



GENUS Capital Management Pooled Funds

Q1 2022

January 1st – March 31st

Proxy Voting Report

## Proxy Voting Highlights Q1 2022

### Meetings

#### Type

Annual	15
Special	2
Mix	1
Total	18



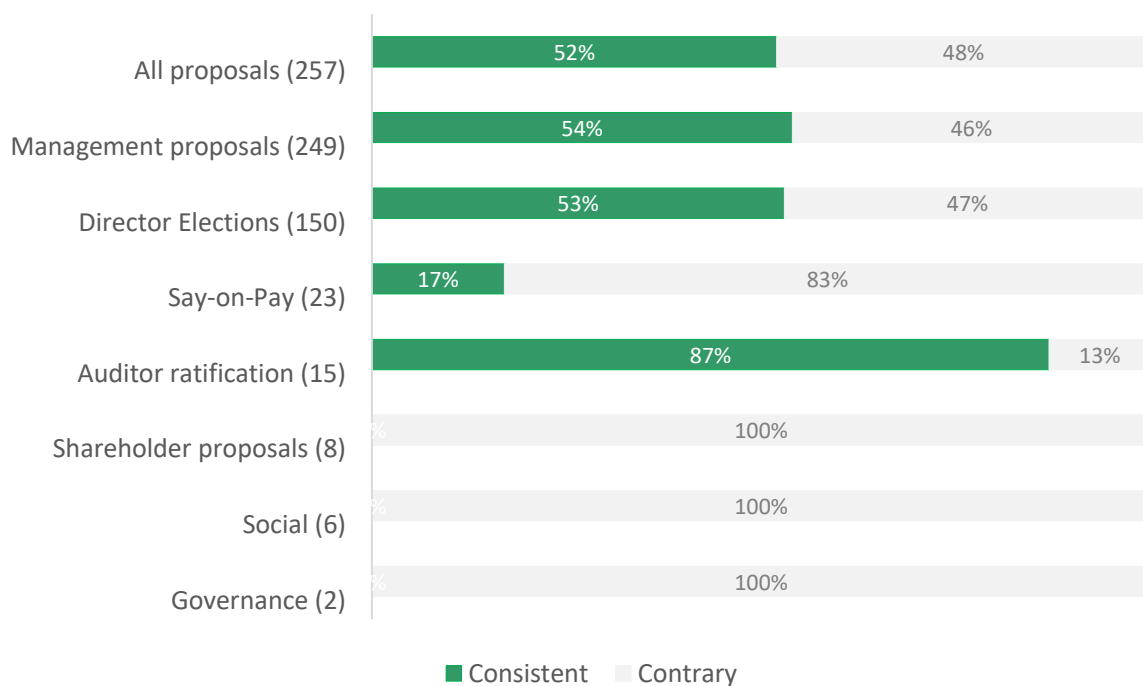
#### Jurisdiction

Canada	1
United States	8
Other	9
Total	18



### Proposals

#### Votes consistent with / contrary to management recommended votes



PROXY SUMMARY

ISSUER Svenska Cellulosa AB SCA (SCA-A)	MEETING DATE 2022-03-31 ,
COUNTRY Sweden	RECORD DATE 2022-03-23
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES W90152120

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
000442100	Genus Fossil Free Fund	85900

ITEM	PROPOSAL	BOARD	POLICY
07.01	Accept financial statements and statutory reports	✓	✓
07.02	Approve allocation of income and dividends of SEK 3.25 per share	✓	✓
07.03.01	Approve Discharge Of Charlotte Bengtsson	✓	✗
07.03.02	Approve Discharge Of Par	✓	✗
07.03.03	Approve Discharge Of Lennart	✓	✗
07.03.04	Approve Discharge Of Annemarie Gardshol	✓	✗
07.03.05	Approve Discharge Of Carina Hakansson	✓	✗
07.03.06	Approve Discharge Of Ulf Larsson	✓	✗
07.03.07	Approve Discharge Of Martin Lindqvist	✓	✗
07.03.08	Approve Discharge Of Bert Nordberg	✓	✗
07.03.09	Approve Discharge Of Anders Sundstrom	✓	✗
07.03.10	Approve Discharge Of Barbara M. Thoralfsson	✓	✗
07.03.11	Approve Discharge Of Employee Representative Niclas Andersson	✓	✗
07.03.12	Approve Discharge Of Employee Representative Roger Bostrom	✓	✗
07.03.13	Approve Discharge Of Employee Representative Johanna Viklund Linden	✓	✗
07.03.14	Approve Discharge Of Deputy Employee Representative Per Andersson	✓	✗
07.03.15	Approve Discharge Of Deputy Employee Representative Maria Maria Jonsson	✓	✗

07.03.16	Approve Discharge Of Deputy Employee Representative Stefan Lundkvist	✓	✗
07.03.17	Approve Discharge Of Deputy Employee Representative Peter Peter Olsson	✓	✗
07.03.18	Approve Discharge Of Ulf Larsson (As Ceo)	✓	✗
08	Determine number of directors (10) and deputy directors	✓	✓
09	Determine number of auditors (1) and deputy auditors (0)	✓	✗
10.01	Approve remuneration of directors in the amount of sek 2.02 million for chairman and sek 675,000 for other directors approve remuneration for committee work	✓	✓
10.02	Approve remuneration of auditors	✓	✓
11.01	Re-Elect Par Boman As Director	✓	✗
11.02	Re-Elect Lennart Evrell As Director	✓	✓
11.03	Re-Elect Annemarie Gardshol As Director	✓	✗
11.04	Re-Elect Carina Hakansson As Director	✓	✓
11.05	Re-Elect Ulf Larsson As Director	✓	✓
11.06	Re-Elect Martin Lindqvist As Director	✓	✗
11.07	Re-Elect Anders Sundstrom As Director	✓	✓
11.08	Re-Elect Barbara Thoralfsson As Director	✓	✓
11.09	Elect Asa Bergman As New Director	✓	✓
11.10	Elect Karl Aberg As New Director	✓	✓
12	Re-Elect Par Boman As Board	✓	✗
13	Ratify Ernst Young As Auditors	✓	✓

14	Approve remuneration report	✓	✓
15	Resolution on guidelines for remuneration to senior executives	✓	✓
16	Approve long term incentive program 2022-2024 for key employees	✓	✓

## PROXY ANALYSIS

ITEM 07.01	BOARD	POLICY
Accept financial statements and statutory reports	✓	✓
Proposer : Board		

We observe that more than 75% of the fees paid to the auditing firm that prepared the financial statements were for auditing services. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 07.02	BOARD	POLICY
Approve allocation of income and dividends of SEK 3.25 per share	✓	✓
Proposer : Board		

It is the responsibility of the Board to make recommendations on the distribution of profits. Further, the distribution of a common dividend is in the interest of shareholders. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 07.03.01	BOARD	POLICY
Approve Discharge Of Charlotte Bengtsson	✓	✗
Proposer : Board		

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

Vote recorded		
ITEM 07.03.02	BOARD	POLICY
Approve Discharge Of Par	✓	✗
Proposer : Board		

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

Vote recorded		
ITEM 07.03.03	BOARD	POLICY
Approve Discharge Of Lennart	✓	✗
Proposer : Board		

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

Vote recorded		
ITEM 07.03.04	BOARD	POLICY
Approve Discharge Of Annemarie Gardshol	✓	✗
Proposer : Board		

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.



<hr/>			Vote recorded	
ITEM 07.03.05			BOARD	POLICY
Approve Discharge Of Carina Hakansson			✓	✗
Proposer : Board				

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

<hr/>			Vote recorded	
ITEM 07.03.06			BOARD	POLICY
Approve Discharge Of Ulf Larsson			✓	✗
Proposer : Board				

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

<hr/>			Vote recorded	
ITEM 07.03.07			BOARD	POLICY
Approve Discharge Of Martin Lindqvist			✓	✗
Proposer : Board				

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

<hr/>			Vote recorded	
ITEM 07.03.08			BOARD	POLICY

Approve Discharge Of Bert Nordberg



Proposer : Board

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

Vote recorded

ITEM 07.03.09

BOARD

POLICY

Approve Discharge Of Anders Sundstrom



Proposer : Board

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

Vote recorded

ITEM 07.03.10

BOARD

POLICY

Approve Discharge Of Barbara M. Thoralfsson



Proposer : Board

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

Vote recorded

ITEM 07.03.11

BOARD

POLICY

Approve Discharge Of Employee Representative Niclas Andersson



Proposer : Board

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

Vote recorded

ITEM 07.03.12

Approve Discharge Of Employee Representative Roger Bostrom

BOARD	POLICY
✓	✗

Proposer : Board

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

Vote recorded

ITEM 07.03.13

Approve Discharge Of Employee Representative Johanna Viklund Linden

BOARD	POLICY
✓	✗

Proposer : Board

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

Vote recorded

ITEM 07.03.14

Approve Discharge Of Deputy Employee Representative Per Andersson

BOARD	POLICY
✓	✗

Proposer : Board

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

<hr/>			Vote recorded	
ITEM 07.03.15			BOARD	POLICY
Approve Discharge Of Deputy Employee Representative Maria Maria Jonsson			✓	✗
Proposer : Board				

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

<hr/>			Vote recorded	
ITEM 07.03.16			BOARD	POLICY
Approve Discharge Of Deputy Employee Representative Stefan Lundkvist			✓	✗
Proposer : Board				

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

<hr/>			Vote recorded	
ITEM 07.03.17			BOARD	POLICY
Approve Discharge Of Deputy Employee Representative Peter Peter Olsson			✓	✗
Proposer : Board				

It goes against the principle of accountability to approve the actions of the board members and thereby exempt them from any liability. A vote against the proposal was recorded.

<hr/>			Vote recorded	
ITEM 07.03.18			BOARD	POLICY

Approve Discharge Of Ulf Larsson (As Ceo)



Proposer : Board

It goes against the principle of accountability to approve the actions of the CEO and thereby exempt him from any liability. A vote against the proposal was recorded.

Vote recorded

#### ITEM 08

BOARD

POLICY

Determine number of directors (10) and deputy directors



Proposer : Board

The proposed size, which is within the range of 5 to 17 board members stipulated in the policy, will allow the board to be effective. A vote in favour of the proposal was recorded.

Vote recorded

#### ITEM 09

BOARD

POLICY

Determine number of auditors (1) and deputy auditors (0)



Proposer : Board

It is common practice to appoint only one audit firm. A vote against the proposal was recorded.

Vote recorded

#### ITEM 10.01

BOARD

POLICY

Approve remuneration of directors in the amount of sek 2.02 million for chairman and sek 675,000 for other directors approve remuneration for committee work



Proposer : Board

The directors' compensation meets the policy criteria. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 10.02	BOARD	POLICY
Approve remuneration of auditors	✓	✓
Proposer : Board		

It is the Board's responsibility to establish the auditors' fees. More than 75% of the fees paid to the firm were for financial auditing services. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 11.01	BOARD	POLICY
Re-Elect Par Boman As Director	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee, who is considered non-independent by the company, sits on the Compensation Committee. He has other significant types of economic relationships with a principal shareholder. This nominee, who is not independent, is also Chairman, which goes against policy. A vote against the candidate was recorded.

Vote recorded		
ITEM 11.02	BOARD	POLICY
Re-Elect Lennart Evrell As Director	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 11.03	BOARD	POLICY
Re-Elect Annemarie Gardshol As Director	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee is deemed independent according to the policy. She is the CEO of PostNord Group AB and sits on a total of more than two boards. The number of boards on which she sits is too high and could compromise her ability to adequately serve shareholder interest. A vote against the candidate was recorded.

Vote recorded		
ITEM 11.04	BOARD	POLICY
Re-Elect Carina Hakansson As Director	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 11.05	BOARD	POLICY
Re-Elect Ulf Larsson As Director	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee is not deemed independent according to the company. He is currently the chief executive officer of the firm. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

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Vote recorded

ITEM 11.06	BOARD	POLICY
Re-Elect Martin Lindqvist As Director		
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee is deemed independent according to the policy. He is the CEO of SSAB and sits on more than two boards. The number of boards on which he sits is too high and could compromise his ability to adequately serve shareholder interest. A vote against the candidate was recorded.

