

Introduction

Standard Life Investments is a strong supporter of the principles of good stewardship that are set out in the UK Stewardship Code published by the Financial Reporting Council in July 2010 and revised in September 2012. We believe that it is mutually beneficial for companies and long-term investors such as Standard Life Investments to have a relationship based on accountability, engagement and trust. Such a relationship helps to ensure that each has a good understanding of the other's views and expectations and it enables us to exercise constructive influence as and when appropriate. We believe that this serves to enhance the long-term value of our clients' investments and to protect their interests when necessary.

Voting Profile

We vote our clients' shares at all General Meetings and other shareholder meetings unless, for practical reasons (such as share blocking), this is not appropriate. We implement considered policies based on the Corporate Governance Guidelines approved by our board when voting our clients' shares.

In the event that we vote our clients' shares against a resolution at a UK shareholder meeting, we will always use best endeavours to discuss this with the company beforehand and explain the reasons. We will use reasonable endeavours to do so in respect of abstentions.

Although it is not practical for us to attend the General Meetings of all companies in which we have a major holding, we will attend and speak at shareholder meetings when it is in our clients' best interests. Also, we shall make public statements at appropriate times when we deem such statements as consistent with our responsibilities.

To enable a clear audit trail, we have a bespoke database that allows us to record both our engagement and the details of our voting analysis in contentious situations. Full records of votes cast are available on the proxy voting platforms provided by our proxy voting providers.

Voting Summary

Number of shareholder meetings at which our clients' shares were voted	148
Number of resolutions voted	1,517
Shareholder meetings at which our clients' shares were voted against management recommendations on one or more resolution	35
Number of resolutions voted against management recommendations	72
Shareholder meetings at which our clients' shares abstained on one or more resolution	12
Number of resolutions abstained	21

Breakdown of votes against management	Total
Remuneration and Share Schemes	24
Pre-emption/Dilution Matters	13
Board Matters	26
Other *	9

* Please note that 'Other' votes against management can include areas such as auditor appointment/remuneration, political donations, changes to articles of association and shareholder proposals.

Regional breakdown of votes against management	%
UK	46
Europe ex UK	1
Canada	1
US	24
Pacific Basin	17
Japan	7
Rest of the World	4

Commentary

Many Australian companies hold their AGMs during the fourth quarter of the year; however the UK and US dominated votes against management, with remuneration once again proving to be a prominent issue. Perhaps surprisingly, board issues commanded the most number of votes against during the quarter. It is unusual for this to be the case during the fourth quarter, but it can be explained by a small number of US and Japanese companies, where there were some concerns regarding board composition, holding their general meetings later in the year.

Contact us

To find out more about our fund range, visit our website standardlifeinvestments.com. Alternatively, please speak to your usual contact at Standard Life Investments.

Useful numbers



Market information

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Customer information

0845 27 93 003



standardlifeinvestments.co.uk

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Calls may be monitored and/or recorded to protect both you and us and help with our training.

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