgmt	For	For	
1.4	Elect Director Stuart A. Taylor, II	Mgmt	For	Withhold	
	declassified board as directors should stand for nominees for their failure to opt-out of the an board.WITHHOLDvotesfromStuartTaylor, IIa	nce and diversity.Classified or re-election on an annua nendment to Indiana Busi nd Cathy Ross (the only nom	Board: A vote against is applied as LGIM supports a I basis.WITHHOLD votes from incumbent director ness law that resulted in a perpetually classified ninating/corporategovernance.committee members a documents prohibit shareholders from amending		
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against	
	Blended Rationale: Auditor tenure: A vote agair on a regular basis.	nst is applied as LGIM expec	ts the role of the external auditor to be put to tender		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	

BorgWarner Inc.

Meeting Date: 04/29/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 099724106

Ticker: BWA

Primary ISIN: US0997241064

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dennis C. Cuneo	Mgmt	For	For
1b	Elect Director Michael S. Hanley	Mgmt	For	For
1c	Elect Director Frederic B. Lissalde	Mgmt	For	For
1d	Elect Director Paul A. Mascarenas	Mgmt	For	For
1e	Elect Director John R. McKernan, Jr.	Mgmt	For	For
1f	Elect Director Deborah D. McWhinney	Mgmt	For	For
1g	Elect Director Alexis P. Michas	Mgmt	For	Against

Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.

Date range covered: 04/01/2020 to 04/30/2020

BorgWarner Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Vicki L. Sato	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote again too many external roles to ensure they can underta			ectors not to hold
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against

Cenovus Energy Inc.

Meeting Date: 04/29/2020 Country: Canada Primary Security ID: 15135U109

Meeting Type: Annual Ticker: CVE

Primary ISIN: CA15135U1093

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For			
2.1	Elect Director Keith M. Casey	Mgmt	For	For			
2.2	Elect Director Susan F. Dabarno	Mgmt	For	For			
2.3	Elect Director Jane E. Kinney	Mgmt	For	For			
2.4	Elect Director Harold N. Kvisle	Mgmt	For	Withhold			
	Blended Rationale: Board mandates: A vote against is a not to hold too many external positions to ensure they ca						
2.5	Elect Director Steven F. Leer	Mgmt	For	For			
2.6	Elect Director M. George Lewis	Mgmt	For	For			
2.7	Elect Director Keith A. MacPhail	Mgmt	For	Withhold			
	Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO (or Chair/CEO) or Non-Executive Director not to hold too many external positions to ensure they can undertake their duties effectively.						
2.8	Elect Director Richard J. Marcogliese	Mgmt	For	For			
2.9	Elect Director Claude Mongeau	Mgmt	For	For			
2.10	Elect Director Alexander J. Pourbaix	Mgmt	For	For			
2.11	Elect Director Rhonda I. Zygocki	Mgmt	For	For			

Date range covered: 04/01/2020 to 04/30/2020

Cenovus Energy Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation	Mgmt	For	For

CNA Financial Corporation

Meeting Date: 04/29/2020 Country: USA Primary Security ID: 126117100

Meeting Type: Annual Ticker: CNA

Primary ISIN: US1261171003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1.1	Elect Director Michael A. Bless	Mgmt	For	Withhold
	Blended Rationale: Board mandates: A vote a not to hold too many external positions to ens		ects a CEO (or Chair/CEO) or Non-Executive Director luties effectively.	
1.2	Elect Director Jose O. Montemayor	Mgmt	For	For
1.3	Elect Director Don M. Randel	Mgmt	For	For
1.4	Elect Director Andre Rice	Mgmt	For	For
1.5	Elect Director Dino E. Robusto	Mgmt	For	Withhold
	CEO due to risk management and oversight. V Robusto, Kenneth Siegel, Benjamin (Ben) Tis	WITHHOLD votes are warrante sch, Andrew Tisch, James (Jim	ects companies to separate the roles of Chair and ed for non-independent director nominees Dino a) Tisch, and Jane Wang for failing to establish a	
1.6	CEO due to risk management and oversight. V Robusto, Kenneth Siegel, Benjamin (Ben) Tis	WITHHOLD votes are warrante sch, Andrew Tisch, James (Jim	ed for non-independent director nominees Dino	Withhold
	CEO due to risk management and oversight. V Robusto, Kenneth Siegel, Benjamin (Ben) Tis board on which a majority of the directors are committee. Elect Director Kenneth I. Siegel Blended Rationale: WITHHOLD votes are wa	WITHHOLD votes are warrante sch, Andrew Tisch, James (Jim e independent directors, and d Mgmt rranted for non-independent o (Jim) Tisch, and Jane Wang fo	ed for non-independent director nominees Dino a) Tisch, and Jane Wang for failing to establish a lue to the company's lack of a formal nominating For director nominees Dino Robusto, Kenneth Siegel, or failing to establish a board on which a majority of	Withhold
	CEO due to risk management and oversight. V Robusto, Kenneth Siegel, Benjamin (Ben) Tis board on which a majority of the directors are committee. Elect Director Kenneth I. Siegel Blended Rationale: WITHHOLD votes are wal Benjamin (Ben) Tisch, Andrew Tisch, James	WITHHOLD votes are warrante sch, Andrew Tisch, James (Jim e independent directors, and d Mgmt rranted for non-independent o (Jim) Tisch, and Jane Wang fo	ed for non-independent director nominees Dino a) Tisch, and Jane Wang for failing to establish a lue to the company's lack of a formal nominating For director nominees Dino Robusto, Kenneth Siegel, or failing to establish a board on which a majority of	Withhold
1.6	CEO due to risk management and oversight. V Robusto, Kenneth Siegel, Benjamin (Ben) Tis board on which a majority of the directors are committee. Elect Director Kenneth I. Siegel Blended Rationale: WITHHOLD votes are was Benjamin (Ben) Tisch, Andrew Tisch, James the directors are independent directors, and of Elect Director Andrew H. Tisch Blended Rationale: WITHHOLD votes are was	WITHHOLD votes are warranted sch, Andrew Tisch, James (Jime independent directors, and defined for non-independent of the company's lack of a formatted for non-independent of the company's lack of a formatted for non-independent of (Jim) Tisch, and Jane Wang for the company's lack wang for (Jim) Tisch, and Jane Wang for (Jim) Tisch, and Ji	ed for non-independent director nominees Dino a) Tisch, and Jane Wang for failing to establish a due to the company's lack of a formal nominating For director nominees Dino Robusto, Kenneth Siegel, or failing to establish a board on which a majority of formal nominating committee. For director nominees Dino Robusto, Kenneth Siegel, or failing to establish a board on which a majority of	

Blended Rationale: WITHHOLD votes are warranted for non-independent director nominees Dino Robusto, Kenneth Siegel, Benjamin (Ben) Tisch, Andrew Tisch, James (Jim) Tisch, and Jane Wang for failing to establish a board on which a majority of the directors are independent directors, and due to the company's lack of a formal nominating committee.