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Vote recorded

ITEM 11.07	BOARD	POLICY
Re-Elect Anders Sundstrom As Director		
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

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Vote recorded

ITEM 11.08	BOARD	POLICY
Re-Elect Barbara Thoralfsson As Director		
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.



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Vote recorded

ITEM 11.09	BOARD	POLICY
Elect Asa Bergman As New Director	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

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Vote recorded

ITEM 11.10	BOARD	POLICY
Elect Karl Aberg As New Director	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee is not deemed independent according to the company. He has other significant types of economic relationships with a principal shareholder. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

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Vote recorded

ITEM 12	BOARD	POLICY
Re-Elect Par Boman As Board	✓	✗
Proposer : Board		

This nominee, who is considered non-independent by the company, sits on the Compensation Committee. He has other significant types of economic relationships with a principal shareholder. This nominee, who is not independent, is also Chairman, which goes against policy. A vote against the candidate was recorded.

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Vote recorded

ITEM 13		BOARD	POLICY
Ratify Ernst Young As Auditors			
Proposer : Board			
More than 75% of the fees paid to the firm were for financial auditing services. The independence of the auditing firm was verified and confirmed. A vote in favour of the proposal was recorded.			
		Vote recorded	
ITEM 14		BOARD	POLICY
Approve remuneration report			
Proposer : Board			
A complete analysis of the compensation report shows that it meets all of the policy criteria. Compensation is based on company performance. A vote in favour of the proposal was recorded.			
		Vote recorded	
ITEM 15		BOARD	POLICY
Resolution on guidelines for remuneration to senior executives			
Proposer : Board			
A complete analysis of the compensation policy shows that it meets all of the policy criteria. Compensation is based on company performance. A vote in favour of the proposal was recorded.			
		Vote recorded	
ITEM 16		BOARD	POLICY
Approve long term incentive program 2022-2024 for key employees			

Proposer : Board

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Compensation is based on company performance. A vote in favour of the proposal was recorded.

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Vote recorded

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PROXY SUMMARY

ISSUER Canon Inc. (CAJ)	MEETING DATE 2022-03-30 ,
COUNTRY Japan	RECORD DATE 2022-03-31
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES 138006309

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
000442096	Genus Pooled Funds - Fossil Free Dividend Fund - 000442096	72700
000442045	Genus Dividend Fund	193000

ITEM	PROPOSAL	BOARD	POLICY
01	Allocation of Profits/Dividends	✓	✓
02	Amendments to Article	✓	✓
03.01	Elect Fujio Mitarai	✓	✗
03.02	Elect Toshizo Tanaka	✓	✗
03.03	Elect Toshio Homma	✓	✗
03.04	Elect Kunitaro Saida	✓	✓
03.05	Elect Yusuke Kawamura	✓	✓
04.01	Elect Katsuhito Yanagibashi	✓	✗
04.02	Elect Koichi Kashimoto	✓	✓
05	Bonus	✓	✗

### PROXY ANALYSIS

ITEM 01	BOARD	POLICY
Allocation of Profits/Dividends	✓	✓

Proposer : Board

It is the responsibility of the Board to make recommendations on the distribution of profits. Further, the distribution of a common dividend is in the interest of shareholders. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 02	BOARD	POLICY
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Amendments to Article	✓	✓
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Proposer : Board

The amendments generally clarify the current articles or bylaws and are administrative. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 03.01	BOARD	POLICY
Elect Fujio Mitarai	✓	✗

Proposer : Board

The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. He is currently the chief executive officer of the firm. A vote against the candidate was recorded.

Vote recorded

ITEM 03.02	BOARD	POLICY
Elect Toshizo Tanaka	✓	✗

Proposer : Board

This nominee is not deemed independent according to the company. He is currently the chief financial officer of the firm. A vote against the candidate was recorded.

Vote recorded

ITEM 03.03	BOARD	POLICY
Elect Toshio Homma	✓	✗

Proposer : Board

This nominee is not deemed independent according to the company. He is currently an executive of the firm. A vote against the candidate was recorded.

Vote recorded		
ITEM 03.04	BOARD	POLICY
Elect Kunitaro Saida	✓	✓
Proposer : Board		

This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 03.05	BOARD	POLICY
Elect Yusuke Kawamura	✓	✓
Proposer : Board		

This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 04.01	BOARD	POLICY
Elect Katsuhito Yanagibashi	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that the Board of Corporate Auditors is not exclusively made up of independent members. This nominee is not deemed independent according to the company. The company currently employs him. A vote against the candidate was recorded.

Vote recorded		
ITEM 04.02	BOARD	POLICY



Elect Koichi Kashimoto



Proposer : Board

The nominees' independence was verified and it was found that the Board of Corporate Auditors is not exclusively made up of independent members. This nominee is deemed independent according to the policy. A vote in favour of the candidate was recorded.

Vote recorded

#### ITEM 05

BOARD

POLICY

Bonus



Proposer : Board

The information submitted is not sufficient to allow an assessment of the principles, structure and components of the compensation policy, such as executives' employment contracts, and particularly, their hiring and termination conditions. The company does not disclose the detailed criteria on which it bases performance-linked bonuses. A vote against the proposal was recorded.

Vote recorded

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PROXY SUMMARY

ISSUER Chugai Pharmaceutical Co. Ltd (4519)	MEETING DATE 2022-03-29 ,
COUNTRY Japan	RECORD DATE 2021-12-31
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES J06930101

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
000442029	Genus Fossil Free CanGlobe Equity fund	26400

ITEM	PROPOSAL	BOARD	POLICY
01	Allocation of Profits/Dividends	✓	✓
02	Amendments to Articles	✓	✓
03.01	Elect Osamu Okuda	✓	✗
03.02	Elect Hisafumi Yamada	✓	✗
03.03	Elect Toshiaki Itagaki	✓	✗
03.04	Elect Mariko Momoi	✓	✓

### PROXY ANALYSIS

ITEM 01	BOARD	POLICY
Allocation of Profits/Dividends	✓	✓

Proposer : Board

It is the responsibility of the Board to make recommendations on the distribution of profits. Further, the distribution of a common dividend is in the interest of shareholders. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 02	BOARD	POLICY
Amendments to Articles	✓	✓

Proposer : Board

The amendments generally clarify the current articles or bylaws and are administrative. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 03.01	BOARD	POLICY
Elect Osamu Okuda	✓	✗
Proposer : Board		

Because board elections are staggered, this does not allow shareholders to express their opinion on each board member in a yearly vote. The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. This nominee is both CEO and Chairman, which goes against the policy. A vote against the candidate was recorded.

Vote recorded		
ITEM 03.02	BOARD	POLICY
Elect Hisafumi Yamada	✓	✗
Proposer : Board		

Because board elections are staggered, this does not allow shareholders to express their opinion on each board member in a yearly vote. The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. He is currently an executive of the firm. A vote against the candidate was recorded.

Vote recorded		
ITEM 03.03	BOARD	POLICY
Elect Toshiaki Itagaki	✓	✗
Proposer : Board		

Because board elections are staggered, this does not allow shareholders to express their opinion on each board member in a yearly vote. The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors

is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. He is currently an executive of the firm. A vote against the candidate was recorded.

Vote recorded

ITEM 03.04	BOARD	POLICY
Elect Mariko Momoi	✓	✓

Proposer : Board

Because board elections are staggered, this does not allow shareholders to express their opinion on each board member in a yearly vote. The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded

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PROXY SUMMARY

ISSUER Inpex Corporation (1605)	MEETING DATE 2022-03-25 ,
COUNTRY Japan	RECORD DATE 2021-12-31
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES J2467E101

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
000442010	Genus Canglobe Equity fund	157200
000442045	Genus Dividend Fund	563600



ITEM	PROPOSAL	BOARD	POLICY
01	Allocation of Profits/Dividends	✓	✓
02	Amendments to Articles	✓	✓
03.01	Elect Toshiaki Kitamura	✓	✗
03.02	Elect Takayuki Ueda	✓	✗
03.03	Elect Takahiko Ikeda	✓	✗
03.04	Elect Kenji Kawano	✓	✗
03.05	Elect Kimihisa Kittaka	✓	✗
03.06	Elect Nobuharu Sase	✓	✗
03.07	Elect Daisuke Yamada	✓	✗
03.08	Elect Jun Yanai	✓	✗
03.09	Elect Norinao Iio	✓	✓
03.10	Elect Atsuko Nishimura	✓	✓
03.11	Elect Tomoo Nishikawa	✓	✓
03.12	Elect Hideka Morimoto	✓	✓
04	Bonus	✓	✗
05	Directors' Fees	✓	✓
06	Statutory Auditors' Fees	✓	✓



## PROXY ANALYSIS

## ITEM 01

BOARD

POLICY

Allocation of Profits/Dividends



Proposer : Board

It is the responsibility of the Board to make recommendations on the distribution of profits. Further, the distribution of a common dividend is in the interest of shareholders. A vote in favour of the proposal was recorded.

Vote recorded

## ITEM 02

BOARD

POLICY

Amendments to Articles



Proposer : Board

The amendments generally clarify the current articles or bylaws and are administrative. A vote in favour of the proposal was recorded.

Vote recorded

## ITEM 03.01

BOARD

POLICY

Elect Toshiaki Kitamura



Proposer : Board

The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. He is currently an executive of the firm. A vote against the candidate was recorded.

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Vote recorded

ITEM 03.02	BOARD	POLICY
Elect Takayuki Ueda	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. He is currently the chief executive officer of the firm. A vote against the candidate was recorded.

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Vote recorded

ITEM 03.03	BOARD	POLICY
Elect Takahiko Ikeda	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. He is currently an executive of the firm. A vote against the candidate was recorded.

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Vote recorded

ITEM 03.04	BOARD	POLICY
Elect Kenji Kawano	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. He is currently an executive of the firm. A vote against the candidate was recorded.

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Vote recorded

ITEM 03.05	BOARD	POLICY
Elect Kimihisa Kittaka	✓	✗
Proposer : Board		

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The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. He is currently an executive of the firm. A vote against the candidate was recorded.

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Vote recorded

ITEM 03.06	BOARD	POLICY
Elect Nobuharu Sase	✓	✗
Proposer : Board		

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The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. He is currently an executive of the firm. A vote against the candidate was recorded.

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Vote recorded

ITEM 03.07	BOARD	POLICY
Elect Daisuke Yamada	✓	✗
Proposer : Board		

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The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the company. He is currently an executive of the firm. A vote against the candidate was recorded.

Vote recorded

ITEM 03.08	BOARD	POLICY
Elect Jun Yanai	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is not deemed independent according to the policy. He has other significant types of economic relationships with one of the company's clients, suppliers or consultants. A vote against the candidate was recorded.

Vote recorded

ITEM 03.09	BOARD	POLICY
Elect Norinao Iio	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded

ITEM 03.10	BOARD	POLICY
Elect Atsuko Nishimura	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

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Vote recorded

ITEM 03.11		BOARD	POLICY
Elect Tomoo Nishikawa		✓	✓
Proposer : Board			

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The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

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Vote recorded

ITEM 03.12		BOARD	POLICY
Elect Hideka Morimoto		✓	✓
Proposer : Board			

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The nominees' independence was verified and it was found that less than the two-thirds of them are independent. As it is written in the Japanese legislation, the Board of Directors is not composed of any of the 3 key-committees, since there is a Board of Corporate Auditors. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

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Vote recorded

ITEM 04		BOARD	POLICY
Bonus		✓	✗
Proposer : Board			

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It is in the interest of the company and its shareholders that the latter approve premiums and other forms of compensation for executives. The company does not disclose the detailed criteria on which it bases performance-linked bonuses. A vote against the proposal was recorded.

