

2021

Ethos Fonds Generalversammlungen nicht- schweizerischer Unternehmen

Inhalt

- 1 **Zusammenfassung der analysierten Generalversammlungen**
 - 1.1 Zusammenfassung der Ethos Stimmempfehlungen
 - 1.2 Ethos Stimmempfehlungen nach Themenkategorien
- 2 **Ethos Stimmempfehlungen: Übersicht**
- 3 **Stimmbereiche pro Unternehmen**

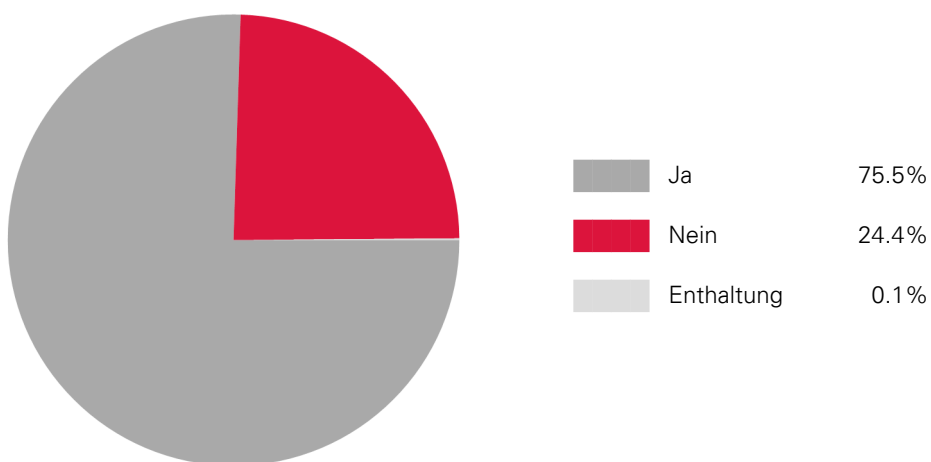
Kontakt

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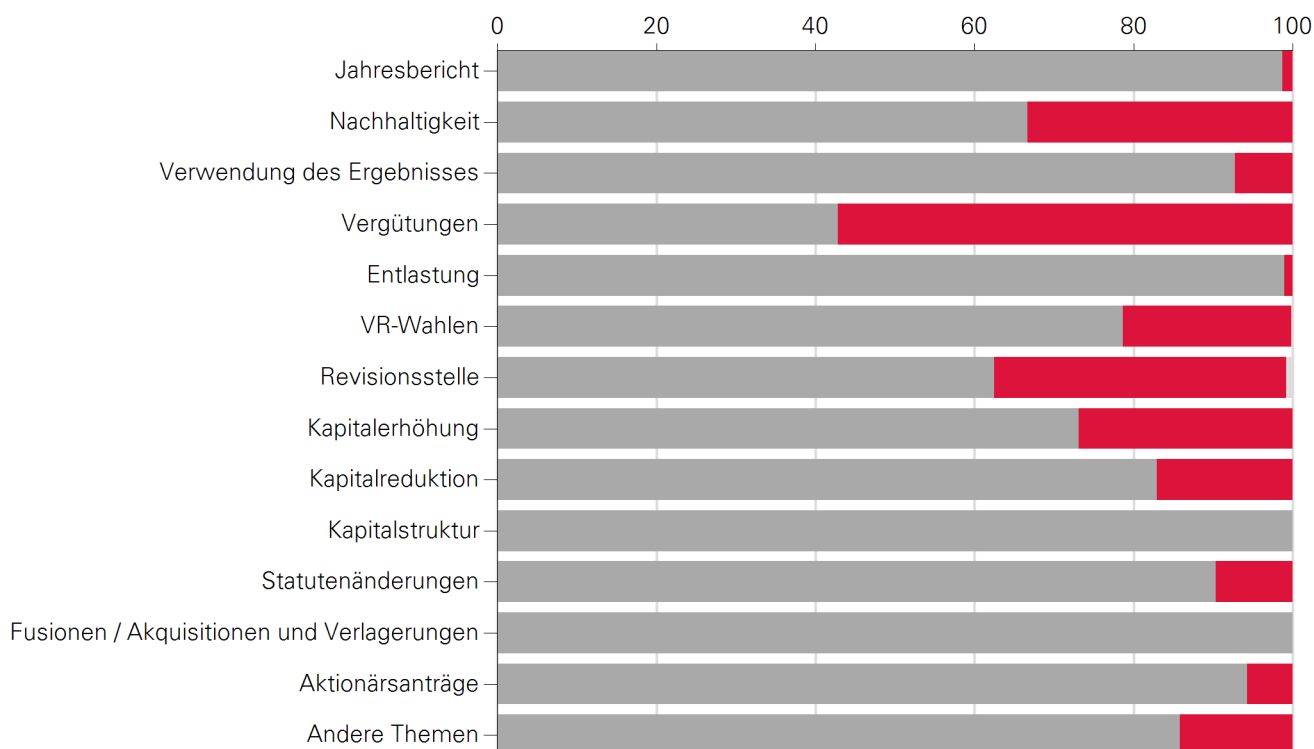
1 Zusammenfassung der analysierten Generalversammlungen

| Art der Generalversammlungen | Anzahl Versammlungen | Total | Anzahl Anträge | | |
|---|-------------------------|-------------|----------------|------------|------------|
| | | | Ja | Nein | Enthaltung |
| Ordentliche Generalversammlungen | 122 | 1825 | 1385 | 437 | 3 |
| Ausserordentliche Generalversammlungen | 11 | 31 | 26 | 5 | 0 |
| Ordentliche und ausserordentliche Generalversammlungen | 18 | 454 | 333 | 121 | 0 |
| Total | 151 | 2310 | 1744 | 563 | 3 |

1.1 Zusammenfassung der Ethos Stimmempfehlungen



1.2 Ethos Stimmempfehlungen nach Themenkategorien



| | ■ Angenommene Anträge | | ■ Abgelehnte Anträge | | ■ Enthaltungen | | Anzahl Anträge |
|--|-----------------------|--------|----------------------|-------|----------------|------|----------------|
| Jahresbericht | 78 | 98.7% | 1 | 1.3% | 0 | 0.0% | 79 |
| Nachhaltigkeit | 2 | 66.7% | 1 | 33.3% | 0 | 0.0% | 3 |
| Verwendung des Ergebnisses | 64 | 92.8% | 5 | 7.2% | 0 | 0.0% | 69 |
| Vergütungen | 142 | 42.8% | 190 | 57.2% | 0 | 0.0% | 332 |
| Entlastung | 94 | 98.9% | 1 | 1.1% | 0 | 0.0% | 95 |
| VR-Wahlen | 842 | 78.6% | 227 | 21.2% | 2 | 0.2% | 1071 |
| Revisionsstelle | 80 | 62.5% | 47 | 36.7% | 1 | 0.8% | 128 |
| Kapitalerhöhung | 133 | 73.1% | 49 | 26.9% | 0 | 0.0% | 182 |
| Kapitalreduktion | 63 | 82.9% | 13 | 17.1% | 0 | 0.0% | 76 |
| Kapitalstruktur | 2 | 100.0% | 0 | 0.0% | 0 | 0.0% | 2 |
| Statutenänderungen | 56 | 90.3% | 6 | 9.7% | 0 | 0.0% | 62 |
| Fusionen / Akquisitionen und Verlagerungen | 5 | 100.0% | 0 | 0.0% | 0 | 0.0% | 5 |
| Aktionärsanträge | 66 | 94.3% | 4 | 5.7% | 0 | 0.0% | 70 |
| Andere Themen | 115 | 85.8% | 19 | 14.2% | 0 | 0.0% | 134 |

2 Ethos Stimmempfehlungen: Übersicht

Art der Generalversammlung (Typ)

| | |
|-----|--|
| OGV | Ordentliche Generalversammlungen |
| AGV | Ausserordentliche Generalversammlungen |
| MIX | Ordentliche und ausserordentliche Generalversammlungen |

Abstimmungen

| | |
|---|-----------------|
| ✓ | Dafür |
| ◐ | Teilweise dafür |
| ✗ | Dagegen |
| ✕ | Enthaltung |

| Unternehmen | Datum | Typ | Jahresbericht | Nachhaltigkeit | Verwendung des Ergebnisses | Vergütungen | Entlastung | VR-Wahlen | Revisionsstelle | Kapitalerhöhung | Kapitalreduktion | Kapitalstruktur | Statutenänderungen | Fusionen / Akquisitionen und Verlagerungen | Aktionärsanträge | Andere Themen |
|---------------------------|------------|-----|---------------|----------------|----------------------------|-------------|------------|-----------|-----------------|-----------------|------------------|-----------------|--------------------|--|------------------|---------------|
| 3M Company | 11.05.2021 | OGV | | | | ✗ | | ◐ | ✗ | | | | | | ✓ | |
| Accell Group | 21.04.2021 | OGV | ✓ | | | ✓ | ✓ | ◐ | ✓ | ✓ | ✓ | | | | | |
| Accenture | 03.02.2021 | OGV | | | | ✗ | | ◐ | ✓ | ✓ | | | | | | ✓ |
| Adobe | 20.04.2021 | OGV | | | | ✗ | | ◐ | ✗ | | | | | | | |
| AFLAC | 03.05.2021 | OGV | | | | ✗ | | ◐ | ✗ | | | | | | | |
| Agilent Technologies | 17.03.2021 | OGV | | | | ✗ | | ◐ | ✗ | | | | | | | |
| Agnico Eagle Mines | 26.11.2021 | AGV | | | | | | | | | | | | ✓ | | |
| Allianz | 05.05.2021 | OGV | | | ✓ | ✗ | ✓ | | | | | | ✓ | | | |
| Alstom | 28.07.2021 | MIX | ✓ | | ✗ | ◐ | | | ◐ | ◐ | ✓ | | ✓ | | | ✓ |
| Apple | 23.02.2021 | OGV | | | | ✗ | | ◐ | ✓ | | | | | | ✓ | |
| Aquafil | 28.04.2021 | OGV | ✓ | | ✓ | ◐ | | | | | | | | | | ◐ |
| | 20.10.2021 | AGV | | | | | | | | | ✗ | | | | | |
| Arcadis | 29.04.2021 | OGV | ✓ | | ✓ | ✓ | ✓ | ◐ | ✓ | ✓ | ✓ | | | | | ✓ |
| Ashtead Group | 16.09.2021 | OGV | ✓ | | ✓ | ✗ | | ◐ | ✓ | ✓ | ✗ | | ✓ | | | ✗ |
| Assicurazioni Generali | 29.04.2021 | MIX | ✓ | | ✓ | ◐ | | | | ✓ | ✓ | ✓ | | | | ✗ |
| Atlas Copco | 27.04.2021 | OGV | ✓ | | ✓ | ◐ | ✓ | ◐ | ✓ | | | | | | | ✓ |
| Atos | 12.05.2021 | MIX | ◐ | ✓ | ✓ | ◐ | | ✓ | | ✓ | ✓ | | ✓ | | | ✓ |
| Autodesk | 16.06.2021 | OGV | | | | ✗ | | ◐ | ✗ | | | | | | | |
| Automatic Data Processing | 10.11.2021 | OGV | | | | ✗ | | ◐ | ✗ | | | | | | ✓ | |
| Autozone | 15.12.2021 | OGV | | | | ✗ | | ◐ | ✗ | | | | | | ✓ | |

| Unternehmen | Datum | Typ | Jahresbericht | Nachhaltigkeit | Verwendung des Ergebnisses | Vergütungen | Entlastung | VR-Wahlen | Revisionsstelle | Kapitalerhöhung | Kapitalreduktion | Kapitalstruktur | Statutenänderungen | Fusionen / Akquisitionen und Verlagerungen | Aktionärsanträge | Andere Themen |
|-------------------------------|------------|-----|---------------|----------------|----------------------------|-------------|------------|-----------|-----------------|-----------------|------------------|-----------------|--------------------|--|------------------|---------------|
| Avery Dennison | 22.04.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | | |
| Baker Hughes | 14.05.2021 | OGV | | | | 🟡 | | 🟡 | ✓ | | | | | | | |
| Bank of New York Mellon Corp. | 13.04.2021 | OGV | | | | ✗ | | 🟡 | ✓ | | | | | | ✓ | |
| Befesa | 05.10.2021 | AGV | | | | | | | | ✓ | | | ✓ | | | |
| Best Buy | 16.06.2021 | OGV | | | | ✓ | | ✓ | ✓ | | | | | | ✓ | |
| BioMerieux | 20.05.2021 | MIX | ✓ | | ✓ | 🟡 | ✓ | ✓ | | 🟡 | 🟡 | | 🟡 | | | 🟡 |
| Brenntag | 10.06.2021 | OGV | | | ✓ | 🟡 | ✓ | | ✓ | | | | | | | |
| Bureau Veritas | 25.06.2021 | MIX | ✓ | | ✓ | 🟡 | | ✓ | | 🟡 | ✓ | | ✓ | | | ✓ |
| Campbell Soup | 01.12.2021 | OGV | | | | ✗ | | ✓ | ✗ | | | | | | ✓ | |
| Cardinal Health | 05.11.2021 | OGV | | | | ✗ | | 🟡 | ✓ | | | | ✓ | | ✗ | |
| Carrefour | 21.05.2021 | OGV | ✓ | | ✓ | 🟡 | | 🟡 | 🟡 | 🟡 | ✓ | | | | | ✓ |
| CGI Group | 27.01.2021 | OGV | | | | | | 🟡 | ✓ | | | | ✓ | | | |
| Charles Schwab Corp. | 13.05.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | ✓ | |
| Citrix Systems | 04.06.2021 | OGV | | | | ✗ | | ✓ | ✗ | | | | | | ✓ | |
| Clorox | 17.11.2021 | OGV | | | | ✗ | | 🟡 | ✓ | | | | | | ✓ | |
| CME Group | 05.05.2021 | OGV | | | | ✗ | | 🟡 | ✓ | | | | | | | |
| Coloplast | 02.12.2021 | OGV | ✓ | | ✓ | 🟡 | | 🟡 | ✗ | | | | | | | |
| Corbion | 19.05.2021 | OGV | ✓ | | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | | | | | ✓ |
| Corticeira Amorim | 23.04.2021 | OGV | ✓ | ✓ | ✗ | ✗ | ✓ | ✗ | ✓ | ✓ | ✓ | | ✓ | | | ✓ |
| | 03.12.2021 | AGV | ✓ | | ✓ | | | | | | | | | | | |
| Costco Wholesale | 21.01.2021 | OGV | | | | ✗ | | 🟡 | ✓ | | | | | | | |
| CVS Health | 13.05.2021 | OGV | | | | ✗ | | ✓ | ✓ | | | | | | 🟡 | |
| Daiwa House Industry | 29.06.2021 | OGV | | | ✓ | ✓ | | 🟡 | | | | | | | | ✓ |
| DBS Group Holdings | 30.03.2021 | OGV | ✓ | | ✓ | ✗ | | ✓ | ✓ | ✓ | ✓ | | | | | |
| Dell Technologies | 22.06.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | | |
| DiaSorin | 04.10.2021 | AGV | | | | | | | | ✓ | | | | | | |
| Dollar Tree | 10.06.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | | |
| Duke Realty | 28.04.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | | |
| Eaton | 28.04.2021 | OGV | | | | ✗ | | 🟡 | ✗ | ✓ | ✗ | | | | | |
| Edenred | 11.05.2021 | MIX | ✓ | | ✓ | 🟡 | | 🟡 | | ✗ | ✓ | | ✗ | | | ✓ |
| Electrolux Professional | 28.04.2021 | OGV | ✓ | | ✓ | 🟡 | ✓ | ✓ | ✓ | | | | ✓ | | | ✓ |

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|-------------------------------|------------|-----|---------------|----------------|----------------------------|-------------|------------|-----------|-----------------|-----------------|------------------|-----------------|--------------------|--|------------------|---------------|
| Electronic Arts | 12.08.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | ✓ | ✗ |
| Elekta | 16.04.2021 | AGV | | | ✓ | | | | | | | | | | | ✓ |
| | 25.08.2021 | OGV | ✓ | | ✓ | ✓ | ✓ | 🟡 | ✓ | | ✓ | | | | ✓ | ✓ |
| Eli Lilly | 03.05.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | ✓ | | ✓ | ✓ |
| Elis | 20.05.2021 | OGV | ✓ | | ✓ | 🟡 | | ✓ | | ✓ | 🟡 | | | | | ✓ |
| Essity | 25.03.2021 | OGV | ✓ | | ✓ | ✓ | ✓ | 🟡 | ✓ | | ✓ | | ✓ | | | ✓ |
| F5 Networks | 11.03.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | | |
| Factset Research Systems | 16.12.2021 | OGV | | | | ✗ | | ✓ | ✓ | | | | | | ✓ | |
| Fresenius SE & Co. KGaA | 21.05.2021 | OGV | ✓ | | ✓ | ✗ | ✓ | 🟡 | ✓ | | | | | | | |
| Fujifilm Holdings | 29.06.2021 | OGV | | | ✓ | ✗ | | 🟡 | | | | | | | | ✓ |
| General Motors | 14.06.2021 | OGV | | | | ✗ | | 🟡 | ✓ | | | | | | ✓ | |
| Gilead Sciences | 12.05.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | ✓ | |
| Goodman Group | 18.11.2021 | OGV | | | | ✗ | | 🟡 | ✓ | | | | | | | |
| Hang Seng Bank | 26.05.2021 | OGV | ✓ | | | | | 🟡 | ✓ | ✓ | ✓ | | ✓ | | | |
| Henkel AG & Co. KGaA | 16.04.2021 | OGV | ✓ | | ✓ | ✗ | ✓ | ✓ | ✓ | | | | ✓ | | | |
| Home Depot | 20.05.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | ✓ | |
| Honda Motor | 23.06.2021 | OGV | | | | | | ✓ | | | | | ✓ | | | |
| Hong Kong Exchange & Clearing | 28.04.2021 | OGV | | | | | | 🟡 | ✓ | ✓ | ✓ | | | | | |
| HP | 13.04.2021 | OGV | | | | ✗ | | ✓ | ✗ | | | | | | ✓ | |
| IBM | 27.04.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | ✓ | |
| Illinois Tool Works | 07.05.2021 | OGV | | | | ✗ | | 🟡 | ✓ | | | | | | ✓ | |
| Intel | 13.05.2021 | OGV | | | | ✗ | | ✓ | ✗ | | | | | | ✓ | |
| Intertek Group | 26.05.2021 | OGV | ✓ | | ✓ | ✗ | | ✓ | ✓ | ✓ | ✓ | | ✓ | | | 🟡 |
| Intuit | 21.01.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | | |
| Jerónimo Martins, SGPS, S.A. | 21.04.2021 | OGV | ✓ | | ✓ | ✗ | ✓ | | | | | | | | | |
| Johnson Matthey | 29.07.2021 | OGV | ✓ | | ✓ | ✗ | | 🟡 | ✓ | ✓ | ✗ | | | | | 🟡 |
| Juniper Networks | 13.05.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | | |
| | 12.02.2021 | AGV | | | | | | | | | | | ✓ | | | ✓ |
| | 30.04.2021 | OGV | ✓ | | ✓ | ✓ | | 🟡 | ✓ | ✓ | ✗ | | | | | ✗ |
| KION Group | 11.05.2021 | OGV | | | ✓ | 🟡 | 🟡 | | ✗ | | ✓ | | ✓ | | | |

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|----------------------------|------------|-----|---------------|----------------|----------------------------|-------------|------------|-----------|-----------------|-----------------|------------------|-----------------|--------------------|--|------------------|---------------|
| Kleppierre | 17.06.2021 | MIX | ✓ | | ✓ | ⊗ | | ✓ | | ⊗ | ✓ | | | | | ✓ |
| Kone | 02.03.2021 | OGV | ✓ | | ✓ | ✗ | ✓ | ⊗ | ⊗ | ✓ | ✓ | | | | | ✓ |
| Koninklijke KPN | 14.04.2021 | OGV | ✓ | | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | | | | | |
| Legrand | 26.05.2021 | MIX | ✓ | | ✓ | ✓ | | ✓ | | ✗ | ✓ | | ✓ | | | ✓ |
| Link REIT | 30.07.2021 | OGV | | | | | | ✓ | | | ✓ | | | | | ✓ |
| L'Oréal | 20.04.2021 | MIX | ✓ | | ✓ | ⊗ | | ⊗ | | ✓ | ✓ | | ✓ | | | ⊗ |
| Marketaxess Holdings | 09.06.2021 | OGV | | | | ✗ | | ⊗ | ✗ | | | | | | | |
| Mazda Motor | 24.06.2021 | OGV | | | | ✓ | | ⊗ | | | | | | | | |
| Microsoft | 30.11.2021 | OGV | | | | ⊗ | | ⊗ | ✗ | | | | | | ✓ | |
| NEC Corp. | 22.06.2021 | OGV | | | | | | ✓ | | | | | | | | ✓ |
| Nike | 06.10.2021 | OGV | | | | ✗ | | ⊗ | ✗ | | | | | | ✓ | |
| NN Group | 20.05.2021 | OGV | ✓ | | ✓ | ✓ | ✓ | ✓ | | ✓ | ✓ | | | | | |
| Novo Nordisk | 25.03.2021 | OGV | ✓ | | ✓ | ⊗ | | ⊗ | ✓ | ✓ | ✓ | | ✓ | | ✗ | ✓ |
| Nvidia | 03.06.2021 | OGV | | | | ✗ | | ⊗ | ✓ | ✗ | | | | | | |
| Ocado Group | 13.05.2021 | OGV | ✓ | | | ⊗ | | ⊗ | ✓ | ✓ | ✗ | | | | | ✗ |
| Omega Healthcare Investors | 03.06.2021 | OGV | | | | ✗ | | ⊗ | ✗ | | | | | | | |
| Omnicom Group | 04.05.2021 | OGV | | | | ✗ | | ⊗ | ✓ | | | | | | ✓ | |
| OMV | 02.06.2021 | OGV | | | ✓ | ⊗ | ✓ | ✗ | ✓ | | ✓ | | | | | |
| Oracle | 10.11.2021 | OGV | | | | ✗ | | ⊗ | ✓ | | | | | | ⊗ | |
| Oriental Land | 29.06.2021 | OGV | | | ✗ | | | ✗ | | | | | ✓ | | | |
| Palo Alto Networks | 14.12.2021 | OGV | | | | ✗ | | ⊗ | ✓ | | | | | | | |
| Persimmon | 28.04.2021 | OGV | ✓ | | | ✓ | | ⊗ | ✓ | ✓ | ✗ | | ✓ | | | ✗ |
| Pfizer | 22.04.2021 | OGV | | | | ✗ | | ⊗ | ✗ | | | | | | ✓ | |
| PPG Industries | 15.04.2021 | OGV | | | | ✗ | | ⊗ | ✓ | | | | ✓ | | ✓ | ✓ |
| Publicis Groupe | 26.05.2021 | MIX | ✓ | | ✓ | ⊗ | | ⊗ | | ⊗ | ✓ | | ✓ | | | ✓ |
| Quest Diagnostics | 21.05.2021 | OGV | | | | ✗ | | ⊗ | ✗ | | | | | | ✓ | |
| Randstad | 23.03.2021 | OGV | ✓ | | ⊗ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | | | | | |
| | 16.12.2021 | AGV | | | | | | | | | | | | | | ✓ |
| RELX Plc | 22.04.2021 | OGV | ✓ | | ✓ | ✗ | | ⊗ | ✓ | ✓ | ✗ | | | | | ✗ |
| ResMed | 18.11.2021 | OGV | | | | ✗ | | ⊗ | ✗ | | | | | | | |
| Ricoh | 24.06.2021 | OGV | | | ✓ | | | ⊗ | | | | | | | | ✓ |

