

# PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019



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Prudential Investment Managers aim to be active shareholders, in order to protect our client's interest and to support the highest standards of corporate governance. We view our responsibility as shareholders seriously, and we actively participate in voting on resolutions put to shareholders in respect of those shares which our clients have exposure to. This report summarises all our voting activity for the past quarter:

<b>ROYAL BAFOKENG PLAT LTD (RBP)</b> <b>Issuer: RBP</b>	<b>Meeting Date: 16 APRIL 2019</b> <b>Meeting Type: AGM</b>		<b>Voted</b>	<b>Result</b>	
<p>Resolution number</p> <ol style="list-style-type: none"><li>1. To receive and adopt the annual financial statements for the financial year ended 31 December 2018</li><li>2. To re-elect Advocate KD Moroka as a director of the Company</li><li>3. To re-elect Ms T Mokgosi-Mwantembe as a director of the Company</li><li>4. To re-elect Ms L Stephens as a director of the Company</li><li>5. To elect Ms ZJ Matlala as a director of the Company</li><li>6. To elect Mr HA Rossouw as a director of the Company</li><li>7. To reappoint PricewaterhouseCoopers as the independent external auditors of the Company and Mr D Shango as the accredited individual auditor</li><li>8. To elect Ms L Stephens, subject to the approval of ordinary resolution 3, as member and Chairman of the Audit and Risk Committee</li><li>9. To elect Mr MJ Moffett as a member of the Audit and Risk Committee</li><li>10. To elect Ms ZJ Matlala, subject to the approval of ordinary resolution 4, as a member of the Audit and Risk Committee</li><li>11. To elect Mr PJ Ledger as a member of the Audit and Risk Committee</li><li>12. To grant a general authority for directors to allot and issue up to 5% of the unissued share capital of the Company</li><li>13. To approve via a non-binding vote the Remuneration Policy of the Company</li><li>14. To approve via a non-binding vote the Remuneration Implementation Report of the Company</li><li>15. To approve the non-executive directors' fees</li><li>16. To grant the directors a general authority to authorise the Company or any subsidiary(ies) to repurchase its issued shares</li></ol>				Voted for all resolutions except resolution no. 12 which we voted against.	All resolutions passed.

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<b>ANGLO AMERICAN PLAT LTD (AMS)</b> <b>Issuer: AMS</b>	<b>Meeting Date: 17 APRIL 2019</b> <b>Meeting Type: AGM</b>	<b>Voted</b>
	<b>Result</b>	
Ordinary resolution number 1: Re-election of directors 1.1 To re-elect Mr RMW Dunne as a director of the company 1.2 To re-elect Ms NT Moholi as a director of the company 1.3 To re-elect Ms D Naidoo as a director of the company 1.4 To re-elect Mr AM O'Neill as a director of the company Ordinary resolution number 2: Election of director appointed during the year 2.1 To elect Mr N Mbazima as a director of the company 2.2 To elect Mr C Miller as a director of the company Ordinary resolution number 3: Appointment of members of audit and risk committee 3.1 Election of Mr RMW Dunne as a member of the committee 3.2 Election of Mr NP Mageza as a member of the committee 3.3 Election of Mr J Vice as a member of the committee 3.4 Election of Ms D Naidoo as a member of the committee Ordinary resolution number 4: Reappointment of auditor Ordinary resolution number 5: General authority to allot and issue authorised but unissued shares Ordinary resolution number 6: Authority to implement resolutions Non-binding advisory vote 7.1: Endorsement of the remuneration policy Non-binding advisory vote 7.2: Endorsement of the remuneration implementation report Special resolution number 1: Non-executive directors' fees Special resolution number 2: Authority to provide financial assistance Special resolution number 3: General authority to repurchase company securities	Voted for all resolutions except ordinary resolution no. 1.1, 3.1, 4 & 5 which we voted against.	All resolutions passed.

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<b>HOSPITALITY PROP FUND LTD (HPF09)</b> <b>Issuer: HPF09</b>	<b>Meeting Date: 17 APRIL 2019</b> <b>Meeting Type: CM</b>	<b>Voted</b>	<b>Result</b>
<p>Extraordinary Resolution No. 1:            THAT the Noteholder Trustee (as Finance Provider) be authorised to provide the necessary consent to allow:            1.1 the Debt Guarantor, as holder of the Existing Mortgage Bonds forming part of the underlying security applicable to the Senior Secured Notes, to agree to cancel the Existing Mortgage Bonds and replace the Existing Mortgage Bonds with the New Mortgage Bonds; and            1.2 the Debt Guarantor to enter into any documentation or take any necessary steps to give effect to the consent specified in paragraph 10.1.1;</p> <p>Extraordinary Resolution No. 2:            1.1 THAT the Noteholder Trustee (as Finance Provider) be authorised to enter into any documentation or to take any necessary steps to give effect to the consents specified in Extraordinary Resolution 1.</p>		<p>Voted for all resolutions.</p>	<p>All resolutions passed.</p>
<b>ABINBEV (ANH)</b> <b>Issuer: ANH</b>	<b>Meeting Date: 24 APRIL 2019</b> <b>Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
<p>A. RESOLUTIONS WHICH CAN BE VALIDLY ADOPTED IF THE SHAREHOLDERS ATTENDING THE MEETING, IN PERSON OR BY PROXY, REPRESENT AT LEAST HALF OF THE CAPITAL, SUBJECT TO THE APPROVAL BY AT LEAST 80% OF THE VOTES</p> <p>1. Modification of the corporate purpose</p> <p>a. Report by the Board of Directors, drawn up in accordance with Article 559 of the Companies Code.            b. Report by the statutory auditor, drawn up in accordance with Article 559 of the Companies Code.            c. Proposed resolution: modifying article 4 of the bylaws of the Company as follows. "Article 4. CORPORATE PURPOSE</p> <p>The Company's corporate purpose is:</p> <p>a) to produce and deal in all kinds of products, including (but not limited to) beers, drinks, foodstuffs and any ancillary products, as well as all by-products and accessories, of whatsoever use, origin, purpose or form, and to provide all kinds of services; and            b) to acquire, hold and manage direct or indirect shareholdings or interests in companies, undertakings or other entities having a corporate purpose similar or related to, or likely to promote directly or indirectly the attainment of the foregoing corporate purpose, in Belgium and abroad, and to finance such companies, undertakings or other entities by means of loans, guarantees or in any other manner whatsoever.</p> <p>In general, the Company may engage in any commercial, industrial and financial transactions, in moveable and real estate transactions, in research and development projects, as well as in any other transaction likely to promote directly or indirectly the attainment of its corporate purpose.</p>		<p>Voted for all resolutions.</p>	<p>All resolutions passed.</p>

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B. RESOLUTIONS WHICH CAN BE VALIDLY ADOPTED IF THE SHAREHOLDERS ATTENDING THE MEETING, IN PERSON OR BY PROXY, REPRESENT AT LEAST HALF OF THE CAPITAL, SUBJECT TO THE APPROVAL BY AT LEAST 75% OF THE VOTES

2. Change to article 23 of the bylaws

Proposed resolution: amending the requirements applicable to the chairperson of the Board of Directors by allowing the chairperson to be either an independent director or a Restricted Share Director and accordingly, modifying article 23 of the bylaws of the Company as follows.

Article 23. CHAIRPERSON OF THE BOARD

The Board of Directors shall elect one of its members to be chairperson, who shall be an independent director appointed in accordance with Article 19.3(a) or a Restricted Share Director appointed in accordance with Article 19.3(c). The Board may elect one or more vice-chairperson(s). The Shareholders' Meeting may, upon proposal of the Board of Directors, confer honorary status on former chairpersons, vice-chairpersons or directors. The Board of Directors may then invite them to attend its meetings in an advisory capacity.

C. RESOLUTIONS WHICH CAN BE VALIDLY ADOPTED IRRESPECTIVE OF THE CAPITAL REPRESENTED BY THE SHAREHOLDERS ATTENDING THE MEETING IN PERSON OR BY PROXY, SUBJECT TO THE APPROVAL BY AT LEAST THE MAJORITY OF THE VOTES CAST

3. Management report by the Board of Directors on the accounting year ended on 31 December 2018.

4. Report by the statutory auditor on the accounting year ended on 31 December 2018.

5. Communication of the consolidated annual accounts relating to the accounting year ended on 31 December 2018, as well as the management report by the Board of Directors and the report by the statutory auditor on the consolidated annual accounts.

6. Approval of statutory annual accounts

Proposed resolution: approving the statutory annual accounts relating to the accounting year ended on 31 December 2018, including the following allocation of the result:

7. Discharge to the directors

Proposed resolution: granting discharge to the directors for the performance of their duties during the accounting year ended on 31 December 2018.

8. Discharge to the statutory auditor

Proposed resolution: granting discharge to the statutory auditor for the performance of his duties during the accounting year ended on 31 December 2018.