Date range covered: 04/01/2020 to 04/30/2020

CNA Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director James S. Tisch	Mgmt	For	Withhold
	not to hold too many external positions to ensur for non-independent director nominees Dino Ro	e they can undertake their cousto, Kenneth Siegel, Ben n which a majority of the di	ects a CEO (or Chair/CEO) or Non-Executive Director duties effectively. WITHHOLD votes are warranted jamin (Ben) Tisch, Andrew Tisch, James (Jim) Tisch, rectors are independent directors, and due to the	
1.10	Elect Director Jane J. Wang	Mgmt	For	Withhold
		n) Tisch, and Jane Wang fo	director nominees Dino Robusto, Kenneth Siegel, or failing to establish a board on which a majority of formal nominating committee.	
1.11	Elect Director Marvin Zonis	Mgmt	For	Withhold
2	Blended Rationale: Independence: A vote agair maintain independence, relevant skills, experier concerns with the remuneration policy for the pa Advisory Vote to Ratify Named Executive Officers' Compensation	nce and diversity.Remuner	- ·	Against
	over a three year period. A vote AGAINST this puttributed to a contractually obligated payment program reveals structural concerns. The STI putters a year-over-year decline in this metric to the amount that discretion can influence the proeven the payout level of the financial metric are individual contributions influence payout are no	oposal is warranted. Altho in connection with a previous ogram is based on a finance arget, overall payout was stigram. The program's disclonet disclosed, and individuated in the proxy. Fund Shareholders generally	oplied as LGIM expects performance to be measured ugh elevated pay for the year in review can be ous performance equity grant, a review of the pay ial metric, but its performance goal is not rigorous. Cill achieved at maximum, which calls into question obsure is fairly sparse, as thresholds, maximums, or all performance outcomes and the amount by which other, the long-term program utilizes the identical prefer STI and LTI metrics not to overlap, and for a	
	Amend Omnibus Stock Plan	Mgmt	For	For
3				

Duke Realty Corporation

Meeting Date: 04/29/2020	Country: USA Meeting Type: Annual	Primary Security ID: 264411505 Ticker: DRE
	Primary ISIN: US2644115055	

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Flect Director John P. Case	Mamt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Duke Realty Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1b	Elect Director James B. Connor	Mgmt	For	Against			
	Blended Rationale: Joint Chair/CEO: A vote against is an CEO due to risk management and oversight.	pplied as LGIM expects cor	mpanies to separate the roles of Chair and				
1c	Elect Director Ngaire E. Cuneo	Mgmt	For	For			
1d	Elect Director Charles R. Eitel	Mgmt	For	For			
1e	Elect Director Tamara D. Fischer	Mgmt	For	For			
1f	Elect Director Norman K. Jenkins	Mgmt	For	For			
1g	Elect Director Melanie R. Sabelhaus	Mgmt	For	For			
1h	Elect Director Peter M. Scott, III	Mgmt	For	For			
1i	Elect Director David P. Stockert	Mgmt	For	For			
1j	Elect Director Chris T. Sultemeier	Mgmt	For	For			
1k	Elect Director Michael E. Szymanczyk	Mgmt	For	For			
11	Elect Director Warren M. Thompson	Mgmt	For	For			
1m	Elect Director Lynn C. Thurber	Mgmt	For	For			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For			
3	Ratify KPMG LLP as Auditors	Mgmt	For	Against			
	Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender						

Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.

Global Payments Inc.

Meeting Date: 04/29/2020	Country: USA Meeting Type: Annual	Primary Security ID: 37940X102 Ticker: GPN
	Primary ISIN: US37940X1028	

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director F. Thaddeus Arroyo	Mgmt	For	For
1b	Elect Director Robert H.B. Baldwin, Jr.	Mgmt	For	Against
	Blended Rationale: A vote AGAINST Robert (Bob) Baldw board committee.	in Jr. is warranted for serv	ring as a non-independent member of a key	
1c	Elect Director John G. Bruno	Mgmt	For	For
1d	Elect Director Kriss Cloninger, III	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Global Payments Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director William I. Jacobs	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote agains not to hold too many external positions to ensure th		• • •	n-Executive Director
1f	Elect Director Joia M. Johnson	Mgmt	For	For
1g	Elect Director Ruth Ann Marshall	Mgmt	For	For
1h	Elect Director Connie D. McDaniel	Mgmt	For	For
1i	Elect Director William B. Plummer	Mgmt	For	For
1j	Elect Director Jeffrey S. Sloan	Mgmt	For	For
1k	Elect Director John T. Turner	Mgmt	For	For
11	Elect Director M. Troy Woods	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Eliminate Supermajority Vote Requirement	Mgmt	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Husky Energy Inc.