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|-----------------------------|------------|-----|---------------|----------------|----------------------------|-------------|------------|-----------|-----------------|-----------------|------------------|-----------------|--------------------|--|------------------|---------------|
| Robert Half International | 19.05.2021 | OGV | | | | ✗ | | ● | ✓ | | | | | | | |
| S&P Global | 05.05.2021 | OGV | | ✗ | | ✗ | | ● | ✗ | | | | | | ✓ | |
| Sanofi | 30.04.2021 | MIX | ✓ | | ✓ | ● | | ● | | ● | ✓ | | ✓ | | | ✓ |
| Schneider Electric | 28.04.2021 | MIX | ✓ | | ✓ | ● | | ● | | ● | ✓ | | | | | ✓ |
| Scor | 30.06.2021 | MIX | ✓ | | ✓ | ● | | ● | | ● | ✓ | | ✓ | | | ✓ |
| Scout24 | 08.07.2021 | OGV | | | ✓ | ● | ✓ | | ✓ | | ✓ | | ✓ | | | |
| Seagate Technology Holdings | 14.04.2021 | AGV | | | | | | | | | | | ✓ | ✓ | | ✗ |
| | 20.10.2021 | OGV | | | | ✗ | | ● | ✗ | | | | | | | |
| SEB | 20.05.2021 | MIX | ✓ | | ✓ | ● | | ● | ✓ | ● | ● | | ● | | | ✓ |
| | 06.08.2021 | AGV | | | | | | ✗ | | | | | | | ✓ | ✓ |
| SEI Investments | 02.06.2021 | OGV | | | | ✓ | | ● | ✓ | | | | | | | |
| Seiko Epson | 25.06.2021 | OGV | | | ✓ | ✓ | | ● | | | | | | | | |
| Sekisui House | 27.04.2021 | OGV | | | ✓ | | | ✓ | | | | | ✓ | | | ✓ |
| Seven & I Holdings Co. | 27.05.2021 | OGV | | | ✓ | | | ● | | | | | | | | ✓ |
| Société Générale | 18.05.2021 | OGV | ✓ | | ✓ | ● | | ● | | | ✓ | | | | | ✓ |
| Sodexo | 12.01.2021 | OGV | ✓ | | ✓ | ● | | ● | ✗ | | ✓ | | | | | ✓ |
| SPIE | 12.05.2021 | OGV | ✓ | | ✓ | ● | | ● | | ✓ | ✓ | | | | | ● |
| Subaru Corporation | 23.06.2021 | OGV | | | ✓ | | | ✓ | | | | | | | | ✓ |
| Sun Hung Kai Properties | 04.11.2021 | OGV | ✓ | | ✓ | ● | | ● | ✓ | ● | ✓ | | | | | |
| Synopsys | 08.04.2021 | OGV | | | | ✗ | | ● | ✗ | | | | | | ✓ | |
| Target | 09.06.2021 | OGV | | | | ✗ | | ● | ✗ | | | | | | ✓ | |
| Teleperformance | 22.04.2021 | MIX | ✓ | | ✓ | ● | | ● | | ✓ | ✓ | | ✓ | | | ✓ |
| Tesco | 25.06.2021 | OGV | ✓ | | ✓ | ✗ | | ● | ✓ | ✓ | ✗ | | ✗ | | | ● |
| Texas Instruments | 22.04.2021 | OGV | | | | ✗ | | ● | ✗ | | | | | | ✓ | |
| Trane Technologies | 03.06.2021 | OGV | | | | ✗ | | ● | ✗ | ✓ | | | | | | ✓ |
| Twitter | 27.05.2021 | OGV | | | | ✗ | | ✓ | ✓ | | | | ✓ | | ✓ | |
| UCB | 29.04.2021 | OGV | ✓ | | | ● | ✓ | ✓ | ✓ | | | | | | | ✓ |
| Umicore | 29.04.2021 | OGV | ✓ | | | ✓ | ✓ | ● | ✓ | | | | | | | ✓ |
| Veolia Environnement | 22.04.2021 | MIX | ✓ | ✗ | ● | | | ● | | ● | ✗ | | ✓ | | | ● |
| Verallia | 15.06.2021 | MIX | ✓ | | ✓ | ● | | ✗ | | ● | ✓ | | ✓ | | | ✓ |
| Verizon Communications | 13.05.2021 | OGV | | | | ✗ | | ● | ✗ | | | | | | ✓ | |

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|---------------|------------|-----|---------------|----------------|----------------------------|-------------|------------|-----------|-----------------|-----------------|------------------|-----------------|--------------------|--|------------------|---------------|
| Viatrix | 10.12.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | | |
| Visa | 26.01.2021 | OGV | | | | ✗ | | 🟡 | ✓ | | | | ✓ | | ✓ | |
| Vodafone | 27.07.2021 | OGV | ✓ | | ✓ | ✗ | | ✓ | ✓ | ✓ | ✓ | | ✓ | | | 🟡 |
| Waters Corp | 11.05.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | | |
| Western Union | 14.05.2021 | OGV | | | | ✗ | | ✓ | ✓ | | | | | | ✓ | |
| Worldline | 20.05.2021 | MIX | ✓ | | ✓ | ✓ | | ✓ | | 🟡 | ✓ | | | ✓ | | ✓ |
| Xilinx | 07.04.2021 | AGV | | | | ✗ | | | | | | | | ✓ | | ✗ |
| Yum! Brands | 11.05.2021 | OGV | | | | ✗ | | 🟡 | ✗ | | | | | | | |

3 Stimmberichte pro Unternehmen

3M Company

11.05.2021

OGV

| No. | Traktanden | Board | Ethos | |
|------|---|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Thomas K. Brown | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Ms. Pamela J. Craig | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. David B. Dillon | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Michael L. Eskew | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 1.5 | Elect Mr. Jim Fitterling | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Herbert L. Henkel | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Ms. Amy Hood | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. Muhtar Kent | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Dr. oec. Dambisa F. Moyo | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Mr. Gregory R. Page | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. Michael F. Roman | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.12 | Re-elect Ms. Patricia A. Woertz | DAFÜR | DAFÜR | |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | To approve the adoption of the Omnibus Incentive Plan | DAFÜR | ● DAGEGEN | The non-executive directors receive variable remuneration. |
| 5 | Shareholder resolution: Consider Pay Disparity Between Executives and Other Employees | DAGEGEN | ● DAFÜR | The proposal aims at improving the remuneration policy. |
| 6 | Shareholder resolution: Amend Certificate of Incorporation to Become a Public Benefit Corporation | DAGEGEN | ● DAFÜR | The proposal aims at promoting the company's environmental and social responsibility. |

| No. | Traktanden | Board | Ethos |
|------|--|-------------------------|--|
| 1. | Opening of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2a. | Report of the supervisory board of the past financial year | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2b. | Approve remuneration report | DAFÜR | DAFÜR |
| 2c. | Approve remuneration of the supervisory board | DAFÜR | DAFÜR |
| 3. | Report of the executive board of the past financial year | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 4. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 5. | Explanation of the policy on reserves and dividends | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 6a. | Discharge of executive board | DAFÜR | DAFÜR |
| 6b. | Discharge of supervisory board | DAFÜR | DAFÜR |
| 7. | Composition of the supervisory board | | |
| 7a. | Profile of the supervisory board | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 7b. | Election of Luc Volatier | DAFÜR | DAFÜR |
| 7c. | Election of Eugenie van Wiechen | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 7d. | Announcement concerning vacancies in the supervisory board arising in 2022 | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 8. | Election of auditor | DAFÜR | DAFÜR |
| 9. | Authorisation to repurchase own shares | DAFÜR | DAFÜR |
| 10a. | Authorisation to issue shares | DAFÜR | DAFÜR |
| 10b. | Authorisation to restrict or exclude pre-emptive rights | DAFÜR | DAFÜR |
| 11. | Any other business | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 12. | Closing of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|--|
| 1 | Elections of directors | | |
| 1.a | Re-elect Mr. Jaime Ardila | DAFÜR | DAFÜR |
| 1.b | Re-elect Mr. Herbert Hainer | DAFÜR | DAFÜR |
| 1.c | Re-elect Ms. Nancy McKinstry | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 1.d | Elect Ms. Beth E. Mooney | DAFÜR | DAFÜR |
| 1.e | Re-elect Mr. Gilles Péliisson | DAFÜR | DAFÜR |
| 1.f | Re-elect Prof. Paula A. Price | DAFÜR | DAFÜR |
| 1.g | Re-elect Dr. Venkata Murthy Renduchintala | DAFÜR | DAFÜR |
| 1.h | Re-elect Mr. David Rowland | DAFÜR | DAFÜR |
| 1.i | Re-elect Mr. Arun Sarin | DAFÜR | DAFÜR |
| 1.j | Re-elect Ms. Julie Sweet | DAFÜR | DAFÜR |
| 1.k | Re-elect Mr. Frank Kui Tang | DAFÜR | DAFÜR |
| 1.l | Re-elect Ms. Tracey T. Travis | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive variable remuneration. |
| 3 | Election of the auditor and approve their remuneration | DAFÜR | DAFÜR |
| 4 | Grant the authority to issue shares under Irish law | DAFÜR | DAFÜR |
| 5 | Grant the authority to opt-out of pre-emption rights under Irish law | DAFÜR | DAFÜR |
| 6 | Determine the price range at which the company can re-allot shares that it acquires as treasury shares under Irish law | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|------|---|-------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Dr. iur. Amy L. Banse | DAFÜR | DAFÜR | |
| 1.2 | Elect Ms. Melanie Boulden | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Frank A. Calderoni | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. James E. Daley | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.5 | Re-elect Ms. Laura B. Desmond | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Shantanu Narayen | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.7 | Re-elect Ms. Kathleen Oberg | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. Dheeraj Pandey | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. David A. Ricks | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Mr. Daniel L. Rosensweig | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Dr. John E. Warnock | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 2 | To approve the adoption of the Omnibus Incentive Plan | DAFÜR | ● DAGEGEN | The non-executive directors receive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive total remuneration. |

| No. | Traktanden | Board | Ethos |
|------|---|-------|---|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Mr. Daniel P. Amos | DAFÜR | ● DAGEGEN Combined chairman and CEO. |
| 1.2 | Re-elect Mr. W. Paul Bowers | DAFÜR | DAFÜR |
| 1.3 | Re-elect Mr. Toshihiko Fukuzawa | DAFÜR | DAFÜR |
| 1.4 | Re-elect Mr. Thomas J. Kenny | DAFÜR | DAFÜR |
| 1.5 | Re-elect Ms. Georgette D. Kiser | DAFÜR | DAFÜR |
| 1.6 | Re-elect Ms. Karole F. Lloyd | DAFÜR | DAFÜR |
| 1.7 | Re-elect Mr. Nobuchika Mori | DAFÜR | DAFÜR |
| 1.8 | Re-elect Mr. Joseph L. Moskowitz | DAFÜR | DAFÜR |
| 1.9 | Re-elect Prof. Dr. Barbara K. Rimer | DAFÜR | ● DAGEGEN The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.10 | Re-elect Prof. Katherine T. Rohrer | DAFÜR | DAFÜR |
| 1.11 | Re-elect Mr. Melvin T. Stith | DAFÜR | DAFÜR |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN The auditor's long tenure raises independence concerns. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|---|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Ms. Mala Anand | DAFÜR | DAFÜR |
| 1.2 | Re-elect Mr. Boon Hwee Koh | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 1.3 | Re-elect Mr. Michael R. McMullen | DAFÜR | DAFÜR |
| 1.4 | Re-elect Dr. Daniel Podolsky | DAFÜR | DAFÜR |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN The auditor's long tenure raises independence concerns. |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|-------|
| 1 | Approve merger agreement between Agnico Eagle Mines Limited and Kirkland Lake Gold Ltd | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------------------------|-------------------------|---|
| 1 | Receive the Annual Report | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG | |
| 2 | Approve the Dividend | DAFÜR | DAFÜR | |
| 3 | Approve Discharge of Management Board | DAFÜR | DAFÜR | |
| 4 | Approve Discharge of Supervisory Board | DAFÜR | DAFÜR | |
| 5 | Approve Remuneration System for the Management Board members | DAFÜR | ● DAGEGEN | The potential variable remuneration exceeds our guidelines. |
| 6 | Approve Remuneration of the Supervisory Board members and related amendments to the Articles of Association | DAFÜR | ● DAGEGEN | The proposed increase relative to the previous year is excessive. |
| 7 | Amend Articles: Term of office of Supervisory Board members | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | 1/ To approve the allocation of income and the dividend payment ; 2/ To approve the dividend reinvestment plan (option for scrip dividend) | DAFÜR | ● DAGEGEN | Scrip dividend issued with a 10% discount. |
| 4 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR | |
| 5 | To re-elect PricewaterhouseCoopers as auditor for 6 years | DAFÜR | ● DAGEGEN | The non-audit fees exceed our guidelines. |
| 6 | Non-renewal and non-replacement of Jean-Christophe Georghiou as alternate statutory auditor | DAFÜR | DAFÜR | |
| 7 | To re-elect Mazars as auditor for 6 years | DAFÜR | DAFÜR | |
| 8 | Non-renewal and non-replacement of Jean-Maurice El Nouchi as alternate statutory auditor | DAFÜR | DAFÜR | |
| 9 | To approve the Chairman-CEO new remuneration policy | DAFÜR | DAFÜR | |
| 10 | To approve the non-executive new remuneration policy | DAFÜR | DAFÜR | |
| 11 | To approve the remuneration report | DAFÜR | DAFÜR | |
| 12 | Ex-post binding "Say on Pay" vote on the Chairman-CEO remuneration | DAFÜR | DAFÜR | |
| 13 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 14 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR | |
| 15 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 16 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 17 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | ● DAGEGEN | Potential excessive awards and the information provided is insufficient. |
| 18 | Amendment of the Articles of Association aimed at deleting provisions relating to preferred shares | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|---|
| 19 | To harmonize the Articles of Association with applicable legal and regulatory provisions | DAFÜR | DAFÜR | |
| 20 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | DAFÜR | |
| 21 | Global allowance to issue capital related securities without pre-emptive rights by public issuance | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 22 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 23 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company | DAFÜR | DAFÜR | |
| 24 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN | Additional potential dilution which is not in shareholders' interests. |
| 25 | To depart from the legal rules defining the maximum discount for capital increase without pre-emptive rights (up to 10% of share capital) by public issuance | DAFÜR | ● DAGEGEN | Discount of the share price over a 6 month period is not in line with French market practice. |
| 26 | To approve issues of shares or other capital related securities as a payment for any public exchange offer | DAFÜR | DAFÜR | |
| 27 | To approve issuance of securities by subsidiaries offering access to the parent company's capital | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 28 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. James A. Bell | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Timothy D. Cook | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 1.3 | Re-elect Mr. Al Gore | DAFÜR | ● DAGEGEN | Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent. |
| 1.4 | Re-elect Ms. Andrea Jung | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Dr. Arthur D. Levinson | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.6 | Elect Ms. Monica C. Lozano | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Dr. Ronald D. Sugar | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Ms. Susan L. Wagner | DAFÜR | DAFÜR | |
| 2 | Re-election of the auditor | DAFÜR | DAFÜR | |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Proxy access | DAGEGEN | ● DAFÜR | Permitting shareholders to nominate board members gives shareholders more power to shape the board make up. |
| 5 | Shareholder resolution: Improve executive remuneration to include pay ratios and other factors | DAGEGEN | ● DAFÜR | The proposal aims at improving the remuneration policy. |

| No. | Traktanden | Board | Ethos | |
|-------|---|------------------|-------------------|--|
| 1 | Financial statements as at 31 December 2020 | DAFÜR | DAFÜR | |
| 2 | Allocation of profit for the year | DAFÜR | DAFÜR | |
| 3.1 | Binding vote on the remuneration policy | DAFÜR | DAFÜR | |
| 3.2 | Advisory vote on the remuneration paid in 2020 | DAFÜR | ● DAGEGEN | The information provided on the performance targets is insufficient. |
| 4.1 | Appointment of the members of the Board of Statutory Auditors | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG | |
| 4.1.1 | Slate of nominees submitted by Aquafil Holding SpA | KEINE EMPFEHLUNG | ● NICHT ABSTIMMEN | The information provided is insufficient. |
| 4.1.2 | Slate of nominees submitted by a group of institutional investors | KEINE EMPFEHLUNG | ● DAFÜR | No concerns regarding the independent nominee. |
| 4.2 | Appointment of the Chairperson of the Board of Statutory Auditors | ZURÜCKGEZOGEN | ZURÜCKGEZOGEN | |
| 4.3 | Determination of the remuneration of Statutory Auditors | DAFÜR | DAFÜR | |
| A | Deliberations on possible legal action against Directors if presented by shareholders | KEINE EMPFEHLUNG | ● DAGEGEN | This proposal was not disclosed in the agenda before the annual general meeting. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|---|
| 1 | Authorization for the purchase and disposal of treasury stock | DAFÜR | <ul style="list-style-type: none">• DAGEGEN The repurchase price is too high. |

| No. | Traktanden | Board | Ethos |
|------|--|-------------------------|--|
| 1a. | Opening of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 1b. | Announcements | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2. | Report of the supervisory board for the financial year 2020 | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 3. | Report of the executive board for the financial year 2020 | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 4a. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 4b. | Approve allocation of income | DAFÜR | DAFÜR |
| 5a. | Discharge of executive board | DAFÜR | DAFÜR |
| 5b. | Discharge of supervisory board | DAFÜR | DAFÜR |
| 6. | Election of auditor | DAFÜR | DAFÜR |
| 7a. | Approve remuneration report | DAFÜR | DAFÜR |
| 7b. | Approve remuneration of the supervisory board for the past FY 2020 | DAFÜR | DAFÜR |
| 8. | Approve executive remuneration policy | DAFÜR | DAFÜR |
| 9. | Election of Peter Oosterveer to the executive board | DAFÜR | DAFÜR |
| 10. | Composition of the supervisory board | | |
| 10a. | Election of Carla Mahieu | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 10b. | Election of Niek Hoek | DAFÜR | DAFÜR |
| 10c. | Election of Wee Gee Ang | DAFÜR | DAFÜR |
| 10d. | Announcement concerning vacancies in the supervisory board arising in 2022 | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 11a. | Authorisation to issue shares | DAFÜR | DAFÜR |
| 11b. | Authorisation to issue shares in connection with stock dividend | DAFÜR | DAFÜR |
| 11c. | Authorisation to restrict or exclude pre-emptive rights | DAFÜR | DAFÜR |
| 12. | Authorisation to repurchase own shares | DAFÜR | DAFÜR |
| 13. | Reduce share capital via cancellation of shares | DAFÜR | DAFÜR |
| 14. | Any other business | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |

| No. | Traktanden | Board | Ethos |
|-----|------------------------|-------------------------|-------------------------|
| 15. | Closing of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 1 | Annual Report and Accounts for the year ended 30 April 2021 | DAFÜR | DAFÜR | |
| 2 | Advisory vote on Directors' Remuneration report | DAFÜR | ● DAGEGEN | Excessive total remuneration. Performance targets are not sufficiently challenging. |
| 3 | Binding vote on Directors' Remuneration policy | DAFÜR | ● DAGEGEN | Excessive discretion of the remuneration committee in determining the performance criteria. The potential variable remuneration exceeds our guidelines. |
| 4 | Declare a final dividend | DAFÜR | DAFÜR | |
| | Elections to the Board of Directors | | | |
| 5 | Re-elect Mr. Paul Walker | DAFÜR | DAFÜR | |
| 6 | Re-elect Mr. Brendan C. Horgan | DAFÜR | ● DAGEGEN | Executive director sitting on the nomination committee, which is not best practice. |
| 7 | Re-elect Mr. Michael Pratt | DAFÜR | DAFÜR | |
| 8 | Re-elect Mr. Angus G. Cockburn | DAFÜR | DAFÜR | |
| 9 | Re-elect Ms. Lucinda Riches | DAFÜR | DAFÜR | |
| 10 | Re-elect Ms. Tanya Fratto | DAFÜR | DAFÜR | |
| 11 | Re-elect Mr. John Lindsley Ruth | DAFÜR | DAFÜR | |
| 12 | Re-elect Ms. Jillian Easterbrook | DAFÜR | DAFÜR | |
| 13 | Appoint Deloitte as auditor | DAFÜR | DAFÜR | |
| 14 | Auditor's remuneration | DAFÜR | DAFÜR | |
| 15 | Long-Term Incentive Plan 2021 | DAFÜR | ● DAGEGEN | Potential excessive awards. |
| 16 | Directors' authority to allot shares | DAFÜR | DAFÜR | |
| 17 | Disapplication of pre-emption rights on the issue of shares for cash | DAFÜR | DAFÜR | |
| 18 | Disapplication of pre-emption rights on the issue of shares for cash for an acquisition or capital investment | DAFÜR | DAFÜR | |
| 19 | Purchase of own shares | DAFÜR | ● DAGEGEN | The amount to be repurchased exceeds 10% of the share capital. |
| 20 | Authority to call general meetings on short notice | DAFÜR | ● DAGEGEN | 14-days is insufficient for shareholders to vote in an informed manner. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|-------|
| 21 | Adoption of new Articles of Association | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|----------|---|-------|--|
| 1a | Approval of the 2020 financial statements | DAFÜR | DAFÜR |
| 1b | Allocation of the 2020 profit and distribution of dividends | DAFÜR | DAFÜR |
| 2a (EGM) | Amendments to the Bylaws concerning the par value of shares | DAFÜR | DAFÜR |
| 2b (EGM) | Amendment to Art. 9.1 of the Bylaws, on equity items of the Life and the Property & Casualty Businesses | DAFÜR | DAFÜR |
| 3a | Binding vote on the remuneration policy | DAFÜR | DAFÜR |
| 3b | Advisory vote on the remuneration paid in 2020 | DAFÜR | ● DAGEGEN Excessive total remuneration. |
| 4a | Long-Term Incentive Plan 2021-2023 | DAFÜR | DAFÜR |
| 4b | Authorization for the purchase and disposal of treasury shares for the purpose of incentive plans | DAFÜR | DAFÜR |
| 4c (EGM) | Authorization to increase the share capital in execution of the 2021-2023 Long-Term Incentive Plan | DAFÜR | DAFÜR |
| A | Deliberations on possible legal action against Directors if presented by shareholders | | ● DAGEGEN Shareholders voting by proxy cannot approve in advance any unannounced proposal. |

| No. | Traktanden | Board | Ethos |
|------------|---|-----------------|---|
| 1. | Election of the chairman of the Meeting | DAFÜR | DAFÜR |
| 2. | Preparation and approval of the voting register | DAFÜR | DAFÜR |
| 3. | Approval of the agenda | DAFÜR | DAFÜR |
| 4. | Election of persons to verify the minutes of the Meeting | DAFÜR | DAFÜR |
| 5. | Determination whether the Meeting has been duly convened | DAFÜR | DAFÜR |
| 6. | Presentation of the (consolidated) annual report and the (consolidated) auditor's report | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 7a. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 7b (i). | Discharge of Staffan Bohman | DAFÜR | DAFÜR |
| 7b (ii). | Discharge of Tina Donikowski | DAFÜR | DAFÜR |
| 7b (iii). | Discharge of Johan Forssell | DAFÜR | DAFÜR |
| 7b (iv). | Discharge of Anna Ohlsson-Leijon | DAFÜR | DAFÜR |
| 7b (v). | Discharge of Mats Rahmström | DAFÜR | DAFÜR |
| 7b (vi). | Discharge of Gordon Riske | DAFÜR | DAFÜR |
| 7b (vii). | Discharge of Hans Stråberg | DAFÜR | DAFÜR |
| 7b (viii). | Discharge of Peter Wallenberg Jr | DAFÜR | DAFÜR |
| 7b (ix). | Discharge of Sabine Neuss | DAFÜR | DAFÜR |
| 7b (x). | Discharge of Mikael Bergstedt | DAFÜR | DAFÜR |
| 7b (xi). | Discharge of Benny Larsson | DAFÜR | DAFÜR |
| 7b (xii). | Discharge of the CEO | DAFÜR | DAFÜR |
| 7c. | Approve allocation of income and dividend | DAFÜR | DAFÜR |
| 7d. | Approve record date for dividend payment | DAFÜR | DAFÜR |
| 8a. | Resolution on the number of shareholder-elected members of the board of directors to be appointed | DAFÜR | DAFÜR |
| 8b. | Resolution on the number of auditors to be appointed | DAFÜR | DAFÜR |
| 9. | Composition of the board of directors | | |
| 9a (i). | Election of Staffan Bohman | DAFÜR | <p>● DAGEGEN</p> <p>Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent.</p> |
| 9a (ii). | Election of Tina Donikowski | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|------------|--|-------|-----------|---|
| 9a (iii). | Election of Johan Forssell | DAFÜR | ● DAGEGEN | Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent. |
| 9a (iv). | Election of Anna Ohlsson-Leijon | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 9a (v). | Election of Mats Rahmström | DAFÜR | DAFÜR | |
| 9a (vi). | Election of Gordon Riske | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 9a (vii). | Election of Hans Stråberg | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 9a (viii). | Election of Peter Wallenberg jr. | DAFÜR | DAFÜR | |
| 9b. | Election of the Chairman of the board | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 9c. | Election of auditor | DAFÜR | DAFÜR | |
| 10a. | Approve directors' fees | DAFÜR | DAFÜR | |
| 10b. | Approve auditors' fees | DAFÜR | DAFÜR | |
| 11a. | Approve remuneration report | DAFÜR | ● DAGEGEN | We do not consider the performance period for the long-term incentive plan to be long enough. |
| 11b. | Approve share-related incentive plan | DAFÜR | ● DAGEGEN | We do not consider the performance period for the long-term incentive plan to be long enough. |
| 12a. | Authorisation to repurchase own shares in connection with the share-related incentive plan 2021 | DAFÜR | ● DAGEGEN | We do not consider the performance period for the long-term incentive plan to be long enough. |
| 12b. | Authorisation to repurchase own shares in connection with the remuneration of the board of directors in the form of synthetic shares | DAFÜR | DAFÜR | |
| 12c. | Transfer of own shares in connection with the share-related incentive plan 2021 | DAFÜR | ● DAGEGEN | We do not consider the performance period for the long-term incentive plan to be long enough. |
| 12d. | Transfer of own shares in connection with the remuneration of the board of directors in the form of synthetic shares | DAFÜR | DAFÜR | |
| 12e. | Authorisation to transfer own shares in connection with share-related incentive plans 2016, 2017 and 2018 | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|------------------------|-------------------------|-------------------------|
| 13. | Closing of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|---|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR |
| 2 | To approve the consolidated financial statements | DAFÜR | ● DAGEGEN Concerns regarding the auditors having all the required information in the subsidiaries at the time of writing their report. |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR |
| | Board main features | | |
| 4 | Re-election of Vivek Badrinath as a Director for 3 years | DAFÜR | DAFÜR |
| 5 | Re-election of Bertrand Meunier as a Director for 3 years | DAFÜR | DAFÜR |
| 6 | Re-election of Aminata Niane as a Director for 3 years | DAFÜR | DAFÜR |
| 7 | Re-election of Lynn Paine as a Director for 3 years | DAFÜR | DAFÜR |
| 8 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR |
| 9 | Ex-post binding "Say on Pay" vote on the Chair individual remuneration | DAFÜR | DAFÜR |
| 10 | Ex-post binding "Say on Pay" vote on the CEO individual remuneration | DAFÜR | ● DAGEGEN The information provided on the performance targets is insufficient. |
| 11 | To approve the remuneration report | DAFÜR | DAFÜR |
| 12 | To approve the non-executive new remuneration policy | DAFÜR | DAFÜR |
| 13 | To approve the Chairman new remuneration policy | DAFÜR | DAFÜR |
| 14 | To approve the executives new remuneration policy | DAFÜR | ● DAGEGEN The potential variable remuneration exceeds our guidelines. |
| 15 | Say on the Company's ambition on decarbonation | DAFÜR | DAFÜR |
| 16 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR |
| 17 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR |
| 18 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR |
| 19 | To authorise capital increases for employees of the foreign companies of the Group. | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|-------|
| 20 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | DAFÜR |
| 21 | To amend articles 25, 28 and 33 of the Bylaws regarding the crossing of statutory thresholds | DAFÜR | DAFÜR |
| 22 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|------|---|-------|---|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Mr. Andrew Anagnost | DAFÜR | DAFÜR |
| 1.2 | Re-elect Ms. Karen Blasing | DAFÜR | DAFÜR |
| 1.3 | Re-elect Mr. Reid French | DAFÜR | DAFÜR |
| 1.4 | Re-elect Dr. elec. eng. Ayanna Howard | DAFÜR | DAFÜR |
| 1.5 | Re-elect Mr. Blake J. Irving | DAFÜR | DAFÜR |
| 1.6 | Re-elect Ms. Mary T. McDowell | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 1.7 | Re-elect Mr. Stephen D. Milligan | DAFÜR | DAFÜR |
| 1.8 | Re-elect Ms. Lorrie M. Norrington | DAFÜR | DAFÜR |
| 1.9 | Re-elect Ms. Betsy Rafael | DAFÜR | DAFÜR |
| 1.10 | Re-elect Mr. Stacy J. Smith | DAFÜR | DAFÜR |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive variable remuneration. |