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Vote recorded

ITEM 05	BOARD	POLICY
Directors' Fees	✓	✓
Proposer : Board		

The directors' compensation meets the policy criteria. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 06	BOARD	POLICY
Statutory Auditors' Fees	✓	✓
Proposer : Board		

The statutory auditors compensation meets the policy criteria. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 07	BOARD	POLICY
Amendment to the Performance-Linked Equity Compensation Plan	✓	✗
Proposer : Board		

The proposed share-based compensation plan does not meet all of the policy criteria. There are no targets related to either the company's performance or to its performance compared to that of its peers. A vote against the proposal was recorded.

Vote recorded

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PROXY SUMMARY

ISSUER Huntsman Corporation (NYSE:HUN)	MEETING DATE 2022-03-25 ,
COUNTRY United States	RECORD DATE 2022-02-01
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES 447011107

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
160717017	Genus Pooled Funds - Fossil Free Dividend Equity Fund - 160717017	32500

ITEM	PROPOSAL	BOARD	POLICY
01.01	Elect Peter R. Huntsman	✓	✗
01.02	Elect Mary C. Beckerle	✓	✗
01.03	Elect Sonia Dulá	✓	✓
01.04	Elect Cynthia L. Egan	✓	✗
01.05	Elect Curtis E. Espeland	✓	✓
01.06	Elect Daniele Ferrari	✓	✓
01.07	Elect Jeanne McGovern	✓	✗
01.08	Elect José Antonio Muñoz Barcelo	✓	✓
01.09	Elect David B. Sewell	✓	✓
01.10	Elect Jan E. Tighe	✓	✓
02	Advisory Vote on Executive Compensation	✓	✗
03	Ratification of Auditor	✓	✗
04	Shareholder Proposal Regarding Right to Call Special Meeting	✗	✓

### PROXY ANALYSIS

ITEM 01.01	BOARD	POLICY
Elect Peter R. Huntsman	✓	✗

Proposer : Board

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee is not exclusively made up of independent members. This nominee is not deemed independent according to the company. This nominee is both CEO and Chairman, which goes against the policy. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.02	BOARD	POLICY
Elect Mary C. Beckerle	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee is not exclusively made up of independent members. This nominee is deemed independent according to the policy. The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.03	BOARD	POLICY
Elect Sonia Dulá	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee is not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.04	BOARD	POLICY
Elect Cynthia L. Egan	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee is not exclusively made up of independent members. This nominee is deemed independent according to the policy. The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.05	BOARD	POLICY
Elect Curtis E. Espeland	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee is not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this first-time nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.06	BOARD	POLICY
Elect Daniele Ferrari	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee is not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.07	BOARD	POLICY
Elect Jeanne McGovern	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee is not exclusively made up of independent members. This nominee, who is considered non-independent by the policy, sits on this committee. She is or has been an associate or a salaried employee of the company's internal or external auditing firm, and takes part in auditing activities. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.08	BOARD	POLICY
Elect José Antonio Muñoz Barcelo	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee is not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this first-time nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.09	BOARD	POLICY
Elect David B. Sewell	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee is not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.10	BOARD	POLICY
Elect Jan E. Tighe	✓	✓
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee is not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 02			BOARD	POLICY
Advisory Vote on Executive Compensation			✓	✗
Proposer : Board				

The CEO was paid more than 200 times the average pay of Americans. Large pay disparities contribute to increasingly unequal societies, which are less sustainable, less inclusive, and less productive. This is not good for the company or its stakeholders in the long term. Too little of the executives' incentive bonus is based on performance. This limits the effectiveness of the bonus as an incentive to do a good job, because executives will get some part of the bonus even if they perform poorly. A vote against the proposal was recorded.

<hr/>			Vote recorded	
ITEM 03			BOARD	POLICY
Ratification of Auditor			✓	✗
Proposer : Board				

More than 25% of the fees paid to the firm were for services other than financial auditing. A vote against the proposal was recorded.

<hr/>			Vote recorded	
ITEM 04			BOARD	POLICY
Shareholder Proposal Regarding Right to Call Special Meeting			✗	✓
Proposer : John Chevedden				

This proposal would allow shareholders with a reasonable percentage of share ownership (in relation to company size) of 10% to call special meetings. It is reasonable to allow shareholders to demand a special meeting. This proposal improves the company's governance practices. The proposal is in the shareholders'

interest. A vote in favour of the proposal was recorded.

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Vote recorded

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PROXY SUMMARY

ISSUER Nordea Bank AB (NDA)	MEETING DATE 2022-03-24 ,
COUNTRY Sweden	RECORD DATE 2022-03-14
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES W57996105

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
000442045	Genus Dividend Fund	681800

ITEM	PROPOSAL	BOARD	POLICY
01	Adoption of the annual accounts	✓	✓
02	Resolution on the use of the profit shown on the balance sheet and the payment of dividend	✓	✓
03	Resolution to discharge the members of the board of directors and the CEO from liability	✓	✓
04	Advisory resolution on the adoption of the company's remuneration report for governing bodies	✓	✗
05	Resolution on the remuneration for the members of the board of directors	✓	✓
06	Resolution on the number of members of the board of directors	✓	✓
07	To approve the slate proposed by the Board of Directors for the elections.	✓	✗
08	Resolution on the remuneration of the auditor	✓	✓
09	Election of auditor : Pricewaterhouse Coopers	✓	✓
10	Resolution on the approval of the revised charter of the shareholders nomination board	✓	✓
11	Resolution on the authorisation for the board of directors to decide on the issuance of special rights entitling to shares (convertibles) in the company	✓	✓
12	Resolution on the repurchase of the company's own shares in the securities trading business	✓	✓
13	Resolution on the transfer of the company's own shares in the securities trading business	✓	✓
14	Resolution on the authorisation for the board of directors to decide on the repurchase of the company's own shares	✓	✓
15	Resolution on the authorisation for the board of directors to decide on share issuances or transfers of the company's own shares	✓	✗

## PROXY ANALYSIS

ITEM 01	BOARD	POLICY

Adoption of the annual accounts



Proposer : Board

We observe that more than 75% of the fees paid to the auditing firm that prepared the financial statements were for auditing services. Those reports were distributed to all shareholders before the meeting, and the auditing firm that examined them is independent. A vote in favour of the proposal was recorded.

Vote recorded

#### ITEM 02

BOARD

POLICY

Resolution on the use of the profit shown on the balance sheet and the payment of dividend



Proposer : Board

A vote in favour of the proposal was recorded.

Vote recorded

#### ITEM 03

BOARD

POLICY

Resolution to discharge the members of the board of directors and the CEO from liability



Proposer : Board

No concerns have been raised concerning the actions of the directors and CEO. A vote in favour of the proposal was recorded.

Vote recorded

#### ITEM 04

BOARD

POLICY

Advisory resolution on the adoption of the company's remuneration report for governing bodies



Proposer : Board

The information submitted is not sufficient to allow an assessment of the principles, structure and components of the compensation policy, such as executives' employment contracts, and particularly, their hiring and termination conditions. A vote against the proposal was recorded.

Vote recorded		
ITEM 05	BOARD	POLICY
Resolution on the remuneration for the members of the board of directors	✓	✓
Proposer : Board		

The directors' compensation meets the policy criteria. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 06	BOARD	POLICY
Resolution on the number of members of the board of directors	✓	✓
Proposer : Board		

The proposed size, which is within the range of 5 to 15 board members stipulated in the policy, will allow the board to be effective. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 07	BOARD	POLICY
To approve the slate proposed by the Board of Directors for the elections.	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Compensation Committee is not exclusively made up of independent members. The nominees are not all deemed independent according to the policy. A non independent nominee is also Chairman, which goes against policy. The slate of proposed nominees is not acceptable because at least one of the nominees does not meet policy requirements. In such a situation, the policy requires that all nominees be opposed. A vote against all of the candidates was recorded, since individual voting is not available.

<hr/>			Vote recorded	
ITEM 08			BOARD	POLICY
Resolution on the remuneration of the auditor			✓	✓
Proposer : Board				

More than 75% of the fees paid to the firm were for financial auditing services. A vote in favour of the proposal was recorded.

<hr/>			Vote recorded	
ITEM 09			BOARD	POLICY
Election of auditor : Pricewaterhouse Coopers			✓	✓
Proposer : Board				

More than 75% of the fees paid to the firm were for financial auditing services. A vote in favour of the proposal was recorded.

<hr/>			Vote recorded	
ITEM 10			BOARD	POLICY
Resolution on the approval of the revised charter of the shareholders nomination board			✓	✓
Proposer : Board				

This proposal will improve the application process. A vote in favour of the proposal was recorded.

<hr/>			Vote recorded	
ITEM 11			BOARD	POLICY
Resolution on the authorisation for the board of directors to decide on the issuance of special rights entitling to shares (convertibles) in the company			✓	✓

Proposer : Board

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The capital issue is acceptable given that it doesn't represent more than 50% of outstanding shares and has a specific timeframe. This is a formality. A vote in favour of the proposal was recorded.

---

Vote recorded

ITEM 12

BOARD

POLICY

Resolution on the repurchase of the company's own shares in the securities trading business



Proposer : Board

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Shares that have been repurchased and not cancelled will not represent more than 10% of outstanding shares. All voting rights related to these shares are suspended and no dividend distribution is allowed. A vote in favour of the proposal was recorded.

---

Vote recorded

ITEM 13

BOARD

POLICY

Resolution on the transfer of the company's own shares in the securities trading business



Proposer : Board

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The proposal is justified by adequate business reasons, and is deemed to be in the interest of shareholders. A vote in favour of the proposal was recorded.

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Vote recorded

ITEM 14

BOARD

POLICY

Resolution on the authorisation for the board of directors to decide on the repurchase of the company's own shares



Proposer : Board

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The allotment of securities is acceptable given that it has a specific timeframe and is justified by sound business reasons. Shares that have been repurchased and not cancelled will not represent more than 10% of outstanding shares. All voting rights related to these shares are suspended and no dividend distribution is allowed. A vote in favour of the proposal was recorded.

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Vote recorded

ITEM 15

BOARD

POLICY

Resolution on the authorisation for the board of directors to decide on share issuances or transfers of the company's own shares



Proposer : Board

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This proposal is vague and its details are not known. A vote against the proposal was recorded.

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PROXY SUMMARY

ISSUER AP Moller-Maersk AS (MAERSK A)	MEETING DATE 2022-03-15 ,
COUNTRY Denmark	RECORD DATE 2022-03-08
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES K0514G101

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
000442010	Genus Canglobe Equity fund	500

ITEM	PROPOSAL	BOARD	POLICY
02	Accounts and Reports	✓	✓
03	Ratification of Board and Management Acts	✓	✗
04	Allocation of Profits/Dividends : DKK 2,500 per share of DKK 1,000.	✓	✓
05	Remuneration Report	✓	✗
06.01	Elect Robert Mærsk Uggla	✓	✗
06.02	Elect Thomas Lindegaard Madsen	✓	✗
06.03	Elect Julija Voitiekute	✓	✗
06.04	Elect Marika Fredriksson	✓	✓
07	Appointment of Auditor : PricewaterhouseCoopers	✓	✓
08.01	Authority to Distribute Extraordinary Dividend	✓	✓
08.02	Cancellation of Shares	✓	✓
08.03	Indemnification of Directors and Executive Management	✓	✓
08.04	Remuneration Policy	✓	✗

## PROXY ANALYSIS

ITEM 02	BOARD	POLICY
Accounts and Reports	✓	✓

Proposer : Board

We observe that more than 75% of the fees paid to the auditing firm that prepared the financial statements were for auditing services. After verifying the length of the relationship between the company and the auditing firm, we can confirm the latter's independence. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 03	BOARD	POLICY
Ratification of Board and Management Acts	✓	✗
Proposer : Board		

It goes against the principle of accountability to approve the actions of the Board, Executive Committee and thereby exempt them from any liability. A vote against the proposal was recorded.

Vote recorded		
ITEM 04	BOARD	POLICY
Allocation of Profits/Dividends : DKK 2,500 per share of DKK 1,000.	✓	✓
Proposer : Board		

It is the responsibility of the Board to make recommendations on the distribution of profits. Further, the distribution of a common dividend is in the interest of shareholders. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 05	BOARD	POLICY
Remuneration Report	✓	✗
Proposer : Board		

A complete analysis of the compensation report shows that it does not meet all of the policy criteria. Compensation is not based on company performance. A vote against the proposal was recorded.