Meeting Date: 04/29/2020

Country: Canada

Meeting Type: Annual/Special

Primary Security ID: 448055103

Ticker: HSE

Primary ISIN: CA4480551031

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Victor T. K. Li	Mgmt	For	Withhold
	Blended Rationale: Board mandates: A vote against is an not to hold too many external positions to ensure they capplied as LGIM expects a board to be regularly refreshed iversity.	an undertake their duties	effectively.Independence: A vote against is	
1.2	Elect Director Canning K. N. Fok	Mgmt	For	Withhold
	Blended Rationale: Board mandates: A vote against is an not to hold too many external positions to ensure they capplied as LGIM expects a board to be regularly refreshed iversity. Remuneration: A vote against has been applie executive directors' pay and non-executive directors' fee	an undertake their duties ed in order to maintain ind d as LGIM expects compa	effectively.Independence: A vote against is lependence, relevant skills, experience and	
1.3	Elect Director Stephen E. Bradley	Mgmt	For	For
1.4	Elect Director Asim Ghosh	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Husky Energy Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1.5	Elect Director Martin J. G. Glynn	Mgmt	For	Withhold			
	Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Remuneration: A vote against has been applied as LGIM expects companies to obtain annual shareholder approval of executive directors' pay and non-executive directors' fees.						
1.6	Elect Director Poh Chan Koh	Mgmt	For	For			
1.7	Elect Director Eva Lee Kwok	Mgmt	For	Withhold			
	Blended Rationale: Remuneration: A vote against has approval of executive directors' pay and non-executive		ects companies to obtain annual shareholder				
1.8	Elect Director Stanley T. L. Kwok	Mgmt	For	For			
1.9	Elect Director Frederick S. H. Ma	Mgmt	For	For			
1.10	Elect Director George C. Magnus	Mgmt	For	For			
1.11	Elect Director Neil D. McGee	Mgmt	For	For			
1.12	Elect Director Robert J. Peabody	Mgmt	For	For			
1.13	Elect Director Colin S. Russel	Mgmt	For	For			
1.14	Elect Director Wayne E. Shaw	Mgmt	For	For			
1.15	Elect Director William Shurniak	Mgmt	For	Withhold			
	Blended Rationale: Independence: A vote against is an maintain independence, relevant skills, experience and		oard to be regularly refreshed in order to				
1.16	Elect Director Frank J. Sixt	Mgmt	For	Withhold			
	Blended Rationale: Remuneration: A vote against has been applied as LGIM expects companies to obtain annual shareholder approval of executive directors' pay and non-executive directors' fees.						
2	Ratify KPMG LLP as Auditors	Mgmt	For	Withhold			
	Blended Rationale: Auditor tenure: A vote against is apon a regular basis.	pplied as LGIM expects the	role of the external auditor to be put to tender				
3	Amend Bylaw No. 1	Mgmt	For	For			

Kimberly-Clark Corporation

Meeting Date: 04/29/2020 Country: USA Primary Security ID: 494368103

Meeting Type: Annual Ticker: KMB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Abelardo E. Bru	Mamt	For	Against

Date range covered: 04/01/2020 to 04/30/2020

Kimberly-Clark Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
	Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.					
1.2	Elect Director Robert W. Decherd	Mgmt	For	For		
1.3	Elect Director Michael D. Hsu	Mgmt	For	Against		
	Blended Rationale: Joint Chair/CEO: A vote against is applied as LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight.					
1.4	Elect Director Mae C. Jemison	Mgmt	For	Against		
	Blended Rationale: Joint Chair/CEO: A vote against is ap Chair and CEO without prior shareholder approval.	plied as LGIM expects con	npanies not to recombine the roles of Board			
1.5	Elect Director S. Todd Maclin	Mgmt	For	For		
1.6	Elect Director Sherilyn S. McCoy	Mgmt	For	Against		
	Blended Rationale: Joint Chair/CEO: A vote against is ap Chair and CEO without prior shareholder approval.	plied as LGIM expects con	npanies not to recombine the roles of Board			
1.7	Elect Director Christa S. Quarles	Mgmt	For	For		
1.8	Elect Director Ian C. Read	Mgmt	For	For		
1.9	Elect Director Dunia A. Shive	Mgmt	For	For		
1.10	Elect Director Mark T. Smucker	Mgmt	For	For		
1.11	Elect Director Michael D. White	Mgmt	For	For		
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against		
	Blended Rationale: Auditor tenure: A vote against is appon a regular basis.	olied as LGIM expects the	role of the external auditor to be put to tender			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		
4	Provide Right to Act by Written Consent	SH	Against	Against		

Marathon Petroleum Corporation

Meeting Date: 04/29/2020 Country: USA Primary Security ID: 56585A102

Meeting Type: Annual Ticker: MPC

Primary ISIN: US56585A1025

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Marathon Petroleum Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	_
2a	Elect Director Steven A. Davis	Mgmt	For	Against	
	Blended Rationale: Remuneration: A vote against i year.	s applied as LGIM has ha	ad concerns with the remuneral	tion policy for the past	
2b	Elect Director J. Michael Stice	Mgmt	For	For	
2c	Elect Director John P. Surma	Mgmt	For	For	
2d	Elect Director Susan Tomasky	Mgmt	For	For	
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	
	Blended Rationale: Remuneration: Performance per over at least a 3 year performance period.	eriod. A vote against is ap	pplied as LGIM expects remune	ration to be measured	
5	Adopt Simple Majority Vote	SH	For	For	
6	Report on Integrating Community Impacts Into Executive Compensation Program	SH	Against	Against	

Ovintiv, Inc.

Meeting Date: 04/29/2020

Country: USA

Primary Security ID: 69047Q102

Meeting Type: Annual

Ticker: OW

Primary ISIN: US69047Q1022

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
2a	Elect Director Peter A. Dea	Mgmt	For	For
2b	Elect Director Fred J. Fowler	Mgmt	For	For
2c	Elect Director Howard J. Mayson	Mgmt	For	For
2d	Elect Director Lee A. McIntire	Mgmt	For	For
2e	Elect Director Margaret A. McKenzie	Mgmt	For	For
2f	Elect Director Steven W. Nance	Mgmt	For	For
2g	Elect Director Suzanne P. Nimocks	Mgmt	For	For
2h	Elect Director Thomas G. Ricks	Mgmt	For	For
2i	Elect Director Brian G. Shaw	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Ovintiv, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2j	Elect Director Douglas J. Suttles	Mgmt	For	For
2k	Elect Director Bruce G. Waterman	Mgmt	For	For
21	Elect Director Clayton H. Woitas	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is appon a regular basis.	olied as LGIM expects the I	role of the external auditor to be put to tender	
4	Report on Climate Change	SH	Against	For
	Blended Rationale: Climate change: A vote in favour is a consider this issue to be a material risk to companies.	pplied as LGIM supports p	roposals related to climate change as we	

Prologis, Inc.