| No. | Traktanden | Board | Ethos | |
|-----|---|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.a | Re-elect Mr. Peter Bisson | DAFÜR | DAFÜR | |
| 1.b | Re-elect Mr. Richard T. Clark | DAFÜR | ● DAGEGEN | The director is 75 years old, which exceeds guidelines. |
| 1.c | Re-elect Ms. Linnie M. Haynesworth | DAFÜR | DAFÜR | |
| 1.d | Re-elect Mr. John P. Jones | DAFÜR | DAFÜR | |
| 1.e | Re-elect Ms. Francine S. Katsoudas | DAFÜR | DAFÜR | |
| 1.f | Re-elect Ms. Nazzic S. Keene | DAFÜR | DAFÜR | |
| 1.g | Re-elect Mr. Thomas J. Lynch | DAFÜR | DAFÜR | |
| 1.h | Re-elect Mr. Scott F. Powers | DAFÜR | DAFÜR | |
| 1.i | Re-elect Mr. William J. Ready | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 1.j | Re-elect Mr. Carlos A. Rodriguez | DAFÜR | DAFÜR | |
| 1.k | Re-elect Ms. Sandra S. Wijnberg | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive total remuneration. Excessive variable remuneration. |
| 3 | Re-election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Shareholder resolution: Workforce involvement in corporate governance | DAGEGEN | ● DAFÜR | The nomination of an employee representative would better protect the interests of the non-management employees. |

| No. | Traktanden | Board | Ethos | |
|-----|---|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Douglas H. Brooks | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Ms. Linda A. Goodspeed | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Earl J. Graves Jr. | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 1.4 | Re-elect Mr. Enderson Guimaraes | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. D. Bryan Jordan | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Gale V. King | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. George R. Mrkonic Jr. | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. William C. Rhodes III | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.9 | Re-elect Ms. Jill A. Soltau | DAFÜR | DAFÜR | |
| 2 | Re-election of Ernst & Young LLP as the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | The pay-for-performance connection is not demonstrated. Excessive variable remuneration. |
| 4 | Shareholder resolution: Report on climate transition plan | DAGEGEN | ● DAFÜR | The resolution aims to mitigate climate change and is in line with the objectives of the Paris Accord. |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Bradley A. Alford | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Anthony K. Anderson | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Mark J. Barrenechea | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Mitchell R. Butier | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.5 | Re-elect Mr. Ken C. Hicks | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Andres Lopez | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Patrick T. Siewert | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 1.8 | Re-elect Ms. Julia A. Stewart | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Ms. Martha N. Sullivan | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services. |

| No. | Traktanden | Board | Ethos | |
|------|---|-------|-------------------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. W. Geoffrey Beattie | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Gregory D. Brenneman | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Ms. Cynthia Carroll | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Clarence P. Cazalot Jr. | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Ms. Nelda Janine Connors | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Gregory L. Ebel | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Ms. Lynn Elsenhans | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. John Rice | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Lorenzo Simonelli | DAFÜR | ● ZURÜCK-BEHALTEN | Combined chairman and CEO. |
| 1.10 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 2 | Election of the auditor | DAFÜR | DAFÜR | |
| 3 | To approve and amend the Employee Stock Purchase Plan | DAFÜR | DAFÜR | |
| 4 | To approve the 2021 Long-Term Incentive Plan | DAFÜR | ● DAGEGEN | The non-executive directors receive variable remuneration. |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Ms. Linda Z. Cook | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Joseph J. Echevarria | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Thomas P. Gibbons | DAFÜR | DAFÜR | |
| 1.4 | Elect Ms. Amy M. Gilliland | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Dr. oec. Jeffrey A. Goldstein | DAFÜR | DAFÜR | |
| 1.6 | Elect Mr. K. Guru Gowrappan | DAFÜR | DAFÜR | |
| 1.7 | Elect Mr. Ralph Izzo | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Dr. Edmund F. Kelly | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. |
| 1.9 | Re-elect Ms. Elizabeth E. Robinson | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Mr. Samuel C. Scott III | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. |
| 1.11 | Re-elect Mr. Frederick O. Terrell | DAFÜR | DAFÜR | |
| 1.12 | Re-elect Mr. Alfred W. Zollar | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | DAFÜR | |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|-------|
| 1 | Decision to amend article 6 of the articles of association of the Company: authorisation to issue shares | DAFÜR | DAFÜR |
| 2 | Decision to amend article 28 of the articles of association of the Company: appointment of the proxy holder | DAFÜR | DAFÜR |
| 3 | Decision to amend article 29 of the articles of association of the Company: right to ask questions | DAFÜR | DAFÜR |
| 4 | Decision to amend article 30 of the articles of association of the Company: proceedings | DAFÜR | DAFÜR |
| 5 | Decision to amend article 32 of the articles of association of the Company: voting at General Meetings | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|---------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Ms. Corie S. Barry | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Ms. Lisa M. Caputo | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. J. Patrick Doyle | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. David W. Kenny | DAFÜR | DAFÜR | |
| 1.5 | Elect Mr. Mario J. Marte | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Karen A. McLoughlin | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Thomas L. Millner | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Ms. Claudia F. Munce | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Ms. Richelle P. Parham | DAFÜR | DAFÜR | |
| 1.10 | Elect Mr. Steven E. Rendle | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. Eugene Woods | DAFÜR | DAFÜR | |
| 2 | Election of the auditor | DAFÜR | DAFÜR | |
| 3 | Advisory vote on executive remuneration | DAFÜR | DAFÜR | |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Concerns over the high special meeting consent threshold of 25%. |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|---|
| 1 | 1) To approve the parent company's financial statements; 2) To approve specific luxury or non-deductible expenses | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | Discharge of the Board | DAFÜR | DAFÜR | |
| 4 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| 5 | Approval of the related-party agreement entered into by the Company with Institut Mérieux regarding an addendum | DAFÜR | ● DAGEGEN | Concerns over one or more related party agreements that are not in the interests of shareholders. |
| 6 | Approval of the related-party agreement entered into by the Company with Fondation Mérieux regarding the | DAFÜR | DAFÜR | |
| 7 | Approval of the related-party agreement entered into by the Company with Fondation Mérieux regarding the | DAFÜR | DAFÜR | |
| 8 | Approval of the related-party agreement entered into by the Company with the bioMérieux Endowment Fund | DAFÜR | DAFÜR | |
| | Board main features | | | |
| 9 | Re-election of Alain Mérieux as a Founding Chairman for 4 years | DAFÜR | DAFÜR | |
| 10 | Re-election of Marie-Paule Kieny as a Director for 4 years | DAFÜR | DAFÜR | |
| 11 | Re-election of Fanny Letier as a Director for 4 years | DAFÜR | DAFÜR | |
| 12 | To approve the remuneration report | DAFÜR | DAFÜR | |
| 13 | To approve the new chairman-CEO remuneration policy | DAFÜR | ● DAGEGEN | The information provided on the performance targets is insufficient. |
| 14 | To approve the new deputy CEO remuneration policy | DAFÜR | ● DAGEGEN | The information provided on the performance targets is insufficient. |
| 15 | To approve the non-executive new remuneration policy | DAFÜR | DAFÜR | |
| 16 | Ex-post binding "Say on Pay" vote on the individual remuneration | DAFÜR | DAFÜR | |
| 17 | Ex-post binding "Say on Pay" vote on on the Chairman-CEO remuneration, Alexandre Mérieux | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 18 | Ex-post binding "Say on Pay" vote on the deputy CEO, Pierre Boulud | DAFÜR | ● DAGEGEN | Some important elements of best practice are missing from the structure of the executive remuneration. |
| 19 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 20 | To authorise a potential reduction in the company's share capital | DAFÜR | ● DAGEGEN | The capital reduction is incompatible with the long-term interests of the majority of the company's stakeholders. |
| 21 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | ● DAGEGEN | Anti takeover measure that can lead to an exclusion of any potentially non-friendly offer which could be in the interests of shareholders. |
| 22 | 1)Global allowance to issue capital related securities without pre-emptive rights by public issuance ; 2)To approve issues of shares or other capital related securities as a payment for any public exchange offer | DAFÜR | ● DAGEGEN | Anti takeover measure that can lead to an exclusion of any potentially non-friendly offer which could be in the interests of shareholders. |
| 23 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN | Anti takeover measure that can lead to an exclusion of any potentially non-friendly offer which could be in the interests of shareholders. |
| 24 | To depart from the legal rules defining the maximum discount for capital increase without pre-emptive rights (up to 10% of share capital) | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 25 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN | Additional potential dilution which is not in shareholders' interests. |
| 26 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company | DAFÜR | ● DAGEGEN | Anti takeover measure that can lead to an exclusion of any potentially non-friendly offer which could be in the interests of shareholders. |
| 27 | To authorise capital increases by transfer of reserves | DAFÜR | DAFÜR | |
| 28 | To approve issuance of securities by subsidiaries offering access to the parent company's capital | DAFÜR | ● DAGEGEN | The purpose of the proposed authorisation is incompatible with the long-term interests of the company's shareholders. |
| 29 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | ● DAGEGEN | The information provided on the performance targets is insufficient. |
| 30 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 31 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 32 | To limit capital increases with or without pre-emptive rights | DAFÜR | DAFÜR | |
| 33 | Amendments to Articles 12, 14, 15 and 17 of the Company's bylaws | DAFÜR | DAFÜR | |
| 34 | Approval of the conversion of the Company into a European Company (Societas Europaea) and the terms of the | DAFÜR | ● DAGEGEN | The amendment has a negative impact on the rights or interests of all or some of the shareholders. |
| 35 | Adoption of the Company's bylaws in its new legal form as a European Company | DAFÜR | ● DAGEGEN | The amendment has a negative impact on the rights or interests of all or some of the shareholders. |
| 36 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------------------------|-------------------------|---|
| 1 | Receive the Annual Report | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG | |
| 2 | Approve the Dividend | DAFÜR | DAFÜR | |
| 3 | Approve Discharge of Management Board | DAFÜR | DAFÜR | |
| 4 | Approve Discharge of Supervisory Board | DAFÜR | DAFÜR | |
| 5 | Appoint the Auditors | DAFÜR | DAFÜR | |
| 6 | Approve Remuneration System for the Management Board members | DAFÜR | DAFÜR | |
| 7a | Amend Remuneration of the Supervisory Board members | DAFÜR | ● DAGEGEN | The proposed increase relative to the previous year is excessive and not justified. |
| 7b | Approve Remuneration of the Supervisory Board members | DAFÜR | ● DAGEGEN | The proposed increase relative to the previous year is not justified. |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| 4 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR | |
| | Board main features | | | |
| 5 | Re-election of Ana Giros Calpe as a Director for 4 years | DAFÜR | DAFÜR | |
| 6 | Re-election of Lucia Sinapi-Thomas as a Director for 4 years | DAFÜR | DAFÜR | |
| 7 | Re-election of André François-Poncet as a Director for 4 years | DAFÜR | DAFÜR | |
| 8 | Re-election of Jerome Michiels as a Director for 4 years | DAFÜR | DAFÜR | |
| 9 | Election of Julie Avrane-Chopard as a Director for 4 years | DAFÜR | DAFÜR | |
| 10 | To ratify the co-optation of Christine Anglade-Pirzadeh as a Director for 3 years | DAFÜR | DAFÜR | |
| 11 | To approve the remuneration report | DAFÜR | ● DAGEGEN | Some important elements of best practice are missing from the structure of the executive remuneration. |
| 12 | Ex-post binding "Say on Pay" vote on the individual remuneration of the chair | DAFÜR | DAFÜR | |
| 13 | Ex-post binding "Say on Pay" vote on the executive individual remuneration | DAFÜR | ● DAGEGEN | Excessive discretion of the remuneration committee in adjusting the performance criteria that were approved by shareholders. |
| 14 | To approve the non-executive new remuneration policy | DAFÜR | DAFÜR | |
| 15 | To approve the chairman new remuneration policy | DAFÜR | ● DAGEGEN | The proposed increase relative to the previous year is excessive and not justified. |
| 16 | To approve the executives new remuneration policy | DAFÜR | ● DAGEGEN | Concerns over the increase of the long-term remuneration that is not justified and considered excessive. |
| 17 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 18 | To limit capital increases with or without pre-emptive rights | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 19 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | DAFÜR | |
| 20 | To authorise capital increases by transfer of reserves | DAFÜR | DAFÜR | |
| 21 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company | DAFÜR | DAFÜR | |
| 22 | To approve issues of shares or other capital related securities as a payment for any public exchange offer | DAFÜR | DAFÜR | |
| 23 | Global allowance to issue capital related securities without pre-emptive rights by public issuance | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 24 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 25 | To depart from the legal rules defining the maximum discount for capital increase without pre-emptive rights (up to 10% of share capital) | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 26 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 27 | To authorise new option plans (existing shares) | DAFÜR | DAFÜR | |
| 28 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | ● DAGEGEN | Potential excessive awards. |
| 29 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 30 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR | |
| 31 | To amend Article 10 : identification of shareholders | DAFÜR | DAFÜR | |
| 32 | To amend Article 15.2 : consultation of the Board | DAFÜR | DAFÜR | |
| 33 | To amend the Articles on the maximum age of the Chairman | DAFÜR | DAFÜR | |
| 34 | To amend the Articles on the maximum age of the CEO | DAFÜR | DAFÜR | |
| 35 | To modify the Article 22 : auditors | DAFÜR | DAFÜR | |
| 36 | To change Articles provisions in line with legal requirements | DAFÜR | DAFÜR | |
| 37 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Ms. Fabiola R. Arredondo | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Howard M. Averill | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. John P. Bilbrey | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Mark A. Clouse | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Bennett Dorrance | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Maria Teresa Hilado | DAFÜR | DAFÜR | |
| 1.7 | Elect Mr. Grant H. Hill | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Ms. Sarah Hofstetter | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Marc B. Lautenbach | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Ms. Mary Alice Dorrance Malone | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. Keith R. McLoughlin | DAFÜR | DAFÜR | |
| 1.12 | Re-elect Mr. Kurt T. Schmidt | DAFÜR | DAFÜR | |
| 1.13 | Re-elect Mr. Archbold D. van Beuren | DAFÜR | DAFÜR | |
| 2 | Re-election of PwC as the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Simple majority vote | DAGEGEN | ● DAFÜR | The introduction of simple majority voting is in the interests of shareholders. |
| 5 | Shareholder resolution: Virtual shareholder meetings | DAGEGEN | ● DAFÜR | The proposal aims at improving shareholder rights. |

| No. | Traktanden | Board | Ethos |
|-----|---|---------|---|
| 1 | Elections of directors | | |
| 1.a | Re-elect Ms. Carrie S. Cox | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 1.b | Re-elect Mr. Bruce L. Downey | DAFÜR | DAFÜR |
| 1.c | Re-elect Ms. Sheri H. Edison | DAFÜR | DAFÜR |
| 1.d | Re-elect Mr. David C. Evans | DAFÜR | DAFÜR |
| 1.e | Re-elect Ms. Patricia A. Hemingway Hall | DAFÜR | DAFÜR |
| 1.f | Re-elect Mr. Akhil Johri | DAFÜR | DAFÜR |
| 1.g | Re-elect Mr. Michael C. Kaufmann | DAFÜR | DAFÜR |
| 1.h | Re-elect Mr. Gregory B. Kenny | DAFÜR | DAFÜR |
| 1.i | Re-elect Ms. Nancy Killefer | DAFÜR | DAFÜR |
| 1.j | Re-elect Mr. Dean A. Scarborough | DAFÜR | DAFÜR |
| 1.k | Re-elect Mr. John H. Weiland | DAFÜR | DAFÜR |
| 2 | Re-election of the auditor | DAFÜR | DAFÜR |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive total remuneration. Excessive variable remuneration. |
| 4 | To approve the adoption of the 2021 Long-Term Incentive Plan | DAFÜR | ● DAGEGEN Potential excessive awards. |
| 5 | Amend articles of association: reduce threshold for calling a special meeting of shareholders | DAFÜR | DAFÜR |
| 6 | Shareholder resolution: Independent chairman | DAGEGEN | DAGEGEN |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|---|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| 4 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR | |
| 5 | Re-election of Alexandre Bompard as a Director for 3 years | DAFÜR | DAFÜR | |
| 6 | Re-election of Philippe Houzé as a Director for 3 years | DAFÜR | DAFÜR | |
| 7 | Re-election of Stéphane Israël as a Director for 3 years | DAFÜR | DAFÜR | |
| 8 | Re-election of Claudia Almeida e Silva as a Director for 3 years | DAFÜR | DAFÜR | |
| 9 | Re-election of Nicolas Bazire as a Director for 3 years | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 10 | Re-election of Stéphane Courbit as a Director for 3 years | DAFÜR | DAFÜR | |
| 11 | Re-election of Aurore Domont as a Director for 3 years | DAFÜR | DAFÜR | |
| 12 | Re-election of Mathilde Lemoine as a Director for 3 years | DAFÜR | DAFÜR | |
| 13 | Re-election of Patricia Moulin as a Director for 3 years | DAFÜR | DAFÜR | |
| 14 | To re-elect Deloitte & Associés as auditor for 6 years; To not re-elect BEAS as substitute external auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 15 | To not re-elect KPMG SA as auditor; To not re-elect Salustro as substitute external auditor | DAFÜR | DAFÜR | |
| 16 | To approve the remuneration report | DAFÜR | ● DAGEGEN | The potential variable remuneration exceeds our guidelines. |
| 17 | Ex-post binding "Say on Pay" vote on the executive individual remuneration of Alexandre Bompard, Chairman and CEO | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 18 | To approve the new executive remuneration policy of Alexandre Bompard, Chairman and CEO | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 19 | To approve the new non-executive remuneration policy | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 20 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 21 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR | |
| 22 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | DAFÜR | |
| 23 | Global allowance to issue capital related securities without pre-emptive rights by public issuance | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 24 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 25 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN | Additional potential dilution which is not in shareholders' interests. |
| 26 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company | DAFÜR | DAFÜR | |
| 27 | To authorise capital increases by transfer of reserves | DAFÜR | DAFÜR | |
| 28 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 29 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | ● DAGEGEN | The information provided is insufficient. The potential variable remuneration exceeds our guidelines. |
| 30 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|--|
| 1 | Elections of directors | | |
| 1.a | Re-elect Mr. Alain Bouchard | DAFÜR | ● ZURÜCK-BEHALTEN Concerns over the director's attendance rate, which was below 75% during the year under review. |
| 1.b | Re-elect Mr. George A. Cope | DAFÜR | DAFÜR |
| 1.c | Re-elect Ms. Paule Doré | DAFÜR | ● ZURÜCK-BEHALTEN The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.d | Re-elect Ms. Julie Godin | DAFÜR | DAFÜR |
| 1.e | Re-elect Mr. Serge Godin | DAFÜR | DAFÜR |
| 1.f | Re-elect Mr. Timothy J. Hearn | DAFÜR | ● ZURÜCK-BEHALTEN The director is over 75 years old, which exceeds guidelines. |
| 1.g | Re-elect Mr. Andre Imbeau | DAFÜR | DAFÜR |
| 1.h | Re-elect Mr. Gilles Labbé | DAFÜR | DAFÜR |
| 1.i | Re-elect Mr. Michael B. Pedersen | DAFÜR | DAFÜR |
| 1.j | Elect Mr. Stephen S. Poloz | DAFÜR | DAFÜR |
| 1.k | Elect Mr. Mary Powell | DAFÜR | DAFÜR |
| 1.l | Re-elect Ms. Alison C. Reed | DAFÜR | DAFÜR |
| 1.m | Re-elect Mr. Michael E. Roach | DAFÜR | DAFÜR |
| 1.n | Re-elect Mr. George D. Schindler | DAFÜR | DAFÜR |
| 1.o | Re-elect Ms. Kathy N. Waller | DAFÜR | DAFÜR |
| 1.p | Re-elect Mr. Joakim Westh | DAFÜR | DAFÜR |
| 2 | Re-election of PricewaterhouseCoopers LLP as the auditor and authorisation to the audit committee to fix its compensation | DAFÜR | DAFÜR |
| 3 | Amend articles of association: virtual meetings | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|---|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Walter W. Bettinger II | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Ms. Joan T. Dea | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Christopher V. Dodds | DAFÜR | ● DAGEGEN | Non independent director (former executive). The board is not sufficiently independent. |
| 1.4 | Re-elect Mr. Mark A. Goldfarb | DAFÜR | ● DAGEGEN | Non independent director (business connections with the company). The board is not sufficiently independent. |
| 1.5 | Re-elect Mr. Bharat B. Masrani | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Charles A. Ruffel | DAFÜR | ● DAGEGEN | Non independent director (various reasons). The board is not sufficiently independent. |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Disclose lobbying contributions | DAGEGEN | ● DAFÜR | Enhanced disclosure on lobbying expenses. |
| 5 | Shareholder resolution: Board Declassification | DAGEGEN | ● DAFÜR | The proposal aims at improving the company's corporate governance. |

| No. | Traktanden | Board | Ethos | |
|-----|--|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.a | Re-elect Mr. Robert M. Calderoni | DAFÜR | DAFÜR | |
| 1.b | Re-elect Ms. Nanci E. Caldwell | DAFÜR | DAFÜR | |
| 1.c | Re-elect Mr. Murray J. Demo | DAFÜR | DAFÜR | |
| 1.d | Re-elect Dr. Ajei S. Gopal | DAFÜR | DAFÜR | |
| 1.e | Re-elect Mr. David J. Henshall | DAFÜR | DAFÜR | |
| 1.f | Re-elect Mr. Thomas E. Hogan | DAFÜR | DAFÜR | |
| 1.g | Re-elect Ms. Moira A. Kilcoyne | DAFÜR | DAFÜR | |
| 1.h | Elect Mr. Robert E. Knowling Jr. | DAFÜR | DAFÜR | |
| 1.i | Re-elect Mr. Peter J. Sacripanti | DAFÜR | DAFÜR | |
| 1.j | Re-elect Mr. J. Donald Sherman | DAFÜR | DAFÜR | |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Simple majority voting | DAGEGEN | ● DAFÜR | The introduction of simple majority voting is in the interests of shareholders. |

| No. | Traktanden | Board | Ethos | |
|------|---|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Dr. Amy L. Banse | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Dr. Richard H. Carmona | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 1.3 | Re-elect Mr. Spencer C. Fleischer | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Ms. Esther Lee | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. A.D. David Mackay | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Paul Parker | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Ms. Linda J. Rendle | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. Matthew J. Shattock | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Ms. Kathryn A. Tesija | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Mr. Russell J. Weiner | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. Christopher J. Williams | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Re-election of Ernst & Young LLP as the auditor | DAFÜR | DAFÜR | |
| 4 | Amend and restate the 2005 Stock Incentive Plan | DAFÜR | ● DAGEGEN | Excessive discretion of the remuneration committee. Potential excessive awards. |
| 5 | Shareholder resolution: Employee representation on board of directors | DAGEGEN | ● DAFÜR | The nomination of an employee representative would better protect the interests of the non-management employees. |