<hr/>			Vote recorded	
ITEM 06.01			BOARD	POLICY
Elect Robert Mærsk Uggla			✓	✗
Proposer : Board				

Because board elections are staggered, this does not allow shareholders to express their opinion on each board member in a yearly vote. The nominees' independence was verified and it was found that less than the two-thirds of them are independent. We note that the Nomination Committee is not exclusively made up of independent members. This nominee, who is considered non-independent by the company, sits on the Nomination Committee. He holds a percentage of the company's voting shares, which compromises her independence. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 06.02			BOARD	POLICY
Elect Thomas Lindegaard Madsen			✓	✗
Proposer : Board				

Because board elections are staggered, this does not allow shareholders to express their opinion on each board member in a yearly vote. The nominees' independence was verified and it was found that less than the two-thirds of them are independent. We note that the Nomination Committee is not exclusively made up of independent members. This nominee is not deemed independent according to the company. He is currently an executive of the firm. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 06.03			BOARD	POLICY
Elect Julija Voitieskute			✓	✗
Proposer : Board				

Because board elections are staggered, this does not allow shareholders to express their opinion on each board member in a yearly vote. The nominees' independence was verified and it was found that less than the two-thirds of them are independent. We note that the Nomination Committee is not exclusively made

up of independent members. This nominee is not deemed independent according to the company. The company currently employs her. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 06.04			BOARD	POLICY
Elect Marika Fredriksson			<div>✓</div>	<div>✓</div>
Proposer : Board				

Because board elections are staggered, this does not allow shareholders to express their opinion on each board member in a yearly vote. The nominees' independence was verified and it was found that less than the two-thirds of them are independent. We note that the Nomination Committee is not exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this first-time nominee's election. A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 07			BOARD	POLICY
Appointment of Auditor : PricewaterhouseCoopers			<div>✓</div>	<div>✓</div>
Proposer : Board				

More than 75% of the fees paid to the firm were for financial auditing services. The independence of the auditing firm was verified and confirmed. A vote in favour of the proposal was recorded.

<hr/>			Vote recorded	
ITEM 08.01			BOARD	POLICY
Authority to Distribute Extraordinary Dividend			<div>✓</div>	<div>✓</div>
Proposer : Board				

The distribution of a surplus dividend is in the interest of shareholders. A vote in favour of the proposal was recorded.

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Vote recorded

ITEM 08.02	BOARD	POLICY
Cancellation of Shares		
Proposer : Board		

It is the Board's responsibility to make recommendations on the cancellation of some shares or categories of shares, based on a needs analysis and strategic opportunities. This proposal does not have a detrimental impact on shareholder interests. A vote in favour of the proposal was recorded.

---

Vote recorded

ITEM 08.03	BOARD	POLICY
Indemnification of Directors and Executive Management		
Proposer : Board		

Directors have a duty of due diligence in supervising the activities of the company they serve. They are required to act in good faith and in the best interest of the shareholders. The insurance contract allows directors to be reimbursed for fees and expenses that may arise due to a lawsuit related to the performance of their functions. This contract shields them from financial consequences were they to commit an involuntary error or negligence in performing those functions. A vote in favour of the proposal was recorded.

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Vote recorded

ITEM 08.04	BOARD	POLICY
Remuneration Policy		
Proposer : Board		

A complete analysis of the compensation report shows that it does not meet all of the policy criteria. The company does not disclose in a clear and detailed manner the specific criteria that underpin its performance-based compensation programs. A vote against the proposal was recorded.

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Vote recorded

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PROXY SUMMARY

ISSUER Applied Materials Inc. (AMAT)	MEETING DATE 2022-03-10 ,
COUNTRY United States	RECORD DATE 2022-01-12
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES 38222105

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
160717028	Genus Fossil Free Canglobe Equity Fund - 160717028	7800
000442088	Genus Global Alpha fund	

ITEM	PROPOSAL	BOARD	POLICY
01.01	Election of the director: Rani Borkar	✓	✓
01.02	Election of the director: Judy Bruner	✓	✓
01.03	Election of the director: Xun (Eric) Chen	✓	✓
01.04	Election of the director: Aart J. de Geus	✓	✓
01.05	Election of the director: Gary E. Dickerson	✓	✓
01.06	Election of the director: Thomas J. Iannotti	✓	✓
01.07	Election of the director: Alexander A. Karsner	✓	✓
01.08	Election of the director: Adrianna C. Ma	✓	✓
01.09	Election of the director: Yvonne McGil	✓	✓
01.10	Election of the director: Scott A. McGregor	✓	✓
02	Advisory Vote on Executive Compensation.	✓	✗
03	To approve the appointment of the auditing firm KPMG LLP.	✓	✓
04	Shareholder proposal to allow shareholders to call a special meeting.	✗	✓
05	Shareholder proposal to disclose, in the annual report and the proxy statement, the ratio between the global compensation of the most senior executive, the top 5 executives and the average employee compensation.	✗	✓

## PROXY ANALYSIS

ITEM 01.01	BOARD	POLICY
Election of the director: Rani Borkar	✓	✓

Proposer : Board

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.02	BOARD	POLICY
Election of the director: Judy Bruner	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.03	BOARD	POLICY
Election of the director: Xun (Eric) Chen	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.04	BOARD	POLICY
Election of the director: Aart J. de Geus	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.05			BOARD	POLICY
Election of the director: Gary E. Dickerson			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.06			BOARD	POLICY
Election of the director: Thomas J. Iannotti			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.07			BOARD	POLICY
Election of the director: Alexander A. Karsner			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.08			BOARD	POLICY
Election of the director: Adrianna C. Ma			✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.09	BOARD	POLICY
Election of the director: Yvonne McGil	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.10	BOARD	POLICY
Election of the director: Scott A. McGregor	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 02	BOARD	POLICY
Advisory Vote on Executive Compensation.	✓	✗

Proposer : Board

The CEO was paid more than 200 times the average pay of Americans. Large pay disparities contribute to increasingly unequal societies, which are less sustainable, less inclusive, and less productive. This is not good for the company or its stakeholders in the long term. A vote against the proposal was recorded.

Vote recorded

ITEM 03		BOARD	POLICY
To approve the appointment of the auditing firm KPMG LLP.		✓	✓
Proposer : Board			
More than 75% of the fees paid to the firm were for financial auditing services. The independence of the auditing firm was verified and confirmed. A vote in favour of the proposal was recorded.			
		Vote recorded	
ITEM 04		BOARD	POLICY
Shareholder proposal to allow shareholders to call a special meeting.		✗	✓
Proposer : Kenneth Steiner			
This proposal would allow shareholders with a reasonable percentage of share ownership (in relation to company size) of 10% to call special meetings. It is reasonable to allow shareholders to demand a special meeting. The proposal is in the shareholders' interest. A vote in favour of the proposal was recorded.			
		Vote recorded	
ITEM 05		BOARD	POLICY
Shareholder proposal to disclose, in the annual report and the proxy statement, the ratio between the global compensation of the most senior executive, the top 5 executives and the average employee compensation.		✗	✓
Proposer : Jing Zhao			
This proposal allows shareholders to measure the gap between executive compensation, which is often excessive, and that of employees. It also enables a quick peer comparison. What's more, the ratio can give a measure of the company's relative performance, which should also be measured by the salary offered to its employees. A vote in favour of the proposal was recorded.			
		Vote recorded	

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PROXY SUMMARY

ISSUER Qualcomm Inc. (QCOM)	MEETING DATE 2022-03-09 ,
COUNTRY United States	RECORD DATE 2022-01-10
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES 747525103

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
000442088	Genus Global Alpha fund	7400
160717026	Genus Canglobe Equity fund - 160717026	11100

ITEM	PROPOSAL	BOARD	POLICY
01.01	To approve the election of the director: Sylvia Acevedo	✓	✓
01.02	To approve the election of the director: Cristiano R. Amon	✓	✓
01.03	To approve the election of the director: Mark Fields	✓	✓
01.04	To approve the election of the director: Jeffrey W. Henderson	✓	✗
01.05	To approve the election of the director: Gregory N. Jonhson	✓	✗
01.06	To approve the election of the director: Ann M. Livermore	✓	✓
01.07	To approve the election of the director: Mark D. McLaughlin	✓	✓
01.08	To approve the election of the director: Jamie S. Miller	✓	✓
01.09	To approve the election of the director: Irene B. Rosenfeld	✓	✓
01.10	To approve the election of the director: Kornelis (Neil) Smit	✓	✓
01.11	To approve the election of the director: Jean-Pascal Tricoire	✓	✓
01.12	To approve the election of the director: Anthony J. Vinciguerra	✓	✗
02	To approve the appointment of the auditing firm PricewaterhouseCoopers LLP.	✓	✓
03	Advisory Vote on Executive Compensation.	✓	✗

### PROXY ANALYSIS

ITEM 01.01	BOARD	POLICY
To approve the election of the director: Sylvia Acevedo	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.02	BOARD	POLICY
To approve the election of the director: Cristiano R. Amon	✓	✓

Proposer : Board

This nominee is not deemed independent according to the company. He is currently the chief executive officer of the firm. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.03	BOARD	POLICY
To approve the election of the director: Mark Fields	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.04	BOARD	POLICY
To approve the election of the director: Jeffrey W. Henderson	✓	✗

Proposer : Board

He is the President of JWH Consulting LLC and sits on more than two boards. The number of boards on which he sits is too high and could compromise his ability to adequately serve shareholder interest. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.05	BOARD	POLICY
To approve the election of the director: Gregory N. Jonhson	✓	✗
Proposer : Board		

He is an executive of Intuit, and sits on this company's compensation committee. Directors who are executives themselves may have conflicts of interest in setting the pay of other executives, and thus are not suitable to be members of compensation committees. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.06	BOARD	POLICY
To approve the election of the director: Ann M. Livermore	✓	✓
Proposer : Board		

A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.07	BOARD	POLICY
To approve the election of the director: Mark D. McLaughlin	✓	✓
Proposer : Board		

A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.08	BOARD	POLICY
To approve the election of the director: Jamie S. Miller	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.09	BOARD	POLICY
To approve the election of the director: Irene B. Rosenfeld	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.10	BOARD	POLICY
To approve the election of the director: Kornelis (Neil) Smit	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.11	BOARD	POLICY
To approve the election of the director: Jean-Pascal Tricoire	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.12	BOARD	POLICY
To approve the election of the director: Anthony J. Vinciguerra	✓	✗

Proposer : Board

He is Chairman of the Board and Chief Executive Officer of Sony Pictures Entertainment Inc., Sony Corporation’s television and film division, and a Senior Executive Vice President of Sony Group Corporation and sits on more than two boards. The number of boards on which he sits is too high and could compromise his ability to adequately serve shareholder interest. A vote against the candidate was recorded.

Vote recorded

ITEM 02	BOARD	POLICY
To approve the appointment of the auditing firm PricewaterhouseCoopers LLP.	✓	✓

Proposer : Board

More than 75% of the fees paid to the firm were for financial auditing services. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 03	BOARD	POLICY
Advisory Vote on Executive Compensation.	✓	✗

Proposer : Board

The CEO was paid more than 200 times the average pay of [Canadians, Americans]. Large pay disparities contribute to increasingly unequal societies, which are less sustainable, less inclusive, and less productive. This is not good for the company or its stakeholders in the long term. The proposal is not consistent with the policy. A vote against the proposal was recorded.