Meeting Date: 04/29/2020Country: USAPrimary Security ID: 74340W103

Meeting Type: Annual Ticker: PLD

Primary ISIN: US74340W1036

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1a	Elect Director Hamid R. Moghadam	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote as CEO due to risk management and oversight. In refreshed in order to maintain independence, it	ndependence: A vote against i	s applied as LGIM expects a	
1b	Elect Director Cristina G. Bita	Mgmt	For	For
1c	Elect Director George L. Fotiades	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote agnot to hold too many external positions to ensu			Non-Executive Director
1d	Elect Director Lydia H. Kennard	Mgmt	For	For
1e	Elect Director Irving F. Lyons, III	Mgmt	For	For
1f	Elect Director Avid Modjtabai	Mgmt	For	For
1g	Elect Director David P. O'Connor	Mgmt	For	For
1h	Elect Director Olivier Piani	Mgmt	For	For
1i	Elect Director Jeffrey L. Skelton	Mgmt	For	Against
	Blended Rationale: Independence: A vote aga maintain independence, relevant skills, experie		s a board to be regularly ref	freshed in order to
1j	Elect Director Carl B. Webb	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Prologis, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1k	Elect Director William D. Zollars	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For
4	Increase Authorized Common Stock	Mgmt	For	For
5	Ratify KPMG LLP as Auditors	Mgmt	For	For

Regency Centers Corporation

Meeting Date: 04/29/2020

Country: USA

Primary Security ID: 758849103

Meeting Type: Annual

Ticker: REG

Primary ISIN: US7588491032

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
1a	Elect Director Martin E. Stein, Jr.	Mgmt	For	Against
	Blended Rationale: Independence: A vote again maintain independence, relevant skills, experien		s a board to be regularly refreshed in order to	
1b	Elect Director Joseph F. Azrack	Mgmt	For	For
1c	Elect Director Bryce Blair	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote again of to hold too many external positions to ensure		cts a CEO (or Chair/CEO) or Non-Executive Direct uties effectively.	or
1d	Elect Director C. Ronald Blankenship	Mgmt	For	Against
	Blended Rationale: Independence: A vote again maintain independence, relevant skills, experien		s a board to be regularly refreshed in order to	
1e	Elect Director Deirdre J. Evens	Mgmt	For	For
1f	Elect Director Thomas W. Furphy	Mgmt	For	For
1g	Elect Director Karin M. Klein	Mgmt	For	For
1h	Elect Director Peter D. Linneman	Mgmt	For	For
1 i	Elect Director David P. O'Connor	Mgmt	For	For
1:	Elect Director Lisa Palmer	Mgmt	For	For
1j				

 $Blended\ Rationale:\ Independence:\ A\ vote\ against\ is\ applied\ as\ LGIM\ expects\ a\ board\ to\ be\ regularly\ refreshed\ in\ order\ to\ maintain\ independence,\ relevant\ skills,\ experience\ and\ diversity.$

Date range covered: 04/01/2020 to 04/30/2020

Regency Centers Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	Against
	Rlended Rationale: Auditor tenure: A vote against is	annlied as I GIM expects th	e role of the external auditor to be put to tender	

Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.

Textron Inc.

Meeting Date: 04/29/2020 Country: USA Primary Security ID: 883203101

Meeting Type: Annual Ticker: TXT

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1a	Elect Director Scott C. Donnelly	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote ag CEO due to risk management and oversight.	ainst is applied as LGIM expe	cts companies to separate the	e roles of Chair and
1b	Elect Director Kathleen M. Bader	Mgmt	For	For
1c	Elect Director R. Kerry Clark	Mgmt	For	Against
	Blended Rationale: Independence: A vote aga maintain independence, relevant skills, experie		ts a board to be regularly refre	eshed in order to
1d	Elect Director James T. Conway	Mgmt	For	For
1e	Elect Director Paul E. Gagne	Mgmt	For	Against
	Blended Rationale: Independence: A vote aga maintain independence, relevant skills, experie		ts a board to be regularly refre	eshed in order to
1f	Elect Director Ralph D. Heath	Mgmt	For	For
1g	Elect Director Deborah Lee James	Mgmt	For	For
1h	Elect Director Lionel L. Nowell, III	Mgmt	For	For
1i	Elect Director James L. Ziemer	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote aga year.	inst is applied as LGIM has ha	d concerns with the remuner	ation policy for the past
1j	Elect Director Maria T. Zuber	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Textron Inc.

Advisory Vote to Ratify Named Executive Mgmt For Against Officers' Compensation						
ards to be assessed against performance conditions	to ensure alignment of	remuneration with company				
atify Ernst & Young LLP as Auditors	Mgmt	For	Against			
nc ard fo ea eti	ded Rationale: Remuneration: Performance conditions to be assessed against performance conditions or mance. Remuneration: Performance period: A vote list a 3 year performance period. If y Ernst & Young LLP as Auditors	ded Rationale: Remuneration: Performance conditions. A vote against is applied to be assessed against performance conditions to ensure alignment of primance. Remuneration: Performance period: A vote against is applied as LGIN list a 3 year performance period. If y Ernst & Young LLP as Auditors Mgmt	ded Rationale: Remuneration: Performance conditions. A vote against is applied as LGIM expects a sufficient portion of ds to be assessed against performance conditions to ensure alignment of remuneration with company ormance. Remuneration: Performance period: A vote against is applied as LGIM expects remuneration to be measured over last a 3 year performance period.			

Vistra Energy Corp.

on a regular basis.

Meeting Date: 04/29/2020

Country: USA

Primary Security ID: 92840M102

Meeting Type: Annual

Ticker: VST

Primary ISIN: US92840M1027

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For
	If Proposal 1 is Approved, Elect the Following 10 Directors:	Mgmt		
2.1	Elect Director Hilary E. Ackermann	Mgmt	For	For
2.2	Elect Director Arcilia C. Acosta	Mgmt	For	For
2.3	Elect Director Gavin R. Baiera	Mgmt	For	For
2.4	Elect Director Paul M. Barbas	Mgmt	For	For
2.5	Elect Director Lisa Crutchfield	Mgmt	For	For
2.6	Elect Director Brian K. Ferraioli	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote against is a	policed ac LCIM expects a C	CEO or Non-Executive Directors not to hold	
	too many external roles to ensure they can undertake the		LEG OF NOTE-EXECUTIVE DIRECTORS HOLLO HOLD	
	<u> </u>		For	For
	too many external roles to ensure they can undertake the	eir duties effectively.		For
2.7	too many external roles to ensure they can undertake the Elect Director Scott B. Helm	eir duties effectively. Mgmt	For	
2.7 2.8	too many external roles to ensure they can undertake the Elect Director Scott B. Helm Elect Director Jeff D. Hunter	eir duties effectively. Mgmt Mgmt	For	For
2.7 2.8 2.9	too many external roles to ensure they can undertake the Elect Director Scott B. Helm Elect Director Jeff D. Hunter Elect Director Curtis A. Morgan	eir duties effectively. Mgmt Mgmt Mgmt	For For	For For

Date range covered: 04/01/2020 to 04/30/2020

Vistra Energy Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
3.2	Elect Director Scott B. Helm	Mgmt	For	For		
3.3	Elect Director Curtis A. Morgan	Mgmt	For	For		
3.4	Elect Director John R. (JR) Sult	Mgmt	For	For		
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against		
	Blended Rationale: Remuneration: Performance conditions. A vote against is applied as LGIM expects a sufficient portion of awards to be assessed against performance conditions to ensure alignment of remuneration with company performance.					
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For		

W.W. Grainger, Inc.