9. Appointment of directors

a. Proposed resolution: acknowledging the resignation of Mr. Olivier Goudet as independent director and, upon proposal from the Board of Directors, appointing Dr. Xiaozhi Liu as independent director, for a period of four years ending at the end of the shareholders' meeting which will be asked to approve the accounts for the year 2022. Dr. Xiaozhi Liu is a German citizen born in China, fluent in English, German and Chinese. She is the founder and CEO of ASL Automobile Science & Technology (Shanghai) Co., Ltd. since 2009 and is an independent director of Autoliv (NYSE) and Fuyao Glass Group (SSE). Previously, she held various senior executive positions including Chairman & CEO of Neotek (China), Vice- Chairman and CEO of Fuyao Glass Group, Chairman and CEO of General Motors Taiwan, Director of concept vehicle for Buick Park Avenue and Cadillac, Vehicle Electronics-Control and Software Integration for GM North America, CTO and Chief Engineer of General Motors Greater China Region, and Representative Managing Director of Delphi Automotive in Shanghai China. Prior to 1997, she was responsible for Delphi Packard China JV Development, Sales & Marketing as well as New Business Development. Besides these executive roles, Dr. Liu also served as an independent director of CAEG (SGX) from 2009 to 2011. Dr. Liu has rich professional experience covering the areas of general management of enterprises, P&L, technology development, marketing & sales, mergers & acquisitions, including in the United States, Europe and China at global Top 500 companies and Chinese blue-chip private enterprises. She earned a Ph.D. in Chemical Engineering, Master's degree of Electrical Engineering at the University of Erlangen/Nuremberg Germany and a Bachelor Degree of Electrical Engineering at Xian Jiao Tong University in Xian China. She also attended the Dartmouth Tuck School of Business for Executives. Dr. Liu complies with the functional, family and financial criteria of independence as provided for in Article 526ter of the Companies Code and in the Company's Corporate Governance Charter. Moreover, Dr. Liu expressly stated and the Board is of the opinion that she does not have any relationship with any company which could compromise her independence.

b. Proposed resolution: acknowledging the resignation of Mr. Stéfan Descheemaeker as director and, upon proposal from the Reference Shareholder, appointing Ms. Sabine Chalmers as director, for a period of four years ending at the end of the shareholders' meeting which will be asked to approve the accounts for the year 2022. Ms. Sabine Chalmers, an American citizen, graduated with a Bachelor's Degree in Law from the London School of Economics and is qualified to practice law in England and New York State. Ms. Chalmers is the General Counsel of BT Group plc and serves on the Board of Directors and Audit & Finance Committee of Coty Inc. Prior to joining BT, she was the Chief Legal and Corporate Affairs Officer & Secretary to the Board of Directors of Anheuser-Busch InBev, a role she held from 2005 to 2017. Ms. Chalmers joined Anheuser-Busch InBev after 12 years with Diageo plc where she held a number of senior legal positions including as General

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c. Proposed resolution: acknowledging the resignation of Mr. Carlos Sicupira as director and, upon proposal from the Reference Shareholder, appointing Ms. Cecilia Sicupira as director, for a period of four years ending at the end of the shareholders' meeting which will be asked to approve the accounts for the year 2022. Cecilia Sicupira, a Brazilian citizen, is a graduate of the American University of Paris with a Bachelor's Degree in International Business Administration and of Harvard Business School's Owner/President Management (OPM) program. Ms. Sicupira currently serves on the board of Lojas Americanas S.A (BOVESPA: LAME4), where she is member of the Finance and People Committees and of Ambev S.A (BOVESPA: ABEV3). She previously served on the board of Restaurant Brands International (NYSE: QSR) and of São Carlos Empreendimentos S.A. (BOVESPA: SCAR3). Ms. Sicupira began her career in 2004 as an analyst within Goldman Sachs' Investment Banking Division covering Latin America. Today she is a director and partner of LTS Investments.

d. Proposed resolution: acknowledging the resignation of Mr. Alexandre Behring as director and, upon proposal from the Reference Shareholder, appointing Mr. Claudio Garcia as director, for a period of four years ending at the end of the shareholders' meeting which will be asked to approve the accounts for the year 2022. Mr. Claudio Garcia, a Brazilian citizen, graduated from Universidade Estadual do Rio de Janeiro, Brazil with a B.A. in Economics. Mr. Garcia interned at Companhia Cervejaria Brahma in 1991 and was employed as Management Trainee in February 1993. From 1993 until 2001, Mr. Garcia worked in several positions in finance, mainly in the area of corporate budgeting. In 2001, he started the first Shared Service Center for Ambev and in 2003 he became the head of both the Technology and Shared Services operations. Mr. Garcia participated in all M&A integration projects from 1999 until 2018. In 2005, he was appointed Chief Information and Shared Service Officer for Inbev (following the combination of Ambev and Interbrew) in Leuven, Belgium. From 2006 to 2014, Mr. Garcia combined the functions of Chief People and Technology Officer. From 2014 to January 2018, Mr. Garcia was the Chief People Officer of Anheuser-Busch InBev. Mr. Garcia is a board member of Lojas Americanas, the Garcia Family Foundation, Chairman of the Telles Foundation and a Trustee at the Chapin School in New York City.

e. Proposed resolution: upon proposal from the Restricted Shareholders, renewing the appointment as Restricted Share Director of Mr. Martin J. Barrington, for a period of one year ending at the end of the shareholders' meeting which will be asked to approve the accounts for the year 2019.

f. Proposed resolution: upon proposal from the Restricted Shareholders, renewing the appointment as Restricted Share Director of Mr. William F. Gifford, Jr., for a period of one year ending at the end of the shareholders' meeting which will be asked to approve the accounts for the year 2019.

<p>g. Proposed Resolution: upon proposal from the Restricted Shareholders, renewing the appointment as Restricted Share Director of Mr. Alejandro Santo Domingo Dávila, for a period of one year ending at the end of the shareholders' meeting which will be asked to approve the accounts for the year 2019.</p> <p>10.Appointment of statutory auditor and remuneration Proposed resolution: approving, upon recommendation of the Audit Committee, for a period of three years ending after the shareholders' meeting which will be asked to approve the accounts for the year 2021, the appointment as statutory auditor of PwC Bedrijfsrevisoren cvba / PwC Réviseurs d'Entreprises scrl, with registered office at Woluwe Garden, Woluwedal 18, 1932 Sint-Stevens-Woluwe and registered with the register of legal entities under number 0429.501.944 RLE (Brussels), currently represented by Mr. Koen Hens, bedrijfsrevisor / reviseur d'entreprises, and setting, in agreement with the auditor, its yearly remuneration to EUR 1,292,034.</p> <p>11. Remuneration a. Remuneration policy and remuneration report of the Company Proposed resolution: approving the remuneration report for the financial year 2018 as set out in the 2018 annual report, including the executive remuneration policy. The 2018 annual report and remuneration report containing the executive remuneration policy can be reviewed as indicated at the end of this notice.</p> <p>b. Change to the fixed remuneration of the directors Proposed resolution: in accordance with the recommendation of the Remuneration Committee to resolve that, as from financial year 2019, (i) the fixed annual fee of the chairperson of the Board of Directors be increased by 36 per cent. (i.e. from EUR 187,500 to EUR 255,000), (ii) the fixed annual fee of the directors will no longer be supplemented by any attendance fee for each Board meeting in excess of ten physical meetings and for each Committee meeting and (iii) a fixed retainer shall be paid as follows (a) EUR 14,000 to each of the chairpersons of the Finance Committee, the Remuneration Committee and the Nomination Committee, (b) EUR 7,000 to each of the other members of the Finance Committee, the Remuneration Committee and the Nomination Committee, (c) EUR 28,000 to the chairperson of the Audit Committee and (d) EUR 14,000 to the other members of the Audit Committee, it being understood that such fixed retainer shall be paid in addition to the fixed annual fee of the directors and the amounts of retainer set out above shall be cumulative in case of participation of a director in several committees. Except for the changes set out above, the fixed remuneration of the directors shall remain unchanged.</p> <p>c. Restricted Stock Units for directors Proposed resolution: in accordance with the recommendation of the Remuneration Committee to resolve that the share based portion of the remuneration of the directors of the Company for the performance of their mandate during the financial year 2018 and any subsequent year shall be granted under the form of</p>		
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restricted stock units corresponding to a fixed gross value of (i) EUR 550,000 for the chairperson of the Board of Directors, (ii) EUR 350,000 for the chairperson of the Audit Committee and (iii) EUR 200,000 for the other directors. Such restricted stock units will vest after 5 years. Each director will be entitled to receive a number of restricted stock units corresponding to the amount to which such director is entitled divided by the closing price of the shares of the Company on Euronext Brussels on the day preceding the annual shareholders' meeting approving the accounts of the financial year to which the remuneration in restricted stock units relates. Upon vesting, each vested restricted stock unit shall entitle its holder to one AB InBev share (subject to any applicable withholdings). These restricted stock units replace the stock options to which the directors were previously entitled.

### POWERS

#### 12. Filings

Proposed resolution: Without prejudice to other delegations of powers to the extent applicable, granting powers to Jan Vandermeersch, Global Legal Director Corporate, with power to substitute, to proceed to (i) the signing of the restated articles of association and their filings with the clerk's office of the Enterprise Court of Brussels as a result of the approval of the first and second resolutions above, and (ii) any other filings and publication formalities in relation to the above resolutions.

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<b>BRITISH AMERICAN TOBACCO (BTI)</b> <b>Meeting Date: 25 APRIL 2019</b> <b>Issuer: BTI</b> <b>Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
1 Receipt of the 2018 Annual Report and Accounts 2 Approval of the Directors' remuneration policy 3 Approval of the 2018 Directors' remuneration report, other than the Directors' remuneration policy 4 Reappointment of the Auditors 5 Authority for the Audit Committee to agree the Auditors' remuneration 6 Re-election of Richard Burrows as a Director (N) 7 Re-election of Sue Farr as a Director (N, R) 8 Re-election of Dr Marion Helmes as a Director (N, R) 9 Re-election of Luc Jobin as a Director (A, N) 10 Re-election of Holly Keller Koeppel as a Director (A, N) 11 Re-election of Savio Kwan as a Director (N, R) 12 Re-election of Dimitri Panayotopoulos as a Director (N, R) 13 Re-election of Kieran Poynter as a Director (A, N) 14 Re-election of Ben Stevens as a Director 15 Election of Jack Bowles as a Director who has been appointed since the last Annual General Meeting 16 Renewal of the Directors' authority to allot shares 17 Renewal of the Directors' authority to disapply pre-emption rights 18 Authority for the Company to purchase its own shares	Voted for all resolutions.	All resolutions passed.