Vote recorded

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PROXY SUMMARY

ISSUER Johnson Controls International Plc (NYSE:JCI)	MEETING DATE 2022-03-09 ,
COUNTRY United Kingdom	RECORD DATE 2022-01-06
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES G51502105



ITEM	PROPOSAL	BOARD	POLICY
01.01	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Jean Blackwell	✓	✗
01.02	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Pierre Cohade	✓	✓
01.03	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Michael E. Daniels	✓	✓
01.04	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: W. Roy Dunbar	✓	✓
01.05	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Gretchen R. Haggerty	✓	✓
01.06	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Simone Menne	✓	✓
01.07	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: George R. Oliver	✓	✗
01.08	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Jürgen Tinggren	✓	✗
01.09	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Mark Vergnano	✓	✓
01.10	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: R. David Yost	✓	✓
01.11	Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: John D. Young	✓	✗
02.01	To ratify the appointment of PricewaterhouseCoopers LLP as the independent auditors of the Company.	✓	✓
02.02	To authorize the Audit Committee of the Board of Directors to set the auditors' remuneration.	✓	✓
03	To authorize share buyback.	✓	✓
04	To determine the price range at which the Company can re-allot shares that it holds as treasury shares (Special Resolution).	✓	✗
05	To approve, in a non-binding advisory vote, the compensation of the named executive officers.	✓	✗
06	To authorize the issuance of shares with pre-emptive rights.	✓	✓

# PROXY ANALYSIS

## ITEM 01.01

BOARD

POLICY

Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Jean Blackwell

✓

✗

Proposer : Board

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. This nominee is deemed independent according to the policy. The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded

## ITEM 01.02

BOARD

POLICY

Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Pierre Cohade

✓

✓

Proposer : Board

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded

## ITEM 01.03

BOARD

POLICY

Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Michael E. Daniels

✓

✓

Proposer : Board

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.04			BOARD	POLICY
Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: W. Roy Dunbar			✓	✓
Proposer : Board			<hr/>	

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.05			BOARD	POLICY
Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Gretchen R. Haggerty			✓	✓
Proposer : Board			<hr/>	

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.06			BOARD	POLICY
Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Simone Menne			✓	✓
Proposer : Board			<hr/>	

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.07			BOARD	POLICY
Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: George R. Oliver			✓	✗
Proposer : Board			<hr/>	

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. This nominee is not deemed independent according to the company. This nominee is both CEO and Chairman, which goes against the policy. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.08			BOARD	POLICY
Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Jürgen Tinggren			✓	✗
Proposer : Board			<hr/>	

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. This nominee is deemed independent according to the policy. The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.09			BOARD	POLICY
Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: Mark Vergnano			✓	✓
Proposer : Board			<hr/>	

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.10			BOARD	POLICY
Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: R. David Yost			<div>✓</div>	<div>✓</div>
Proposer : Board			<hr/>	

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.11			BOARD	POLICY
Election of Director for a period of one year, expiring at the end of the Company's Annual General Meeting in 2023: John D. Young			<div>✓</div>	<div>✗</div>
Proposer : Board			<hr/>	

The nominees' independence was verified and it was found that the two-thirds of them are independent. We note that the Audit Committee and the Compensation Committee are not exclusively made up of independent members. This nominee is deemed independent according to the policy. The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 02.01			BOARD	POLICY
To ratify the appointment of PricewaterhouseCoopers LLP as the independent auditors of the Company.			<div>✓</div>	<div>✓</div>
Proposer : Board			<hr/>	

More than 75% of the fees paid to the firm were for financial auditing services. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 02.02

BOARD      POLICY

To authorize the Audit Committee of the Board of Directors to set the auditors' remuneration.



Proposer : Board

It is the Board's responsibility to establish the auditors' fees. More than 75% of the fees paid to the firm were for financial auditing services. This proposal does not have a detrimental impact on shareholder interests. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 03

BOARD      POLICY

To authorize share buyback.



Proposer : Board

It is the Board of Directors' responsibility to make recommendations on the buyback of some of its shares or share categories based on an analysis of the company's needs and strategic opportunities. Shares that have been repurchased and not cancelled will not represent more than 10% of outstanding shares. All voting rights related to these shares are suspended and no dividend distribution is allowed. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 04

BOARD      POLICY

To determine the price range at which the Company can re-allot shares that it holds as treasury shares (Special Resolution).



Proposer : Board

The issuance price can be lower than 100 % of the market price. The proposal is not consistent with the policy. A vote against the proposal was recorded.

Vote recorded



ITEM 05	BOARD	POLICY
To approve, in a non-binding advisory vote, the compensation of the named executive officers.	✓	✗

Proposer : Board

A complete analysis of the compensation plan shows that it does not meet all of the policy criteria. The CEO was paid more than 200 times the average pay of Americans. Large pay disparities contribute to increasingly unequal societies, which are less sustainable, less inclusive, and less productive. This is not good for the company or its stakeholders in the long term. A vote against the proposal was recorded.

Vote recorded

ITEM 06	BOARD	POLICY
To authorize the issuance of shares with pre-emptive rights.	✓	✓

Proposer : Board

This proposal would allow the company to increase the number of shares, with pre-emptive rights, by no more than one-third. That is an acceptable amount of dilution and it gives the company some flexibility in managing its share capital. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 07	BOARD	POLICY
To limit pre-emptive rights.	✓	✓

Proposer : Board

It is the responsibility of the Board to recommend pre-emptive rights for certain shares or share classes, based on an analysis of needs and strategic opportunities. The lifting of pre-emptive rights is limited, and encourages the sale of shares at the time of issuance. A vote in favour of the proposal was recorded.

Vote recorded

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PROXY SUMMARY

ISSUER Apple Inc. (AAPL)	MEETING DATE 2022-03-04 ,
COUNTRY United States	RECORD DATE 2022-01-03
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES 37833100



ITEM	PROPOSAL	BOARD	POLICY
01.01	To approve the election of the director: James Bell	✓	✓
01.02	To approve the election of the director: Tim Cook	✓	✓
01.03	To approve the election of the director: Al Gore	✓	✓
01.04	To approve the election of the director: Alex Gorsky	✓	✗
01.05	To approve the election of the director: Andrea Jung	✓	✓
01.06	To approve the election of the director: Art Levinson	✓	✗
01.07	To approve the election of the director: Monica Lozano	✓	✓
01.08	To approve the election of the director: Ronald D. Sugar	✓	✓
01.09	To approve the election of the director: Sue Wagner	✓	✓
02	To approve the appointment of the auditing firm Ernst & Young LLP.	✓	✓
03	Advisory Vote on Executive Compensation.	✓	✗
04	To approve the share option plan for employees.	✓	✗
05	Shareholder Proposal Regarding Becoming a Public Benefit Corporation	✗	✓
06	Finally, although Apple claims that it conducts regular audits of its suppliers and has found no evidence of forced labour in its production lines, the fact that independent journalists and research organisations have instead found that some of its suppliers are participating in the Chinese government's forced labour programme raises concerns about the effectiveness and adequacy of the systems that Apple has in place to detect and eliminate forced labour from its supply chain.	✗	✓
07	Shareholder proposal that the company publish a report outlining the extent to which its policies and procedures effectively protect workers in its supply chain from forced labour, including the extent to which it has identified suppliers and subcontractors that pose a significant risk of forced labour violations, the number of suppliers to whom it has imposed corrective measures due to such violations, and the availability and use of grievance mechanisms to compensate affected workers.	✗	✓
08	Shareholder proposal that the company prepare a report on median wage gaps on the basis of gender and race, including risks associated with public	✗	✓

	policies, reputational, competitive and operational risks, as well as risks associated with the recruitment and retention of diverse talent.		
09	Shareholder proposal requesting that the Board of directors oversee an independent audit to analyze the negative impact of the company's policies and practices on the civil rights of its stakeholders and provide recommendations to improve this impact.	✗	✓
10	Shareholder proposal requesting that the Board of directors prepare a public report assessing the risks to the company associated with its use of concealment clauses in the context of illegal acts such as harassment and discrimination.	✗	✓

## PROXY ANALYSIS

ITEM 01.01	BOARD	POLICY
To approve the election of the director: James Bell	✓	✓
Proposer : Board		

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.02	BOARD	POLICY
To approve the election of the director: Tim Cook	✓	✓
Proposer : Board		

This nominee is not deemed independent according to the company. He is currently the chief executive officer of the firm. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.03	BOARD	POLICY
To approve the election of the director: Al Gore	✓	✓
Proposer : Board		

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.04			BOARD	POLICY
To approve the election of the director: Alex Gorsky				
Proposer : Board			<hr/>	

He is the executive chairman of Johnson & Johnson and sits on more than two boards. The number of boards on which he sits is too high and could compromise his ability to adequately serve shareholder interest. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.05			BOARD	POLICY
To approve the election of the director: Andrea Jung				
Proposer : Board			<hr/>	

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.06			BOARD	POLICY
To approve the election of the director: Art Levinson				
Proposer : Board			<hr/>	

He is an executive of Calico, and sits on this company's compensation committee. Directors who are executives themselves may have conflicts of interest in setting the pay of other executives, and thus are not suitable to be members of compensation committees. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.07			BOARD	POLICY

To approve the election of the director: Monica Lozano	✓	✓
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Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.08	BOARD	POLICY
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To approve the election of the director: Ronald D. Sugar	✓	✓
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Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.09	BOARD	POLICY
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To approve the election of the director: Sue Wagner	✓	✓
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Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 02	BOARD	POLICY
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To approve the appointment of the auditing firm Ernst & Young LLP.	✓	✓
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Proposer : Board



More than 75% of the fees paid to the firm were for financial auditing services. The independence of the auditing firm was verified and confirmed. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 03	BOARD	POLICY
Advisory Vote on Executive Compensation.	✓	✗

Proposer : Board

The CEO was paid more than 200 times the average pay of Americans. Large pay disparities contribute to increasingly unequal societies, which are less sustainable, less inclusive, and less productive. This is not good for the company or its stakeholders in the long term. Too little of the executives' incentive bonus is based on performance. This limits the effectiveness of the bonus as an incentive to do a good job, because executives will get some part of the bonus even if they perform poorly. A vote against the proposal was recorded.

Vote recorded		
ITEM 04	BOARD	POLICY
To approve the share option plan for employees.	✓	✗

Proposer : Board



A complete analysis of the executives' share-option plan shows that it does not meet all of the policy criteria. The plan is also intended for consultants, service providers and other contractual employees and therefore does not comply with the policy. A vote against the proposal was recorded.

Vote recorded		
ITEM 05	BOARD	POLICY
Shareholder Proposal Regarding Becoming a Public Benefit Corporation	✗	✓

Proposer : ND

The proponent requests that the company update its certificate of incorporation to become a public benefit corporation. This would mean that its directors would be required to balance the interests of shareholders and other stakeholders, thereby enabling the company to protect these communities, even if this reduces the

long-term financial returns to shareholders. Currently, the legal environment provides that in a situation where the company would have to balance the interests of shareholders and other stakeholders, such as employees, the board of directors would have to side with the shareholders. In a responsible investment approach, it is consistent to support this proposal. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 06	BOARD	POLICY
Finally, although Apple claims that it conducts regular audits of its suppliers and has found no evidence of forced labour in its production lines, the fact that independent journalists and research organisations have instead found that some of its suppliers are participating in the Chinese government's forced labour programme raises concerns about the effectiveness and adequacy of the systems that Apple has in place to detect and eliminate forced labour from its supply chain.		
Proposer : ND		

Companies related to human rights violations are exposed to financial, legal, operational, and reputational risks, and even to boycott and disinvestment, which can adversely affect shareholder value. One way to reduce these risks is to put in place a due diligence process to effectively identify, assess, prevent and mitigate actual and potential adverse human rights impacts that they may have or contribute to, as required by the UN Guiding Principles on Business and Human Rights. In the case of Apple, we note that it has been the subject of many human rights controversies. On several occasions, it has been criticized for giving in to requests for censorship from repressive governments. Indeed, a recent New York Times investigation detailed the arrangements between Apple and Beijing on app censorship, revealing that Apple "proactively censors its Chinese App Store, relying on software and employees to flag and block apps that Apple managers worry could run afoul of Chinese officials." Since 2017, nearly 55,000 apps have disappeared from its Chinese app shop as a result, including "tools for organizing pro-democracy protests and skirting internet restrictions." In another example, the Russian opposition accused it of censorship after the removal from its App Store of an anti-Kremlin election mobile application developed by the movement of the opponent Alexei Navalny on the first day of the Russian parliamentary elections in September 2021. In addition, in December 2020, a coalition of 154 human rights organizations deplored Apple's "Apple's continued failure to protect freedom of information and expression", despite its new human rights policy, and expressed concern about its complicity in atrocities committed by the Chinese authorities. The coalition pointed out that although app deletions seriously undermine freedom of expression and access to information, Apple's transparency reports do not disclose such actions beyond a certain number. Indeed, according to the Ranking Digital Rights research group's 2020 Corporate Digital Rights Responsibility Index, Apple lacks transparency about its process for removing apps from the App Store and lags behind its peers in human rights due diligence, even though it has strengthened its commitments in this area. For their part, the proponents note that Apple does not specify which applications have been removed or the reasons for their removal. As a result, its transparency reports use a quantitative approach that provides little context for government requests to remove applications, and they do not report the associated human rights risks. Finally, in its response to the proposal and the New York Time's investigation, Apple hides behind compliance with local laws. Nevertheless, the obligation to follow the laws does not relieve Apple of its responsibility to ensure compliance with international human rights standards in the course of its operations. This is the whole challenge of conducting activities in authoritarian countries. Therefore, we consider it in the interest of shareholders to have more information about government requests. While some requests may be legitimate, others may infringe human rights and civil rights. The list of censored applications and the reasons for these withdrawals would provide a better picture of the situation to shareholders and allow them to better assess the risks to which Apple is exposed. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 07	BOARD	POLICY

Shareholder proposal that the company publish a report outlining the extent to which its policies and procedures effectively protect workers in its supply chain from forced labour, including the extent to which it has identified suppliers and subcontractors that pose a significant risk of forced labour violations, the number of suppliers to whom it has imposed corrective measures due to such violations, and the availability and use of grievance mechanisms to compensate affected workers.