Meeting Date: 04/29/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 384802104

Ticker: GWW

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1.1	Elect Director Rodney C. Adkins	Mgmt	For	Withhold
	Blended Rationale: Board mandates: A vote against too many external roles to ensure they can undertal			
1.2	Elect Director Brian P. Anderson	Mgmt	For	For
1.3	Elect Director V. Ann Hailey	Mgmt	For	For
1.4	Elect Director Stuart L. Levenick	Mgmt	For	For
1.5	Elect Director D.G. Macpherson	Mgmt	For	Withhold
	Blended Rationale: Joint Chair/CEO: A vote against is a CEO due to risk management and oversight.	applied as LGIM expects co	ompanies to separate the roles of Chair and	
1.6	Elect Director Neil S. Novich	Mgmt	For	For
1.7	Elect Director Beatriz R. Perez	Mgmt	For	For
1.8	Elect Director Michael J. Roberts	Mgmt	For	For
1.9	Elect Director E. Scott Santi	Mgmt	For	For
1.10	Elect Director Susan Slavik Williams	Mgmt	For	For
1.11	Elect Director Lucas E. Watson	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Cabot Oil & Gas Corporation

Meeting Date: 04/30/2020

Country: USA

Primary Security ID: 127097103

Meeting Type: Annual

Ticker: COG

Primary ISIN: US1270971039

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1.1	Elect Director Dorothy M. Ables	Mgmt	For	For
1.2	Elect Director Rhys J. Best	Mgmt	For	Withhold
	Blended Rationale: Board mandates: A vote aga too many external roles to ensure they can under			irectors not to hold
1.3	Elect Director Robert S. Boswell	Mgmt	For	For
1.4	Elect Director Amanda M. Brock	Mgmt	For	For
1.5	Elect Director Peter B. Delaney	Mgmt	For	For
1.6	Elect Director Dan O. Dinges	Mgmt	For	Withhold
	Blended Rationale: Joint Chair/CEO: A vote agai CEO due to risk management and oversight. Inde refreshed in order to maintain independence, rele	ependence: A vote against	is applied as LGIM expects a bo	
1.7	Elect Director Robert Kelley	Mgmt	For	Withhold
	Blended Rationale: Independence: A vote again maintain independence, relevant skills, experience		ts a board to be regularly refre	shed in order to
1.8	Elect Director W. Matt Ralls	Mgmt	For	Withhold
	Blended Rationale: Board mandates: A vote aga too many external roles to ensure they can under			irectors not to hold
1.9	Elect Director Marcus A. Watts	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote again on a regular basis.	st is applied as LGIM expec	cts the role of the external audi	tor to be put to tender
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Cadence Design Systems, Inc.

Meeting Date: 04/30/2020

Country: USA

Primary Security ID: 127387108

Meeting Type: Annual

Ticker: CDNS

Date range covered: 04/01/2020 to 04/30/2020

Cadence Design Systems, Inc.

Proposal Text	Proponent	Mgmt Rec	Vote Instruction
Elect Director Mark W. Adams	Mgmt	For	For
Elect Director Susan L. Bostrom	Mgmt	For	For
Elect Director Ita Brennan	Mgmt	For	For
Elect Director Lewis Chew	Mgmt	For	For
Elect Director James D. Plummer	Mgmt	For	For
Elect Director Alberto Sangiovanni-Vincentelli	Mgmt	For	For
Elect Director John B. Shoven	Mgmt	For	Against
•	• • • • • • • • • • • • • • • • • • • •	board to be regularly refreshed in order to	
Elect Director Young K. Sohn	Mgmt	For	For
Elect Director Lip-Bu Tan	Mgmt	For	Against
<u> </u>		s a CEO or Non-Executive Directors not to hold	
Amend Omnibus Stock Plan	Mgmt	For	For
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	Elect Director Mark W. Adams Elect Director Susan L. Bostrom Elect Director Ita Brennan Elect Director Lewis Chew Elect Director James D. Plummer Elect Director Alberto Sangiovanni-Vincentelli Elect Director John B. Shoven Blended Rationale: Independence: A vote against is maintain independence, relevant skills, experience an Elect Director Young K. Sohn Elect Director Lip-Bu Tan Blended Rationale: Board mandates: A vote against too many external roles to ensure they can undertake Amend Omnibus Stock Plan Advisory Vote to Ratify Named Executive Officers' Compensation Ratify PricewaterhouseCoopers LLP as Auditors Reduce Ownership Threshold for	Elect Director Mark W. Adams Mgmt Elect Director Susan L. Bostrom Mgmt Elect Director Ita Brennan Mgmt Elect Director Lewis Chew Mgmt Elect Director James D. Plummer Mgmt Elect Director Alberto Sangiovanni-Vincentelli Mgmt Elect Director John B. Shoven Mgmt Blended Rationale: Independence: A vote against is applied as LGIM expects a maintain independence, relevant skills, experience and diversity. Elect Director Young K. Sohn Mgmt Elect Director Lip-Bu Tan Mgmt Blended Rationale: Board mandates: A vote against is applied as LGIM expects too many external roles to ensure they can undertake their duties effectively. Amend Omnibus Stock Plan Mgmt Advisory Vote to Ratify Named Executive Mgmt Officers' Compensation Ratify PricewaterhouseCoopers LLP as Mgmt Auditors Reduce Ownership Threshold for SH	Elect Director Mark W. Adams Mgmt For Elect Director Susan L. Bostrom Mgmt For Elect Director Ita Brennan Mgmt For Elect Director Lewis Chew Mgmt For Elect Director James D. Plummer Mgmt For Elect Director Alberto Sangiovanni-Vincentelli Mgmt For Elect Director John B. Shoven Mgmt For Elect Director John B. Shoven Mgmt For Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity. Elect Director Young K. Sohn Mgmt For Elect Director Lip-Bu Tan Mgmt For Blended Rationale: Board mandates: A vote against is applied as LGIM expects a CEO or Non-Executive Directors not to hold too many external roles to ensure they can undertake their duties effectively. Amend Omnibus Stock Plan Mgmt For Advisory Vote to Ratify Named Executive Mgmt For Advisory Vote to Ratify Named Executive Mgmt For Advisory Vote to Ratify Named Executive Mgmt For Additors Ratify PricewaterhouseCoopers LLP as Mgmt For Additors Reduce Ownership Threshold for SH Against