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19 Authority to make donations to political organisations and to incur political expenditure		
20 Notice period for General Meetings		

<b>ANGLO AMERICAN PLC (AGL) Issuer: AGL</b>	<b>Meeting Date: 30 APRIL 2019 Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
1. To receive the Report and Accounts 2. To declare a final dividend 3. To elect Marcelo Bastos as a director of the Company 4. To re-elect Ian Ashby as a director of the Company 5. To re-elect Stuart Chambers as a director of the Company 6. To re-elect Mark Cutifani as a director of the Company 7. To re-elect Nolitha Fakude as a director of the Company 8. To re-elect Byron Grote as a director of the Company 9. To re-elect Tony O'Neill as a director of the Company 10. To re-elect Stephen Pearce as a director of the Company 11. To re-elect Mphu Ramatlapeng as a director of the Company 12. To re-elect Jim Rutherford as a director of the Company 13. To re-elect Anne Stevens as a director of the Company 14. To re-appoint Deloitte LLP as auditor of the Company for the ensuing year 15. To authorise the directors to determine the remuneration of the auditor 16. To approve the implementation report contained in the directors' Remuneration Report 17. To authorise the directors to allot shares 18. To disapply pre-emption rights 19. To authorise the purchase of own shares 20. To authorise the directors to call general meetings (other than an AGM) on not less than 14 clear days' notice		Voted for all resolutions except ordinary resolution no. 17 & 18 which we voted against.	All resolutions passed.
<b>HAMMERSON PLC (HMN) Issuer: HMN</b>	<b>Meeting Date: 30 APRIL 2019 Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
1. To receive the Directors' Annual Report and Financial Statements for the year ended 31 December 2018 2. To receive and approve the Directors' Remuneration Report for the year ended 31 December 2018 3. To declare a final dividend 4. To re-elect David Atkins as a Director		Voted for all resolutions except ordinary resolution no.	All resolutions passed.

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<p>5. To re-elect Pierre Bouchut as a Director          6. To re-elect Gwyn Burr as a Director          7. To re-elect Timon Drakesmith as a Director          8. To re-elect Andrew Formica as a Director          9. To re-elect Judy Gibbons as a Director          10. To re-elect David Tyler as a Director          11. To elect Carol Welch as a Director          12. To re-appoint PricewaterhouseCoopers LLP as auditor          13. To authorise the Audit Committee to agree the auditor's remuneration          14. To authorise the Directors to allot shares          15. To disapply pre-emption rights          16. To disapply pre-emption rights in addition to those conferred by resolution 15          17. To authorise market purchases by the Company of its shares</p>	<p>14 &amp; 15 which we voted against.</p>		
<p><b>CAPITAL &amp; COUNTIES PLC (CCO)</b>  <b>Issuer: CCO</b></p>	<p><b>Meeting Date: 03 MAY 2019</b>  <b>Meeting Type: AGM</b></p>	<p><b>Voted</b></p>	<p><b>Result</b></p>
<p>1. To receive the Accounts and the Reports of the Directors and the Auditors for the year ended 31 December 2018.          2. To declare a final dividend of 1.0 pence per ordinary share.          3. To re-elect Henry Staunton as a Director (Chairman).          4. To re-elect Ian Hawksworth as a Director (Executive).          5. To re-elect Situl Jobanputra as a Director (Executive).          6. To re-elect Gary Yardley as a Director (Executive).          7. To re-elect Charlotte Boyle as a Director (Non-executive).          8. To elect Jonathan Lane as a Director (Non-executive).          9. To re-elect Gerry Murphy as a Director (Non-executive).          10. To re-elect Anthony Steains as a Director (Non-executive).          11. To re-elect Andrew Strang as a Director (Non-executive).          12. To re-appoint PricewaterhouseCoopers LLP as Auditors.          13. To authorise the Audit Committee to determine the Auditors' remuneration.          14. To approve the Directors' Remuneration Report for the year ended 31 December 2018 (other than the Remuneration Policy).          15. To authorise the Directors to allot shares (S.551) (Ordinary Resolution).          16. To disapply the pre-emption provisions of Section 561(1) of the Companies Act 2006, to the extent specified (Special Resolution).          17. To authorise the Company to purchase its own shares (Special Resolution).          18. To allow General Meetings (other than AGMs) to be held on 14 clear days' notice (Special Resolution).</p>	<p>Voted for all resolutions except ordinary resolution no. 15 which we voted against.</p>	<p>All resolutions passed except resolution no. 16 which was withdrawn.</p>	

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INTU PROP PLC (ITU) Issuer: ITU	Meeting Date: 03 MAY 2019 Meeting Type: AGM	Voted	Result
1. To receive the Company's accounts, the strategic report and the reports of the Directors and the Auditor for the year ended 31 December 2018. 2. To re-elect John Strachan as a Director (Chairman). 3. To re-elect John Whittaker as a Director (Deputy Chairman). 4. To re-elect David Fischel as a Director (Chief Executive). 5. To re-elect Matthew Roberts as a Director (Chief Financial Officer). 6. To re-elect Adèle Anderson as a Director (Non-Executive). 7. To elect Ian Burke as a Director (Non-Executive). 8. To appoint Deloitte LLP as Auditor. 9. To authorise the Audit Committee of the Board to determine the remuneration of the Auditor. 10. THAT the Directors' remuneration report for the year ended 31 December 2018 be approved (ordinary resolution). 11. THAT the rules of the intu properties plc Non-approved Executive Share Option Plan 2018 be approved (ordinary resolution). 12. THAT the rules of the intu properties plc Company Share Option Plan 2018 be approved (ordinary resolution). 13. To authorise the Directors to allot the unissued share capital for a period expiring at the conclusion of the Annual General Meeting in 2020 or on 30 June 2020, whichever is the earlier (ordinary resolution). 14. To dis-apply the pre-emption provisions of section 561 of the Companies Act 2006 to the amount specified (special resolution). 15. To authorise the Company to make market purchases of its own shares subject to the specified conditions (special resolution). 16. THAT a general meeting other than an Annual General Meeting may be called on not less than 14 clear days' notice (special resolution).		Voted against all resolutions except ordinary resolution no. 13 & 14 which we voted against.	All resolutions passed.

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<b>ANGLOGOLD ASHANTI LTD (ANG)</b> <b>Issuer: ANG</b>	<b>Meeting Date: 09 MAY 2019</b> <b>Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
1. Ordinary resolution 1 – Re-election of a director 1.1 Ms MDC Richter 2. Ordinary resolution 2 (2.1 to 2.3) – Election of directors 2.1 Mr KPM Dushnisky 2.2 Mr AM Ferguson 2.3 Mr JE Tilk 3. Ordinary resolution (3.1 to 3.4) – Re-appointment and appointment of Audit and Risk Committee members 3.1 Mr R Gasant 3.2 Mr RJ Ruston 3.3 Ms MDC Richter 3.4 Mr AM Ferguson 4. Ordinary resolution 4 – Re-appointment of Ernst & Young Inc. as auditors of the company 5. Ordinary resolution 5 – General authority to directors to allot and issue ordinary shares 6. Ordinary resolution 6 (6.1 and 6.2) – Separate non-binding advisory endorsements of the AngloGold Ashanti remuneration policy and implementation report 6.1 Remuneration policy 6.2 Implementation report 7. Special resolution 1 – Remuneration of non-executive directors 8. Special resolution 2 – General authority to acquire the company’s own shares 9. Special resolution 3 – General authority to directors to issue for cash, those ordinary shares which the directors are authorised to allot and issue in terms of ordinary resolution 5 10. Special resolution 4 – General authority to provide financial assistance in terms of Sections 44 and 45 of the Companies Act 11. Ordinary resolution 7 – Directors’ authority to implement special and ordinary resolutions	Voted against all resolutions except ordinary resolution no. 5 which we voted against.	All resolutions passed.	
<b>GLENCORE PLC (GLN)</b> <b>Issuer: GLN</b>	<b>Meeting Date: 09 MAY 2019</b> <b>Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
1. To receive the Company's accounts and the reports of the directors and auditors for the year ended 31 December 2018. 2. To approve that the Company's capital contribution reserves (forming part of its share premium account) be reduced by US\$ 2,800,000,000 (the Reduction Sum) and be repaid to shareholders as per the terms set out in the notice of meeting. 3. To re-elect Anthony Hayward (Chairman) as a Director. 4. To re-elect Ivan Glasenberg (Chief Executive Officer) as a director.	Voted for all resolutions except ordinary resolution no. 12, 13, 14, 15 & 16 which we voted against.	All resolutions passed.	

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<p>5. To re-elect Peter Coates (Non-Executive Director) as a Director.          6. To re-elect Leonhard Fischer (Independent Non-Executive Director) as a director.          7. To re-elect Martin Gilbert (Independent Non-Executive Director) as a director.          8. To re-elect John Mack (Independent Non-Executive Director) as a director.          9. To re-elect Gill Marcus (Independent Non-Executive Director) as a Director.          10. To re-elect Patrice Merrin (Independent Non-Executive Director) as a director.          11. To approve the Directors' Remuneration Report in the 2018 Annual Report.          12. To reappoint Deloitte LLP as the Company's auditors to hold office until the conclusion of the next general meeting at which accounts are laid.          13. To authorise the audit committee to fix the remuneration of the auditors.          14. To renew the authority conferred on the directors pursuant to Article 10.2 of the Company's articles of association.          15. Subject to and conditionally upon the passing of resolution 14, to renew the authority conferred on the Directors pursuant to Article 10.2 of the Company's articles of association(The Articles) to allot shares or grant rights to subscribe for or to convert any security into shares for an allotment period.          16. Subject to and conditionally upon the passing of resolution 14, to empower the Directors pursuant to Article 10.3 of the Articles to allot equity securities for an allotment period          17. That the Company be and hereby generally and unconditionally authorised to make market purchases of ordinary shares as per the terms set out in the notice of meeting.</p>		
<p align="center"><b>MONDI LTD &amp; MONDI PLC (MND &amp; MNP)</b> Meeting Date: 09 MAY 2019  <b>Issuer: MND &amp; MNP</b> Meeting Type: AGM</p>	<p><b>Voted</b></p>	<p><b>Result</b></p>
<p>1. To re-elect Tanya Fratto as a director          2. To re-elect Stephen Harris as a director          3. To re-elect Andrew King as a director          4. To re-elect Peter Oswald as a director          5. To re-elect Fred Phaswana as a director          6. To re-elect Dominique Reiniche as a director          7. To re-elect David Williams as a director</p>	<p>Voted for all resolutions</p>	<p>All resolutions passed.</p>

## PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>8. To re-elect Stephen Young as a director</p> <p>9. To elect Tanya Fratto as a member of the DLC audit committee</p> <p>10. To elect Stephen Harris as a member of the DLC audit committee</p> <p>11. To elect Stephen Young as a member of the DLC audit committee</p> <p><b>Mondi Limited business</b></p> <p>12. To receive the audited financial statements</p> <p>13. To endorse the remuneration policy</p> <p>14. To endorse the remuneration report (other than the policy)</p> <p>15. To authorise an increase of approximately 2.8% in non-executive director fees</p> <p>16. To declare a final dividend</p> <p>17. To appoint the auditors</p> <p>18. To authorise the DLC audit committee to determine the auditors' remuneration</p> <p>19. To authorise the directors to provide direct or indirect financial assistance</p> <p>20. To place 5% of the issued share capital of Mondi Limited under the control of the directors of Mondi Limited</p> <p>21. To place 5% of the issued special converting shares of Mondi Limited under the control of the directors of Mondi Limited</p> <p>22. To authorise the directors to allot and issue ordinary shares of Mondi Limited for cash</p> <p>23. To authorise Mondi Limited to purchase its own shares</p> <p>Mondi plc business</p> <p>24. To receive the report and accounts</p> <p>25. To approve the remuneration report (other than the policy)</p>		
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## PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>26. To declare a final dividend</p> <p>27. To appoint the auditors</p> <p>28. To authorise the DLC audit committee to determine the auditors' remuneration</p> <p>29. To authorise the directors to allot relevant securities</p> <p>30. To authorise the directors to disapply pre-emption rights</p> <p>31. To authorise Mondi plc to purchase its own shares</p> <p><b>Simplification resolutions</b></p> <p><b>Special business: Mondi Limited and Mondi plc</b></p> <p>32. To approve the Simplification</p> <p>33. To authorise the amendment to the Mondi plc Articles of Association to enable the Simplification</p> <p>34. To authorise the cancellation of all deferred shares of Mondi plc</p> <p>35. To authorise the amendment to the Mondi Limited Memorandum of Incorporation to enable the Simplification</p> <p>36. To authorise the cancellation of all deferred shares of Mondi Limited</p> <p>37. To authorise the allotment and issue by Mondi Limited of non-voting shares to Mondi plc</p> <p>Post-Simplification resolutions Special business: Mondi plc</p> <p>38. To authorise the adoption of new Mondi plc Articles of Association from admission of the new Mondi plc shares issued as part of the Simplification</p> <p>39. To authorise the directors to disapply additional pre-emption rights to reflect the new Mondi plc ordinary shares issued as part of the Simplification</p> <p>40. To authorise Mondi plc to purchase additional of its own shares</p>		
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**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<b>LIBERTY TWO DEGREES (L2D) Meeting Date: 10 MAY 2019</b> <b>Issuer: L2D Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
1. To adopt the Audited Annual Financial Statements for the year ended 31 December 2018 2. To re-elect the following non-executive directors(1) 2.1 Mr B Azizollahoff 2.2 Ms Z Adams 3. To re-elect the following audit and risk committee members: 3.1 Mr W Cesman 3.2 Mr B Azizollahoff 3.3 Ms Z Adams 4. Reappointment of PwC Inc. as the auditors and note that Ms J Basson will be the individual registered auditor 5. Approval on an advisory, non-binding basis, the remuneration policy 6. Approval on an advisory, non-binding basis, the remuneration and implementation report 7. Placing 10% of the unissued shares under the control of the directors 8. General, authority to issue shares for cash Special Resolutions 1. Fees payable to non-executive directors: 1.1 Board – Chairman 1.2 Board – Lead Independent Director 1.3 Board – Member 1.4 Board – International Member	Voted for all resolutions.	All resolutions passed.

**PROXY VOTING RECORD**

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019



<p>1.5 Audit and Risk Committee – Chairman                  1.6 Audit and Risk Committee – Member                  1.7 Social, Ethics and Transformation Committee – Chairman                  1.8 Social, Ethics and Transformation Committee – Member                  1.9 Remuneration and Nomination Committee – Chairman                  1.10 Remuneration Nomination Committee – Member                  1.11 Other Committees meetings– Member                  2. Financial assistance to related and inter-related parties                  3. General authority to repurchase shares</p>		
<p><b>NEDBANK GROUP LTD (NED) Meeting Date: 10 MAY 2019</b>  <b>Issuer: NED Meeting Type: AGM</b></p>	<p><b>Voted</b></p>	<p><b>Result</b></p>
<p>Ordinary resolution 1 – Election of directors of the company appointed during the year                  1.1 Election as a director of Mr MP Moyo, who has been appointed as a director since the previous annual general meeting of shareholders                  1.2 Election as a director of Mr RAG Leith, who has been appointed as a director since the previous annual general meeting of shareholders                  Ordinary resolution 2 – Re-election of directors retiring by rotation                  2.1 Re-election as a director of Mr MWT Brown, who is retiring by rotation                  2.2 Re-election as a director of Mr BA Dames, who is retiring by rotation                  2.3 Re-election as a director of Mr V Naidoo, who is retiring by rotation                  2.4 Re-election as a director of Mr S Subramoney, who is retiring by rotation                  Ordinary resolution 3 – Appointment of external auditors</p>	<p>Voted for all resolutions except ordinary resolution no. 1.2 which we voted against.</p>	<p>All resolutions passed.</p>

## PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>3.1 Appointment of Deloitte &amp; Touche as external auditor</p> <p>3.2 Appointment of Ernst &amp; Young Inc. as external auditor</p> <p>Ordinary resolution 4 – Placing the authorised but unissued ordinary shares under the control of the directors</p> <p><b>Advisory endorsement</b></p> <p>Endorsement of remuneration policy and implementation report</p> <p>5.1 Advisory endorsement on a non-binding basis of the Nedbank Group Remuneration Policy</p> <p>5.2 Advisory endorsement on a non-binding basis of the Nedbank Group Remuneration Implementation Report</p> <p><b>Special resolutions</b></p> <p><b>Board fees</b></p> <p>Special resolution 1 – Remuneration of the non-executive directors</p> <p>1.1 Non-executive Chairman</p> <p>1.2 Lead Independent Director (additional 40%)</p> <p>1.3 Nedbank Group board member</p> <p>Committee members' fees</p> <p>1.4 Nedbank Group Audit Committee</p> <p>1.5 Nedbank Group Credit Committee</p> <p>1.6 Nedbank Group Directors' Affairs Committee</p> <p>1.7 Nedbank Group Information Technology Committee</p> <p>1.8 Nedbank Group Related-party Transactions Committee</p> <p>1.9 Nedbank Group Remuneration Committee</p> <p>1.10 Nedbank Group Risk and Capital Management Committee</p>		
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**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

1.11 Nedbank Group Transformation, Social and Ethics Committee Special resolution 2 – General authority to repurchase ordinary shares Special resolution 3 – General authority to provide financial assistance to related and interrelated companies		
<p style="text-align: center;"><b>SUN INTER LTD (SUI)</b>  <b>Issuer: SUI</b></p> <p style="text-align: center;"><b>Meeting Date: 14 MAY 2019</b>  <b>Meeting Type: AGM</b></p>	<b>Voted</b>	<b>Result</b>
2. Ordinary resolutions numbers 1.1 to 1.4: Election of directors 1.1 Mr VP Khanyile 1.2 Mr JA Mabuza 1.3 Mr S Sithole 1.4 Ms ZP Zatu 3. Ordinary resolutions numbers 2.1 to 2.3: Re-election of directors 2.1 Mr PD Bacon 2.2 Mr PL Campher 2.3 Dr NN Gwagwa 4. Ordinary resolution number 3: Reappointment of external auditor 5. Ordinary resolutions numbers 4.1 to 4.5: Election of audit committee members 4.1 Mr PD Bacon 4.2 Mr PL Campher 4.3 Mr EAMMG Cibie 4.4 Ms CM Henry	Voted for all resolutions.	All resolutions passed.

## PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>4.5 Ms ZP Zatu</p> <p>6. Ordinary resolution number 5: Endorsement of Sun International group remuneration policy</p> <p>7. Ordinary resolution number 6: Endorsement of implementation of Sun International group remuneration policy</p> <p>8. Ordinary resolution number 7: Ratification relating to personal financial interest arising from multiple offices in the Sun International group</p> <p>9. Special resolution number 1: General authority to acquire (repurchase) ordinary shares</p> <p>10. Special resolution number 2: Remuneration of non-executive chairman</p> <p>11. Special resolution number 3: Remuneration of lead independent director</p> <p>12. Special resolution number 4: Remuneration of non-executive directors</p> <p>13. Special resolution number 5.1: Remuneration of audit committee chairman</p> <p>14. Special resolution number 5.2: Remuneration of audit committee members</p> <p>15. Special resolution number 5.3: Remuneration of remuneration committee chairman</p> <p>16. Special resolution number 5.4: Remuneration of remuneration committee members</p> <p>17. Special resolution number 5.5: Remuneration of risk committee chairman</p> <p>18. Special resolution number 5.6: Remuneration of risk committee members</p> <p>19. Special resolution number 5.7: Remuneration of nomination committee chairman</p> <p>20. Special resolution number 5.8: Remuneration of nomination committee members</p> <p>21. Special resolution number 5.9: Remuneration of social and ethics committee chairman</p> <p>22. Special resolution number 5.10: Remuneration of social and ethics committee members</p> <p>23. Special resolution number 5.11: Remuneration of investment committee chairman</p> <p>24. Special resolution number 5.12: Remuneration of investment committee members</p>		
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**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

25. Special resolution number 6: Financial assistance to employee share scheme beneficiaries and related or inter-related companies and corporations			
<b>SABVEST LTD (SVN)</b> <b>Issuer: SVN</b>		<b>Meeting Date: 14 MAY 2019</b> <b>Meeting Type: AGM</b>	
		<b>Voted</b>	<b>Result</b>
Ordinary resolution number one 1 Re-election of Mr BJT Shongwe as director Ordinary resolution number two 2 Election of Ms L Mthimunye as director Ordinary resolution number three 3 Re-election of Mr CS Seabrooke as director Ordinary resolution number four 4 Election of Mr L Rood as director Ordinary resolution number five 5 Re-appointment of independent external auditors Ordinary resolution number six 6 Re-election of Audit Committee member- Mr NSH Hughes Ordinary resolution number seven 7 Re-election of Audit Committee member - Mrs DNM Mokhobo Ordinary resolution number eight 8 Election of Audit Committee member - Ms L Mthimunye Ordinary resolution number nine		Voted for all resolutions except ordinary resolution no. 12 which we voted against.	All resolutions passed.

## PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>9 Re-election of Audit Committee member- Mr BJT Showngwe Ordinary resolution number ten</p> <p>10 Non-binding advisory vote on Remuneration Policy Ordinary resolution number eleven</p> <p>11 Non-binding advisory vote on Remuneration implementation Report Ordinary resolution number twelve</p> <p>12 Placement of 1 million ordinary shares and all unissued 'N' ordinary shares under the control of the directors and general authority to allot and issue Ordinary resolution number thirteen</p> <p>13 Authority to sign all documents required Special resolution number one</p> <p>14 Approval of proposed non-executive directors' remuneration for the year ending 31 December 2019 Special resolution number two</p> <p>15 Authority to provide financial assistance to any Group company in terms of section 45 of the Companies Act Special resolution number three</p> <p>16 Authority to provide financial assistance in terms of section 44 of the Companies Act Special resolution number four</p> <p>17 General authority to repurchase shares Special resolution number five</p> <p>18 General authority to allot and issue authorised but unissued securities for cash</p>		
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**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<b>MERAFE RESOURCES LTD (MRF)</b> Meeting Date: 15 MAY 2019 <b>Issuer: MRF</b> Meeting Type: AGM	Voted	Result
1. Ordinary Resolution Number 1: Adoption of annual financial statements  2. Ordinary Resolution Number 2: Re-appointment of retiring directors 2.1 Mr A Mngomezulu 2.2 Ms B Majova  3. Ordinary Resolution Number 3: Confirmation of appointment of directors 3.1 Ms M Vuso 3.2 Mr D Chocho 3.3 Ms G Motau  4. Ordinary Resolution Number 4: Appointment of members to the Audit and Risk Committee for the forthcoming financial year 4.1 Ms M Vuso 4.2 Ms G Motau 4.3 Ms B Majova  5. Ordinary Resolution Number 5: Re-appointment of external auditors of the Company, Deloitte & Touche Inc. and to appoint Mr Patrick Ndlovu as the designated audit partner  6. Ordinary Resolution Number 6: Authority to sign all documents required to give effect to all resolutions in the notice of Annual General Meeting  7. Ordinary Resolution Numbers 7.1 and 7.2: Non-binding advisory vote Ordinary Resolution Number 7.1: Remuneration Policy Ordinary Resolution Number 7.2: Remuneration Implementation Report  8. Special Resolution Numbers 1.1 to 1.8: Approval of non-executive directors' fees for 2019	Voted for all resolutions except ordinary resolution no. 7.1 and special resolution 8.1.1 which we voted against.	All resolutions passed.

**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

1.1 Board Chairperson 1.2 Board member 1.3 Audit and Risk Committee Chairperson 1.4 Audit and Risk Committee member 1.5 Remuneration and Nomination Committee Chairperson 1.6 Remuneration and Nomination Committee member 1.7 Social, Ethics and Transformation Committee Chairperson 1.8 Social, Ethics and Transformation Committee member 9. Special Resolution Number 2: Loans or other financial assistance to related or inter-related companies 10. Special Resolution Number 3: General authority to repurchase Company shares			
<b>QUILTER PLC (QLT)</b> <b>Issuer: QLT</b>	<b>Meeting Date: 14 MAY 2019</b> <b>Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
1. To receive the 2018 Report and Accounts 2. To approve the Remuneration Report 3. To approve the Directors' Remuneration Policy 4. To declare a final dividend 5. To re-elect Paul Feeney as a Director 6. To re-elect Rosemary Harris as a Director 7. To re-elect Glyn Jones as a Director 8. To re-elect Suresh Kana as a Director 9. To re-elect Moira Kilcoyne as a Director	Voted against all resolutions except ordinary resolution no. 19 which we voted against.	All resolutions passed except resolution no. 19 which was voted against.	

**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

10. To re-elect Jonathan Little as a Director 11. To re-elect Ruth Markland as a Director 12. To re-elect Paul Matthews as a Director 13. To re-elect George Reid as a Director 14. To re-elect Mark Satchel as a Director 15. To re-elect Catherine Turner as a Director 16. To re-appoint KPMG LLP as Auditors of the Company 17. To authorise the Board Audit Committee to determine the Auditors' remuneration 18. To authorise political donations by the company and its subsidiaries 19. To authorise the Directors to allot shares 20. To authorise the Company to purchase its own shares 21. To authorise the Company to enter into a Contingent Purchase Contract 22. To amend the Company's Articles of Association in respect of an Odd-lot Offer 23. To authorise the Directors to implement an Odd-lot Offer 24. To approve a contract to purchase shares in respect of an Odd-lot Offer		
<b>BIDVEST NAMIBIA (BVN) Meeting Date: 17 MAY 2019</b> <b>Issuer: BVN Meeting Type: GM</b>	<b>Voted</b>	<b>Result</b>
Delisting resolution	Voted for all resolutions.	All resolutions passed.

**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<b>GOLD FIELDS LTD (GFI)</b> <b>Issuer: GFI</b>	<b>Meeting Date: 21 MAY 2019</b> <b>Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
Ordinary resolution number 1 Appointment of auditors Ordinary resolution number 2 Ordinary resolution number 2.1 Re-election of a director: P Mahanyele-Dabengwa Ordinary resolution number 2.2 Re-election of a director: PA Schmidt Ordinary resolution number 2.3 Re-election of a director: A Andani Ordinary resolution number 2.4 Re-election of a director: PJ Bacchus Ordinary resolution number 2.5 Re-election of a director: CE Letton Ordinary resolution number 3 Ordinary resolution number 3.1 Re-election of a member and Chairperson of the Audit Committee: YGH Suleman Ordinary resolution number 3.2 Re-election of a member of the Audit Committee: A Andani Ordinary resolution number 3.3	Voted for all resolutions except ordinary resolution no. 4 and special resolution no. 1 which we voted against.	All resolutions passed.	

**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>Re-election of a member of the Audit Committee: PJ Bacchus</p> <p>Ordinary resolution number 3.4</p> <p>Re-election of a member of the Audit Committee: RP Menell</p> <p>Ordinary resolution number 4</p> <p>Approval for the issue of authorised but unissued ordinary shares</p> <p>Special resolution number 1</p> <p>Approval for the issuing of equity securities for cash</p> <p>Advisory endorsement of the remuneration policy</p> <p>Advisory endorsement of the remuneration implementation report</p> <p>Special resolution number 2</p> <p>Approval of the remuneration of non-executive directors</p> <p>Special resolution number 3</p> <p>Approval for the company to grant financial assistance in terms of Sections 44 and 45 of the Act</p> <p>Special resolution number 4</p> <p>Acquisition of the Company's own shares</p>		
<p><b>MTN GROUP LTD (MTN)</b>  <b>Issuer: MTN</b></p> <p><b>Meeting Date: 23 MAY 2019</b>  <b>Meeting Type: AGM</b></p>	<p><b>Voted</b></p>	<p><b>Result</b></p>
<p>Ordinary resolution number 1.1: Election of MH Jonas as a director</p> <p>Ordinary resolution number 1.2: Election of KDK Mokhele as a director</p> <p>Ordinary resolution number 1.3: Election of BS Tshabalala as a director</p> <p>Ordinary resolution number 1.4: Re-election of S Kheradpir as a director</p>	<p>Voted for all resolutions except ordinary resolution no. 5 &amp; 6 which we voted against.</p>	<p>All resolutions passed.</p>

## PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019



<p>Ordinary resolution number 1.5: Re-election of KP Kalyan as a director</p> <p>Ordinary resolution number 1.6: Re-election of AT Mikati as a director</p> <p>Ordinary resolution number 1.7: Re-election of J van Rooyen as a director</p> <p>Ordinary resolution number 1.8: Re-election of MLD Marole as a director</p> <p>Ordinary resolution number 1.9: Re-election of NP Mageza as a director</p> <p>Ordinary resolution number 1.10: Re-election of A Harper as a director</p> <p>Ordinary resolution number 2.1: To elect KC Ramon as a member of the audit committee</p> <p>Ordinary resolution number 2.2: To elect PB Hanratty as a member of the audit committee</p> <p>Ordinary resolution number 2.3: To elect NP Mageza as a member of the audit committee</p> <p>Ordinary resolution number 2.4: To elect J van Rooyen as a member of the audit committee</p> <p>Ordinary resolution number 3: Re-appointment of PricewaterhouseCoopers Inc. as an auditor of the company</p> <p>Ordinary resolution number 4: Re-appointment of SizweNtsalubaGobodo Grant Thornton Inc. as an auditor of the company</p> <p>Ordinary resolution number 5: General authority for directors to allot and issue ordinary shares</p> <p>Ordinary resolution number 6: General authority for directors to allot and issue ordinary shares for cash</p> <p>Ordinary resolution number 7: Non-binding advisory vote – endorsement of the company’s remuneration policy</p> <p>Ordinary resolution number 8: Non-binding advisory vote – endorsement of the company’s remuneration implementation report</p> <p><b>SPECIAL RESOLUTIONS</b></p> <p>Special resolution number 1: To approve the proposed remuneration payable to non-executive directors</p> <p>Special resolution number 2: To approve the repurchase of the company’s shares</p>		
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**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>Special resolution number 3: To approve the granting of financial assistance to subsidiaries and other related and interrelated entities</p> <p>Special resolution number 4: To approve the granting of financial assistance to directors and/or prescribed officers and employee share scheme beneficiaries</p>		
<p align="center"><b>EXXARO RESOURCES LTD (EXX)</b>  <b>Issuer: EXX</b></p> <p align="center"><b>Meeting Date: 23 MAY 2019</b>  <b>Meeting Type: AGM</b></p>	<p align="center"><b>Voted</b></p>	<p align="center"><b>Result</b></p>
<p>1 Resolution to elect non-executive directors</p> <p>1.1 Election of GJ Fraser-Moleketi as a director</p> <p>1.2 Election of M Moffett as a director</p> <p>1.3 Election of LI Mophatlane as a director</p> <p>1.4 Election of EJ Myburgh as a director</p> <p>1.5 Election of PCCH Snyders as a director</p> <p>2 Resolution to elect group audit committee members</p> <p>2.1 Election of MJ Moffett as a member of the group audit committee</p> <p>2.2 Election of LI Mophatlane as a member of the group audit committee</p> <p>2.3 Election of EJ Myburgh as a member of the group audit committee</p> <p>2.4 Election of V Nkonyeni as a member of the group audit committee</p> <p>3 Resolution to elect group social and ethics committee members</p> <p>3.1 Election of GJ Fraser-Moleketi as a member of the group social and ethics committee</p> <p>3.2 Election of D Mashile-Nkosi as a member of the group social and ethics committee</p> <p>3.3 Election of L Mbatha as a member of the group social and ethics committee</p> <p>3.4 Election of LI Mophatlane as a member of the group social and ethics committee</p>	<p align="center">Voted for all resolutions except ordinary resolution no. 1.3, 2.2, 3.4, 5, 6 &amp; non-binding advisory vote no. 1 &amp; 2 which we voted against.</p>	<p align="center">All resolutions passed.</p>