| No. | Traktanden | Board | Ethos | |
|------|------------------------------------|-------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Terrence A. Duffy | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.2 | Re-elect Mr. Timothy S. Bitsberger | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Charles P. Carey | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Dennis H. Chookaszian | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. |
| 1.5 | Re-elect Mr. Bryan Durkin | DAFÜR | ● DAGEGEN | Non independent director (former executive). The board is not sufficiently independent. |
| 1.6 | Re-elect Ms. Ana Dutra | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Martin J. Gepsman | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.8 | Re-elect Mr. Larry G. Gerdes | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Daniel R. Glickman | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.10 | Re-elect Mr. Daniel G. Kaye | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Ms. Phyllis M. Lockett | DAFÜR | ● DAGEGEN | Non independent director and the board size is excessive. |
| 1.12 | Re-elect Prof. Deborah J. Lucas | DAFÜR | DAFÜR | |
| 1.13 | Re-elect Ms. Terry L. Savage | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. |
| 1.14 | Re-elect Ms. Rahael Seifu | DAFÜR | DAFÜR | |
| 1.15 | Re-elect Mr. William R. Shepard | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.16 | Re-elect Mr. Howard J. Siegel | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.17 | Re-elect Mr. Dennis A. Suskind | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. |
| 2 | Election of the auditor | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|--|
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive variable remuneration. |

| No. | Traktanden | Board | Ethos | |
|------|---|-----------------|-----------------|--|
| 1. | Report on the Company's activities | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG | |
| 2. | Adoption of the financial statements | DAFÜR | DAFÜR | |
| 3. | Approve allocation of income and dividend | DAFÜR | DAFÜR | |
| 4. | Approve remuneration report | DAFÜR | ● DAGEGEN | The long-term incentive plan is not subject to challenging performance conditions. |
| 5. | Approve directors' fees | DAFÜR | DAFÜR | |
| 6. | Approve executive remuneration policy | DAFÜR | ● DAGEGEN | The long-term incentive plan is not subject to challenging performance conditions. |
| 7. | Composition of the board of directors | | | |
| 7.1. | Election of Lars Søren Rasmussen | DAFÜR | DAFÜR | |
| 7.2. | Election of Niels Peter Louis-Hansen | DAFÜR | DAFÜR | |
| 7.3. | Election of Jette Nygaard-Andersen | DAFÜR | DAFÜR | |
| 7.4. | Election of Carsten Hellmann | DAFÜR | DAFÜR | |
| 7.5. | Election of Marianne Wiinholt | DAFÜR | ● ENTHALTUNG | Concerns over the director's time commitments. Oppose is not allowed. |
| 7.6. | Election of Annette Brüls | DAFÜR | DAFÜR | |
| 8. | Election of auditor | DAFÜR | ● ENTHALTUNG | The auditor's long tenure raises independence concerns. On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services. Oppose is not allowed. |
| 9. | Any other business | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG | |

| No. | Traktanden | Board | Ethos |
|-----|---|-------------------------|-------------------------|
| 1. | Opening of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2. | Report of the executive board for the financial year 2020 | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 3. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 4. | Approve remuneration report | DAFÜR | DAFÜR |
| 5. | Explanation of the policy on reserves and dividends | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 6. | Approve allocation of income | DAFÜR | DAFÜR |
| 7. | Discharge of executive board | DAFÜR | DAFÜR |
| 8. | Discharge of supervisory board | DAFÜR | DAFÜR |
| 9. | Election of Eddy van Rhede van der Kloot to the executive board | DAFÜR | DAFÜR |
| | Composition of the supervisory board | | |
| 10. | Election of Dessi Temperley | DAFÜR | DAFÜR |
| 11. | Election of Mathieu Vrijzen | DAFÜR | DAFÜR |
| 12. | Authorisation to issue shares | DAFÜR | DAFÜR |
| 13. | Authorisation to restrict or exclude pre-emptive rights | DAFÜR | DAFÜR |
| 14. | Authorisation to issue additional shares in connection with mergers, acquisitions and/or (strategic) alliances | DAFÜR | DAFÜR |
| 15. | Authorisation to restrict or exclude pre-emptive rights in connection with mergers, acquisitions and/or (strategic) alliances | DAFÜR | DAFÜR |
| 16. | Authorisation to repurchase own shares | DAFÜR | DAFÜR |
| 17. | Reduce share capital via cancellation of shares | DAFÜR | DAFÜR |
| 18. | Election of auditor | DAFÜR | DAFÜR |
| 19. | Any other business | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 20. | Closing of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |

| No. | Traktanden | Board | Ethos |
|------|---|-------|---|
| 1 | Approval of the Directors' Report and the accounts for 2020 | DAFÜR | DAFÜR |
| 2 | Approval of the consolidated Directors' report and the consolidated accounts for 2020 | DAFÜR | DAFÜR |
| 3 | Approval of the corporate governance report for 2020 | DAFÜR | DAFÜR |
| 4 | Approval of the non-financial information report for 2020 | DAFÜR | DAFÜR |
| 5 | Allocation of income | DAFÜR | ● DAGEGEN The proposed dividend is inconsistent with the company's financial situation. |
| 6 | Express a vote of confidence in the corporate bodies of the Company | DAFÜR | DAFÜR |
| 7 | Acquisition of own shares | DAFÜR | DAFÜR |
| 8 | Sale by the Company of its own shares | DAFÜR | DAFÜR |
| 9 | Change of the current management and supervision structure | DAFÜR | DAFÜR |
| 10 | Amendment of the Company's Articles of Association | DAFÜR | DAFÜR |
| 11 | Election of governing bodies for the 2021-2023 period | | |
| 11.A | Elect the Presiding Board of the General Meeting | DAFÜR | DAFÜR |
| 11.B | Elect the Board of Directors | DAFÜR | ● DAGEGEN The board is not sufficiently independent in our view and the proposed slate would not improve the level of independence. |
| 11.C | Elect the Statutory Auditor | DAFÜR | DAFÜR |
| 12 | Remuneration Policy 2021-2023 | DAFÜR | ● DAGEGEN The information provided on the performance targets is insufficient. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|-------|
| 1 | Approval of the individual interim balance sheet of the Company as of 30 September 2021 | DAFÜR | DAFÜR |
| 2 | Approval of the distribution of a dividend of €0.085 per share | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|---|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Ms. Susan L. Decker | DAFÜR | DAFÜR |
| 1.2 | Re-elect Mr. Kenneth D. Denman | DAFÜR | DAFÜR |
| 1.3 | Re-elect Mr. Richard A. Galanti | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN Executive director. The board is not sufficiently independent. |
| 1.4 | Re-elect Mr. W. Craig Jelinek | DAFÜR | DAFÜR |
| 1.5 | Re-elect Ms. Sally Jewell | DAFÜR | DAFÜR |
| 1.6 | Re-elect Mr. Charles T. Munger | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.7 | Re-elect Mr. Jeffrey S. Raikes | DAFÜR | DAFÜR |
| 2 | Re-election of KPMG as the auditor | DAFÜR | DAFÜR |
| 3 | Advisory vote on executive remuneration | DAFÜR | <ul style="list-style-type: none"> ● DAGEGEN Excessive variable remuneration. We do not consider the performance period for the long-term incentive plan to be long enough. |

| No. | Traktanden | Board | Ethos |
|------|--|---------|---|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Mr. Fernando Aguirre | DAFÜR | DAFÜR |
| 1.2 | Re-elect Mr. C. David Brown II | DAFÜR | DAFÜR |
| 1.3 | Re-elect Ms. Alecia A. DeCoudreaux | DAFÜR | DAFÜR |
| 1.4 | Re-elect Ms. Nancy-Ann M. DeParle | DAFÜR | DAFÜR |
| 1.5 | Re-elect Mr. David W. Dorman | DAFÜR | DAFÜR |
| 1.6 | Re-elect Mr. Roger N. Farah | DAFÜR | DAFÜR |
| 1.7 | Re-elect Ms. Anne M. Finucane | DAFÜR | DAFÜR |
| 1.8 | Re-elect Mr. Edward J. Ludwig | DAFÜR | DAFÜR |
| 1.9 | Elect Ms. Karen S. Lynch | DAFÜR | DAFÜR |
| 1.10 | Re-elect Mr. Jean-Pierre Millon | DAFÜR | DAFÜR |
| 1.11 | Re-elect Ms. Mary L. Schapiro | DAFÜR | DAFÜR |
| 1.12 | Re-elect Mr. William C. Weldon | DAFÜR | DAFÜR |
| 1.13 | Re-elect Mr. Tony L. White | DAFÜR | DAFÜR |
| 2 | Election of the auditor | DAFÜR | DAFÜR |
| 3 | Advisory vote on executive remuneration | DAFÜR | <p>● DAGEGEN Excessive variable remuneration.</p> |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | <p>● DAFÜR Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM.</p> |
| 5 | Shareholder resolution: Independent chairman | DAGEGEN | DAGEGEN |

| No. | Traktanden | Board | Ethos | |
|------|--|-------|-----------|--|
| 1 | Dividend Allocation | DAFÜR | DAFÜR | |
| 2 | Election of Directors | | | |
| 22 | Re-elect Mr. Keiichi Yoshii | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 2.2 | Re-elect Mr. Takeshi Kosokabe | DAFÜR | DAFÜR | |
| 2.3 | Re-elect Mr. Hirotsugu Otomo | DAFÜR | DAFÜR | |
| 2.4 | Re-elect Mr. Tatsuya Urakawa | DAFÜR | DAFÜR | |
| 2.5 | Re-elect Mr. Kazuhito Dekura | DAFÜR | DAFÜR | |
| 2.6 | Re-elect Mr. Yoshinori Ariyoshi | DAFÜR | DAFÜR | |
| 2.7 | Re-elect Mr. Keisuke Shimonishi | DAFÜR | DAFÜR | |
| 2.8 | Re-elect Mr. Nobuya Ichiki | DAFÜR | DAFÜR | |
| 2.9 | Elect Mr. Yoshiyuki Murata | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 2.10 | Re-elect Mr. Kazuyoshi Kimura | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. |
| 2.11 | Re-elect Mr. Yutaka Shigemori | DAFÜR | DAFÜR | |
| 2.12 | Re-elect Ms. Yukiko Yabu | DAFÜR | DAFÜR | |
| 2.13 | Re-elect Mr. Yukinori Kuwano | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. |
| 2.14 | Re-elect Prof. Miwa Seki | DAFÜR | DAFÜR | |
| 3 | Election of 2 Corporate Auditors | | | |
| 3.1 | Elect Mr. Tadatoshi Maeda as a Corporate Auditor | DAFÜR | DAFÜR | |
| 3.2 | Elect Mr. Katsuji Kishimoto as a Corporate Auditor | DAFÜR | DAFÜR | |
| 4 | Approve bonus payment for executive directors | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|--|
| 1 | To receive the audited consolidated financial statements of the company | DAFÜR | DAFÜR |
| 2 | Approve the dividend | DAFÜR | DAFÜR |
| 3 | Approve Directors Fees | DAFÜR | <p>● DAGEGEN</p> <p>The remuneration of the non-executive chairman largely exceeds that of the other non-executive board members without adequate justification.</p> |
| 4 | Election of the auditor | DAFÜR | DAFÜR |
| | Elections of directors | DAFÜR | DAFÜR |
| 5 | Re-elect Mr. Piyush Gupta | DAFÜR | DAFÜR |
| 6 | Elect Ms. Punita Lal | DAFÜR | DAFÜR |
| 7 | Elect Mr. Anthony Lim | DAFÜR | DAFÜR |
| 8 | Approve the revision of the DBSH share plan | DAFÜR | <p>● DAGEGEN</p> <p>Excessive variable remuneration.</p> |
| 9 | Approve the revision of the California sub-plan | DAFÜR | <p>● DAGEGEN</p> <p>Potential excessive awards.</p> <p>No individual caps are disclosed.</p> |
| 10 | To grant a mandate to issue shares | DAFÜR | DAFÜR |
| 11 | To grant a mandate to issue shares for the Scrip Dividend Scheme | DAFÜR | DAFÜR |
| 12 | Renewal of share repurchase | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-------------------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Michael S. Dell | DAFÜR | ● ZURÜCK-BEHALTEN | Combined chairman and CEO. |
| 1.2 | Re-elect Mr. David W. Dorman | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Egon P. Durban | DAFÜR | ● ZURÜCK-BEHALTEN | Concerns over the director's time commitments. |
| 1.4 | Re-elect Mr. William D. Green | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Simon Patterson | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Lynn M. Vojvodich | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Ms. Ellen J. Kullman (representative of Class C shareholders) | DAFÜR | DAFÜR | |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|-------|
| 1 | Authorization for the convertibility of the equity-linked bond denominated "€500'000'000 Zero Coupon Equity Linked Bonds due 2028" | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|---|
| 1 | Elections of directors | | |
| 1.a | Re-elect Mr. Arnold S. Barron | DAFÜR | DAFÜR |
| 1.b | Re-elect Mr. Gregory M. Bridgeford | DAFÜR | DAFÜR |
| 1.c | Re-elect Mr. Thomas W. Dickson | DAFÜR | DAFÜR |
| 1.d | Re-elect Mr. Lemuel E. Lewis | DAFÜR | DAFÜR |
| 1.e | Re-elect Mr. Jeffrey G. Naylor | DAFÜR | DAFÜR |
| 1.f | Elect Ms. Winnie Y. Park | DAFÜR | DAFÜR |
| 1.g | Re-elect Mr. Bob Sasser | DAFÜR | DAFÜR |
| 1.h | Re-elect Ms. Stephanie P. Stahl | DAFÜR | DAFÜR |
| 1.i | Re-elect Ms. Carrie A. Wheeler | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 1.j | Re-elect Mr. Thomas E. Whiddon | DAFÜR | DAFÜR |
| 1.k | Elect Mr. Michael A. Witynski | DAFÜR | DAFÜR |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN The auditor's long tenure raises independence concerns. |
| 4 | To approve the adoption of the 2021 Omnibus Incentive Plan | DAFÜR | ● DAGEGEN Potential excessive awards. |

| No. | Traktanden | Board | Ethos |
|------|---|-------|---|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Mr. John P. Case | DAFÜR | DAFÜR |
| 1.2 | Re-elect Mr. James B. Connor | DAFÜR | ● DAGEGEN Combined chairman and CEO. |
| 1.3 | Re-elect Ms. Tamara D. Fischer | DAFÜR | DAFÜR |
| 1.4 | Re-elect Mr. Norman K. Jenkins | DAFÜR | DAFÜR |
| 1.5 | Elect Ms. Kelly T. Killingsworth | DAFÜR | DAFÜR |
| 1.6 | Re-elect Ms. Melanie R. Sabelhaus | DAFÜR | DAFÜR |
| 1.7 | Re-elect Mr. Peter M. Scott III | DAFÜR | DAFÜR |
| 1.8 | Re-elect Mr. David P. Stockert | DAFÜR | DAFÜR |
| 1.9 | Re-elect Mr. Chris Sultemeier | DAFÜR | DAFÜR |
| 1.10 | Re-elect Mr. Michael E. Szymanczyk | DAFÜR | DAFÜR |
| 1.11 | Re-elect Mr. Warren M. Thompson | DAFÜR | DAFÜR |
| 1.12 | Re-elect Ms. Lynn C. Thurber | DAFÜR | DAFÜR |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN The auditor's long tenure raises independence concerns. |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 1. | Elections to the Board of Directors | | | |
| 1a. | Re-elect Mr. Craig Arnold | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1b. | Re-elect Mr. Christopher M. Connor | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 1c. | Re-elect Mr. Olivier Leonetti | DAFÜR | DAFÜR | |
| 1d. | Re-elect Ms. Deborah L. McCoy | DAFÜR | ● DAGEGEN | Non-independent member of the audit committee, the composition of the audit committee is unsatisfactory. |
| 1e. | Re-elect Mr. Silvio Napoli | DAFÜR | DAFÜR | |
| 1f. | Re-elect Mr. Gregory R. Page | DAFÜR | ● DAGEGEN | Non-independent member of the remuneration committee, the composition of the remuneration committee is unsatisfactory. |
| 1g. | Re-elect Ms. Sandra Pianalto | DAFÜR | DAFÜR | |
| 1h. | Re-elect Ms. Lori J. Ryerkerk | DAFÜR | DAFÜR | |
| 1i. | Re-elect Mr. Gerald B. Smith | DAFÜR | DAFÜR | |
| 1j. | Re-elect Ms. Dorothy C. Thompson | DAFÜR | DAFÜR | |
| 2. | To appoint Ernst & Young as independent auditor for the 2021 fiscal year and to authorise the Audit Committee to set the auditor fees | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3. | Advisory Approval of the Company's Executive Compensation | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4. | Directors' authority to allot shares | DAFÜR | DAFÜR | |
| 5. | Granting the Board Authority to Opt-Out of Pre-emption Rights | DAFÜR | DAFÜR | |
| 6. | Authorisation of the Company and Any Subsidiary of the Company to Make Overseas Market Purchases of Company Shares | DAFÜR | ● DAGEGEN | The executive variable remuneration depends on "per share" indicators, which are artificially positively impacted by the company's share repurchase programme. |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| 4 | To approve the dividend reinvestment plan (option for scrip dividend) | DAFÜR | DAFÜR | |
| | Board main features | | | |
| 5 | Re-election of Sylvia Coutinho as a Director for 4 years | DAFÜR | DAFÜR | |
| 6 | Re-election of Françoise Gri as a Director for 4 years | DAFÜR | DAFÜR | |
| 7 | Election of Angeles Garcia-Poveda as a Director for 4 years | DAFÜR | DAFÜR | |
| 8 | Election of Monica Mondardini as a Director for 4 years | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 9 | Election of Philippe Vallée as a Director for 4 years | DAFÜR | DAFÜR | |
| 10 | To approve the new executive remuneration policy for the Chairman-CEO. | DAFÜR | ● DAGEGEN | The potential variable remuneration exceeds our guidelines. |
| 11 | To approve the non-executive new remuneration policy | DAFÜR | DAFÜR | |
| 12 | To approve Directors' fees | DAFÜR | DAFÜR | |
| 13 | To approve the remuneration report | DAFÜR | ● DAGEGEN | Some important elements of best practice are missing from the structure of the executive remuneration. |
| 14 | Ex-post binding "Say on Pay" vote on the executive individual remuneration for the Chairman-CEO, Bertrand Dumazy. | DAFÜR | ● DAGEGEN | The information provided on the performance targets is insufficient. |
| 15 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR | |
| 16 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 17 | To authorise the Board to issue performance shares for employees and/or executive directors | DAFÜR | ● DAGEGEN | Potential excessive awards. |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 18 | Approval of the transformation of the Company's corporate form into a European Company and the terms of the transformation project | DAFÜR | ● DAGEGEN | The amendment has a negative impact on the rights or interests of all or some of the shareholders. |
| 19 | Name of the Company - Adoption of the Articles of Association of the Company in its new form as a European Company | DAFÜR | ● DAGEGEN | The amendment has a negative impact on the rights or interests of all or some of the shareholders. |
| 20 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-------|---|-----------------|-----------------|
| 1. | Election of the chairman of the Meeting | DAFÜR | DAFÜR |
| 2.1. | Election of Petra Hedengran to verify the minutes of the Meeting | DAFÜR | DAFÜR |
| 2.2. | Election of Peter Guve to verify the minutes of the Meeting | DAFÜR | DAFÜR |
| 3. | Preparation and approval of the voting register | DAFÜR | DAFÜR |
| 4. | Approval of the agenda | DAFÜR | DAFÜR |
| 5. | Determination whether the Meeting has been duly convened | DAFÜR | DAFÜR |
| 6. | Presentation of the (consolidated) annual report and the (consolidated) auditor's report | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 7. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 8. | Approve allocation of income and dividend | DAFÜR | DAFÜR |
| 9.1. | Discharge of Kai Wärn | DAFÜR | DAFÜR |
| 9.2. | Discharge of Lorna Donatone | DAFÜR | DAFÜR |
| 9.3. | Discharge of Hans Ola Meyer | DAFÜR | DAFÜR |
| 9.4. | Discharge of Daniel Nodhäll | DAFÜR | DAFÜR |
| 9.5. | Discharge of Martine Snels | DAFÜR | DAFÜR |
| 9.6. | Discharge of Carsten Voigtländer | DAFÜR | DAFÜR |
| 9.7. | Discharge of Katharine Clark | DAFÜR | DAFÜR |
| 9.8. | Discharge of Ulf Karlsson | DAFÜR | DAFÜR |
| 9.9. | Discharge of Joachim Nord | DAFÜR | DAFÜR |
| 9.10. | Discharge of Per Magnusson | DAFÜR | DAFÜR |
| 9.11. | Discharge of Alberto Zanata | DAFÜR | DAFÜR |
| 10. | Resolution on the number of shareholder-elected members of the board of directors to be appointed | DAFÜR | DAFÜR |
| 11.1. | Approve directors' fees | DAFÜR | DAFÜR |
| 11.2. | Approve auditors' fees | DAFÜR | DAFÜR |
| 12. | Composition of the board of directors | | |
| 12.1. | Election of Kai Wärn | DAFÜR | DAFÜR |
| 12.2. | Election of Lorna Donatone | DAFÜR | DAFÜR |
| 12.3. | Election of Hans Ola Meyer | DAFÜR | DAFÜR |
| 12.4. | Election of Daniel Nodhäll | DAFÜR | DAFÜR |
| 12.5. | Election of Martine Snels | DAFÜR | DAFÜR |
| 12.6. | Election of Carsten Voigtländer | DAFÜR | DAFÜR |
| 12.7. | Election of Katharine Clark | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-------|---|-------|-----------|---|
| 12.8. | Election of the Chairman of the board | DAFÜR | DAFÜR | |
| 13. | Election of auditor | DAFÜR | DAFÜR | |
| 14. | Approve remuneration report | DAFÜR | ● DAGEGEN | We do not consider the performance period for the long-term incentive plan to be long enough. |
| 15a. | Approve share-related incentive plan | DAFÜR | ● DAGEGEN | We do not consider the performance period for the long-term incentive plan to be long enough. |
| 15b. | Approve equity swap agreement to secure the delivery of shares to participants in connection with share-related incentive plan 2021 | DAFÜR | ● DAGEGEN | We do not consider the performance period for the long-term incentive plan to be long enough. |
| 16. | Introduction of Article 11 to the Articles of Association | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Elect Mr. Kofi A. Bruce | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Leonard S. Coleman | DAFÜR | ● DAGEGEN | The director has been sitting on the board for 20 years, which exceeds guidelines. |
| 1.3 | Re-elect Mr. Jeffrey T. Huber | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Ms. Talbott Roche | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Richard A. Simonson | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Luis A. Ubinas | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Ms. Heidi J. Ueberroth | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. Andrew Wilson | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Allow shareholders to act by written consent | DAFÜR | ● DAGEGEN | The threshold of 25% of all shares to request a record date to initiate written consent is considered too high. |
| 5 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. The proposed threshold is more shareholder friendly than the one requested by the board under item 4. |

| No. | Traktanden | Board | Ethos |
|------|---|-------|-------|
| 1. | Election of the chairman of the Meeting | DAFÜR | DAFÜR |
| 2. | Preparation and approval of the voting register | DAFÜR | DAFÜR |
| 3. | Approval of the agenda | DAFÜR | DAFÜR |
| 4.1. | Election of Per Colleen to verify the minutes of the Meeting | DAFÜR | DAFÜR |
| 4.2. | Election of Caroline Sjösten to verify the minutes of the Meeting | DAFÜR | DAFÜR |
| 5. | Determination whether the Meeting has been duly convened | DAFÜR | DAFÜR |
| 6. | Approve allocation of income and dividend | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-------|---|-------------------------|-------------------------|
| 1. | Opening of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2. | Election of the chairman of the Meeting | DAFÜR | DAFÜR |
| 3. | Preparation and approval of the voting register | DAFÜR | DAFÜR |
| 4. | Approval of the agenda | DAFÜR | DAFÜR |
| 5.1. | Election of Per Colleen to verify the minutes of the Meeting | DAFÜR | DAFÜR |
| 5.2. | Election of Filippa Gerstädt to verify the minutes of the Meeting | DAFÜR | DAFÜR |
| 6. | Determination whether the Meeting has been duly convened | DAFÜR | DAFÜR |
| 7. | Presentation of the (consolidated) annual report and the (consolidated) auditor's report | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 8. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 9. | Approve allocation of income and dividend | DAFÜR | DAFÜR |
| 10.1. | Discharge of Laurent Leksell | DAFÜR | DAFÜR |
| 10.2. | Discharge of Caroline Leksell Cooke | DAFÜR | DAFÜR |
| 10.3. | Discharge of Johan Malmquist | DAFÜR | DAFÜR |
| 10.4. | Discharge of Wolfgang Reim | DAFÜR | DAFÜR |
| 10.5. | Discharge of Jan Secher | DAFÜR | DAFÜR |
| 10.6. | Discharge of Birgitta Stymne Göransson | DAFÜR | DAFÜR |
| 10.7. | Discharge of Cecilia Wikström | DAFÜR | DAFÜR |
| 10.8. | Discharge of Gustaf Salford | DAFÜR | DAFÜR |
| 10.9. | Discharge of Richard Hausmann | DAFÜR | DAFÜR |
| 11.1. | Resolution on the number of shareholder-elected members of the board of directors to be appointed | DAFÜR | DAFÜR |
| 11.2. | Resolution on the number of deputy directors to be appointed | DAFÜR | DAFÜR |
| 12.1. | Approve directors' fees | DAFÜR | DAFÜR |
| 12.2. | Approve auditors' fees | DAFÜR | DAFÜR |
| 13. | Composition of the board of directors | | |