Blended Rationale: Shareholder rights: A vote in favour is applied as the resolution is seeking to reduce the threshold below

Capital One Financial Corporation

Meeting Date: 04/30/2020	Country: USA	Primary Security ID: 14040H105
	Meeting Type: Annual	Ticker: COF

Primary ISIN: US14040H1059

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard D. Fairbank	Mgmt	For	Against

Blended Rationale: Joint Chair/CEO: A vote against is applied as LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight. Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.

Date range covered: 04/01/2020 to 04/30/2020

Capital One Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1b	Elect Director Aparna Chennapragada	Mgmt	For	For
1c	Elect Director Ann Fritz Hackett	Mgmt	For	Against
	Blended Rationale: Independence: A vote agains maintain independence, relevant skills, experience		s a board to be regularly refreshed in order to	
1d	Elect Director Peter Thomas Killalea	Mgmt	For	For
1e	Elect Director Cornelis "Eli" Leenaars	Mgmt	For	For
1f	Elect Director Pierre E. Leroy	Mgmt	For	For
1g	Elect Director Francois Locoh-Donou	Mgmt	For	For
1h	Elect Director Peter E. Raskind	Mgmt	For	For
1 i	Elect Director Eileen Serra	Mgmt	For	For
1j	Elect Director Mayo A. Shattuck, III	Mgmt	For	Against
	not to hold too many external positions to ensure applied as LGIM expects a board to be regularly rediversity.	they can undertake their d efreshed in order to mainta	ain independence, relevant skills, experience and	_
1k	Elect Director Bradford H. Warner	Mgmt	For	For
11	Elect Director Catherine G. West	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote agains on a regular basis.	t is applied as LGIM expect	ts the role of the external auditor to be put to tender	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance	-	is applied as LGIM expects a sufficient portion of ent of remuneration with company	
	performance.Remuneration: Performance period three year period. A vote AGAINST this proposal is board discretion in determining total NEO pay as CEO's performance share award for the 2019 period.	I. A vote against is applied a swarranted. Concerns cor well as the relative magnit formance year was large, a ddition, the company discl on pre-established target p	rude of CEO performance year pay. The size of the although the awards are not reflected in proxy pay osed a negative change going forward; specifically,	
4	performance. Remuneration: Performance period three year period. A vote AGAINST this proposal is board discretion in determining total NEO pay as CEO's performance share award for the 2019 per tables due to a change in equity grant timing. In actotal pay determinations will no longer be based of	I. A vote against is applied a swarranted. Concerns cor well as the relative magnit formance year was large, a ddition, the company discl on pre-established target p	ntinue to be raised by both the heavy reliance on cude of CEO performance year pay. The size of the although the awards are not reflected in proxy pay osed a negative change going forward; specifically,	For

 $Blended\ Rationale:\ Joint\ Chair/CEO:\ A\ vote \ in\ favour\ is\ applied\ as\ LGIM\ expects\ companies\ to\ establish\ the\ role\ of\ independent\ Board\ Chair.$

Date range covered: 04/01/2020 to 04/30/2020

Church & Dwight Co., Inc.

Meeting Date: 04/30/2020

Country: USA

Primary Security ID: 171340102

Meeting Type: Annual

Ticker: CHD

Primary ISIN: US1713401024

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct		
1a	Elect Director James R. Craigie	Mgmt	For	For		
1b	Elect Director Bradley C. Irwin	Mgmt	For	Against		
	Blended Rationale: Joint Chair/CEO: A vote against CEO due to risk management and oversight. Joint Cl recombine the roles of Board Chair and CEO without	nair/CEO: A vote again	st is applied as LGIM expects compan			
1c	Elect Director Penry W. Price	Mgmt	For	For		
1d	Elect Director Janet S. Vergis	Mgmt	For	Against		
	Blended Rationale: Joint Chair/CEO: A vote against CEO due to risk management and oversight. Joint Cl recombine the roles of Board Chair and CEO without	nair/CEO: A vote again	st is applied as LGIM expects compan			
1e	Elect Director Arthur B. Winkleblack	Mgmt	For	Against		
	Blended Rationale: Remuneration: A vote against is applied as LGIM has had concerns with the remuneration policy for the past year.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against		
	Blended Rationale: Remuneration: Performance co awards to be assessed against performance cond performance.Remuneration: Performance period. A three year period.	tions to ensure alignn	nent of remuneration with company			
3	Provide Right to Call Special Meeting	Mgmt	For	For		
4	Eliminate Supermajority Vote Requirement to Amend Certain Provisions	Mgmt	For	For		
5	Approve Advance Notice Requirement	Mgmt	For	For		
6	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against		

Corning Incorporated

Meeting Date: 04/30/2020

Country: USA

Primary Security ID: 219350105

Meeting Type: Annual

Ticker: GLW

Date range covered: 04/01/2020 to 04/30/2020

Corning Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1a	Elect Director Donald W. Blair	Mgmt	For	For
1b	Elect Director Leslie A. Brun	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote agair not to hold too many external positions to ensure t		cts a CEO (or Chair/CEO) or Non-Executive Director uties effectively.	
1c	Elect Director Stephanie A. Burns	Mgmt	For	For
1d	Elect Director Richard T. Clark	Mgmt	For	For
1e	Elect Director Robert F. Cummings, Jr.	Mgmt	For	For
1f	Elect Director Deborah A. Henretta	Mgmt	For	For
1g	Elect Director Daniel P. Huttenlocher	Mgmt	For	For
1h	Elect Director Kurt M. Landgraf	Mgmt	For	For
1 i	Elect Director Kevin J. Martin	Mgmt	For	For
1j	Elect Director Deborah D. Rieman	Mgmt	For	Against
	Blended Rationale: Independence: A vote agains maintain independence, relevant skills, experience		s a board to be regularly refreshed in order to	
1k	Elect Director Hansel E. Tookes, II	Mgmt	For	Against
	Blended Rationale: Independence: A vote agains maintain independence, relevant skills, experience		s a board to be regularly refreshed in order to	
11	Elect Director Wendell P. Weeks	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote again CEO due to risk management and oversight. Boar or Non-Executive Director not to hold too many effectively. Independence: A vote against is appliindependence, relevant skills, experience and dive	d mandates: A vote agains vexternal positions to ensed as LGIM expects a boar	t is applied as LGIM expects a CEO (or Chair/CEO) sure they can undertake their duties	
1m	Elect Director Mark S. Wrighton	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against

EOG Resources, Inc.