**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>3.5 Election of PCCH Snyders as a member of the group social and ethics committee</p> <p>4 Resolution to reappoint PricewaterhouseCoopers Incorporated as independent external auditors</p> <p>5 Resolution of general authority to issue shares for cash</p> <p>6 Resolution to place unissued shares under the control of the directors</p> <p>7 Resolution to authorise directors and/or group company secretary to implement the resolutions set out in the notice convening the annual general meeting</p> <p><b>Special resolutions</b></p> <p>1 Special resolution to approve non-executive directors' fees for the period 1 June 2019 to the next annual general meeting</p> <p>2 Special resolution to authorise financial assistance for the subscription of securities</p> <p>3 Special resolution to authorise financial assistance to related or inter-related companies</p> <p>4 Special resolution to authorise general authority to repurchase shares</p> <p><b>Non-binding advisory votes</b></p> <p>1 Non-binding advisory vote to approve the remuneration policy</p> <p>2 Non-binding advisory vote to approve the implementation report to the remuneration policy</p>			
<b>LONMIN PLC (LON)</b> <b>Issuer: LON</b>	<b>Meeting Date: 28 MAY 2019</b> <b>Meeting Type: GM</b>	<b>Voted</b>	<b>Result</b>
<p><b>SPECIAL RESOLUTION</b></p> <p>1. To effect the Scheme and amend the articles of association of the Company</p>	<p>Voted for all resolutions.</p>	<p>All resolutions passed.</p>	



**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<b>LONMIN PLC (LON)</b> <b>Issuer: LON</b>	<b>Meeting Date: 28 MAY 2019</b> <b>Meeting Type: COURT MEETING</b>	<b>Voted</b>	<b>Result</b>
The Scheme		Voted for all resolutions.	All resolutions passed.
<b>SIBANYE GOLD LTD (SGL)</b> <b>Issuer: SGL</b>	<b>Meeting Date: 28 MAY 2019</b> <b>Meeting Type: GM</b>	<b>Voted</b>	<b>Result</b>
Ordinary Resolution – Granting of authority for the allotment and issuance of Sibanye-Stillwater Shares to settle the consideration payable by the Company for the Lonmin Acquisition		Voted for all resolutions.	All resolutions passed.
<b>SIBANYE GOLD LTD (SGL)</b> <b>Issuer: SGL</b>	<b>Meeting Date: 28 MAY 2019</b> <b>Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
Ord 1– Re-appointment of auditors and Designated Individual Partner Ord 2– Election of a director: H Kenyon-Slaney Ord 3– Re-election of a director: NJ Froneman Ord 4– Re-election of a director: NG Nika Ord 5– Re-election of a director: SC van der Merwe Ord 6– Re-election of a member and Chair of the Audit Committee: KA Rayner Ord 7– Election of a member of the Audit Committee: TJ Cumming Ord 8– Election of a member of the Audit Committee: SN Danson Ord 9– Re-election of a member of the Audit Committee: RP Menell Ord 10– Re-election of a member of the Audit Committee: NG Nika Ord 11– Re-election of a member of the Audit Committee: SC van der Merwe Ord 12– Approval for the issue of authorised but unissued ordinary shares		Voted for all resolutions except resolution no. 12 & 13 which we voted against.	All resolutions passed.

**PROXY VOTING RECORD**

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019



<p>Ord 13– Issuing equity securities for cash</p> <p>Ord 14– Non-binding advisory vote on Remuneration Policy</p> <p>Ord 15– Non-binding advisory vote on Remuneration Implementation Report</p> <p>Special 1– Approval for the remuneration of non-executive directors</p> <p>Special 2– Approval for the Company to grant financial assistance in terms of sections 44 and 45 of the Act</p> <p>Special 3– Approval for the acquisition of the Company’s own shares</p>		
<p style="text-align: center;"><b>OLD MUTUAL LTD (OMU)</b> <b>Issuer: OMU</b></p> <p style="text-align: center;"><b>Meeting Date: 24 MAY 2019</b> <b>Meeting Type: AGM</b></p>	<b>Voted</b>	<b>Result</b>
<p>Ordinary Resolution 1 – To receive and adopt the consolidated audited annual financial statements of the Company and its subsidiaries for the year ended 31 December 2018</p> <p><b>Ordinary Resolution 2 – Election of directors</b></p> <p>Ordinary Resolution 2.1 – To elect Paul Baloyi as a director of the Company Ordinary Resolution 2.2 – To elect Peter de Beyer as a director of the Company Ordinary Resolution 2.3 – To elect Thys du Toit as a director of the Company Ordinary Resolution 2.4 – To elect Albert Essien as a director of the Company</p> <p>Ordinary Resolution 2.5 – To elect Itumeleng Kgaboesele as a director of the Company</p> <p>Ordinary Resolution 2.6 – To elect John Lister as a director of the Company</p> <p>Ordinary Resolution 2.7 – To elect Sizeka Magwentshu-Rensburg as a director of the Company</p> <p>Ordinary Resolution 2.8 – To elect Trevor Manuel as a director of the Company</p> <p>Ordinary Resolution 2.9 – To elect Nombulelo Moholi as a director of the Company</p> <p>Ordinary Resolution 2.10 – To elect Thoko Mokgosi-Mwantembe as a director of the Company</p> <p>Ordinary Resolution 2.11 – To elect Nosipho Molope as a director of the Company Ordinary Resolution 2.12 – To elect Peter Moyo as a director of the Company Ordinary Resolution 2.13 – To elect James Mwangi as a director of the Company Ordinary Resolution 2.14 – To elect Marshall Rapiya as a director of the Company Ordinary</p>	Voted for all resolutions.	All resolutions passed except ordinary resolution 6.2 which was voted against.

## PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>Resolution 2.15 – To elect Casper Troskie as a director of the Company Ordinary Resolution 2.16 – To elect Stewart van Graan as a director of the Company Ordinary Resolution 3 – Election of Audit committee members</p> <p>Ordinary Resolution 3.1 – To elect Paul Baloyi as a member of the Audit committee</p> <p>Ordinary Resolution 3.2 – To elect Peter de Beyer as a member of the Audit committee Ordinary Resolution 3.3 – To elect Itumeleng Kgaboesele as a member of the Audit committee Ordinary Resolution 3.4 – To elect John Lister as a member of the Audit committee</p> <p>Ordinary Resolution 3.5 – To elect Nosipho Molohe as a member of the Audit committee</p> <p>Ordinary Resolution 4 – Reappointment of Auditors</p> <p>Ordinary Resolution 4.1 – To reappoint KPMG Inc. as joint auditor as recommended by the Audit committee for the financial year ending 31 December 2019, to hold office until the conclusion of the next AGM of the Company</p> <p>Ordinary Resolution 4.2 – To reappoint Deloitte &amp; Touche as joint auditor as recommended</p> <p>by the Audit committee for the financial year ending 31 December 2019, to hold office until the conclusion of the next AGM of the Company</p> <p>Ordinary Resolution 5 – To grant general authority to the directors to allot and issue ordinary shares for cash</p> <p>Ordinary Resolution 6 – Non-binding advisory votes</p> <p>Ordinary Resolution 6.1: Non-binding advisory vote on the Company’s remuneration policy</p> <p>Ordinary Resolution 6.2: Non-binding advisory vote on the Company’s remuneration implementation report</p> <p>Ordinary Resolution 7 – To authorise any director or the Group Company Secretary to implement the ordinary resolutions above as well as the special resolutions to follow</p> <p><b>SPECIAL RESOLUTIONS</b></p> <p>Special Resolution 1 – To approve the remuneration payable to Non-executive directors</p> <p>Special Resolution 2 – To grant general authority to acquire the Company’s own ordinary shares</p>		
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**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

Special Resolution 3 – To approve the provision of financial assistance to subsidiaries and other related and inter-related entities and to directors, prescribed officers and other persons participating in share or other employee incentive schemes		
<b>SA CORP REAL EST LTD (SAC) Meeting Date: 28 MAY 2019</b> <b>Issuer: SAC Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
<p>1. To receive, consider and adopt the Annual Financial Statements for the year ended 31 December 2018</p> <p>2. To elect Ms U Fikelepi as non-executive director</p> <p>3. To re-elect 1 the following non-executive directors:</p> <p>3.1 Mr ES Seedat</p> <p>3.2 Mr J Molobela</p> <p>4. To re-elect the following audit committee members:</p> <p>4.1 Mr RJ Biesman-Simons</p> <p>4.2 Mr ES Seedat</p> <p>4.3 Ms A Chowan</p> <p>5. Reappointment of Deloitte &amp; Touche as auditors</p> <p>6. Approval on an advisory, non-binding basis, of the remuneration policy</p> <p>7. Approval on an advisory, non-binding basis, of the implementation report</p> <p>8. Placing 10% of the unissued shares under the control of the directors</p> <p>9. Specific authority to issue shares pursuant to a distribution reinvestment option</p> <p>10. General, but restricted authority to issue shares for cash</p> <p><b>SPECIAL RESOLUTIONS</b></p> <p>1. Fees payable to non-executive directors:</p>	<p>Voted for all resolutions except resolution no.2, 3.2, 8 &amp; 10 which we voted against.</p>	<p>All resolutions passed except ordinary resolution no. 8 which was voted against.</p>

## PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

1.1 Board - Chair		
1.2 Board - Member		
1.3 Audit Committee - Chair		
1.4 Audit Committee - Member		
1.5 Risk & Compliance Committee - Chair		
1.6 Risk & Compliance Committee - Member		
1.7 Nomination Committee - Chair		
1.8 Nomination Committee - Member		
1.9 Remuneration Committee - Chair		
1.10 Remuneration Committee - Member		
1.11 Investment Committee - Chair		
1.12 Investment Committee - Member		
1.13 Social, Ethics & Environmental Committee - Chair		
1.14 Social, Ethics & Environmental Committee - Member		
2. Financial assistance in terms of sections 44 and 45 of the Companies Act		
3. Financial assistance to related and inter-related parties		
4. Specific authority to issue shares to directors pursuant to a distribution reinvestment option		
5. General authority to repurchase shares		

**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<b>SANTAM LTD (SNT)</b> <b>Issuer: SNT</b>	<b>Meeting Date: 29 MAY 2019</b> <b>Meeting Type: AGM</b>		<b>Voted</b>	<b>Result</b>
Ordinary resolution number 1 (To re-appoint PwC as independent external auditors represented by Z Abrahams) Ordinary resolution number 2 (To re-elect B Campbell as a director) Ordinary resolution number 3 (To re-elect NV Mtetwa as a director) Ordinary resolution number 4 (To re-elect PE Speckmann as a director) Ordinary resolution number 5 (To re-elect HD Nel as a director) Ordinary resolution number 6 (To re-elect B Campbell as a member of the audit committee) Ordinary resolution number 7 (To elect NV Mtetwa as a member of the audit committee) Ordinary resolution number 8 (To re-elect MJ Reyneke as a member of the audit committee) Ordinary resolution number 9 (To re-elect PE Speckmann as a member of the audit committee) Ordinary resolution number 10 (To cast a non-binding advisory vote on the company's remuneration policy) Ordinary resolution number 11 (To cast a non-binding advisory vote on the company's implementation report with regard to its remuneration policy) Special resolution number 1 (To approve directors' remuneration) Special resolution number 2 (General authority to repurchase shares) Special resolution number 3 (General authority to provide financial assistance in connection with the purchase of securities) Special resolution number 4 (General authority to provide financial assistance to related or inter-related companies and corporations)		Voted for all resolutions except ordinary resolution 8, 10 & 11 which we voted against.	All resolutions passed.	

**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<b>AFRICAN OXYGEN LTD (AFX)</b> <b>Issuer: AFX</b>	<b>Meeting Date: 30 MAY 2019</b> <b>Meeting Type: AGM</b>		<b>Voted</b>		<b>Result</b>	
1 Adoption of the annual financial statements 2 Re-election/confirmation of directors 2.1 JM Panikar 2.2 VN Fakude 2.3 CF Wells 2.4 GJ Strauss 3 Appointment of PricewaterhouseCoopers Inc. as new auditors 4 Appointment of Audit and Risk Committee members 4.1 CF Wells 4.2 GJ Strauss 4.3 NVL Qangule 5 Non-binding vote on the remuneration policy 6 Non-binding vote on the remuneration implementation report Special resolutions 1 To approve the independent non-executive directors' fees 2 General authority to repurchase shares 3 General authority to provide financial assistance to related companies or inter-related companies 4 Authority to provide financial assistance in connection with the purchase of Company securities		Voted for all resolutions.		All resolutions passed.		

**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<b>STD BANK GROUP (SBK)</b> <b>Issuer: SBK</b>	<b>Meeting Date: 30 MAY 2019</b> <b>Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
1 Adopt annual financial statements 2 To re-elect directors: 2.1 Geraldine Fraser-Moleketi 2.2 Martin Oduor-Otieno 2.3 André Parker 2.4 Myles Ruck 2.5 Peter Sullivan 3 Reappointment of Auditors 3.1 KPMG Inc. 3.2 PricewaterhouseCoopers Inc. 4 Place unissued ordinary shares under control of directors 5 Place unissued preference shares under control of directors 6 Non-binding advisory votes on remuneration policy and implementation report 6.1 Support the group's remuneration policy 6.2 Endorse the group's implementation report <b>Special resolutions to:</b> 7 Grant: General authority to acquire the company's ordinary shares 8 Grant: General authority to acquire the company's preference shares 9 Approve: Loans or other financial assistance to related or inter-related companies	<p style="text-align: center;">Voted for all resolutions except ordinary resolution no. 3.1, 6.1, 10.1 &amp; 10.2 which we abstained.</p>	<p style="text-align: center;">All resolutions passed except 10.1 which was voted against.</p>	



**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>10 Resolutions requisitioned by two shareholders#</p> <p>10.1 To report to shareholders on the company's assessment of greenhouse gas emissions resulting from its financing portfolio</p> <p>10.2 To adopt and publicly disclose a policy on lending to coal-fired power projects and coal mining operations.</p>		
<p><b>INTU PROP PLC (ITU)</b> <b>Issuer: ITU</b></p> <p><b>Meeting Date: 31 MAY 2019</b> <b>Meeting Type: GM</b></p>	<p><b>Voted</b></p>	<p><b>Result</b></p>
<p>1. To approve the proposed sale of the 36 acre site known as the KGV Land to Clydeport Operations Limited and related arrangements as described in the Company's circular to shareholders dated 10 May 2019.</p>	<p>Voted for all resolutions.</p>	<p>All resolutions passed.</p>
<p><b>ABSA GROUP LTD (ABG)</b> <b>Issuer: ABG</b></p> <p><b>Meeting Date: 04 JUNE 2019</b> <b>Meeting Type: AGM</b></p>	<p><b>Voted</b></p>	<p><b>Result</b></p>
<p>1. Ordinary Resolution number 1</p> <p>Re-appoint the Company's external auditor to serve until the next AGM in 2020:</p> <p>1.1. Ernst &amp; Young Inc. (designated auditor - Ernest van Rooyen)"</p> <p>2. Ordinary Resolution number 2</p> <p>Re-elect, by way of a series of votes, the following directors who retire in terms of the Company's Memorandum of Incorporation:</p> <p>2.1. Alex Darko as an independent non-executive director</p> <p>2.2. Daisy Naidoo as an independent non-executive director</p> <p>2.3. Francis Okomo-Okello as an independent non-executive director</p> <p>2.4. Mohamed Husain as an independent non-executive director</p>	<p>Voted for all resolutions except ordinary resolution no. 5, 7 &amp; 8 which we voted against.</p>	<p>All resolutions passed.</p>

## PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>2.5. Peter Matlare executive director</p> <p>3. Ordinary Resolution number 3</p> <p>Elect the following director who was appointed after the last AGM:</p> <p>3.1. Siphon Pityana as an independent non-executive director (appointed by the Board effective 1 May 2019).</p> <p>4. Ordinary Resolution number 4</p> <p>Re-appoint/appoint the members of the Group Audit and Compliance Committee:</p> <p>4.1. Alex Darko (subject to being re-elected in terms of ordinary resolution number 2.1)</p> <p>4.2. Colin Beggs</p> <p>4.3. Daisy Naidoo (subject to being re-elected in terms of ordinary resolution number 2.5)</p> <p>4.4. Mohamed Husain a (subject to being re-elected in terms of ordinary resolution number 2.4)</p> <p>4.5. Tasneem Abdool-Samad</p> <p>5. Ordinary Resolution number 5</p> <p>To place the authorised but unissued ordinary share capital of the Company under the control of the directors.</p> <p>6. Ordinary Resolution No. 6</p> <p>To approve the Absa Group Limited Share Incentive Plan Rules</p> <p>7. Non-binding advisory vote number 1</p> <p>To endorse the Company's remuneration policy</p> <p>8. Non-binding advisory vote number</p> <p>To endorse the Company's remuneration implementation report</p> <p>9. Special Resolution number 1</p>		
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**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>To approve the proposed remuneration of the non-executive directors for their services as directors, payable from 1 June 2019</p> <p>10. Special Resolution number 2</p> <p>To grant a general authority to the directors to approve repurchase of the Company's ordinary shares</p> <p>11. Special Resolution number 3</p> <p>To grant a general authority to the Company to approve financial assistance in terms of section 45 of the Companies Act No. 71 of 2008</p>		
<p style="text-align: center;"><b>MPACT LTD (MPT)</b> <b>Issuer: MPT</b></p> <p style="text-align: center;"><b>Meeting Date: 06 JUNE 2019</b> <b>Meeting Type: AGM</b></p>	<b>Voted</b>	<b>Result</b>
<p>Ordinary resolution number 1: Acceptance of the Annual Financial Statements</p> <p>Ordinary resolution number 2: Election of director – PCS Luthuli</p> <p>Ordinary resolution number 3: Re-election of director – TDA Ross</p> <p>Ordinary resolution number 4: Re-election of director – NB Langa-Royds</p> <p>Ordinary resolution number 5: Re-appointment of auditors</p> <p>Ordinary resolution number 6: Election of TDA Ross as a member of the Audit and Risk Committee</p> <p>Ordinary resolution number 7: Election of NP Dongwana as a member of the Audit and Risk Committee</p> <p>Ordinary resolution number 8: Election of AM Thompson as a member of the Audit and Risk Committee</p> <p>Ordinary resolution number 9: Election of PCS Luthuli as a member of the Audit and Risk Committee</p> <p>Ordinary resolution number 10: Approval of the remuneration policy</p> <p>Ordinary resolution number 11: Implementation of the remuneration policy</p> <p>Special resolution number 1: General authority to acquire/repurchase shares</p>	Voted for all resolutions.	All resolutions passed.