Proposer : ND

The discovery of serious human and labour rights abuses within a company's operations and supply chain can expose the company to significant financial, legal, operational and reputational risks, including boycotts and divestments, which can damage shareholder value. One way to mitigate these risks is for companies to put in place a due diligence process to effectively identify, assess, prevent and mitigate actual and potential adverse human rights impacts that they may have or contribute to through their operations or supply chain, as required by the UN Guiding Principles on Business and Human Rights. However, we observe that despite its efforts and commitments to human rights, Apple has been involved in the controversy surrounding the forced labour of Uyghur in China. For example, in March 2020, Apple was among the companies caught by the Australian Strategic Policy Institute for their ties to Chinese factories that allegedly exploit Uyghurs. Calls for a boycott of the company were subsequently made. Major media outlets also reported in January 2021 that Apple lobbied against a bill to prohibit U.S. companies from importing products made in the Xinjiang Uyghur Autonomous Region unless they could prove that the products were not made using forced labour; the bill was finally enacted in December 2021. Besides, in March 2021, the Investor Alliance for Human Rights (IAHR), whose 200 members represent more than US\$7 trillion in assets under management, urged Apple and other companies to be more transparent about their value chains in and out of China and the steps they are taking to avoid links to Uyghur forced labour. More generally, we note that while Apple does well in KnowTheChain's industry rankings (4th place, with an overall score of 68 out of 100), this study shows that its performance in relation to its purchasing practices and workers' ability to voice their grievances, both of which are key components of the fight against forced labour, could be greatly improved. In addition, Apple received a miserable overall score of 7 out of 26 on the Corporate Human Rights Benchmark, which reveals significant weaknesses in the company's due diligence and commitment to human and workers rights. Finally, although Apple claims that it conducts regular audits of its suppliers and has found no evidence of forced labour in its production lines, the fact that independent journalists and research organisations have instead found that some of its suppliers are participating in the Chinese government's forced labour programme raises concerns about the effectiveness and adequacy of the systems that Apple has in place to detect and eliminate forced labour from its supply chain. Therefore, we believe that it is reasonable and in the interests of shareholders for Apple to provide the requested additional information. This increased transparency would make it possible to better flesh out its statements and reassure investors who are concerned about the major risks of forced labour in its supply chain in China. A vote in favour of the proposal was recorded.

Vote recorded

#### ITEM 08

BOARD

POLICY

Shareholder proposal that the company prepare a report on median wage gaps on the basis of gender and race, including risks associated with public policies, reputational, competitive and operational risks, as well as risks associated with the recruitment and retention of diverse talent.



Proposer : ND

Large wage disparities based on gender, race, and ethnicity persist in the United States, whether or not factors such as experience, training, industry, or hours of work are considered. For example, the median salary of Black people was 75.6% of that of their white peers, in 2019, according to the Economic Policy Institute. Far from closing, this gap has widened since 2000. Moreover, according to a Glassdoor study released in 2019, the gender-adjusted pay gap is 4.9%, while the gross gap

reaches 21.4%. Several researchers and economists believe that this inexplicable gap could be attributable to gender-based discrimination, Which can lead to expensive lawsuits and harm the image of companies and their ability to recruit and retain talented employees. Legal risks are increasing. In 2019, the U.S. House of Representatives passed a bill to amend the 1963 Equal Pay Act, which require employers to prove that pay gap are related to employee's performance and not to their gender; the bill has been in the hands of the Senate since then. On their side, California, Massachusetts, New York, and Maryland have already tightened their legislation on that matter. In Iceland, companies with at least 25 full-time employees must prove that they pay equal pay for equal work, regardless of the sex of the employee, or financial penalties may ensue, while in the United Kingdom companies with more than 250 employees must disclose the gender pay gap every year and may soon also have to publish their race-based pay gaps. On the other hand, studies show that companies that demonstrate transparency, who track down and do their utmost to eliminate wage gaps are promoting a better representation of women at all levels of the organization, which allows them to profit from the many benefits of diversifying the workforce, including within the senior management. Apple claims to have achieved global pay equity between women and men in similar jobs with comparable experience and performance. Apple argues that the same is true in the United States for its employees of different races. The company also revealed a median gender-based pay gap of 7% for its UK employees, but refuses to release this data for its U.S. and global workforce. However, while the existence of adjusted gaps may reveal the presence of wage discrimination, whether conscious or not, the gross gaps may indicate an underrepresentation of women or members of minorities in high-paying jobs, or even a problem of systemic discrimination in promotion. Note that, unlike Apple, the companies Citigroup, Mastercard, Starbucks, Bank of New York Mellon, Adobe, Wyndham Hotels and Resorts, and Pfizer have adopted the best practice for the publication of pay equity reports, which consists in also declaring the gross gap as well as the adjusted gap. As a result, we believe that it is in the interest of the shareholders that the company is more transparent and publish the requested information. By fighting these gaps and disclosing more information on this question, it will mitigate the legal, financial and reputational risk associated with discriminatory practices, While increasing their ability to attract and retain a skilled workforce in order to build diverse and innovative teams by demonstrating that their employees are paid fairly and equitably, regardless of their gender or their ethnic or racial origin. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 09	BOARD	POLICY
Shareholder proposal requesting that the Board of directors oversee an independent audit to analyze the negative impact of the company's policies and practices on the civil rights of its stakeholders and provide recommendations to improve this impact.	✗	✓
Proposer : ND		

The issues of diversity, inclusion and racial and sexual equity occupy a prominent place in the United States. Events in recent years, including the assassination of George Floyd and protests in support of the Black Lives Matter movement, as well as the disproportionate impact of the COVID-19 pandemic on ethnic minority communities and the inauguration of a president who has made racial equity one of his priorities, have all contributed to bringing systemic racism, violence, and racial inequality, including in employment, to the attention of the media, the public, and policymakers. In the wake of the 2020 protests related to the Black Lives Matter movement, Apple has committed \$100 million to a new racial justice initiative. The company also states that it strives to contribute to the dismantling of systemic racism and that it has a long-standing policy on gender and racial pay equity. However, we note that it lacks transparency in this regard (see the analysis of Proposal 08) and that it is the subject of controversies regarding sexual and racial equity. For example, in September 2021, media outlets reported that a group of Apple workers launched a campaign, #AppleToo, to publicise instances of sexual or racial harassment or assault within the company and to put an end to "humiliation, isolation and manipulation". The organizers of the movement explained that they had tried unsuccessfully through all official internal channels to expose wrongdoing, denouncing a "culture of secrecy creating an opaque and intimidating fortress". Hundreds of employee have since shared their stories. Apple is also accused of retaliating against employees who discussed sexual harassment, hostile work environment, and gender pay gaps. On the other hand, some of its products and services also raise serious civil rights issues. For example, in September 2021, Apple had to delay the introduction of child pornography protection

tools after facing criticism from civil rights groups, research teams, and customers, as such tools could hinder the privacy of its devices and services. As the proponents point out, Apple should have anticipated the potential privacy and security issues related to its new product before its launch. Color of Change, a leading racial justice organization, noted in its technical framework "Beyond the Statement" that "technologists must prioritize and adhere to civil rights and nondiscrimination standards prior to the product being publicly released." In this context, we consider that it is in the shareholders' interest for Apple to conduct the requested audit, which would allow it to assess whether its practices and policies may have negative effects on the civil rights of its stakeholders. It would certainly make sense for it to carry out such an analysis beforehand before, for example, launching a new product. In sum, it is a matter of Apple doing its due diligence in this area, ensuring that it is not unwittingly contributing to civil rights abuses and, where necessary, correcting problematic practices and policies. This would allow the company to proactively identify and mitigate the risk of being associated with a civil rights controversy that would expose it to significant legal, financial, reputational, or even consumer boycott risks. A vote in favour of the proposal was recorded.

Vote recorded		
ITEM 10	BOARD	POLICY
Shareholder proposal requesting that the Board of directors prepare a public report assessing the risks to the company associated with its use of concealment clauses in the context of illegal acts such as harassment and discrimination.	✗	✓
Proposer : ND		

The use of concealment clauses in the context of harassment, discrimination, or other illegal acts is widely criticized in the United States, the main ones being that they are generally unfavorable to employees, that they can infringe on their rights and help to keep serious violations of workers' rights in the shadows. For example, confidentiality clauses attached to arbitration or included in settlement agreements have become highly contested in the wake of online campaigns to expose sexual violence such as #MeToo. Several argue that they have helped silence alleged victims of workers' rights abuses and settle disputes behind closed doors. In the case of the Weinstein affair, they may have allowed the Hollywood producer, accused by some fifty women of sexual harassment or assault, to perpetuate the alleged acts for years. According to Ariela Gross, a law professor at USC University, who is quoted by AFP, these involuntary non-disclosure clauses have "played a very large role as it turns out that there have been dozens of settlements in which women who might have brought sexual harassment lawsuits or might have spoken out publicly have signed these agreements." Thus, it is generally accepted that these clauses favour the stronger over the weaker, and that in cases of sexual harassment or assault, they have silenced victims and allowed the perpetrator to preserve his reputation. The same applies to mandatory arbitration clauses for employment-related claims. They prevent employees from going to court for complaints of sexual harassment, discrimination, wage theft, non-compliance with overtime laws, etc. Buried in employment contracts, sometimes without the knowledge of employees, these provisions require them to go before a private arbitrator, who is often more favorable to the employer than to the employee. These practices are also in the sights of federal and State lawmakers. For example, in February 2022, the US Senate unanimously approved legislation to end forced arbitration for sexual assault and harassment. In 2021, California passed a law that extends the limitations of confidentiality provisions in settlement agreements. These are now prohibited in cases related to any form of discrimination and harassment at work, including on the basis of race, religion, color, national origin, disability, and gender. The Act also prohibits the use of non-disparagement clauses in severance agreements and provides that any agreement relating to the termination of an employee's employment cannot include language that denies an employee's right to disclose information about illegal acts in the workplace. Other States also restrict the use of forced arbitration clauses and involuntary non-disclosure agreements, such as New Jersey. Le recours à ces pratiques expose donc les sociétés à des risques financiers, juridiques, réglementaires et d'atteinte à la réputation, sans compter les risques relatifs au capital humain et à leur capacité à attirer et retenir les talents. In the case of Apple, it should be noted that the company has been the subject of gender and racial equity controversies (see analysis of Proposal 09). In addition, in February 2022, eight State treasurers asked the Securities and Exchange Commission (SEC) to investigate Apple's statements about its use of concealment clauses, as several news reports have shown that it uses them, despite claims to

the contrary. In this context, it is in the interest of shareholders that Apple produces a report on the risks associated with the use of these clauses. A vote in favour of the proposal was recorded.