Meeting Date: 04/30/2020 Country: USA Primary Security ID: 26875P101
Meeting Type: Annual Ticker: EOG
Primary ISIN: US26875P1012

Date range covered: 04/01/2020 to 04/30/2020

EOG Resources, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Janet F. Clark	Mgmt	For	For
1b	Elect Director Charles R. Crisp	Mgmt	For	For
1c	Elect Director Robert P. Daniels	Mgmt	For	For
1d	Elect Director James C. Day	Mgmt	For	For
1e	Elect Director C. Christopher Gaut	Mgmt	For	For
1f	Elect Director Julie J. Robertson	Mgmt	For	For
1g	Elect Director Donald F. Textor	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is app maintain independence, relevant skills, experience and di	•	ard to be regularly refreshed in order to	
1h	Elect Director William R. Thomas	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is ap CEO due to risk management and oversight.	plied as LGIM expects con	npanies to separate the roles of Chair and	
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: Remuneration: Uncapped. A vote ag as a percentage of salary or a fixed number of shares.	ainst is applied as LGIM ex	cpects all incentive plans to be capped either	

Globe Life Inc.

 Meeting Date: 04/30/2020
 Country: USA
 Primary Security ID: 37959E102

 Meeting Type: Annual
 Ticker: GL

Primary ISIN: US37959E1029

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles E. Adair	Mgmt	For	For
1.2	Elect Director Linda L. Addison	Mgmt	For	For
1.3	Elect Director Marilyn A. Alexander	Mgmt	For	For
1.4	Elect Director Cheryl D. Alston	Mgmt	For	For
1.5	Elect Director Jane M. Buchan	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Globe Life Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1.6	Elect Director Gary L. Coleman	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote agains CEO due to risk management and oversight.	t is applied as LGIM exp	ects companies to separate t	the roles of Chair and
1.7	Elect Director Larry M. Hutchison	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote agains CEO due to risk management and oversight.	t is applied as LGIM exp	ects companies to separate t	the roles of Chair and
1.8	Elect Director Robert W. Ingram	Mgmt	For	For
1.9	Elect Director Steven P. Johnson	Mgmt	For	For
1.10	Elect Director Darren M. Rebelez	Mgmt	For	For
1.11	Elect Director Mary E. Thigpen	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against on a regular basis.	is applied as LGIM expe	cts the role of the external a	uditor to be put to tender
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Loblaw Companies Limited

Meeting Date: 04/30/2020

Country: Canada

Meeting Type: Annual

Primary Security ID: 539481101

Ticker: L

Primary ISIN: CA5394811015

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paviter S. Binning	Mgmt	For	For
1.2	Elect Director Scott B. Bonham	Mgmt	For	For
1.3	Elect Director Warren Bryant	Mgmt	For	For
1.4	Elect Director Christie J.B. Clark	Mgmt	For	For
1.5	Elect Director Daniel Debow	Mgmt	For	For
1.6	Elect Director William A. Downe	Mgmt	For	Withhold
	Blended Rationale: Remuneration: A vote against is app year.	lied as LGIM has had conc	erns with the remuneration policy for the past	
1.7	Elect Director Janice Fukakusa	Mgmt	For	For
1.8	Elect Director M. Marianne Harris	Mgmt	For	For
1.9	Elect Director Claudia Kotchka	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Loblaw Companies Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Beth Pritchard	Mgmt	For	For
1.11	Elect Director Sarah Raiss	Mgmt	For	For
1.12	Elect Director Galen G. Weston	Mgmt	For	Withhold
	Blended Rationale: Policy Rationale: Joint Chair/CEC of Chair and CEO due to risk management and overs directors not to hold too many external positions to e A vote against is applied as specific disclosure reques	sight; Over-boarding - A versure they can undertake	ote against is applied as LGIM expects executive	
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	Blended Rationale: Remuneration: Performance cor awards to be assessed against performance conditio	-	· · · · · · · · · · · · · · · · · · ·	
	Shareholder Proposal	Mgmt		
4	SP 1: Enhance the Mandate of the Risk and Compliance Committee to Assign it with Specific Responsibility for Human Rights Risk Assessment, Mitigation and Prevention, Policy Formulation and Adoption	SH	Against	For

Blended Rationale: Policy Rationale: Human Rights: A vote in favour is applied as LGIM supports proposals related to human rights policies as we consider this issue to be a material risk to companies. In this case the company has been linked to 2 violations relating to Health & Safety and Labour Standard in the last 5 years.

NRG Energy, Inc.

Meeting Date: 04/30/2020Country: USAPrimary Security ID: 629377508

Meeting Type: Annual Ticker: NRG

Primary ISIN: US6293775085

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
1a	Elect Director E. Spencer Abraham	Mgmt	For	Against
	Blended Rationale: Board mandates: A vote ag not to hold too many external positions to ensu			utive Director
1b	Elect Director Antonio Carrillo	Mgmt	For	For
1c	Elect Director Matthew Carter, Jr.	Mgmt	For	For
1d	Elect Director Lawrence S. Coben	Mgmt	For	Against

Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.

Date range covered: 04/01/2020 to 04/30/2020

NRG Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Heather Cox	Mgmt	For	For
1f	Elect Director Mauricio Gutierrez	Mgmt	For	For
1g	Elect Director Paul W. Hobby	Mgmt	For	For
1h	Elect Director Alexandra Pruner	Mgmt	For	For
1i	Elect Director Anne C. Schaumburg	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is app maintain independence, relevant skills, experience and d	•	ard to be regularly refreshed in order to	
1j	Elect Director Thomas H. Weidemeyer	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is app maintain independence, relevant skills, experience and d	•	ard to be regularly refreshed in order to	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Polaris Inc.