| No. | Traktanden | Board | Ethos | |
|-------|--|------------------|-----------------|--|
| 13.1. | Election of Laurent Leksell | DAFÜR | ● DAGEGEN | <p>Representative of an important shareholder who is sufficiently represented on the board.</p> <p>The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 13.2. | Election of Caroline Leksell Cooke | DAFÜR | DAFÜR | |
| 13.3. | Election of Johan Malmquist | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 13.4. | Election of Wolfgang Reim | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 13.5. | Election of Jan Secher | DAFÜR | DAFÜR | |
| 13.6. | Election of Birgitta Stymne Göransson | DAFÜR | DAFÜR | |
| 13.7. | Election of Cecilia Wikström | DAFÜR | DAFÜR | |
| 13.8. | Election of the Chairman of the board | DAFÜR | ● DAGEGEN | As Ethos did not support his election to the board of directors, he cannot be elected as chairman. |
| 14. | Election of auditor | DAFÜR | DAFÜR | |
| 15. | Approve remuneration report | DAFÜR | DAFÜR | |
| 16a. | Approve share-related incentive plan | DAFÜR | DAFÜR | |
| 16b. | Transfer of own shares in connection with the share-related incentive plan 2021 | DAFÜR | DAFÜR | |
| 17. | Authorisation to transfer own shares in connection with share-related incentive plans 2019, 2020 and 2021 | DAFÜR | DAFÜR | |
| 18a. | Authorisation to repurchase own shares | DAFÜR | DAFÜR | |
| 18b. | Authorisation to transfer own shares in connection with company acquisitions | DAFÜR | DAFÜR | |
| 19. | Authorisation to decide on donations | DAFÜR | DAFÜR | |
| 20. | Shareholder proposal: To convert series A shares into series B shares, and to amend Article 5 of the Articles of Association accordingly | KEINE EMPFEHLUNG | ● DAFÜR | The proposal to give each share an equal vote is in line with the principle of fair and equal treatment of all shareholders. |
| 21. | Closing of the Meeting | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG | |

| No. | Traktanden | Board | Ethos | |
|-----|---|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Dr. Katherine Baicker | DAFÜR | ● DAGEGEN | Non independent director (various reasons). The board is not sufficiently independent. |
| 1.2 | Re-elect Mr. J. Erik Fyrwald | DAFÜR | ● DAGEGEN | Non independent director (business connections with the company). The board is not sufficiently independent. |
| 1.3 | Re-elect Mr. Jamere Jackson | DAFÜR | DAFÜR | |
| 1.4 | Elect Ms. Gabrielle Sulzberger | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Jackson Peter (Jack) Tai | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Declassify the Board of Directors | DAFÜR | DAFÜR | |
| 5 | Eliminate Supermajority Vote Requirement | DAFÜR | DAFÜR | |
| 6 | Shareholder resolution: Disclose lobbying contributions | DAGEGEN | ● DAFÜR | Enhanced disclosure on lobbying expenses. |
| 7 | Shareholder resolution: Independent chairman | DAGEGEN | ● DAFÜR | The separation of functions allows an effective supervision of the management by the board. |
| 8 | Shareholder resolution: Implement a bonus deferral policy | DAGEGEN | ● DAFÜR | The proposal aims at improving the remuneration policy. |
| 9 | Shareholder resolution: Disclosure on clawbacks | DAGEGEN | ● DAFÜR | Enhanced disclosure on executive remuneration. |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| 4 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR | |
| 5 | Re-election of Florence Noblot as a Director for 4 years | DAFÜR | DAFÜR | |
| 6 | Re-election of Joy Verlé as a Director for 4 years | DAFÜR | DAFÜR | |
| 7 | Re-election of Anne-Laure Commault as a Director for 4 years | DAFÜR | DAFÜR | |
| 8 | To approve the modifications of the 2020 remuneration policy of the Management Board Chairman | DAFÜR | ● DAGEGEN | The pay-for-performance connection is not demonstrated. |
| 9 | To approve the modifications of the 2020 remuneration policy of the Management Board members | DAFÜR | ● DAGEGEN | The pay-for-performance connection is not demonstrated. |
| 10 | To approve the Chairman of the Supervisory Board new remuneration policy | DAFÜR | DAFÜR | |
| 11 | To approve the Members of the Supervisory Board new remuneration policy | DAFÜR | DAFÜR | |
| 12 | To approve the Chairman of the Management Board new remuneration policy | DAFÜR | ● DAGEGEN | Concerns over the pension allowance which exceeds guidelines. |
| 13 | To approve the Members of the Management Board new remuneration policy | DAFÜR | ● DAGEGEN | Concerns over the pension allowance which exceeds guidelines. |
| 14 | To approve the remuneration report | DAFÜR | ● DAGEGEN | Some important elements of best practice are missing from the structure of the executive remuneration. |
| 15 | Ex-post binding "Say on Pay" vote on the 2020 remuneration of Thierry Morin, Chair of the Supervisory Board | DAFÜR | DAFÜR | |
| 16 | Ex-post binding "Say on Pay" vote on the 2020 remuneration of Xavier Martiré, Chair of the Management Board | DAFÜR | ● DAGEGEN | The pay-for-performance connection is not demonstrated. |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|---|
| 17 | Ex-post binding "Say on Pay" vote on the 2020 remuneration of Louis Guyot, member of the Management Board | DAFÜR | ● DAGEGEN | The pay-for-performance connection is not demonstrated. |
| 18 | Ex-post binding "Say on Pay" vote on the 2020 remuneration of Mathieu Lecharny, member of the Management Board | DAFÜR | ● DAGEGEN | The pay-for-performance connection is not demonstrated. |
| 19 | To approve Directors' fees | DAFÜR | DAFÜR | |
| 20 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 21 | To authorise capital increases related to a foreign all-employee share ownership plan | DAFÜR | DAFÜR | |
| 22 | To authorise a potential reduction in the company's share capital | DAFÜR | ● DAGEGEN | The company proposes to cancel shares despite its significant capital need. |
| 23 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|------------|---|-----------------|-----------------|
| 1. | Election of the chairman of the Meeting | DAFÜR | DAFÜR |
| 2a. | Election of Madeleine Wallmark to verify the minutes of the Meeting | DAFÜR | DAFÜR |
| 2b. | Election of Anders Oscarsson to verify the minutes of the Meeting | DAFÜR | DAFÜR |
| 3. | Preparation and approval of the voting register | DAFÜR | DAFÜR |
| 4. | Determination whether the Meeting has been duly convened | DAFÜR | DAFÜR |
| 5. | Approval of the agenda | DAFÜR | DAFÜR |
| 6. | Presentation of the (consolidated) annual report and the (consolidated) auditor's report | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 7a. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 7b. | Approve allocation of income and dividend | DAFÜR | DAFÜR |
| 7c (i). | Discharge of Ewa Björling | DAFÜR | DAFÜR |
| 7c (ii). | Discharge of Pär Boman | DAFÜR | DAFÜR |
| 7c (iii). | Discharge of Maija-Liisa Friman | DAFÜR | DAFÜR |
| 7c (iv). | Discharge of Annemarie Gardshol | DAFÜR | DAFÜR |
| 7c (v). | Discharge of Magnus Groth | DAFÜR | DAFÜR |
| 7c (vi). | Discharge of Susanna Lind | DAFÜR | DAFÜR |
| 7c (vii). | Discharge of Bert Nordberg | DAFÜR | DAFÜR |
| 7c (viii). | Discharge of Louise Svanberg | DAFÜR | DAFÜR |
| 7c (ix). | Discharge of Örjan Svensson | DAFÜR | DAFÜR |
| 7c (x). | Discharge of Lars Rebien Sørensen | DAFÜR | DAFÜR |
| 7c (xi). | Discharge of Barbara Milian Thoralfsson | DAFÜR | DAFÜR |
| 7c (xii). | Discharge of Niclas Thulin | DAFÜR | DAFÜR |
| 7c (xiii). | Discharge of the CEO | DAFÜR | DAFÜR |
| 8. | Resolution on the number of shareholder-elected members of the board of directors to be appointed | DAFÜR | DAFÜR |
| 9. | Resolution on the number of auditors to be appointed | DAFÜR | DAFÜR |
| 10.1. | Approve directors' fees | DAFÜR | DAFÜR |
| 10.2. | Approve auditors' fees | DAFÜR | DAFÜR |
| 11. | Composition of the board of directors | | |
| 11a. | Election of Ewa Björling | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|------|---|-------|-----------|--|
| 11b. | Election of Pär Boman | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 11c. | Election of Annemarie Gardshol | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 11d. | Election of Magnus Groth | DAFÜR | DAFÜR | |
| 11e. | Election of Bert Nordberg | DAFÜR | DAFÜR | |
| 11f. | Election of Louise Svanberg | DAFÜR | DAFÜR | |
| 11g. | Election of Lars Rebien Sørensen | DAFÜR | DAFÜR | |
| 11h. | Election of Barbara M. Thoralfsson | DAFÜR | DAFÜR | |
| 11i. | Election of Torbjörn Lööf | DAFÜR | DAFÜR | |
| 12. | Election of the Chairman of the board | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 13. | Election of auditor | DAFÜR | DAFÜR | |
| 14. | Approve executive remuneration policy | DAFÜR | DAFÜR | |
| 15. | Approve remuneration report | DAFÜR | DAFÜR | |
| 16a. | Authorisation to repurchase own shares | DAFÜR | DAFÜR | |
| 16b. | Authorisation to repurchase own shares | DAFÜR | DAFÜR | |
| 17. | Amendment of Articles 1 and 11 of the Articles of Association | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|------|---|-------|--|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Ms. Sandra E. Bergeron | DAFÜR | DAFÜR |
| 1.2 | Elect Ms. Elizabeth L. Buse | DAFÜR | DAFÜR |
| 1.3 | Re-elect Mr. Michel Combes | DAFÜR | ● DAGEGEN Concerns over the director's attendance rate, which was below 75% during the year under review. |
| 1.4 | Re-elect Mr. Michael L. Dreyer | DAFÜR | DAFÜR |
| 1.5 | Re-elect Mr. Alan J. Higginson | DAFÜR | ● DAGEGEN The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.6 | Re-elect Mr. Peter S. Klein | DAFÜR | DAFÜR |
| 1.7 | Re-elect Mr. François Locoh-Donou | DAFÜR | DAFÜR |
| 1.8 | Re-elect Mr. Nikhil Mehta | DAFÜR | DAFÜR |
| 1.9 | Re-elect Ms. Marie E. Myers | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 1.10 | Elect Mr. Sripada Shivananda | DAFÜR | DAFÜR |
| 2 | To approve the adoption of the Omnibus Incentive Plan | DAFÜR | ● DAGEGEN Potential excessive awards. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN The auditor's long tenure raises independence concerns. |
| 4 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive variable remuneration. |

| No. | Traktanden | Board | Ethos | |
|-----|---|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.a | Elect Mr. Siew Kai Choy | DAFÜR | DAFÜR | |
| 1.b | Elect Mr. Lee Shavel | DAFÜR | DAFÜR | |
| 1.c | Re-elect Mr. Joseph R. Zimmer | DAFÜR | DAFÜR | |
| 2 | Re-election of Ernst & Young as the auditor | DAFÜR | DAFÜR | |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. Performance targets are not sufficiently challenging. |
| 4 | Shareholder resolution: Proxy access | DAGEGEN | ● DAFÜR | The proposal aims at improving shareholder rights. |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 1 | Receive the Annual Report and Approve the Annual Financial Statements | DAFÜR | DAFÜR | |
| 2 | Approve the Dividend | DAFÜR | DAFÜR | |
| 3 | Approve Discharge of Personally Liable Partner | DAFÜR | DAFÜR | |
| 4 | Approve Discharge of Supervisory Board | DAFÜR | DAFÜR | |
| 5 | Appoint the Auditors | DAFÜR | DAFÜR | |
| 6 | Approve Remuneration System for the Management Board members | DAFÜR | ● DAGEGEN | The information provided on the performance targets is insufficient. |
| 7 | Approve Remuneration of the Supervisory Board members and related amendments to the Articles of Association | DAFÜR | ● DAGEGEN | The non-executive directors receive variable remuneration. |
| | Board main features | | | |
| 8a | Elections to the Supervisory Board: Prof. Dr. med. D. Michael Albrecht | DAFÜR | DAFÜR | |
| 8b | Elections to the Supervisory Board: Michael Diekmann | DAFÜR | DAFÜR | |
| 8c | Elections to the Supervisory Board: Wolfgang Kirsch | DAFÜR | DAFÜR | |
| 8d | Elections to the Supervisory Board: Prof. Dr. med. Iris Löw-Friedrich | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 8e | Elections to the Supervisory Board: Klaus-Peter Müller | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. |
| 8f | Elections to the Supervisory Board: Hauke Stars | DAFÜR | DAFÜR | |
| 9a | Elections to the Joint Committee: Michael Diekmann | DAFÜR | DAFÜR | |
| 9b | Elections to the Joint Committee: Hauke Stars | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|------|--|-------|---|
| 1 | Dividend Allocation | DAFÜR | DAFÜR |
| 2 | Election of Directors | | |
| 2.1 | Re-elect Mr. Kenji Sukeno | DAFÜR | DAFÜR |
| 2.2 | Re-elect Mr. Teiichi Goto | DAFÜR | DAFÜR |
| 2.3 | Re-elect Mr. Kouichi Tamai | DAFÜR | DAFÜR |
| 2.4 | Re-elect Mr. Takashi Iwasaki | DAFÜR | DAFÜR |
| 2.5 | Re-elect Mr. Takatoshi Ishikawa | DAFÜR | DAFÜR |
| 2.6 | Re-elect Mr. Junji Okada | DAFÜR | DAFÜR |
| 2.7 | Re-elect Mr. Tatsuo Kawada | DAFÜR | ● DAGEGEN The director is over 75 years old, which exceeds guidelines. |
| 2.8 | Re-elect Mr. Kunitaro Kitamura | DAFÜR | DAFÜR |
| 2.9 | Re-elect Ms. Makiko Eda | DAFÜR | DAFÜR |
| 2.10 | Re-elect Mr. Takashi Shimada | DAFÜR | DAFÜR |
| 2.11 | Elect Mr. Masayuki Higuchi | DAFÜR | DAFÜR |
| 3 | Elect Ms. Motoko Kawasaki as a Corporate Auditor | DAFÜR | DAFÜR |
| 4 | Approve new restricted and performance-based share plans for executive directors | DAFÜR | ● DAGEGEN The potential variable remuneration exceeds our guidelines. |
| 5 | Approve payment of special bonus to Mr. Shigetaka Komori | DAFÜR | ● DAGEGEN Concerns over the special retirement bonus for the former CEO of the company. |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Ms. Mary T. Barra | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.2 | Re-elect Mr. Wesley G. Bush | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Ms. Linda R. Gooden | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Joseph Jimenez | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Ms. Jane L. Mendillo | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Jami Miscik | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Ms. Patricia F. Russo | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 1.8 | Re-elect Mr. Thomas M. Schoewe | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Ms. Carol M. Stephenson | DAFÜR | DAFÜR | |
| 1.10 | Elect Mr. Mark A. Tatum | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. Devin Wenig | DAFÜR | DAFÜR | |
| 1.12 | Elect Ms. Margaret C. Whitman | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | DAFÜR | |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |
| 5 | Shareholder resolution: Link Greenhouse Gas Emission Targets to Executive Remuneration | DAGEGEN | ● DAFÜR | The proposal aims at improving the remuneration policy and increasing the management's accountability in regard to climate change. |

| No. | Traktanden | Board | Ethos | |
|-----|--|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Prof. Dr. Jacqueline K. Barton | DAFÜR | DAFÜR | |
| 1.2 | Elect Dr. Jefferey A. Bluestone | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Dr. Sandra J. Horning | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Ms. Kelly A. Kramer | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Kevin E. Lofton | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 1.6 | Re-elect Mr. Harish Manwani | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Daniel O'Day | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.8 | Elect Mr. Javier J. Rodriguez | DAFÜR | DAFÜR | |
| 1.9 | Elect Mr. Anthony Welters | DAFÜR | DAFÜR | |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Independent chairman | DAGEGEN | ● DAFÜR | The separation of functions allows an effective supervision of the management by the board. |

| No. | Traktanden | Board | Ethos | |
|-----|---|-----------------|-----------------|--|
| | To receive the annual report for the year ended 30 June 2021 | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG | |
| 1 | Re-election of KPMG as the auditor of Goodman Logistics (HK) Limited | DAFÜR | DAFÜR | |
| | Elections of directors | | | |
| 2 | Re-elect Ms. Rebecca McGrath | DAFÜR | DAFÜR | |
| 3.a | Re-elect Mr. Danny Peeters | DAFÜR | ● DAGEGEN | Executive director. The number of executives on the board exceeds market practice. |
| 3.b | Re-elect Mr. Danny Peeters as board member of Goodman Logistics (HK) Limited | DAFÜR | DAFÜR | |
| 4 | Re-elect Mr. David Collins as board member of Goodman Logistics (HK) Limited | DAFÜR | DAFÜR | |
| 5 | Advisory vote on the remuneration report | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 6 | Grant of Performance Rights to Mr. Gregory Goodman (CEO) | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 7 | Grant of Performance Rights to Mr. Danny Peeters (Head Central Europe and Brazil) | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 8 | Grant of Performance Rights to Mr. Anthony Rozic (Deputy CEO and CEO North America) | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|---|
| 1 | Approve the annual report and financial statements | DAFÜR | DAFÜR |
| 2 | Elections of directors | | |
| 2.a | Re-elect Ms. Louisa Cheang | DAFÜR | ● DAGEGEN Executive director. The board is not sufficiently independent. |
| 2.b | Re-elect Ms. Margaret Wing Han Kwan | DAFÜR | ● DAGEGEN Executive director. The board is not sufficiently independent. |
| 2.c | Re-elect Ms. Irene Yun Lien Lee | DAFÜR | DAFÜR |
| 2.d | Re-elect Mr. Peter Tung Shun Wong | DAFÜR | ● DAGEGEN Non independent director (representative of an important shareholder). The board is not sufficiently independent. Concerns over the director's attendance rate, which was below 75% during the year under review. |
| 3 | Election of the auditor | DAFÜR | DAFÜR |
| 4 | Approve share buyback | DAFÜR | DAFÜR |
| 5 | Approve capital increase | DAFÜR | DAFÜR |
| 6 | Approve Hybrid General Meetings | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 1 | Receive the Annual Report and Approve the Annual Financial Statements | DAFÜR | DAFÜR | |
| 2 | Approve the Dividend | DAFÜR | DAFÜR | |
| 3 | Approve Discharge of Personally Liable Partner | DAFÜR | DAFÜR | |
| 4 | Approve Discharge of Supervisory Board | DAFÜR | DAFÜR | |
| 5 | Approve Discharge of Shareholders' Committee | DAFÜR | DAFÜR | |
| 6 | Appoint the Auditors | DAFÜR | DAFÜR | |
| 7 | Elections to the Shareholders' Committee: James Rowan | DAFÜR | DAFÜR | |
| 8 | Approve Remuneration System for the Management Board members | DAFÜR | ● DAGEGEN | The potential variable remuneration exceeds our guidelines. |
| 9 | Amend Articles: Remuneration of the Supervisory Board and of the Shareholders' Committee | DAFÜR | ● DAGEGEN | Bundled item and shareholder committee members should not be entitled to personal tax and social security liabilities. |
| 10 | Approve Remuneration of the Supervisory Board members and of Shareholders' Committee members and related amendments to the Articles of Association | DAFÜR | ● DAGEGEN | Bundled item and shareholder committee members should not be entitled to personal tax and social security liabilities. |
| 11 | Amend Articles: Various | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Gerard J. Arpey | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Ari Bousbib | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Jeffery H. Boyd | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Gregory D. Brenneman | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.5 | Re-elect Mr. J. Frank Brown | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Albert P. Carey | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Ms. Helena B. Foulkes | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Ms. Linda R. Gooden | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Wayne M. Hewett | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Mr. Manuel Kadre | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Ms. Stephanie Linnartz | DAFÜR | DAFÜR | |
| 1.12 | Re-elect Mr. Craig A. Menear | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |
| 5 | Shareholder resolution: Political Contributions Congruency Report | DAGEGEN | ● DAFÜR | Enhanced disclosure on political donations. |
| 6 | Shareholder resolution: Report on Prison Labour in the Supply Chain | DAGEGEN | ● DAFÜR | Enhanced disclosure on human rights. |

| No. | Traktanden | Board | Ethos |
|------|---|-------|-------|
| 1 | Amend Articles of Association: Dividend frequency, board of directors with 3-committees and other revisions | DAFÜR | DAFÜR |
| 2 | Election of Directors | | |
| 2.1 | Re-elect Mr. Toshiaki Mikoshiba | DAFÜR | DAFÜR |
| 2.2 | Re-elect Mr. Toshihiro Mibe | DAFÜR | DAFÜR |
| 2.3 | Re-elect Mr. Seiji Kuraishi | DAFÜR | DAFÜR |
| 2.4 | Re-elect Mr. Kohei Takeuchi | DAFÜR | DAFÜR |
| 2.5 | Elect Ms. Asako Suzuki | DAFÜR | DAFÜR |
| 2.6 | Re-elect Mr. Masafumi Suzuki | DAFÜR | DAFÜR |
| 2.7 | Re-elect Mr. Kunihiko Sakai | DAFÜR | DAFÜR |
| 2.8 | Re-elect Mr. Fumiya Kokubu | DAFÜR | DAFÜR |
| 2.9 | Elect Mr. Yoichiro Ogawa | DAFÜR | DAFÜR |
| 2.10 | Elect Mr. Kazuhiro Higashi | DAFÜR | DAFÜR |
| 2.11 | Elect Ms. Ryoko Nagata | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|--|
| 1 | To receive the audited consolidated financial statements of the company | DAFÜR | ● |
| 2 | Elections of directors | | |
| 2.a | Elect Mr. Nicholas Charles Allen | DAFÜR | DAFÜR |
| 2.b | Elect Ms. Anna Ming Ming Cheung | DAFÜR | DAFÜR |
| 2.c | Elect Mr. Zhang Yichen | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 3 | Election of the auditor and to fix their remuneration | DAFÜR | DAFÜR |
| 4 | To authorise the buy back of shares in the company | DAFÜR | DAFÜR |
| 5 | To issue and deal with additional shares in the company | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Ms. Aida M. Alvarez | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Shumeet Banerji | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Robert R. Bennett | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Charles V. Bergh | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Ms. Stacy Brown-Philpot | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Stephanie Burns | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Ms. Mary Anne Citrino | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. Richard L. (Rick) Clemmer | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Enrique Lores | DAFÜR | DAFÜR | |
| 1.10 | Elect Ms. Jami Miscik | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. Subra Suresh | DAFÜR | DAFÜR | |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Thomas Buberl | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 1.2 | Re-elect Mr. Michael L. Eskew | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 1.3 | Re-elect Mr. David N. Farr | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Alex Gorsky | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Prof. Michelle Howard | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Arvind Krishna | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.7 | Re-elect Mr. Andrew N. Liveris | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. F. William McNabb III | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Ms. Martha E. Pollack | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Mr. Joseph R. Swedish | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. Peter R. Voser | DAFÜR | DAFÜR | |
| 1.12 | Re-elect Mr. Frederick H. Waddell | DAFÜR | DAFÜR | |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Independent chairman | DAGEGEN | ● DAFÜR | The separation of functions allows an effective supervision of the management by the board. |
| 5 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |
| 6 | Shareholder resolution: Diversity and Inclusion Report | DAGEGEN | ● DAFÜR | Enhanced disclosure on gender equality and ethnic diversity. |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Daniel J. Brutto | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Ms. Susan Crown | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.3 | Elect Mr. Darrell L. Ford | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. James W. Griffith | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Jay L. Henderson | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Richard H. Lenny | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. E. Scott Santi | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.8 | Re-elect Mr. David B. Smith Jr. | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Ms. Pamela B. Strobel | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Mr. Anré D. Williams | DAFÜR | DAFÜR | |
| 2 | Election of the auditor | DAFÜR | DAFÜR | |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |

| No. | Traktanden | Board | Ethos | |
|-----|---|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Elect Mr. Patrick P. Gelsinger | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. James J. Goetz | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Ms. Alyssa Henry | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Omar Ishrak | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Prof. Risa Lavizzo-Mourey | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Prof. Dr. Tsu-Jae King Liu | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Gregory B. Smith | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. Dion J. Weisler | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Frank D. Yeary | DAFÜR | DAFÜR | |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |
| 5 | Shareholder resolution: Median Gender and Racial Pay Equity Report | DAGEGEN | ● DAFÜR | Enhanced disclosure on gender equality and ethnic diversity. |
| 6 | Shareholder resolution: Report Assessing whether Corporate written policies / unwritten norms reinforce racism in Company Culture | DAGEGEN | ● DAFÜR | The proposal would help the company to address discrimination issues. |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|---|
| 1 | Annual Report and Accounts for the year ended 31 December 2020 | DAFÜR | DAFÜR | |
| 2 | Binding vote on changes to Directors' Remuneration policy | DAFÜR | ● DAGEGEN | The potential variable remuneration exceeds our guidelines. |
| 3 | Advisory vote on Directors' Remuneration report | DAFÜR | ● DAGEGEN | Concerns over the pension allowance which exceeds guidelines. |
| 4 | Declare a final dividend | DAFÜR | DAFÜR | |
| | Elections to the Board of Directors | | | |
| 5 | Elect Ms. Lynda Clarizio | DAFÜR | DAFÜR | |
| 6 | Elect Ms. Tamara Ingram | DAFÜR | DAFÜR | |
| 7 | Elect Mr. Jonathan Timmis | DAFÜR | DAFÜR | |
| 8 | Re-elect Mr. Andrew Martin | DAFÜR | DAFÜR | |
| 9 | Re-elect Mr. André Lacroix | DAFÜR | DAFÜR | |
| 10 | Re-elect Mr. Graham Allan | DAFÜR | DAFÜR | |
| 11 | Re-elect Ms. Gurnek Bains | DAFÜR | DAFÜR | |
| 12 | Re-elect Dame Louise Makin | DAFÜR | DAFÜR | |
| 13 | Re-elect Ms. Gillian Rider | DAFÜR | DAFÜR | |
| 14 | Re-elect Mr. Jean-Michel Valette | DAFÜR | DAFÜR | |
| 15 | Appoint PricewaterhouseCoopers as auditor | DAFÜR | DAFÜR | |
| 16 | Auditor's remuneration | DAFÜR | DAFÜR | |
| 17 | Directors' authority to allot shares | DAFÜR | DAFÜR | |
| 18 | Political donations and political expenditure | DAFÜR | DAFÜR | |
| 19 | Disapplication of pre-emption rights on the issue of shares for cash | DAFÜR | DAFÜR | |
| 20 | Disapplication of pre-emption rights on the issue of shares for cash for an acquisition or capital investment | DAFÜR | DAFÜR | |
| 21 | Purchase of own shares | DAFÜR | DAFÜR | |
| 22 | Authority to call general meetings on short notice | DAFÜR | ● DAGEGEN | 14-days is insufficient for shareholders to vote in an informed manner. |
| 23 | Amendment of new Articles of Association | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|--|
| 1 | Elections of directors | | |
| 1.a | Re-elect Ms. Eve Burton | DAFÜR | DAFÜR |
| 1.b | Re-elect Mr. Scott D. Cook | DAFÜR | DAFÜR |
| 1.c | Re-elect Mr. Richard L. Dalzell | DAFÜR | DAFÜR |
| 1.d | Re-elect Mr. Sasan Goodarzi | DAFÜR | DAFÜR |
| 1.e | Re-elect Ms. Deborah Liu | DAFÜR | DAFÜR |
| 1.f | Elect Ms. Tekedra Mawakana | DAFÜR | DAFÜR |
| 1.g | Re-elect Ms. Suzanne Nora Johnson | DAFÜR | <p>● DAGEGEN Non independent lead director, which is not best practice.</p> |
| 1.h | Re-elect Mr. Dennis D. Powell | DAFÜR | DAFÜR |
| 1.i | Re-elect Mr. Brad D. Smith | DAFÜR | DAFÜR |
| 1.j | Re-elect Mr. Thomas Szkutak | DAFÜR | DAFÜR |
| 1.k | Re-elect Mr. Raul Vazquez | DAFÜR | DAFÜR |
| 1.l | Re-elect Mr. Jeff Weiner | DAFÜR | DAFÜR |
| 2 | Advisory vote on executive remuneration | DAFÜR | <p>● DAGEGEN Excessive variable remuneration.</p> <p>Performance targets are not sufficiently challenging.</p> |
| 3 | Re-election of Ernst & Young as the auditor | DAFÜR | <p>● DAGEGEN The auditor's long tenure raises independence concerns.</p> |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|--|
| 1 | To resolve on the 2020 financial statements | DAFÜR | DAFÜR |
| 2 | To resolve on the proposal for application of results | DAFÜR | DAFÜR |
| 3 | To assess the management and audit of the Company | DAFÜR | DAFÜR |
| 4 | To resolve on the Corporate Bodies Remuneration Policy | DAFÜR | <p>● DAGEGEN</p> <p>Some important elements of best practice are missing from the structure of the executive remuneration.</p> |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 1 | Annual Report and Accounts for the year ended 31 March 2021 | DAFÜR | DAFÜR | |
| 2 | Advisory vote on Directors' Remuneration report | DAFÜR | ● DAGEGEN | Concerns over the excessive sign-on bonus granted to the new CFO. |
| 3 | Declare a final dividend | DAFÜR | DAFÜR | |
| | Elections to the Board of Directors | | | |
| 4 | Elect Mr. Stephen Oxley | DAFÜR | DAFÜR | |
| 5 | Re-elect Ms. Jane Griffiths | DAFÜR | DAFÜR | |
| 6 | Re-elect Ms. Xiaozhi Liu | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 7 | Re-elect Mr. Robert J. MacLeod | DAFÜR | DAFÜR | |
| 8 | Re-elect Mr. Christopher Mottershead | DAFÜR | DAFÜR | |
| 9 | Re-elect Mr. John O'Higgins | DAFÜR | DAFÜR | |
| 10 | Re-elect Mr. Patrick W. Thomas | DAFÜR | ● DAGEGEN | Chairman of the nomination committee. The representation of women on the board is insufficient. |
| 11 | Re-elect Mr. Douglas Webb | DAFÜR | DAFÜR | |
| 12 | Appoint PricewaterhouseCoopers as auditor | DAFÜR | DAFÜR | |
| 13 | Auditor's remuneration | DAFÜR | DAFÜR | |
| 14 | Political donations and political expenditure | DAFÜR | DAFÜR | |
| 15 | Directors' authority to allot shares | DAFÜR | DAFÜR | |
| 16 | Disapplication of pre-emption rights on the issue of shares for cash | DAFÜR | DAFÜR | |
| 17 | Disapplication of pre-emption rights on the issue of shares for cash for an acquisition or capital investment | DAFÜR | DAFÜR | |
| 18 | Purchase of own shares | DAFÜR | ● DAGEGEN | The executive variable remuneration depends on "per share" indicators, which are artificially positively impacted by the company's share repurchase programme. |
| 19 | Authority to call general meetings on short notice | DAFÜR | ● DAGEGEN | 14-days is insufficient for shareholders to vote in an informed manner. |

| No. | Traktanden | Board | Ethos |
|------|---|-------|--|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Mr. Gary Daichendt | DAFÜR | DAFÜR |
| 1.2 | Re-elect Ms. Anne DeISanto | DAFÜR | DAFÜR |
| 1.3 | Re-elect Mr. Kevin DeNuccio | DAFÜR | DAFÜR |
| 1.4 | Re-elect Mr. James Dolce | DAFÜR | DAFÜR |
| 1.5 | Re-elect Ms. Christine M. Gorjanc | DAFÜR | DAFÜR |
| 1.6 | Re-elect Ms. Janet Haugen | DAFÜR | DAFÜR |
| 1.7 | Re-elect Mr. Scott Kriens | DAFÜR | <p>● DAGEGEN The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 1.8 | Re-elect Mr. Rahul Merchant | DAFÜR | DAFÜR |
| 1.9 | Re-elect Mr. Rami Rahim | DAFÜR | DAFÜR |
| 1.10 | Re-elect Mr. William R. Stensrud | DAFÜR | <p>● DAGEGEN The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 2 | Election of the auditor | DAFÜR | <p>● DAGEGEN The auditor's long tenure raises independence concerns.</p> |
| 3 | Advisory vote on executive remuneration | DAFÜR | <p>● DAGEGEN Excessive variable remuneration.</p> |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|-------|
| 1 | To approve the migration of the migrating shares to Euroclear Bank's Central Securities Depository | DAFÜR | DAFÜR |
| 2 | To amend and adopt the Articles of Association of the Company | DAFÜR | DAFÜR |
| 3 | To authorise the Company to take all actions to implement the migration | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|------|---|-------|-----------|--|
| 1 | Annual Report and Accounts for the year ended 31 December 2020 | DAFÜR | DAFÜR | |
| 2 | Declare a final dividend | DAFÜR | DAFÜR | |
| | Elections to the Board of Directors | | | |
| 3(a) | Re-elect Mr. Gene M. Murtagh | DAFÜR | DAFÜR | |
| 3(b) | Re-elect Mr. Geoff Doherty | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3(c) | Re-elect Mr. Russell Shiels | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3(d) | Re-elect Mr. Gilbert McCarthy | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3(e) | Re-elect Ms. Linda Hickey | DAFÜR | DAFÜR | |
| 3(f) | Re-elect Mr. Michael A. Cawley | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 3(g) | Re-elect Mr. John Cronin | DAFÜR | ● DAGEGEN | Non independent director (business connections with the company). The board is not sufficiently independent. |
| 3(h) | Re-elect Mr. Jost Massenberg | DAFÜR | DAFÜR | |
| 3(i) | Re-elect Ms. Anne Heraty | DAFÜR | DAFÜR | |
| 4 | Auditor's remuneration | DAFÜR | DAFÜR | |
| 5 | Advisory vote on Directors' Remuneration report | DAFÜR | DAFÜR | |
| 6 | Non-executive directors' fees | DAFÜR | DAFÜR | |
| 7 | Directors' authority to allot shares | DAFÜR | DAFÜR | |
| 8 | Disapplication of pre-emption rights on the issue of shares for cash | DAFÜR | DAFÜR | |
| 9 | Disapplication of pre-emption rights on the issue of shares for cash for an acquisition or capital investment | DAFÜR | DAFÜR | |
| 10 | Purchase of own shares | DAFÜR | ● DAGEGEN | The executive variable remuneration depends on "per share" indicators, which are artificially positively impacted by the company's share repurchase programme. |
| 11 | Re-issue of treasury shares | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|---|
| 12 | Authority to call general meetings on short notice | DAFÜR | ● DAGEGEN 14-days is insufficient for shareholders to vote in an informed manner. |

| No. | Traktanden | Board | Ethos | |
|-----|--|-----------------|-----------------|--|
| 1 | Receive the Annual Report | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG | |
| 2 | Approve the Dividend | DAFÜR | DAFÜR | |
| 3 | Approve Discharge of Management Board | DAFÜR | DAFÜR | |
| 4 | Approve Discharge of Supervisory Board | DAFÜR | ● DAGEGEN | Concerns over a director's attendance rate, which was below 75% for two consecutive years. |
| 5 | Appoint the Auditors | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 6 | Approve Remuneration System for the Management Board members | DAFÜR | ● DAGEGEN | The information provided is insufficient. |
| 7 | Approve Remuneration of the Supervisory Board members | DAFÜR | DAFÜR | |
| 8 | Authorise Share Repurchase | DAFÜR | DAFÜR | |
| 9 | Amend Articles: Articles 19 (4), 20 (1) and 20 (2) | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|--|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR |
| 3 | To approve the allocation of income to the retained earnings account | DAFÜR | DAFÜR |
| 4 | To approve the dividend payment | DAFÜR | DAFÜR |
| 5 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR |
| | Board main features | | |
| 6 | Re-election of David Simon as a Director for 3 years | DAFÜR | DAFÜR |
| 7 | Re-election of John Carrafiell as a Director for 3 years | DAFÜR | DAFÜR |
| 8 | Re-election of Steven Fivel as a Director for 3 years | DAFÜR | DAFÜR |
| 9 | Re-election of Robert Fowlds as a Director for 3 years | DAFÜR | DAFÜR |
| 10 | To approve the non-executives new remuneration policy | DAFÜR | DAFÜR |
| 11 | To approve the new remuneration policy of the CEO | DAFÜR | DAFÜR |
| 12 | To approve the new remuneration policy of the Management board's members | DAFÜR | <p>● DAGEGEN</p> <p>Concerns over the severance payments which are considered excessive.</p> |
| 13 | To approve the remuneration report | DAFÜR | DAFÜR |
| 14 | Ex-post binding "Say on Pay" vote on the individual remuneration of the chairman of the Supervisory board | DAFÜR | DAFÜR |
| 15 | Ex-post binding "Say on Pay" vote on the individual remuneration of the CEO | DAFÜR | DAFÜR |
| 16 | Ex-post binding "Say on Pay" vote on the individual remuneration of CFO | DAFÜR | DAFÜR |
| 17 | Ex-post binding "Say on Pay" vote on the individual remuneration of COO | DAFÜR | DAFÜR |
| 18 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR |
| 19 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|---|
| 20 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | DAFÜR |
| 21 | Global allowance to issue capital related securities without pre-emptive rights by public issuance | DAFÜR | ● DAGEGEN Discount of 10% of the share price is not in line with French market practice. |
| 22 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN Discount of 10% of the share price is not in line with French market practice. |
| 23 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN Additional potential dilution which is not in shareholders' interests. |
| 24 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company | DAFÜR | DAFÜR |
| 25 | To authorise capital increases by transfer of reserves | DAFÜR | DAFÜR |
| 26 | To limit capital increases with or without pre-emptive rights | DAFÜR | DAFÜR |
| 27 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------------------------|-------------------------|---|
| 1. | Opening of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG | |
| 2. | Calling the Meeting to order | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG | |
| 3. | Election of persons to scrutinize the minutes and to supervise the counting of votes | DAFÜR | DAFÜR | |
| 4. | Recording the legality of the Meeting | DAFÜR | DAFÜR | |
| 5. | Recording the attendance at the Meeting and adoption of the list of votes | DAFÜR | DAFÜR | |
| 6. | Presentation of the annual accounts, the report of the board of directors and the auditor's report | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG | |
| 7. | Adoption of the financial statements | DAFÜR | DAFÜR | |
| 8. | Approve allocation of income and dividend | DAFÜR | DAFÜR | |
| 9. | Resolution on the discharge of the members of the board of directors and the CEO from liability | DAFÜR | DAFÜR | |
| 10. | Approve remuneration report | DAFÜR | ● DAGEGEN | Lack of transparency and information provided is insufficient. |
| 11. | Approve directors' fees | DAFÜR | ● DAGEGEN | The chairman of the board receives variable remuneration. |
| 12. | Resolution on the number of members of the board of directors | DAFÜR | DAFÜR | |
| 13. | Election of the board of directors | DAFÜR | ● DAGEGEN | The board is not sufficiently independent in our view and the proposed slate would not improve the level of independence. |
| 14. | Approve auditors' fees | DAFÜR | ● DAGEGEN | On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services. |
| 15. | Resolution on the number of auditors | DAFÜR | DAFÜR | |
| 16. | Election of auditor | DAFÜR | DAFÜR | |
| 17. | Authorisation to repurchase own shares | DAFÜR | DAFÜR | |
| 18. | Authorisation to issue shares | DAFÜR | DAFÜR | |
| 19. | Closing of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG | |

| No. | Traktanden | Board | Ethos |
|-----|---|-------------------------|-------------------------|
| 1. | Opening of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2. | Report of the executive - and supervisory board of the past financial year | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 3. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 4. | Approve remuneration report | DAFÜR | DAFÜR |
| 5. | Explanation of the policy on reserves and dividends | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 6. | Approve allocation of income | DAFÜR | DAFÜR |
| 7. | Discharge of executive board | DAFÜR | DAFÜR |
| 8. | Discharge of supervisory board | DAFÜR | DAFÜR |
| 9. | Election of auditor | DAFÜR | DAFÜR |
| | Composition of the supervisory board | | |
| 10. | Opportunity to make recommendations for the appointment of (a) member(s) of the supervisory board | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 11. | Election of Edzard Overbeek | DAFÜR | DAFÜR |
| 12. | Election of Gerard van de Aast | DAFÜR | DAFÜR |
| 13. | Announcement concerning vacancies in the supervisory board arising in 2022 | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 14. | Authorisation to repurchase own shares | DAFÜR | DAFÜR |
| 15. | Reduce share capital via cancellation of shares | DAFÜR | DAFÜR |
| 16. | Authorisation to issue shares | DAFÜR | DAFÜR |
| 17. | Authorisation to restrict or exclude pre-emptive rights | DAFÜR | DAFÜR |
| 18. | Any other business | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 19. | Closing of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|---------------------------------------|
| 1 | 1)To approve the parent company's financial statements; 2)To approve specific luxury or non-deductible expenses | DAFÜR | DAFÜR |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR |
| 4 | To approve the remuneration report | DAFÜR | DAFÜR |
| 5 | Ex-post binding "Say on Pay" vote on Gilles Schnepf's remuneration, as chairman until the 30th of June | DAFÜR | DAFÜR |
| 6 | Ex-post binding "Say on Pay" vote on Angeles Garcia-Poveda's remuneration, as chairman, since the 1st of July | DAFÜR | DAFÜR |
| 7 | Ex-post binding "Say on Pay" vote on Benoît Coquart's remuneration, as CEO | DAFÜR | DAFÜR |
| 8 | To approve the new Chairman remuneration policy | DAFÜR | DAFÜR |
| 9 | To approve the new CEO remuneration policy | DAFÜR | DAFÜR |
| 10 | To approve the non-executive new remuneration policy | DAFÜR | DAFÜR |
| | Board main features | | |
| 11 | Re-election of Annalisa Loustau Elia as a Director for 3 years | DAFÜR | DAFÜR |
| 12 | Election of Jean-Marc Chery as a Director for 3 years | DAFÜR | DAFÜR |
| 13 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR |
| 14 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR |
| 15 | To authorise the Board to issue restricted shares for employees and executive directors | DAFÜR | ● DAGEGEN Potential excessive awards. |
| 16 | Conformity of the bylaws in accordance with the new codification of the Commercial Code. | DAFÜR | DAFÜR |
| 17 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|--|-----------------|-----------------|
| 1 | Note the audited consolidated financial statements for the financial year ended 31 March 2021 | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 2 | Note the appointment of auditor and the fixing their remuneration | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 3 | Elections of directors | | |
| 3.1 | Re-elect Mr. Nicholas Charles Allen | DAFÜR | DAFÜR |
| 3.2 | Re-elect Mr. Christopher John Brooke | DAFÜR | DAFÜR |
| 3.3 | Re-elect Ms. Poh Lee Tan | DAFÜR | DAFÜR |
| 3.4 | Re-elect Mr. Ian Keith Griffiths | DAFÜR | DAFÜR |
| 4.1 | Elect Mr. Lincoln Leong Kwok-kuen | DAFÜR | DAFÜR |
| 5 | Approve Share Buyback | DAFÜR | DAFÜR |
| 6 | Trust Deed Distribution Formula | | |
| 6.1 | Amendments to the Trust Deed Distribution Formula Re: Realised Losses on the Disposal of Relevant Investments, Properties and/or Disposal of the Special Purpose Vehicle which Holds Such Properties | DAFÜR | DAFÜR |
| 6.2 | Amendments to the Trust Deed Distribution Formula Re: Non-Cash Losses | DAFÜR | DAFÜR |
| 7 | Approve Amended Investment Limit for Property Development and Related Activities and the Corresponding Property Development Trust Deed Amendments | DAFÜR | DAFÜR |
| 8 | Amend Trust Deed Re: Hybrid General Meeting Amendments | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|---------------------|---|-------|-----------|--|
| 1 | To approve the parent company's financial statements. | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements. | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment. | DAFÜR | DAFÜR | |
| Board main features | | | | |
| 4 | Election of Nicolas Hieronimus as a Director for 4 years. | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 5 | Election of Alexandre Ricard as a Director for 4 years. | DAFÜR | DAFÜR | |
| 6 | Re-election of Françoise Bettencourt Meyers as a Director for 4 years. | DAFÜR | DAFÜR | |
| 7 | Re-election of Paule Bulcke as a Director for 4 years. | DAFÜR | DAFÜR | |
| 8 | Re-election of Virginie Morgon as a Director for 4 years. | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 9 | To approve the remuneration report. | DAFÜR | ● DAGEGEN | Some important elements of best practice are missing from the structure of the executive remuneration. |
| 10 | Ex-post binding "Say on Pay" vote on the executive individual remuneration. | DAFÜR | DAFÜR | |
| 11 | To approve the non-executives new remuneration policy. | DAFÜR | DAFÜR | |
| 12 | To approve the new remuneration policy of the Chairman-CEO until 1st of May. | DAFÜR | DAFÜR | |
| 13 | To approve the new remuneration policy of the CEO from the 1st of May. | DAFÜR | DAFÜR | |
| 14 | To approve the new remuneration policy of the Chairman from the 1st of May. | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 15 | Approval of the agreement regarding the status of Mr. Nicolas Hieronimus and his employment contract. | DAFÜR | ● DAGEGEN | Some important elements of best practice are missing from the employment contract. |
| 16 | To approve a treasury share buy-back and disposal programme. | DAFÜR | DAFÜR | |
| 17 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights. | DAFÜR | DAFÜR | |
| 18 | To authorise capital increases by transfer of reserves. | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|-------|
| 19 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company. | DAFÜR | DAFÜR |
| 20 | To authorise capital increases related to an all-employee share ownership plan. | DAFÜR | DAFÜR |
| 21 | To authorise capital increases related to an all-international-employee share ownership plan. | DAFÜR | DAFÜR |
| 22 | To amend Articles of Association on size or structure of the Board: | DAFÜR | DAFÜR |
| 23 | Delegation of powers for the completion of formalities. | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|--|
| 1 | Elections of directors | | |
| 1.a | Re-elect Mr. Richard M. McVey | DAFÜR | ● DAGEGEN Combined chairman and CEO. |
| 1.b | Re-elect Ms. Nancy A. Altobello | DAFÜR | DAFÜR |
| 1.c | Re-elect Mr. Steven L. Begleiter | DAFÜR | DAFÜR |
| 1.d | Re-elect Mr. Stephen P. Casper | DAFÜR | ● DAGEGEN Non independent lead director, which is not best practice. |
| 1.e | Re-elect Ms. Jane Chwick | DAFÜR | DAFÜR |
| 1.f | Re-elect Mr. Christopher R. Concannon | DAFÜR | DAFÜR |
| 1.g | Re-elect Mr. William F. Cruger | DAFÜR | DAFÜR |
| 1.h | Elect Ms. Kourtney Gibson | DAFÜR | DAFÜR |
| 1.i | Re-elect Mr. Justin G. Gmelich | DAFÜR | DAFÜR |
| 1.j | Re-elect Mr. Richard G. Ketchum | DAFÜR | DAFÜR |
| 1.k | Re-elect Ms. Emily H. Portney | DAFÜR | DAFÜR |
| 1.l | Re-elect Mr. Richard L. Prager | DAFÜR | DAFÜR |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive variable remuneration. |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|---|
| | Election of Directors | | |
| 1.1 | Re-elect Mr. Akira Marumoto | DAFÜR | DAFÜR |
| 1.2 | Re-elect Mr. Kiyoshi Fujiwara | DAFÜR | DAFÜR |
| 1.3 | Re-elect Mr. Kiyotaka Shobuda | DAFÜR | DAFÜR |
| 1.4 | Re-elect Mr. Mitsuru Ono | DAFÜR | DAFÜR |
| 1.5 | Re-elect Mr. Akira Koga | DAFÜR | DAFÜR |
| 1.6 | Re-elect Mr. Masahiro Moro | DAFÜR | DAFÜR |
| 1.7 | Elect Mr. Yasuhiro Aoyama | DAFÜR | ● DAGEGEN Executive director and the board size is excessive. |
| 1.8 | Re-elect Mr. Kiyoshi Sato | DAFÜR | DAFÜR |
| 1.9 | Re-elect Ms. Michiko Ogawa | DAFÜR | DAFÜR |
| 2 | Election of directors to the audit and supervisory committee | | |
| 2.1 | Re-elect Mr. Masatoshi Maruyama | DAFÜR | DAFÜR |
| 2.2 | Elect Mr. Nobuhiko Watabe | DAFÜR | ● DAGEGEN The director has held executive functions in the company during the last three years and sits on the Audit and Supervisory committee. |
| 2.3 | Re-elect Mr. Ichiro Sakai | DAFÜR | ● DAGEGEN The director is over 75 years old, which exceeds guidelines. |
| 2.4 | Re-elect Mr. Akira Kitamura | DAFÜR | DAFÜR |
| 2.5 | Re-elect Ms. Hiroko Shibasaki | DAFÜR | DAFÜR |
| 2.6 | Elect Mr. Masato Sugimori | DAFÜR | DAFÜR |
| 3 | Approve stock option plan for executive directors | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Reid G. Hoffman | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Hugh F. Johnston | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 1.3 | Re-elect Ms. Teri L. List-Stoll | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Satya Nadella | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.5 | Re-elect Ms. Sandra E. Peterson | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Penny S. Pritzker | DAFÜR | DAFÜR | |
| 1.7 | Elect Mr. Carlos A. Rodriguez | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. Charles W. Scharf | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. John W. Stanton | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Mr. John W. Thompson | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Ms. Emma Walmsley | DAFÜR | DAFÜR | |
| 1.12 | Re-elect Ms. Padmasree Warrior | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 3 | Approve Employee Stock Purchase Plan | DAFÜR | DAFÜR | |
| 4 | Re-election of Deloitte & Touche LLP as the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 5 | Shareholder resolution: Report on median pay gaps across race and gender | DAGEGEN | ● DAFÜR | Enhanced disclosure on gender and ethnic equality. |
| 6 | Shareholder resolution: Report on effectiveness of workplace sexual harassment policies | DAGEGEN | ● DAFÜR | Enhanced disclosure on social issues. |
| 7 | Shareholder resolution: Prohibition on sales of facial recognition technology to all government entities | DAGEGEN | ● DAFÜR | The proposal aims at preventing potential human rights violations linked to the company's facial recognition technology. |
| 8 | Shareholder resolution: Report on implementation of the Fair Chance Business Pledge | DAGEGEN | ● DAFÜR | Enhanced disclosure on social issues. |
| 9 | Shareholder resolution: Report on how lobbying activities align with company policies | DAGEGEN | ● DAFÜR | Enhanced disclosure on lobbying expenses. |