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Vote recorded

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PROXY SUMMARY

ISSUER Deere & Company (DE)	MEETING DATE 2022-02-23 ,
COUNTRY United States	RECORD DATE 2021-12-31
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES 244199105





ITEM	PROPOSAL	BOARD	POLICY
01.01	Board of Directors for the elections Leanne G. Caret.	✓	✓
01.02	Board of Directors for the elections Tamra A. Erwin.	✓	✗
01.03	Board of Directors for the elections Alan C. Heuberger.	✓	✗
01.04	Board of Directors for the elections Charles O. Holliday, Jr. .	✓	✓
01.05	Board of Directors for the elections Michael O. Johanns.	✓	✗
01.06	Board of Directors for the elections Clayton M. Jones.	✓	✓
01.07	Board of Directors for the elections John C. May.	✓	✗
01.08	Board of Directors for the elections Gregory R. Page.	✓	✓
01.09	Board of Directors for the elections Sherry M. Smith.	✓	✓
01.10	Board of Directors for the elections Dmitri L. Stockton.	✓	✓
01.11	Board of Directors for the elections Sheila G. Talton.	✓	✗
02	Advisory Vote on Executive Compensation.	✓	✗
03	To approve the appointment of the auditing firm Deloitte & Touche LLP.	✓	✓
04	To approve the share-based compensation plan for directors.	✓	✓
05	To allow shareholders to call a special meeting.	✗	✓

## PROXY ANALYSIS

ITEM 01.01	BOARD	POLICY

Board of Directors for the elections Leanne G. Caret.	✓	✓
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Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.02	BOARD	POLICY
Board of Directors for the elections Tamra A. Erwin.	✓	✗

Proposer : Board

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded

ITEM 01.03	BOARD	POLICY
Board of Directors for the elections Alan C. Heuberger.	✓	✗

Proposer : Board

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded

ITEM 01.04	BOARD	POLICY
Board of Directors for the elections Charles O. Holliday, Jr. .	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.05	BOARD	POLICY
Board of Directors for the elections Michael O. Johanns.	✓	✗

Proposer : Board

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded

ITEM 01.06	BOARD	POLICY
Board of Directors for the elections Clayton M. Jones.	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.07	BOARD	POLICY
Board of Directors for the elections John C. May.	✓	✗

Proposer : Board

John C. May is both CEO and chair of the board of directors. The chair of the board cannot be a member of management and still guide the board in its responsibility for overseeing management's performance without a conflict of interest.A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.08			BOARD	POLICY
Board of Directors for the elections Gregory R. Page.			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.09			BOARD	POLICY
Board of Directors for the elections Sherry M. Smith.			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.10			BOARD	POLICY
Board of Directors for the elections Dmitri L. Stockton.			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.11			BOARD	POLICY
Board of Directors for the elections Sheila G. Talton.			✓	✗

Proposer : Board

She is the CEO of Gray Matter Analytics and sits on a total of more than two boards. The number of boards on which she sits is too high and could compromise her ability to adequately serve shareholder interest. A vote against the candidate was recorded.

Vote recorded

ITEM 02

BOARD

POLICY

Advisory Vote on Executive Compensation.



Proposer : Board

The CEO was paid more than 200 times the average pay of Americans. Large pay disparities contribute to increasingly unequal societies, which are less sustainable, less inclusive, and less productive. This is not good for the company or its stakeholders in the long term. A vote against the proposal was recorded.

Vote recorded

ITEM 03

BOARD

POLICY

To approve the appointment of the auditing firm Deloitte & Touche LLP.



Proposer : Board

More than 75% of the fees paid to the firm were for financial auditing services. The independence of the auditing firm was verified and confirmed. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 04

BOARD

POLICY

To approve the share-based compensation plan for directors.



Proposer : Board

The proposed share-based compensation plan meets all of the policy criteria. A vote in favour of the proposal was recorded.

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Vote recorded

ITEM 05

BOARD

POLICY

To allow shareholders to call a special meeting.

✗

✓

Proposer : Board

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This proposal would allow shareholders with a reasonable percentage of share ownership (in relation to company size) of 25% to call special meetings. It is reasonable to allow shareholders to demand a special meeting. This proposal improves the company's governance practices. A vote in favour of the proposal was recorded.

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Vote recorded

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PROXY SUMMARY

ISSUER Franklin Resources Inc. (BEN)	MEETING DATE 2022-02-23 ,
COUNTRY United States	RECORD DATE 2021-12-27
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES 354613101

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
160717032	Genus Pooled Funds - Dividend Equity Fund - 160717032	78500



ITEM	PROPOSAL	BOARD	POLICY
01.01	Elect Mariann Byerwalter	✓	✗
01.02	Elect Alexander S. Friedman	✓	✗
01.03	Elect Gregory E. Johnson	✓	✗
01.04	Elect Jennifer M. Johnson	✓	✓
01.05	Elect Rupert H. Johnson, Jr.	✓	✓
01.06	Elect John Y. Kim	✓	✗
01.07	Elect Karen M. King	✓	✓
01.08	Elect Anthony J. Noto	✓	✗
01.09	Elect John W. Thiel	✓	✓
01.10	Elect Seth H. Waugh	✓	✓
01.11	Elect Geoffrey Y. Yang	✓	✗
02	Ratification of Auditor	✓	✓

PROXY ANALYSIS

ITEM 01.01	BOARD	POLICY
Elect Mariann Byerwalter	✓	✗
Proposer : Board		

Gregory E. Johnson is not an independent director because he is the former CEO of the company. However he chairs the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the proposal was recorded.

Vote recorded		
ITEM 01.02	BOARD	POLICY
Elect Alexander S. Friedman	✓	✗
Proposer : Board		

Gregory E. Johnson is not an independent director because he is the former CEO of the company. However he chairs the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.03	BOARD	POLICY
Elect Gregory E. Johnson	✓	✗
Proposer : Board		

Gregory E. Johnson is not an independent director because he is the former CEO of the company. However he chairs the board. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.04	BOARD	POLICY
Elect Jennifer M. Johnson	✓	✓
Proposer : Board		

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.05			BOARD	POLICY
Elect Rupert H. Johnson, Jr.			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.06			BOARD	POLICY
Elect John Y. Kim			✓	✗
Proposer : Board				

Gregory E. Johnson is not an independent director because he is the former CEO of the company. However he chairs the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.07			BOARD	POLICY
Elect Karen M. King			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.08			BOARD	POLICY

Elect Anthony J. Noto

✓

✗

Proposer : Board

Gregory E. Johnson is not an independent director because he is the former CEO of the company. However he chairs the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded

ITEM 01.09	BOARD	POLICY
Elect John W. Thiel	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.10	BOARD	POLICY
Elect Seth H. Waugh	✓	✓

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.11	BOARD	POLICY
Elect Geoffrey Y. Yang	✓	✗

Proposer : Board

Gregory E. Johnson is not an independent director because he is the former CEO of the company. However he chairs the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded

ITEM 02

BOARD      POLICY

Ratification of Auditor



Proposer : Board

More than 75% of the fees paid to the firm were for financial auditing services. The independence of the auditing firm was verified and confirmed. A vote in favour of the proposal was recorded.

Vote recorded

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PROXY SUMMARY

ISSUER Accenture PLC (ACN)	MEETING DATE 2022-01-26 ,
COUNTRY Ireland	RECORD DATE 2021-11-29
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES G1151C101

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
160717028	Genus Fossil Free Canglobe Equity Fund - 160717028	2900

ITEM	PROPOSAL	BOARD	POLICY
01.01	Elect Jaime Ardila	✓	✗
01.02	Elect Nancy McKinstry	✓	✗
01.03	Elect Beth E. Mooney	✓	✓
01.04	Elect Gilles Pélisson	✓	✗
01.05	Elect Paula A. Price	✓	✓
01.06	Elect Venkata Renduchintala	✓	✓
01.07	Elect Arun Sarin	✓	✗
01.08	Elect Julie Sweet	✓	✗
01.09	Elect Frank K. Tang	✓	✓
01.10	Elect Tracey T. Travis	✓	✓
02	Advisory Vote on Executive Compensation	✓	✗
03	Approval of Amendment to the 2010 Share Incentive Plan	✓	✗
04	Appointment of Auditor and Authority to Set Fees	✓	✓
05	Authority to Issue Shares w/ Preemptive Rights	✓	✓
06	Authority to Issue Shares w/o Preemptive Rights	✓	✓
07	Authorize the Price Range at which the Company can Re-allot Treasury Shares	✓	✗

## PROXY ANALYSIS



ITEM 01.01	BOARD	POLICY
Elect Jaime Ardila	<div>✓</div>	<div>✗</div>
Proposer : Board		

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded

ITEM 01.02	BOARD	POLICY
Elect Nancy McKinstry	<div>✓</div>	<div>✗</div>
Proposer : Board		

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded

ITEM 01.03	BOARD	POLICY
Elect Beth E. Mooney	<div>✓</div>	<div>✓</div>
Proposer : Board		

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.04	BOARD	POLICY
Elect Gilles Pélisson		

Proposer : Board

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.


Vote recorded

ITEM 01.05	BOARD	POLICY
Elect Paula A. Price		

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.06	BOARD	POLICY
Elect Venkata Renduchintala		

Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.07	BOARD	POLICY
Elect Arun Sarin		

Proposer : Board

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.08			BOARD	POLICY
Elect Julie Sweet			✓	✗
Proposer : Board				

Julie Sweet is both CEO and chair of the board of directors. The chair of the board cannot be a member of management and still guide the board in its responsibility for overseeing management's performance without a conflict of interest.A vote against the candidate was recorded.









<hr/>			Vote recorded	
ITEM 01.09			BOARD	POLICY
Elect Frank K. Tang			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.10			BOARD	POLICY
Elect Tracey T. Travis			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
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ITEM 02		BOARD	POLICY
Advisory Vote on Executive Compensation			
Proposer : Board			
Too little of the executives' incentive bonus is based on performance. This limits the effectiveness of the bonus as an incentive to do a good job, because executives will get some part of the bonus even if they perform poorly. A vote against the proposal was recorded.			
		Vote recorded	
ITEM 03		BOARD	POLICY
Approval of Amendment to the 2010 Share Incentive Plan			
Proposer : Board			
The proposed share-based compensation plan does not meet all of the policy criteria. This plan's share-dilution rate is over 5%. A vote against the proposal was recorded.			
		Vote recorded	
ITEM 04		BOARD	POLICY
Appointment of Auditor and Authority to Set Fees			
Proposer : Board			
More than 75% of the fees paid to the firm were for financial auditing services. The independence of the auditing firm was verified and confirmed. A vote in favour of the proposal was recorded.			
		Vote recorded	
ITEM 05		BOARD	POLICY
Authority to Issue Shares w/ Preemptive Rights			

Proposer : Board

It is the Board’s responsibility to make recommendations on the issuance of specific shares or categories of shares, based on a needs analysis and strategic opportunities. Pre-emptive rights give shareholders priority to subscribe for newly issued shares pro rated according to their previous level of participation. Shareholders exercising their subscription rights prevent the dilution of their participation in the company. The capital issue is acceptable given that it doesn't represent more than 50% of outstanding shares and has a specific timeframe. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 06	BOARD	POLICY
Authority to Issue Shares w/o Preemptive Rights	✓	✓

Proposer : Board

It is the Board’s responsibility to make recommendations on the issuance of specific shares or categories of shares, based on a needs analysis and strategic opportunities. The capital issue is acceptable given that it doesn't represent more than 20% of outstanding shares and has a specific timeframe. Please note! Because shareholder won't have pre-emptive rights, their rights will be diluted. A vote in favour of the proposal was recorded.