Meeting Date: 04/30/2020Country: USAPrimary Security ID: 731068102

Meeting Type: Annual Ticker: PII

Primary ISIN: US7310681025

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1a	Elect Director George W. Bilicic	Mgmt	For	Against
	Blended Rationale: Classified Board: A vote again for re-election on an annual basis.	st is applied as LGIM supp	oorts a declassified board as directors	s should stand
1b	Elect Director Gary E. Hendrickson	Mgmt	For	Against
	Blended Rationale: Classified Board: A vote again for re-election on an annual basis. Remuneration: policy for the past year.			
1c	Elect Director Gwenne A. Henricks	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
3	Ratify Ernst &Young LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Blended Rationale: Remuneration: Performance conditions. A vote against is applied as LGIM expects a sufficient portion of awards to be assessed against performance conditions to ensure alignment of remuneration with company performance.

Date range covered: 04/01/2020 to 04/30/2020

The Goldman Sachs Group, Inc.

Meeting Date: 04/30/2020

Country: USA

Primary Security ID: 38141G104

Meeting Type: Annual

Ticker: GS

Primary ISIN: US38141G1040

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
1a	Elect Director M. Michele Burns	Mgmt	For	Against
	Blended Rationale: Remuneration: A vote against year.	is applied as LGIM has	had concerns with the remuneration policy f	or the past
1b	Elect Director Drew G. Faust	Mgmt	For	For
1c	Elect Director Mark A. Flaherty	Mgmt	For	For
1d	Elect Director Ellen J. Kullman	Mgmt	For	For
1e	Elect Director Lakshmi N. Mittal	Mgmt	For	For
1f	Elect Director Adebayo O. Ogunlesi	Mgmt	For	For
1g	Elect Director Peter Oppenheimer	Mgmt	For	For
1h	Elect Director David M. Solomon	Mgmt	For	Against
1i 1j 1k 2	CEO due to risk management and oversight. Elect Director Jan E. Tighe Elect Director David A. Viniar Elect Director Mark O. Winkelman Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt Mgmt Mgmt Mgmt	For For For	For For For Against
	Blended Rationale: Remuneration: Uncapped. A vote against is applied as LGIM expects all incentive plans to be capped either as a percentage of salary or a fixed number of shares. The company's executive pay opportunities and pay determinations rely heavily on compensation committee discretion and, for the year in review, the application of that discretion resulted in a significantly increased CEO bonus for a period when several key financial metrics were down year-over-year. The board explained that it viewed 2019 financial performance as reflective of a repositioning for future financial growth, although investors may have preferred to see increased incentive payouts reserved until returns on such investments are ultimately realized. The new Performance Assessment Framework provides additional clarity into the metrics assessed, but it does not address the main concerns around the discretionary pay determinations and the lack of clear safeguards that would provide assurances to investors, such as pre-set payout opportunities or reasonable limitations on discretion. Shareholders assessing pay-performance linkage can only rely on directional changes in award magnitude compared to directional changes in company performance, rather than a transparent evaluation of performance against pre-set targets and goals – this impedes shareholders' ability to assess the rigor of the bonus program, and in 2019 the directional changes in bonus award and in company performance metrics were not aligned. Lastly, certain NEOs received majority non-performance-conditioned equity incentives. In light of these concerns, a vote AGAINST this proposal is warranted.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against
	Blended Rationale: Auditor tenure: A vote against is on a regular basis.	s applied as LGIM expect	s the role of the external auditor to be put to ter	nder
4	Provide Right to Act by Written Consent	SH	Against	Against

Date range covered: 04/01/2020 to 04/30/2020

The Goldman Sachs Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Review of Statement on the Purpose of a Corporation	SH	Against	Against

Valero Energy Corporation

Meeting Date: 04/30/2020Country: USAPrimary Security ID: 91913Y100

Meeting Type: Annual Ticker: VLO

Primary ISIN: US91913Y1001

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director H. Paulett Eberhart	Mgmt	For	For
1B	Elect Director Joseph W. Gorder	Mgmt	For	Against
	Blended Rationale: Joint Chair/CEO: A vote against is CEO due to risk management and oversight.	applied as LGIM expects	companies to separate the roles of Chair and	
1C	Elect Director Kimberly S. Greene	Mgmt	For	For
1D	Elect Director Deborah P. Majoras	Mgmt	For	For
1E	Elect Director Eric D. Mullins	Mgmt	For	For
1F	Elect Director Donald L. Nickles	Mgmt	For	For
1G	Elect Director Philip J. Pfeiffer	Mgmt	For	For
1H	Elect Director Robert A. Profusek	Mgmt	For	Against
	Blended Rationale: Independence: A vote against is app maintain independence, relevant skills, experience and d	•	ard to be regularly refreshed in order to	
1I	Elect Director Stephen M. Waters	Mgmt	For	For
1J	Elect Director Randall J. Weisenburger	Mgmt	For	For
1K	Elect Director Rayford Wilkins, Jr.	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 04/30/2020

Welltower Inc.

Meeting Date: 04/30/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 95040Q104

Ticker: WELL

Primary ISIN: US95040Q1040

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct	
1a	Elect Director Kenneth J. Bacon	Mgmt	For	For	
1b	Elect Director Thomas J. DeRosa	Mgmt	For	Against	
	Blended Rationale: Joint Chair/CEO: A vote against is applied as LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight. Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.				
1c	Elect Director Karen B. DeSalvo	Mgmt	For	For	
	Elect Director Jeffrey H. Donahue	Mgmt	For	Against	
	Blended Rationale: Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.				
1e	Elect Director Sharon M. Oster	Mgmt	For	Against	
	Blended Rationale: Joint Chair/CEO: A vote against is applied as LGIM expects companies not to recombine the roles of Board Chair and CEO without prior shareholder approval. Independence: A vote against is applied as LGIM expects a board to be regularly refreshed in order to maintain independence, relevant skills, experience and diversity.				
1f	Elect Director Sergio D. Rivera	Mgmt	For	For	
1g	Elect Director Johnese M. Spisso	Mgmt	For	For	
1h	Elect Director Kathryn M. Sullivan	Mgmt	For	For	
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	Against	
	Blended Rationale: Auditor tenure: A vote against is applied as LGIM expects the role of the external auditor to be put to tender on a regular basis.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	