**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>Special resolution number 2: Approval of non-executive directors' fees</p> <p>Special resolution 2.1: Chairman of the Board</p> <p>Special resolution 2.2: Board member</p> <p>Special resolution 2.3: Chairman of the Audit and Risk Committee</p> <p>Special resolution 2.4: Member of the Audit and Risk Committee</p> <p>Special resolution 2.5: Chairman of the Remuneration Committee</p> <p>Special resolution 2.6: Member of the Remuneration and Nomination Committee</p> <p>Special resolution 2.7: Chairman of the Social and Ethics Committee</p> <p>Special resolution 2.8: Member of the Social and Ethics Committee</p> <p>Special resolution number 3: Approval of financial assistance to related or inter-related company</p>		
<p><b>SANLAM LTD (SLM)</b> <b>Issuer: SLM</b></p> <p><b>Meeting Date: 05 JUNE 2019</b> <b>Meeting Type: AGM</b></p>	<p><b>Voted</b></p>	<p><b>Result</b></p>
<p>1 Ordinary resolution number 1: To present the Sanlam Annual Reporting suite including the consolidated audited financial statements, auditors' audit committees and directors' reports.</p> <p>2 Ordinary resolution number 2: To reappoint Ernst &amp; Young as independent external auditors.</p> <p>3 Ordinary resolution number 3: To appoint the following additional director:</p> <p>3.1. SA Zinn</p> <p>4 Ordinary resolution number 4: To individually re-elect the following directors retiring by rotation:</p> <p>4.1 PT Motsepe</p> <p>4.2 KT Nondumo</p>	<p>Voted for all resolutions except resolution no. 4.2, 4.4, 4.5, 6.1, 6.4, 9 &amp; 10 which we voted against.</p>	<p>All resolutions passed.</p>

## PROXY VOTING RECORD

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>4.3 CG Swanepoel</p> <p>To individually re-elect the following directors who retire voluntarily owing to their long tenure</p> <p>4.4 AD Botha</p> <p>4.5 SA Nkosi</p> <p>5 Ordinary Resolution No 5: To re-elect the following executive director</p> <p>IM Kirk</p> <p>Ordinary resolution number 6: To individually elect the following independent non-executive directors of the Company as members of the Audit Committee:</p> <p>6.1 AD Botha</p> <p>6.2 PB Hanratty</p> <p>6.3 M Mokoka</p> <p>6.4 KT Nondumo</p> <p>7 Ordinary resolution number 7: To cast a non-binding advisory vote on the Company's Remuneration Policy.</p> <p>7.1. Non-Binding advisory vote on the Company's Remuneration Policy</p> <p>7.2. Non-Binding advisory vote on the Company's Remuneration Implementation Report</p> <p>8 Ordinary resolution number 8: To note the total amount of non-executive and executive directors' remuneration for the financial year ended 31 December 2018.</p> <p>9 Ordinary resolution number 9: To place unissued shares under the control of the directors.</p> <p>10 Ordinary resolution number 10: To approve the general authority to issue shares for cash.</p> <p>11 Ordinary resolution number 11: To authorise any director of the Company, and where applicable the</p>		
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**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<p>secretary of the Company, to implement the aforesaid ordinary and undermentioned special resolutions.</p> <p>A Special resolution number 1: To approve the remuneration of the non-executive directors of the Company for the period 01 July 2019 till 30 June 2020.</p> <p>B Special resolution number 2: General authority to provide financial assistance in terms of section 44 of the Companies Act</p> <p>C Special resolution number 3: General authority to provide financial assistance in terms of section 45 of the Companies Act</p> <p>D Special resolution number 4: To give authority to the Company or a subsidiary of the Company to acquire the Company's securities.</p> <p>E Special resolution number 5: To amend the Trust deed of the Sanlam Limited Share Incentive Trust</p>		
<p><b>EPP N.V. (EPP)</b> <b>Issuer: EPP</b></p> <p><b>Meeting Date: 11 JUNE 2019</b> <b>Meeting Type: AGM</b></p>	<p><b>Voted</b></p>	<p><b>Result</b></p>
<p>4 Adoption of annual accounts for the financial year 2018</p> <p>7 Discharge of the current members of the board</p> <p>8 (a) Reappointment of Mr J Bagiński as executive director of the board</p> <p>(b) Reappointment of Mr R Weisz as non-executive director of the board and approval of role</p> <p>(c) Appointment of Mr P Prinsloo as non-executive director of the board</p> <p>(d) Appointment of Mr T de Groot as non-executive director of the board</p> <p>(e) Appointment of Mr J Templeton as non-executive director of the board</p>	<p>Voted for all resolutions.</p>	<p>All resolutions passed.</p>

**PROXY VOTING RECORD**

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019



<p>(f) Determine number of directors of the board</p> <p>9 Establish the remuneration of the non-executive directors</p> <p>10 (a) Authorisation of board to issue ordinary shares and/or grant rights to subscribe for ordinary shares</p> <p>(b) Authorisation of board to issue ordinary shares and/or grant rights to subscribe for ordinary shares for cash</p> <p>11 Authorisation of board to limit or exclude pre-emption rights</p> <p>12 Authorisation of board to acquire shares</p> <p>13 Non-binding advisory vote on the remuneration policy for the board</p> <p>14 Non-binding advisory vote on the remuneration implementation report for the financial year 2018</p> <p>15 Appointment of external auditor for the financial year 2019</p>		
<p align="center"><b>CPV POWER PLANT (CPV01)</b> <b>Issuer: CPV01</b></p> <p align="center"><b>Meeting Date: 13 JUNE 2019</b> <b>Meeting Type: CM</b></p>	<p><b>Voted</b></p>	<p><b>Result</b></p>
<p>Resolution 7/2019 (extraordinary resolution) Consent to terminate the O&amp;M Agreement and call the performance guarantee</p> <p><b>Resolution 8/2019 (extraordinary resolution)</b></p> <p>Consent to execution of heads of terms with the Preferred Respondent and conditional appointment of Preferred Respondent subject legal and technical advisor opinions</p> <p><b>Resolution 9/2019 (extraordinary resolution)</b></p> <p>Consent to change in control and shareholding structure of project company</p> <p><b>Resolution 10/2019 (extraordinary resolution)</b></p> <p>Consent to change in equity financing structure and consequential change in shareholding structure of project company</p> <p>Authorisation Authority of director</p>	<p>Voted for all resolutions.</p>	<p>All resolutions passed.</p>

**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<b>RESILIENT REIT LTD (RES)</b> <b>Issuer: RES</b>	<b>Meeting Date: 24 JUNE2019</b> <b>Meeting Type: GM</b>	<b>Voted</b>
Special resolution number 1 – approval of the Share Sale in terms of the JSE Listings Requirements  Ordinary resolution number 1 – general authority	Voted for all resolutions.	All resolutions passed.
<b>TSOGO SUN HLDGS (TSH)</b> <b>Issuer: TSH</b>	<b>Meeting Date: 24 JUNE 2019</b> <b>Meeting Type: GM</b>	<b>Voted</b>
<b>Special Resolution</b>  1 Change of Name of Tsogo Sun  2 Amendments to the memorandum of incorporation of Tsogo Sun consequent on the change of name  3 Further amendments to the memorandum of incorporation of Tsogo Sun  <b>Ordinary Resolution</b>  Authority to take all such actions necessary to implement the Resolutions	Voted for all resolutions.	All resolutions passed.
<b>RESILIENT REIT LTD (RES)</b> <b>Issuer: RES</b>	<b>Meeting Date: 24 JUNE 2019</b> <b>Meeting Type: GM</b>	<b>Voted</b>
Special resolution number 1 – approval of the Share Sale in terms of the JSE Listings Requirements  Ordinary resolution number 1 – general authority	Voted for all resolutions.	All resolutions passed.



**PROXY VOTING RECORD**For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019

<b>TRENCOR LT (TRE)</b> <b>Issuer: TRE</b>	<b>Meeting Date: 25 JUNE 2019</b> <b>Meeting Type: AGM</b>	<b>Voted</b>	<b>Result</b>
<p>Election of directors:</p> <p>Ordinary resolution number 1.1: Election of Jimmy McQueen as director.</p> <p>Ordinary resolution number 1.2: Election of Ric Sieni as director.</p> <p>Ordinary resolution number 1.3: Election of Hennie van der Merwe as director.</p> <p>Non-binding advisory vote 1: Endorsement of the remuneration policy of the company.</p> <p>Non-binding advisory vote 2: Endorsement of the remuneration implementation report of the company.</p> <p>Ordinary resolution number 2: Reappointment of KPMG Inc as independent auditor.</p> <p>To appoint an audit committee with the following members:</p> <p>Ordinary resolution number 3.1: Election of Eddy Oblowitz as audit committee member.</p> <p>Ordinary resolution number 3.2: Election of Roddy Sparks as audit committee member.</p> <p>Ordinary resolution number 3.3: Election of Herman Wessels as audit committee member.</p> <p>Special resolution number 1: To approve and authorise the provision of financial assistance, as contemplated in section 45 of the Companies Act, by the company to related or inter-related companies.</p> <p>Special resolution number 2: To approve the non-executive directors' remuneration, in their capacities as directors only, from 1 July 2019.</p> <p>Special resolution number 3: To approve the granting of a general authority to the company or its subsidiaries to acquire the issued shares of the company upon such terms and conditions and in such amounts as the directors may from time to time determine.</p>		<p>Voted for all resolutions.</p>	<p>All resolutions passed.</p>

**PROXY VOTING RECORD**

For period 01<sup>st</sup> April 2019 to 30<sup>th</sup> June 2019



<b>DATAEC LTD (DTC) Issuer: DTC</b>	<b>Meeting Date: 26 JUNE 2019 Meeting Type: GM</b>	<b>Voted</b>	<b>Result</b>
Special Resolution Number 1 – General Authority to Repurchase Shares Ordinary Resolution 1 – Authorising Resolution		Voted for all resolutions.	All resolutions passed.