Vote recorded

ITEM 07	BOARD	POLICY
Authorize the Price Range at which the Company can Re-allot Treasury Shares	✓	✗

Proposer : Board

It is the Board of Directors’ responsibility to make recommendations on the allotment of some of its share or share categories based on an analysis of the company’s needs and strategic opportunities. The price range for the issue of repurchased shares that has been proposed does not comply with the voting policy in force. A vote against the proposal was recorded.

Vote recorded

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PROXY SUMMARY

ISSUER D.R. Horton Inc. (DHI)	MEETING DATE 2022-01-26 ,
COUNTRY United States	RECORD DATE 2021-11-30
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES 23331A109

POLICY: Share - Genus

ACCOUNT NUMBER	ACCOUNT NAME	STOCK COUNT
000442088	Genus Global Alpha fund	15200



ITEM	PROPOSAL	BOARD	POLICY
01.01	Elect Donald R. Horton	✓	✗
01.02	Elect Barbara K. Allen	✓	✗
01.03	Elect Brad S. Anderson	✓	✓
01.04	Elect Michael R. Buchanan	✓	✗
01.05	Elect Benjamin S. Carson, Sr.	✓	✓
01.06	Elect Michael W. Hewatt	✓	✓
01.07	Elect Maribess L. Miller	✓	✗
02	Advisory Vote on Executive Compensation	✓	✗
03	Ratification of Auditor	✓	✓

## PROXY ANALYSIS

ITEM 01.01	BOARD	POLICY
Elect Donald R. Horton	✓	✗
Proposer : Board		

The nominees' independence was verified and it was found that the two-thirds of them are independent. The key committees are all exclusively made up of independent members. Donald R. Horton is not an independent director because he is the founder and former CEO. However he sits chairs the board. The chair of the board must be an independent director in order to guide the board in its responsibility for overseeing management's performance without a conflict of interest. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.02	BOARD	POLICY
Elect Barbara K. Allen	✓	✗
Proposer : Board		

Donald R. Horton is not an independent director because he is the founder and former CEO. However he sits chairs the board.The chair of the board must be an independent director in order to guide the board in its responsibility for overseeing management’s performance without a conflict of interest.This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.03	BOARD	POLICY
Elect Brad S. Anderson	✓	✓
Proposer : Board		

A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.04	BOARD	POLICY
Elect Michael R. Buchanan	✓	✗
Proposer : Board		

Donald R. Horton is not an independent director because he is the founder and former CEO. However he sits chairs the board.The chair of the board must be an independent director in order to guide the board in its responsibility for overseeing management’s performance without a conflict of interest.This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.05			BOARD	POLICY
Elect Benjamin S. Carson, Sr.			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.06			BOARD	POLICY
Elect Michael W. Hewatt			✓	✓
Proposer : Board				

A vote in favour of the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.07			BOARD	POLICY
Elect Maribess L. Miller			✓	✗
Proposer : Board				

Donald R. Horton is not an independent director because he is the founder and former CEO. However he sits chairs the board.The chair of the board must be an independent director in order to guide the board in its responsibility for overseeing management’s performance without a conflict of interest.This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 02			BOARD	POLICY

Advisory Vote on Executive Compensation



Proposer : Board

The CEO was paid more than 200 times the average pay of Americans. Large pay disparities contribute to increasingly unequal societies, which are less sustainable, less inclusive, and less productive. This is not good for the company or its stakeholders in the long term. A vote against the proposal was recorded.

Vote recorded

#### ITEM 03

BOARD

POLICY

Ratification of Auditor



Proposer : Board

More than 75% of the fees paid to the firm were for financial auditing services. The independence of the auditing firm was verified and confirmed. A vote in favour of the proposal was recorded.

Vote recorded

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PROXY SUMMARY

ISSUER Sika AG (SIK)	MEETING DATE 2022-01-25 ,
COUNTRY Switzerland	RECORD DATE 2022-01-20
MEETING LOCATION	
MEETING TYPE Extraordinary	SECURITIES H7631K158



ITEM	PROPOSAL	BOARD	POLICY
01	To authorize the increase in share-capital.	✓	✓

PROXY ANALYSIS

ITEM 01		BOARD	POLICY
To authorize the increase in share-capital.		✓	✓

Proposer : Board

It is the Board's responsibility to make recommendations on the increase of capital shares based on a needs analysis and strategic opportunities. This general authorization is routinely requested at each annual assembly. The increase, without pre-emptive rights, is lower than 20% of outstanding shares. The proposal is justified by adequate business reasons, and is deemed to be in the interest of shareholders. A vote in favour of the proposal was recorded.

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PROXY SUMMARY

ISSUER Cogeco Communications Inc. (TSE:CCA)	MEETING DATE 2022-01-14 ,
COUNTRY Canada	RECORD DATE 2021-11-30
MEETING LOCATION	
MEETING TYPE Mix	SECURITIES 19239C106





ITEM	PROPOSAL	BOARD	POLICY
01.01	Elect Colleen Abdoulah	✓	✓
01.02	Elect Louis Audet	✓	✗
01.03	Elect Robin Bienenstock	✓	✓
01.04	Elect James C. Cherry	✓	✓
01.05	Elect Pippa Dunn	✓	✗
01.06	Elect Joanne S. Ferstman	✓	✓
01.07	Elect Philippe Jetté	✓	✓
01.08	Elect Bernard Lord	✓	✗
01.09	Elect David L. McAusland	✓	✗
01.10	Elect Caroline Papadatos	✓	✓
02	Appointment of Auditor and Authority to Set Fees	✓	✓
03	Advisory Vote on Executive Compensation	✓	✗
04	Amended and Restated By-Laws	✓	✓

### PROXY ANALYSIS

ITEM 01.01	BOARD	POLICY
Elect Colleen Abdoulah	✓	✓

Proposer : Board

This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.02	BOARD	POLICY
Elect Louis Audet	✓	✗
Proposer : Board		

Louis Audet is not considered independent because he is the former CEO. The chair of the board cannot be a member of management and still guide the board in its responsibility for overseeing management’s performance without a conflict of interest.The chair of the board must be an independent director in order to guide the board in its responsibility for overseeing management’s performance without a conflict of interest.A vote against the candidate was recorded.

Vote recorded		
ITEM 01.03	BOARD	POLICY
Elect Robin Bienenstock	✓	✓
Proposer : Board		

This nominee is deemed independent according to the policy. There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.04	BOARD	POLICY
Elect James C. Cherry	✓	✓
Proposer : Board		

There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 01.05	BOARD	POLICY

Elect Pippa Dunn



Proposer : Board

Louis Audet, who chairs the board, is not considered independent. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded

ITEM 01.06

	BOARD	POLICY
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Elect Joanne S. Ferstman



Proposer : Board

A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.07

	BOARD	POLICY
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Elect Philippe Jetté



Proposer : Board

There is no reason to oppose this nominee's election. A vote in favour of the candidate was recorded.

Vote recorded

ITEM 01.08

	BOARD	POLICY
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Elect Bernard Lord



Proposer : Board

Louis Audet, who chairs the board, is not considered independent. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.09	BOARD	POLICY
Elect David L. McAusland	✓	✗
Proposer : Board		

Louis Audet, who chairs the board, is not considered independent. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.10	BOARD	POLICY
Elect Caroline Papadatos	✓	✓
Proposer : Board		

A vote in favour of the candidate was recorded.

Vote recorded		
ITEM 02	BOARD	POLICY
Appointment of Auditor and Authority to Set Fees	✓	✓
Proposer : Board		

More than 75% of the fees paid to the firm were for financial auditing services. The independence of the auditing firm was verified and confirmed. A vote in favour of the proposal was recorded.

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Vote recorded

ITEM 03

BOARD POLICY

Advisory Vote on Executive Compensation



Proposer : Board

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A complete analysis of the compensation plan shows that it does not meet all of the policy criteria. In the event of a change of control, the executive's employment contract includes severance pay that is not linked to the loss of his or her position. The proposal is not consistent with the policy. A vote against the proposal was recorded.

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Vote recorded

ITEM 04

BOARD POLICY

Amended and Restated By-Laws



Proposer : Board

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The amendments generally clarify the current articles or bylaws and are administrative. This proposal does not have a detrimental impact on shareholder interests. A vote in favour of the proposal was recorded.

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Vote recorded

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PROXY SUMMARY

ISSUER Acuity Brands Inc. (NYSE:AYI)	MEETING DATE 2022-01-05 ,
COUNTRY United States	RECORD DATE 2021-11-10
MEETING LOCATION	
MEETING TYPE Annual	SECURITIES 00508Y102





ITEM	PROPOSAL	BOARD	POLICY
01.01	Elect Neil M. Ashe	✓	✗
01.02	Elect W. Patrick Battle	✓	✗
01.03	Elect G. Douglas Dillard, Jr.	✓	✗
01.04	Elect James H. Hance, Jr.	✓	✗
01.05	Elect Maya Leibman	✓	✗
01.06	Elect Laura G. O'Shaughnessy	✓	✗
01.07	Elect Dominic J. Pileggi	✓	✗
01.08	Elect Ray M. Robinson	✓	✗
01.09	Elect Mark J. Sachleben	✓	✗
01.10	Elect Mary A. Winston	✓	✗
02	Ratification of Auditor	✓	✓
03	Advisory Vote on Executive Compensation	✓	✗
04	Amendment to the 2012 Omnibus Stock Incentive Compensation Plan	✓	✗

## PROXY ANALYSIS

ITEM 01.01	BOARD	POLICY
Elect Neil M. Ashe	✓	✗

Proposer : Board

Neil M. Ashe is both CEO and chair of the board of directors. The chair of the board cannot be a member of management and still guide the board in its responsibility for overseeing management’s performance without a conflict of interest.A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.02			BOARD	POLICY
Elect W. Patrick Battle			✓	✗
Proposer : Board				

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.03			BOARD	POLICY
Elect G. Douglas Dillard, Jr.			✓	✗
Proposer : Board				

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

<hr/>			Vote recorded	
ITEM 01.04			BOARD	POLICY
Elect James H. Hance, Jr.			✓	✗
Proposer : Board				

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating

committee for this reason. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.05	BOARD	POLICY
Elect Maya Leibman	✓	✗
Proposer : Board		

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.06	BOARD	POLICY
Elect Laura G. O'Shaughnessy	✓	✗
Proposer : Board		

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

Vote recorded		
ITEM 01.07	BOARD	POLICY
Elect Dominic J. Pileggi	✓	✗
Proposer : Board		

The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

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Vote recorded		
ITEM 01.08	BOARD	POLICY
Elect Ray M. Robinson	✓	✗
Proposer : Board		

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The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

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Vote recorded		
ITEM 01.09	BOARD	POLICY
Elect Mark J. Sachleben	✓	✗
Proposer : Board		

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The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

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Vote recorded		
ITEM 01.10	BOARD	POLICY
Elect Mary A. Winston	✓	✗
Proposer : Board		

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The CEO is also chair of the board. This arrangement creates potential conflicts of interest that are not in the best interests of the company or its shareholders. The nominating committee is responsible for the board's governance, including who will serve as chair. We have voted against the members of the nominating committee for this reason. A vote against the candidate was recorded.

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Vote recorded

ITEM 02

BOARD POLICY

Ratification of Auditor



Proposer : Board

More than 75% of the fees paid to the firm were for financial auditing services. The independence of the auditing firm was verified and confirmed. A vote in favour of the proposal was recorded.

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Vote recorded

ITEM 03

BOARD POLICY

Advisory Vote on Executive Compensation



Proposer : Board

The CEO was paid more than 200 times the average pay of Americans. Large pay disparities contribute to increasingly unequal societies, which are less sustainable, less inclusive, and less productive. This is not good for the company or its stakeholders in the long term. A vote against the proposal was recorded.

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Vote recorded

ITEM 04

BOARD POLICY

Amendment to the 2012 Omnibus Stock Incentive Compensation Plan



Proposer : Board

The proposed share-based compensation plan does not meet all of the policy criteria. This plan's share-dilution rate is over 5%. A vote against the proposal was recorded.

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Vote recorded

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