| No. | Traktanden | Board | Ethos |
|------|---|-------|-------|
| | Election of Directors | | |
| 1.1 | Re-elect Mr. Nobuhiro Endo | DAFÜR | DAFÜR |
| 1.2 | Re-elect Mr. Takashi Niino | DAFÜR | DAFÜR |
| 1.3 | Re-elect Mr. Takayuki Morita | DAFÜR | DAFÜR |
| 1.4 | Re-elect Mr. Norihiko Ishiguro | DAFÜR | DAFÜR |
| 1.5 | Re-elect Mr. Hajime Matsukura | DAFÜR | DAFÜR |
| 1.6 | Re-elect Mr. Motoo Nishihara | DAFÜR | DAFÜR |
| 1.7 | Re-elect Mr. Kaoru Seto | DAFÜR | DAFÜR |
| 1.8 | Re-elect Ms. Noriko Iki | DAFÜR | DAFÜR |
| 1.9 | Re-elect Mr. Masatoshi Ito | DAFÜR | DAFÜR |
| 1.10 | Re-elect Mr. Kuniharu Nakamura | DAFÜR | DAFÜR |
| 1.11 | Re-elect Mr. Jun Ohta | DAFÜR | DAFÜR |
| 1.12 | Elect Prof. Christina Ahmadjian | DAFÜR | DAFÜR |
| 2 | Election of Mr. Nobuhiro Odake as Corporate Auditor | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|---|---------|-------------------|--|
| 1 | Elections of directors | | | |
| 1.a | Re-elect Mr. Alan B. Graf, Jr. | DAFÜR | ● ZURÜCK-BEHALTEN | Representative of an important shareholder who is sufficiently represented on the board. |
| 1.b | Re-elect Dr. Peter B. Henry | DAFÜR | DAFÜR | |
| 1.c | Re-elect Ms. Michelle A. Peluso | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 3 | Re-election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Shareholder resolution: Disclose political contributions | DAGEGEN | ● DAFÜR | Enhanced disclosure on political donations. |
| 5 | Shareholder resolution: Human Rights impact assessment | DAGEGEN | ● DAFÜR | Enhanced disclosure on human rights. |
| 6 | Shareholder resolution: Supplemental pay equity disclosure | DAGEGEN | ● DAFÜR | Enhanced disclosure on gender and ethnic equality. |
| 7 | Shareholder resolution: Report on diversity and inclusion efforts | DAGEGEN | ● DAFÜR | Enhanced disclosure on gender equality and ethnic diversity. |

| No. | Traktanden | Board | Ethos |
|----------|--|-------------------------|-------------------------|
| 1. | Opening of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2. | Report of the executive - and supervisory board of the past financial year | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 3. | Approve remuneration report | DAFÜR | DAFÜR |
| 4a. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 4b. | Explanation of the policy on reserves and dividends | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 4c. | Approve allocation of income | DAFÜR | DAFÜR |
| 5a. | Discharge of executive board | DAFÜR | DAFÜR |
| 5b. | Discharge of supervisory board | DAFÜR | DAFÜR |
| 6. | Composition of the supervisory board | | |
| 6a. | Election of Cecilia Reyes | DAFÜR | DAFÜR |
| 6b. | Election of Rob Lelieveld | DAFÜR | DAFÜR |
| 6c. | Election of Inga Beale | DAFÜR | DAFÜR |
| 7. | Proposal to approve an increase of the variable remuneration caps in special circumstances | DAFÜR | DAFÜR |
| 8a (i). | Authorisation to issue shares without pre-emptive rights | DAFÜR | DAFÜR |
| 8a (ii). | Authorisation to restrict or exclude pre-emptive rights | DAFÜR | DAFÜR |
| 8b. | Authorisation to issue shares with pre-emptive rights | DAFÜR | DAFÜR |
| 9. | Authorisation to repurchase own shares | DAFÜR | DAFÜR |
| 10. | Reduce share capital via cancellation of shares | DAFÜR | DAFÜR |
| 11. | Any other business and closing | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |

| No. | Traktanden | Board | Ethos |
|---------|--|-----------------|---|
| 1. | Report on the Company's activities | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 2. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 3. | Approve allocation of income and dividend | DAFÜR | DAFÜR |
| 4. | Approve remuneration report | DAFÜR | <p>● DAGEGEN Performance targets are not sufficiently challenging.</p> <p>We do not consider the performance period for the long-term incentive plan to be long enough.</p> |
| 5.1. | Approve directors' fees for the past FY 2020 | DAFÜR | DAFÜR |
| 5.2. | Approve directors' fees for the upcoming FY 2021 | DAFÜR | DAFÜR |
| 6. | Composition of the board of directors | | |
| 6.1. | Election of Helge Lund | DAFÜR | DAFÜR |
| 6.2. | Election of Jeppe Christiansen | DAFÜR | DAFÜR |
| 6.3 (a) | Election of Laurence Debroux | DAFÜR | <p>● ENTHALTUNG Concerns over the director's time commitments. Oppose is not allowed by company.</p> |
| 6.3 (b) | Election of Andreas Fibig | DAFÜR | DAFÜR |
| 6.3 (c) | Election of Sylvie Grégoire | DAFÜR | DAFÜR |
| 6.3 (d) | Election of Kasim Kutay | DAFÜR | DAFÜR |
| 6.3 (e) | Election of Martin MacKay | DAFÜR | DAFÜR |
| 6.3 (f) | Election of Henrik Poulsen | DAFÜR | DAFÜR |
| 7. | Election of auditor | DAFÜR | DAFÜR |
| 8.1. | Reduce share capital via cancellation of shares | DAFÜR | DAFÜR |
| 8.2. | Authorisation to repurchase own shares | DAFÜR | DAFÜR |
| 8.3 (a) | Amend Articles: Delete authorisation to increase share capital | DAFÜR | DAFÜR |
| 8.3 (b) | Authorisation to issue shares | DAFÜR | DAFÜR |
| 8.4. | Indemnification | | |
| 8.4 (a) | Indemnification: board of directors | DAFÜR | DAFÜR |
| 8.4 (b) | Indemnification: executive management | DAFÜR | DAFÜR |
| 8.5. | Approve executive remuneration policy | DAFÜR | DAFÜR |
| 8.6 (a) | Allow shareholder meetings to be held by electronic means only | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|---------|---|-------------------------|-------------------------|
| 8.6 (b) | Approve language of the documentation of the general meetings | DAFÜR | DAFÜR |
| 8.6 (c) | Amendment article concerning voting rights | DAFÜR | DAFÜR |
| 8.7. | Shareholder proposal: To request the board of directors to make a plan for how to change the ownership to be without private shareholders | DAGEGEN | DAGEGEN |
| 9. | Any other business | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|---|
| 1 | Elections of directors | | |
| 1.a | Re-elect Mr. Robert K. Burgess | DAFÜR | DAFÜR |
| 1.b | Re-elect Mr. Tench Coxe | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.c | Elect Mr. John O. Dabiri | DAFÜR | DAFÜR |
| 1.d | Re-elect Prof. Dr. Persis S. Drell | DAFÜR | DAFÜR |
| 1.e | Re-elect Mr. Jen-Hsun Huang | DAFÜR | DAFÜR |
| 1.f | Re-elect Ms. Dawn Hudson | DAFÜR | DAFÜR |
| 1.g | Re-elect Mr. Harvey C. Jones | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.h | Re-elect Mr. Michael G. McCaffery | DAFÜR | DAFÜR |
| 1.i | Re-elect Mr. Stephen C. Neal | DAFÜR | DAFÜR |
| 1.j | Re-elect Mr. Mark L. Perry | DAFÜR | DAFÜR |
| 1.k | Re-elect Mr. A. Brooke Seawell | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.l | Elect Ms. Aarti Shah | DAFÜR | DAFÜR |
| 1.m | Re-elect Mr. Mark A. Stevens | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 2 | Advisory vote on executive remuneration | DAFÜR | <ul style="list-style-type: none"> ● DAGEGEN Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | DAFÜR |
| 4 | Authorisation to increase the number of shares of the company's common stock | DAFÜR | <ul style="list-style-type: none"> ● DAGEGEN Excessive potential capital increase without preemptive rights. Additional potential dilution which is not in shareholders' interests. |

| No. | Traktanden | Board | Ethos | |
|-------------------------------------|---|-------|-----------|---|
| 1 | Annual Report and Accounts for the year ended 29 November 2020 | DAFÜR | DAFÜR | |
| 2 | Advisory vote on Directors' Remuneration report | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| Elections to the Board of Directors | | | | |
| 3 | Re-elect Mr. Timothy Steiner | DAFÜR | DAFÜR | |
| 4 | Re-elect Mr. Neill Abrams | DAFÜR | ● DAGEGEN | Executive director. The number of executives on the board exceeds market practice. |
| 5 | Re-elect Mr. Mark Richardson | DAFÜR | DAFÜR | |
| 6 | Re-elect Mr. Luke Jensen | DAFÜR | ● DAGEGEN | Executive director. The number of executives on the board exceeds market practice. |
| 7 | Re-elect Mr. Jörn Rausing | DAFÜR | DAFÜR | |
| 8 | Re-elect Mr. Andrew Harrison | DAFÜR | ● DAGEGEN | Chairman of the remuneration committee. We have serious concerns over remuneration. |
| 9 | Re-elect Ms. Emma Lloyd | DAFÜR | DAFÜR | |
| 10 | Re-elect Ms. Julie Southern | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 11 | Re-elect Mr. John Martin | DAFÜR | DAFÜR | |
| 12 | Re-elect Mr. Michael Sherman | DAFÜR | DAFÜR | |
| 13 | Elect Mr. Richard Haythornthwaite | DAFÜR | DAFÜR | |
| 14 | Elect Mr. Stephen Daintith | DAFÜR | DAFÜR | |
| 15 | Re-appoint the auditor | DAFÜR | DAFÜR | |
| 16 | Auditor's remuneration | DAFÜR | DAFÜR | |
| 17 | Political donations and political expenditure | DAFÜR | ● DAGEGEN | Authorisation to make political donations exceeds our guidelines. |
| 18 | Amendment to the Ocado Employee Share Purchase Plan | DAFÜR | DAFÜR | |
| 19 | Directors' authority to allot shares | DAFÜR | DAFÜR | |
| 20 | Directors' authority to allot shares in connection with a rights issue only | DAFÜR | DAFÜR | |
| 21 | Disapplication of pre-emption rights on the issue of shares for cash | DAFÜR | DAFÜR | |
| 22 | Disapplication of pre-emption rights on the issue of shares for cash for an acquisition or capital investment | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 23 | Purchase of own shares | DAFÜR | ● DAGEGEN | The amount of the repurchase is excessive given the financial situation and perspectives of the company. |
| 24 | Authority to call general meetings on short notice | DAFÜR | ● DAGEGEN | 14-days is insufficient for shareholders to vote in an informed manner. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|---|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Ms. Kapila K. Anand | DAFÜR | DAFÜR |
| 1.2 | Re-elect Mr. Craig R. Callen | DAFÜR | DAFÜR |
| 1.3 | Re-elect Ms. Barbara Hill | DAFÜR | DAFÜR |
| 1.4 | Re-elect Mr. Kevin J. Jacobs | DAFÜR | DAFÜR |
| 1.5 | Re-elect Mr. Edward Lowenthal | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 1.6 | Re-elect Mr. C. Taylor Pickett | DAFÜR | DAFÜR |
| 1.7 | Re-elect Mr. Stephen D. Plavin | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 1.8 | Re-elect Mr. Burke W. Whitman | DAFÜR | DAFÜR |
| 2 | Election of the auditor | DAFÜR | <ul style="list-style-type: none"> ● DAGEGEN <p>The auditor's long tenure raises independence concerns.</p> <p>On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services.</p> |
| 3 | Advisory vote on executive remuneration | DAFÜR | <ul style="list-style-type: none"> ● DAGEGEN <p>Excessive variable remuneration.</p> |

| No. | Traktanden | Board | Ethos | |
|-----|--|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. John D. Wren | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.2 | Re-elect Ms. Mary Claire Choksi | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Leonard S. Coleman | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.4 | Re-elect Ms. Susan S. Denison | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.5 | Re-elect Mr. Ronnie S. Hawkins | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Deborah J. Kissire | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Ms. Gracia C. Martore | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Ms. Linda Johnson Rice | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.9 | Re-elect Ms. Valerie M. Williams | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | DAFÜR | |
| 4 | To approve the adoption of the Omnibus Incentive Plan | DAFÜR | ● DAGEGEN | The non-executive directors receive variable remuneration. |
| 5 | Shareholder resolution: Disclose political contributions | DAGEGEN | ● DAFÜR | Enhanced disclosure on political donations. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------------------------|-------------------------|
| 1 | Receive the Annual Report | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2 | Approve the Dividend | DAFÜR | DAFÜR |
| 3a | Approve Discharge of Management Board member Rainer Seele (CEO) | DAFÜR | DAFÜR |
| 3b | Approve Discharge of Management Board member Johann Pleininger | DAFÜR | DAFÜR |
| 3c | Approve Discharge of the remaining Management Board members | DAFÜR | DAFÜR |
| 4a | Approve Discharge of Supervisory Board member Alyazia Ali Al Kuwaiti (Vice Chairwoman) | DAFÜR | DAFÜR |
| 4b | Approve Discharge of Supervisory Board member Mansour Mohamed Al Mulla | DAFÜR | DAFÜR |
| 4c | Approve Discharge of Supervisory Board member Karl Rose | DAFÜR | DAFÜR |
| 4d | Approve Discharge of Supervisory Board member Gertrude Tumpel-Gugerell | DAFÜR | DAFÜR |
| 4e | Approve Discharge of Supervisory Board member Thomas Schmid (Vice Chairman) | DAFÜR | DAFÜR |
| 4f | Approve Discharge of Supervisory Board member Stefan Doboczky | DAFÜR | DAFÜR |
| 4g | Approve Discharge of Supervisory Board member Elisabeth Stadler | DAFÜR | DAFÜR |
| 4h | Approve Discharge of Supervisory Board member Christoph Swarovski | DAFÜR | DAFÜR |
| 4i | Approve Discharge of Supervisory Board member Cathrine Trattner | DAFÜR | DAFÜR |
| 4j | Approve Discharge of Supervisory Board member Wolfgang C. Berndt (Chairman until 29 September 2020) | DAFÜR | DAFÜR |
| 4k | Approve Discharge of Supervisory Board member Mark Garrett (Chairman since 29 September 2020) | DAFÜR | DAFÜR |
| 4l | Approve Discharge of Supervisory Board member Christine Asperger (until 1 October 2020) | DAFÜR | DAFÜR |
| 4m | Approve Discharge of Supervisory Board member Herbert Lindner | DAFÜR | DAFÜR |
| 4n | Approve Discharge of Supervisory Board member Alfred Redlich (until 2 December 2020) | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|---------------------|---|-------|-----------|---|
| 4o | Approve Discharge of Supervisory Board member Angela Schorna | DAFÜR | DAFÜR | |
| 4p | Approve Discharge of Supervisory Board member Gerhard Singer | DAFÜR | DAFÜR | |
| 5 | Approve non-executive director fees | DAFÜR | DAFÜR | |
| 6 | Appoint the Auditors | DAFÜR | DAFÜR | |
| 7 | Approve Remuneration Report | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 8a | Approve Long-Term Incentive Plan 2021 | DAFÜR | ● DAGEGEN | Potential excessive awards. |
| 8b | Approve Equity Deferral 2021 | DAFÜR | ● DAGEGEN | Potential excessive awards. |
| Board main features | | | | |
| 9 | Elections to the Supervisory Board: Saeed Al Mazrouei | DAFÜR | ● DAGEGEN | Non independent director (representative of an important shareholder). The board is not sufficiently independent. |
| 10 | Authorisation to utilise the Company's treasury stock or dispose of it for the purpose of share transfer programmes | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|------|------------------------------------|-------|--|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Mr. Jeffrey S. Berg | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 1.2 | Re-elect Dr. Michael J. Boskin | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 1.3 | Re-elect Ms. Safra A. Catz | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Executive director. The board is not sufficiently independent.</p> |
| 1.4 | Re-elect Mr. Bruce R. Chizen | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Chairman of the nomination committee. The composition of the board is unsatisfactory.</p> |
| 1.5 | Re-elect Mr. George H. Conrades | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>The director is over 75 years old, which exceeds guidelines.</p> |
| 1.6 | Re-elect Mr. Lawrence J. Ellison | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Chairman of the board and the composition of the board is very unsatisfactory.</p> |
| 1.7 | Re-elect Ms. Rona A. Fairhead | DAFÜR | DAFÜR |
| 1.8 | Re-elect Mr. Jeffrey O. Henley | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Executive director. The board is not sufficiently independent.</p> <p>The director is over 75 years old, which exceeds guidelines.</p> |
| 1.9 | Re-elect Ms. Renée J. James | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Non independent director (business connections with the company). The board is not sufficiently independent.</p> |
| 1.10 | Re-elect Mr. Charles W. Moorman IV | DAFÜR | DAFÜR |
| 1.11 | Re-elect Mr. Leon E. Panetta | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>The director is over 75 years old, which exceeds guidelines.</p> |
| 1.12 | Re-elect Mr. William G. Parrett | DAFÜR | <ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>The director is over 75 years old, which exceeds guidelines.</p> |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-------------------|---|
| 1.13 | Re-elect Ms. Naomi O. Seligman | DAFÜR | ● ZURÜCK-BEHALTEN | The director is over 75 years old, which exceeds guidelines. |
| 1.14 | Re-elect Dr. Vishal Sikka | DAFÜR | ● ZURÜCK-BEHALTEN | Non independent director (consultancy agreement). The board is not sufficiently independent. |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | The remuneration committee amended the long-term plan during the performance period, which is not best practice. Excessive total remuneration. |
| 3 | Amendment to the 2020 Equity Incentive Plan | DAFÜR | ● DAGEGEN | Potential excessive awards. |
| 4 | Re-election of the auditor | DAFÜR | DAFÜR | |
| 5 | Shareholder resolution: Racial equity audit | DAGEGEN | ● DAFÜR | The proposal encourages the company to address racial diversity and inclusion. |
| 6 | Shareholder resolution: Independent board chairman | DAGEGEN | ● DAFÜR | The proposal aims at improving the overall board independence. |
| 7 | Shareholder resolution: Political spending | DAGEGEN | DAGEGEN | |

| No. | Traktanden | Board | Ethos | |
|------|---|-------|-----------|---|
| 1 | Dividend Allocation | DAFÜR | ● DAGEGEN | The proposed dividend is inconsistent with the company's financial situation. |
| 2 | Approve the Change in the Directors' Term of Office | DAFÜR | DAFÜR | |
| | Election of Directors | | | |
| 3.1 | Re-elect Mr. Toshio Kagami | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 3.2 | Re-elect Mr. Yumiko Takano | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3.3 | Re-elect Mr. Yuichi Katayama | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3.4 | Re-elect Mr. Akiyoshi Yokota | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3.5 | Re-elect Mr. Wataru Takahashi | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3.6 | Re-elect Mr. Yuichi Kaneki | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3.7 | Re-elect Ms. Rika Kanbara | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3.8 | Re-elect Mr. Tsutomu Hanada | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. |
| 3.9 | Re-elect Mr. Yuzaburo Mogi | DAFÜR | ● DAGEGEN | The director is 86 years old, which exceeds guidelines. |
| 3.10 | Elect Mr. Kenji Yoshida | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|---|
| 1 | Elections of directors | | | |
| 1.a | Re-elect Mr. John M. Donovan | DAFÜR | DAFÜR | |
| 1.b | Re-elect Sir John Key | DAFÜR | DAFÜR | |
| 1.c | Re-elect Ms. Mary P. McCarthy | DAFÜR | DAFÜR | |
| 1.d | Re-elect Mr. Nir Zuk | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 2 | Re-election of Ernst & Young LLP as the auditor | DAFÜR | DAFÜR | |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive total remuneration. Excessive variable remuneration. |
| 4 | To approve the adoption of the 2021 Equity Incentive Plan | DAFÜR | ● DAGEGEN | Potential excessive awards. |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|--|
| 1 | Annual Report and Accounts for the year ended 31 December 2020 | DAFÜR | DAFÜR |
| 2 | Advisory vote on Directors' Remuneration report | DAFÜR | DAFÜR |
| | Elections to the Board of Directors | | |
| 3 | Re-elect Mr. Roger Devlin | DAFÜR | DAFÜR |
| 4 | Elect Mr. Dean Finch | DAFÜR | DAFÜR |
| 5 | Re-elect Mr. Michael Killoran | DAFÜR | DAFÜR |
| 6 | Re-elect Mr. Nigel G. Mills | DAFÜR | <p>● DAGEGEN Non independent lead director, which is not best practice.</p> |
| 7 | Re-elect Ms. Rachel Kentleton | DAFÜR | DAFÜR |
| 8 | Re-elect Mr. Simon Litherland | DAFÜR | DAFÜR |
| 9 | Re-elect Ms. Joanna Place | DAFÜR | DAFÜR |
| 10 | Elect Ms. Annemarie Durbin | DAFÜR | DAFÜR |
| 11 | Elect Mr. Andrew Wyllie | DAFÜR | DAFÜR |
| 12 | Re-elect Ernst & Young as auditor | DAFÜR | DAFÜR |
| 13 | Auditor's remuneration | DAFÜR | DAFÜR |
| 14 | Directors' authority to allot shares | DAFÜR | DAFÜR |
| 15 | Disapplication of pre-emption rights on the issue of shares for cash | DAFÜR | DAFÜR |
| 16 | Purchase of own shares | DAFÜR | <p>● DAGEGEN Contrary to best practice, the dividend is not put to the vote.</p> |
| 17 | Amendments to the Articles of Association | DAFÜR | DAFÜR |
| 18 | Authority to call general meetings on short notice | DAFÜR | <p>● DAGEGEN 14-days is insufficient for shareholders to vote in an informed manner.</p> |

| No. | Traktanden | Board | Ethos | |
|------|---|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Ronald E. Blaylock | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Dr. Albert Bourla | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.3 | Re-elect Dr. Susan D. Desmond-Hellmann | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Joseph J. Echevarria | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Scott Gottlieb | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Prof. Dr. Helen H. Hobbs | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Dr. Susan Hockfield | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Prof. Dan R. Littman | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Shantanu Narayen | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 1.10 | Re-elect Ms. Suzanne Nora Johnson | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. James Quincey | DAFÜR | DAFÜR | |
| 1.12 | Re-elect Mr. James C. Smith | DAFÜR | DAFÜR | |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Shareholder resolution: Independent chairman | DAGEGEN | ● DAFÜR | An independent chairman can ensure independent oversight of management. |
| 5 | Shareholder resolution: Disclose political contributions | DAGEGEN | ● DAFÜR | Enhanced disclosure on political donations. |
| 6 | Shareholder resolution: Report on Access to COVID-19 Products | DAGEGEN | ● DAFÜR | The proposal aims at improving the company's responsible business practices especially with regard to ensuring a safe and affordable COVID-19 vaccine. |

| No. | Traktanden | Board | Ethos | |
|-----|--|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Steven A. Davis | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Michael W. Lamach | DAFÜR | DAFÜR | |
| 1.3 | Elect Mr. Michael T. Nally | DAFÜR | DAFÜR | |
| 1.4 | Elect Mr. Guillermo Novo | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Prof. Dr. Martin H. Richenhagen | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Cathy R. Smith | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Declassify the Board of Directors | DAFÜR | DAFÜR | |
| 4 | Amend the supermajority voting requirements | DAFÜR | DAFÜR | |
| 5 | Election of the auditor | DAFÜR | DAFÜR | |
| 6 | Shareholder resolution: Independent chairman | DAGEGEN | ● DAFÜR | The separation of functions allows an effective supervision of the management by the board. |

| No. | Traktanden | Board | Ethos | |
|---------------------|---|-------|-----------|--|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| 4 | To approve the dividend reinvestment plan (option for scrip dividend) | DAFÜR | DAFÜR | |
| 5 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR | |
| Board main features | | | | |
| 6 | Re-election of Maurice Lévy as a member of the Supervisory Board for 4 years | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. |
| 7 | Re-election of Simon Badinter as a member of the Supervisory Board for 4 years | DAFÜR | DAFÜR | |
| 8 | Re-election of Jean Charest as a member of the Supervisory Board for 4 years | DAFÜR | DAFÜR | |
| 9 | To approve the new remuneration policy of the Supervisory Board's Chairman | DAFÜR | DAFÜR | |
| 10 | To approve the new remuneration policy of the Supervisory Board's members | DAFÜR | DAFÜR | |
| 11 | To approve the new remuneration policy of the Management Board's Chairman and CEO | DAFÜR | ● DAGEGEN | Potential excessive awards. |
| 12 | To approve the new remuneration policy of the Management Board's member, Michel-Alain Proch | DAFÜR | DAFÜR | |
| 13 | To approve the new remuneration policy of the Management Board's members | DAFÜR | DAFÜR | |
| 14 | To approve the remuneration report | DAFÜR | DAFÜR | |
| 15 | Ex-post binding "Say on Pay" vote on the remuneration of Maurice Lévy, Supervisory Board's Chairman | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 16 | Ex-post binding "Say on Pay" vote on the individual remuneration of Arthur Sadoun, Management Board's Chairman and CEO | DAFÜR | ● DAGEGEN | Performance targets are not sufficiently challenging. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|---|
| 17 | Ex-post binding "Say on Pay" vote on the executive emuneration of Jean-Michel Etienne, Management Board's member | DAFÜR | DAFÜR |
| 18 | Ex-post binding "Say on Pay" vote on the individual remuneration of Anne-Gabrielle Heilbronner, Management Board's member | DAFÜR | DAFÜR |
| 19 | Ex-post binding "Say on Pay" vote on the individual remuneration of Steve King, Management Board's member | DAFÜR | ● DAGEGEN The pay-for-performance connection is not demonstrated. |
| 20 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR |
| 21 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR |
| 22 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | ● DAGEGEN Excessive potential dilution which is not in the shareholders' interests. |
| 23 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR |
| 24 | To authorise capital increases related to an all-foreign employee share ownership plan | DAFÜR | DAFÜR |
| 25 | To change Articles provisions in line with legal requirements or compliment in line with previous resolutions | DAFÜR | DAFÜR |
| 26 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|--|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Ms. Vicky B. Gregg | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Wright L. Lassiter III | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Timothy L. Main | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Ms. Denise M. Morrison | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Gary M. Pfeiffer | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Timothy M. Ring | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Steve Rusckowski | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.8 | Re-elect Dr. Helen I. Torley | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Dr. Gail R. Wilensky | DAFÜR | ● DAGEGEN | The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |

| No. | Traktanden | Board | Ethos |
|-----|--|-------------------------|--|
| 1. | Opening of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2a. | Report of the executive - and supervisory board of the past financial year | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2b. | Approve remuneration report | DAFÜR | DAFÜR |
| 2c. | Adoption of the financial statements | DAFÜR | DAFÜR |
| 2d. | Explanation of the policy on reserves and dividends | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2e. | Approve allocation of income | DAFÜR | ● DAGEGEN The proposed dividend is inconsistent with the company's financial situation. |
| 2f. | Approve allocation of income | DAFÜR | DAFÜR |
| 3a. | Discharge of executive board | DAFÜR | DAFÜR |
| 3b. | Discharge of supervisory board | DAFÜR | DAFÜR |
| 4. | Approve executive remuneration policy | DAFÜR | DAFÜR |
| | Composition of the supervisory board | | |
| 5. | Election of Sander van 't Noordende | DAFÜR | DAFÜR |
| 6a. | Authorisation to issue shares | DAFÜR | DAFÜR |
| 6b. | Authorisation to repurchase own shares | DAFÜR | DAFÜR |
| 6c. | Reduce share capital via cancellation of shares | DAFÜR | DAFÜR |
| 7. | Election of auditor | DAFÜR | DAFÜR |
| 8. | Any other business | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 9. | Closing of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |

| No. | Traktanden | Board | Ethos |
|-----|--|-------------------------|-------------------------|
| 1. | Opening of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2. | Election of Sander van 't Noordende to the executive board | DAFÜR | DAFÜR |
| 3. | Any other business | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 4. | Closing of the Meeting | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |

| No. | Traktanden | Board | Ethos |
|-------------------------------------|---|-------|--|
| 1 | Annual Report and Accounts for the year ended 31 December 2020 | DAFÜR | DAFÜR |
| 2 | Advisory vote on Directors' Remuneration report | DAFÜR | <p>● DAGEGEN Excessive total remuneration.</p> <p>The remuneration of the non-executive chairman largely exceeds that of the other non-executive board members without adequate justification.</p> |
| 3 | Declare a final dividend | DAFÜR | DAFÜR |
| 4 | Re-elect Ernst & Young as auditor | DAFÜR | DAFÜR |
| 5 | Auditor's remuneration | DAFÜR | DAFÜR |
| Elections to the Board of Directors | | | |
| 6 | Elect Mr. Paul Walker | DAFÜR | DAFÜR |
| 7 | Elect Ms. June Felix | DAFÜR | DAFÜR |
| 8 | Re-elect Mr. Erik Engstrom | DAFÜR | DAFÜR |
| 9 | Re-elect Dr. Wolfhart Hauser | DAFÜR | DAFÜR |
| 10 | Re-elect Ms. Charlotte Hogg | DAFÜR | DAFÜR |
| 11 | Re-elect Ms. Marike van Lier Lels | DAFÜR | DAFÜR |
| 12 | Re-elect Mr. Nick Luff | DAFÜR | DAFÜR |
| 13 | Re-elect Mr. Robert J. MacLeod | DAFÜR | DAFÜR |
| 14 | Re-elect Ms. Linda S. Sanford | DAFÜR | <p>● DAGEGEN Non-independent director sitting on the remuneration committee, which is not best practice.</p> |
| 15 | Re-elect Mr. Andrew Sukawaty | DAFÜR | DAFÜR |
| 16 | Re-elect Ms. Suzanne Wood | DAFÜR | <p>● DAGEGEN Concerns over the director's time commitments.</p> |
| 17 | Directors' authority to allot shares | DAFÜR | DAFÜR |
| 18 | Disapplication of pre-emption rights on the issue of shares for cash | DAFÜR | DAFÜR |
| 19 | Disapplication of pre-emption rights on the issue of shares for cash for an acquisition or capital investment | DAFÜR | DAFÜR |
| 20 | Purchase of own shares | DAFÜR | <p>● DAGEGEN The executive variable remuneration depends on "per share" indicators, which are artificially positively impacted by the company's share repurchase programme.</p> |
| 21 | Authority to call general meetings on short notice | DAFÜR | <p>● DAGEGEN 14-days is insufficient for shareholders to vote in an informed manner.</p> |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|---|
| 1 | Elections of directors | | |
| 1.a | Re-elect Ms. Karen Drexler | DAFÜR | DAFÜR |
| 1.b | Re-elect Mr. Michael Farrell | DAFÜR | DAFÜR |
| 1.c | Re-elect Mr. Peter Farrell | DAFÜR | <p>● DAGEGEN</p> <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 1.d | Re-elect Ms. Harjit Gill | DAFÜR | DAFÜR |
| 1.e | Re-elect Mr. Ronald R. Taylor | DAFÜR | DAFÜR |
| 1.f | Elect Mr. John Hernandez | DAFÜR | <p>● DAGEGEN</p> <p>Concerns over the director's time commitments.</p> |
| 1.g | Elect Mr. Desney Tan | DAFÜR | DAFÜR |
| 2 | Re-election of KPMG as the auditor | DAFÜR | <p>● DAGEGEN</p> <p>The auditor's long tenure raises independence concerns.</p> |
| 3 | Advisory vote on executive remuneration | DAFÜR | <p>● DAGEGEN</p> <p>Excessive variable remuneration.</p> |

| No. | Traktanden | Board | Ethos |
|------|--|-------|---|
| 1 | Dividend Allocation | DAFÜR | DAFÜR |
| 2 | Election of Directors | | |
| 2.1 | Re-elect Mr. Yoshinori Yamashita | DAFÜR | <p>● DAGEGEN</p> <p>Executive director sitting on the remuneration committee, which is not best practice.</p> |
| 2.2 | Re-elect Mr. Nobuo Inaba | DAFÜR | DAFÜR |
| 2.3 | Re-elect Mr. Hidetaka Matsuishi | DAFÜR | DAFÜR |
| 2.4 | Re-elect Mr. Seiji Sakata | DAFÜR | DAFÜR |
| 2.5 | Elect Mr. Akira Oyama | DAFÜR | DAFÜR |
| 2.6 | Re-elect Mr. Masami Iijima | DAFÜR | DAFÜR |
| 2.7 | Re-elect Prof. Mutsuko Hatano | DAFÜR | DAFÜR |
| 2.8 | Re-elect Mr. Kazuhiro Mori | DAFÜR | <p>● DAGEGEN</p> <p>The director is over 75 years old, which exceeds guidelines.</p> |
| 2.9 | Re-elect Mr. Keisuke Yokoo | DAFÜR | DAFÜR |
| 2.10 | Elect Mr. Sadafumi Tani | DAFÜR | DAFÜR |
| 3 | Elect 2 Corporate Auditors | | |
| 3.1 | Elect Mr. Shinji Sato as a Corporate Auditor | DAFÜR | DAFÜR |
| 3.2 | Re-ellect Mr. Yo Ota as a Corporate Auditor | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|---|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Dr. oec. Julia L. Coronado | DAFÜR | DAFÜR |
| 1.2 | Re-elect Mr. Dirk A. Kempthorne | DAFÜR | DAFÜR |
| 1.3 | Re-elect Mr. Harold M. Messmer | DAFÜR | <p>● DAGEGEN</p> <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 1.4 | Re-elect Mr. Marc H. Morial | DAFÜR | DAFÜR |
| 1.5 | Re-elect Ms. Barbara J. Novogradac | DAFÜR | <p>● DAGEGEN</p> <p>Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent.</p> |
| 1.6 | Re-elect Mr. Rob J. Pace | DAFÜR | DAFÜR |
| 1.7 | Re-elect Mr. Frederick A. Richman | DAFÜR | <p>● DAGEGEN</p> <p>Non independent lead director, which is not best practice.</p> <p>The director is over 75 years old, which exceeds guidelines.</p> |
| 1.8 | Re-elect Mr. M. Keith Waddell | DAFÜR | DAFÜR |
| 2 | Advisory vote on executive remuneration | DAFÜR | <p>● DAGEGEN</p> <p>Excessive variable remuneration.</p> |
| 3 | Election of the auditor | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Marco Alverà | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. William J. Amelio | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. William D. Green | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Ms. Stephanie C. Hill | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Ms. Rebecca Jacoby | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Monique F. Leroux | DAFÜR | DAFÜR | |
| 1.7 | Elect Mr. Ian Paul Livingston | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Ms. Maria R. Morris | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Douglas L. Peterson | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Mr. Edward B. Rust Jr. | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.11 | Re-elect Mr. Kurt L. Schmoke | DAFÜR | DAFÜR | |
| 1.12 | Re-elect Mr. Richard E. Thornburgh | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Advisory Vote on the GHG Emissions Reduction Plan | DAFÜR | ● DAGEGEN | The company has not set CO2e emission reduction targets consistent with limiting the global temperature increase to 1.5°. |
| 5 | Shareholder resolution: Transition to Public Benefit Corporation | DAGEGEN | ● DAFÜR | The proposal aims at promoting the company's environmental and social responsibility. |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| | Board main features | | | |
| 4 | To ratify the co-optation of Gilles Schnepf as a Director for 1 year | DAFÜR | DAFÜR | |
| 5 | Re-election of Fabienne Lecorvaisier as a Director for 4 years | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 6 | Re-election of Melanie Lee as a Director for 4 years | DAFÜR | DAFÜR | |
| 7 | Election of Barbara Lavernos as a Director for 4 years | DAFÜR | DAFÜR | |
| 8 | To approve the remuneration report | DAFÜR | DAFÜR | |
| 9 | Ex-post binding "Say on Pay" vote on the individual remuneration of the Chairman of the Board | DAFÜR | ● DAGEGEN | Excessive fixed remuneration. |
| 10 | Ex-post binding "Say on Pay" vote on the executive individual remuneration of Paul Hudson | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 11 | To approve the new non-executives remuneration policy | DAFÜR | DAFÜR | |
| 12 | To approve the new remuneration policy of the Chairman of the Board | DAFÜR | ● DAGEGEN | Excessive fixed remuneration. |
| 13 | To approve the new remuneration policy of the CEO | DAFÜR | DAFÜR | |
| 14 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 15 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR | |
| 16 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | DAFÜR | |
| 17 | Global allowance to issue capital related securities without pre-emptive rights by public issuance | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 18 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 19 | Autorisation to issue debt instruments | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 20 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN | Additional potential dilution which is not in shareholders' interests. |
| 21 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company | DAFÜR | DAFÜR | |
| 22 | To authorise capital increases by transfer of reserves | DAFÜR | DAFÜR | |
| 23 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 24 | To authorise the Board to issue performance shares for employees and/or executive directors | DAFÜR | ● DAGEGEN | Potential excessive awards. |
| 25 | Amendment of Article 13 of the Statutes to allow the Board of Directors to take decisions by written consultation | DAFÜR | DAFÜR | |
| 26 | Amendment of Article 14 and Article 17 of the Articles of Association to bring their content in line with the PACTE Act. | DAFÜR | DAFÜR | |
| 27 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|---|---------|-----------|--|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| 4 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR | |
| 5 | To approve the remuneration report | DAFÜR | DAFÜR | |
| 6 | Ex-post binding "Say on Pay" vote on Jean-Pascal Tricoire's remuneration, as CEO | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 7 | To approve the CEO's new remuneration policy for FY2021 | DAFÜR | ● DAGEGEN | The pay-for-performance connection is not demonstrated with vesing below median performance. |
| 8 | To approve the non-executives new remuneration policy Board main features | DAFÜR | ● DAGEGEN | The proposed remuneration for the board of directors is considered excessive. |
| 9 | Re-election of Jean-Pascal Tricoire as a Director for for 4 years | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 10 | Election of Anna Ohlsson-Leijon as a Director for 4 years | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 11 | Competitive election of a Director: Thierry Jacquet for 4 years (not supported by the Board) | DAGEGEN | ● DAFÜR | The proposed representative of the employee shareholders should be supported. |
| 12 | Competitive election of a Director : Zennia Csikos for 4 years (not supported by the Board) | DAGEGEN | DAGEGEN | |
| 13 | Competitive election of a Director : Xiaoyun Ma for 4 years (supported by the Board) | DAFÜR | ● DAGEGEN | The representative of the employee shareholders under ITEM 11 is supported. |
| 14 | Competitive election of a Director : Malene Kvist Kristensen for 4 years (not supported by the Board) | DAGEGEN | DAGEGEN | |
| 15 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 16 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | DAFÜR | |
| 17 | Global allowance to issue capital related securities without pre-emptive rights by public issuance | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 18 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 19 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN | Additional potential dilution which is not in shareholders' interests. |
| 20 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company | DAFÜR | DAFÜR | |
| 21 | To authorise capital increases by transfer of reserves | DAFÜR | DAFÜR | |
| 22 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 23 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 24 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR | |
| 25 | Amendment of Article 13 of the Articles of Association to rectify a material error | DAFÜR | DAFÜR | |
| 26 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|---------------------|--|-------|-----------|---|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| 3 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 4 | To approve the remuneration report | DAFÜR | DAFÜR | |
| 5 | Ex-post binding "Say on Pay" vote on the 2020 remuneration of Denis Kessler, Chairman and CEO | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 6 | To approve the non-executive new remuneration policy | DAFÜR | DAFÜR | |
| 7 | To approve Directors' fees | DAFÜR | DAFÜR | |
| 8 | To approve the 2021 remuneration policy of the Chairman and CEO | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| Board main features | | | | |
| 9 | Re-election of Denis Kessler as a Director for 3 years | DAFÜR | DAFÜR | |
| 10 | Re-election of Claude Tendil as a Director for 3 years | DAFÜR | ● DAGEGEN | Member of the nomination and remuneration committee. We have serious concerns over the lack of transparency on the succession policy and remuneration of the CEO. |
| 11 | Re-election of Bruno Pfister as a Director for 3 years | DAFÜR | ● DAGEGEN | Member of the nomination and remuneration committee. We have serious concerns over the lack of transparency on the succession policy and remuneration of the CEO. |
| 12 | Election of Patricia Lacoste as a Director for 3 years | DAFÜR | DAFÜR | |
| 13 | Election of Laurent Rousseau as a Director for 3 years | DAFÜR | DAFÜR | |
| 14 | To ratify the co-optation of Adrien Couret as a Director for 2 years | DAFÜR | DAFÜR | |
| 15 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 16 | To authorise capital increases by transfer of reserves | DAFÜR | DAFÜR | |
| 17 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | DAFÜR | |
| 18 | Global allowance to issue capital related securities without pre-emptive rights by public issuance | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 19 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|--|
| 20 | To approve issues of shares or other capital related securities as a payment for any public exchange offer | DAFÜR | DAFÜR |
| 21 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company | DAFÜR | DAFÜR |
| 22 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN Additional potential dilution which is not in shareholders' interests. |
| 23 | To issue warrants without preemption rights ("Warrants Contingent 2021") | DAFÜR | DAFÜR |
| 24 | To issue warrants without preemption rights ("Warrants AOF 2021") | DAFÜR | DAFÜR |
| 25 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR |
| 26 | To authorise allocation of options (new or existing shares) | DAFÜR | DAFÜR |
| 27 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | ● DAGEGEN Potential excessive awards. |
| 28 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR |
| 29 | To limit capital increases with or without pre-emptive rights | DAFÜR | DAFÜR |
| 30 | Harmonization of the Articles of Association with recent legislative changes and deletion of obsolete provisions. | DAFÜR | DAFÜR |
| 31 | To amend article 16 of the Articles of Association regarding the General Management of the Company | DAFÜR | DAFÜR |
| 32 | Amendments to the Articles of Association concerning the term of office of directors. | DAFÜR | DAFÜR |
| 33 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|--|-------------------------|---|
| 1 | Receive the Annual Report | OHNE ABSTIM- MUNG | OHNE ABSTIM- MUNG |
| 2 | Approve the Dividend | DAFÜR | DAFÜR |
| 3 | Approve Discharge of Management Board | DAFÜR | DAFÜR |
| 4 | Approve Discharge of Supervisory Board | DAFÜR | DAFÜR |
| 5 | Appoint the Auditors | DAFÜR | DAFÜR |
| 6 | Approve Remuneration System for the Management Board members | DAFÜR | <ul style="list-style-type: none"> ● DAGEGEN <p>The information provided on the performance targets is insufficient.</p> <p>Excessive variable remuneration.</p> |
| 7 | Approve Remuneration of the Supervisory Board members | DAFÜR | DAFÜR |
| 8 | Approve the Conversion of the Company's legal form into a European Company (Societas Europaea, SE) | DAFÜR | DAFÜR |
| 9 | Authorise Share Repurchase (also by use of Equity Derivatives) | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|---|
| 1 | Approve Scheme of Arrangement | DAFÜR | DAFÜR |
| 2 | Amend Constitution | DAFÜR | DAFÜR |
| 3 | Approve Creation of Distributable Reserves | DAFÜR | DAFÜR |
| 4 | To approve the adjournment proposal | DAFÜR | <p>● DAGEGEN</p> <p>We consider that when a quorum is achieved, the vote outcome should be considered representative of the shareholder opinion regardless of the result.</p> |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|---|
| 1 | Elections of directors | | | |
| 1.a | Re-elect Mr. Mark W. Adams | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 1.b | Elect Mr. Shankar Arumugavelu | DAFÜR | DAFÜR | |
| 1.c | Elect Mr. Pratik Bhatt | DAFÜR | DAFÜR | |
| 1.d | Re-elect Ms. Judy Bruner | DAFÜR | DAFÜR | |
| 1.e | Re-elect Mr. Michael R. Cannon | DAFÜR | DAFÜR | |
| 1.f | Re-elect Mr. Jay L. Geldmacher | DAFÜR | DAFÜR | |
| 1.g | Re-elect Mr. Dylan G. Haggart | DAFÜR | DAFÜR | |
| 1.h | Re-elect Dr. William D. Mosley | DAFÜR | DAFÜR | |
| 1.i | Re-elect Ms. Stephanie Tilenius | DAFÜR | DAFÜR | |
| 1.j | Re-elect Mr. Edward J. Zander | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive total remuneration. Excessive variable remuneration. |
| 3 | Re-election of Ernst & Young as the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Approval of the 2022 Equity Incentive Plan | DAFÜR | ● DAGEGEN | Potential excessive awards. |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| | Board main features | | | |
| 4 | Re-election of Yseulys Costes as a Director for 4 years | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 5 | Re-election of Peugeot Invest Assets as a Director for 4 years | DAFÜR | ● DAGEGEN | Non independent director (representative of an important shareholder). The board is not sufficiently independent. |
| 6 | Re-election of Brigitte Forestier as a Director for 4 years | DAFÜR | DAFÜR | |
| 7 | 1)To elect Deloitte & Associés as auditor for 6 years; 2)To elect KPMG as auditor for 6 years | DAFÜR | DAFÜR | |
| 8 | To approve the executives new remuneration policy | DAFÜR | ● DAGEGEN | The potential variable remuneration exceeds our guidelines. |
| 9 | To approve the non-executive new remuneration policy | DAFÜR | DAFÜR | |
| 10 | To approve the remuneration report | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 11 | Ex-post binding "Say on Pay" vote on the Chairman CEO's individual remuneration | DAFÜR | ● DAGEGEN | The information provided on the performance targets is insufficient. Excessive total remuneration. |
| 12 | Ex-post binding "Say on Pay" vote on the Deputy CEO's individual remuneration | DAFÜR | ● DAGEGEN | The information provided on the performance targets is insufficient. Excessive total remuneration. |
| 13 | To approve a treasury share buy-back and disposal programme | DAFÜR | ● DAGEGEN | The authorisation allows for share repurchase during a period of public offer and can potentially be used as an anti-takeover device. |
| 14 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR | |
| 15 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | ● DAGEGEN | Anti takeover measure that can lead to an exclusion of any potentially non-friendly offer which could be in the interests of shareholders. |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|---|
| 16 | Global allowance to issue capital related securities without pre-emptive rights by public issuance | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 17 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 18 | To limit capital increases with or without pre-emptive rights | DAFÜR | DAFÜR | |
| 19 | To authorise capital increases by transfer of reserves | DAFÜR | DAFÜR | |
| 20 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | ● DAGEGEN | Potentially excessive awards. |
| 21 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 22 | Amendment of the articles of association: lowering of the statutory declaration threshold from 2.5% to 0.5%. | DAFÜR | ● DAGEGEN | The amendment has a negative impact on the rights or interests of all the shareholders. |
| 23 | To change Articles provisions in line with legal requirements | DAFÜR | DAFÜR | |
| 24 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|---|---------|-----------|---|
| 1 | Revocation of the mandate of Federactive as a Director | DAFÜR | ● DAGEGEN | The proposed dismissal would not improve the company's governance. |
| 2 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |
| A | ** Shareholder proposal not supported by the Board: Election of Pascal Girardot as a Director for 4 years | DAGEGEN | ● DAFÜR | The proposed election would counterbalance the power held by the members of the founding family on the board and help improve the company's governance. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|---|
| 1 | Elections of directors | | |
| 1.a | Re-elect Mr. Carl A. Guarino | DAFÜR | DAFÜR |
| 1.b | Re-elect Mr. Carmen V. Romeo | DAFÜR | <p>● DAGEGEN</p> <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 2 | Advisory vote on executive remuneration | DAFÜR | DAFÜR |
| 3 | Re-election of the auditor | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|--|
| 1 | Dividend Allocation | DAFÜR | DAFÜR |
| 2 | Election of Directors | | |
| 2.1 | Re-elect Mr. Minoru Usui | DAFÜR | DAFÜR |
| 2.2 | Re-elect Mr. Yasunori Ogawa | DAFÜR | DAFÜR |
| 2.3 | Re-elect Mr. Koichi Kubota | DAFÜR | DAFÜR |
| 2.4 | Re-elect Mr. Tatsuaki Seki | DAFÜR | DAFÜR |
| 2.5 | Re-elect Mr. Taro Shigemoto | DAFÜR | DAFÜR |
| 2.6 | Re-elect Mr. Hideaki Omiya | DAFÜR | ● DAGEGEN The director is 75 years old, which exceeds guidelines. |
| 2.7 | Re-elect Ms. Mari Matsunaga | DAFÜR | DAFÜR |
| 3 | Elect Mr. Masayuki Kawana to the audit and supervisory committee | DAFÜR | DAFÜR |
| 4 | Approve Bonus for executive directors | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|------|---|-------|-------|
| 1 | Dividend Allocation | DAFÜR | DAFÜR |
| 2 | Approve amendments to articles of association | DAFÜR | DAFÜR |
| 3 | Election of Directors | | |
| 3.1 | Re-elect Mr. Yoshihiro Nakai | DAFÜR | DAFÜR |
| 3.2 | Re-elect Mr. Yosuke Horiuchi | DAFÜR | DAFÜR |
| 3.3 | Re-elect Mr. Kunpei Nishida | DAFÜR | DAFÜR |
| 3.4 | Re-elect Mr. Satoshi Tanaka | DAFÜR | DAFÜR |
| 3.5 | Re-elect Mr. Toshiharu Miura | DAFÜR | DAFÜR |
| 3.6 | Re-elect Mr. Toru Ishii | DAFÜR | DAFÜR |
| 3.7 | Re-elect Ms. Yukiko Yoshimaru | DAFÜR | DAFÜR |
| 3.8 | Re-elect Mr. Toshifumi Kitazawa | DAFÜR | DAFÜR |
| 3.9 | Elect Ms. Yoshimi Nakajima | DAFÜR | DAFÜR |
| 3.10 | Elect Prof. Keiko Takegawa | DAFÜR | DAFÜR |
| 4 | Election of the Corporate Auditors | | |
| 4.1 | Elect Ms. Midori Ito as a Corporate Auditor | DAFÜR | DAFÜR |
| 4.2 | Re-elect Mr. Takashi Kobayashi as a Corporate Auditor | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|------|--|-------|--|
| 1 | Approve Allocation of Income and Dividend | DAFÜR | DAFÜR |
| 2 | Election of Directors | | |
| 2.1 | Re-elect Mr. Ryuichi Isaka | DAFÜR | ● DAGEGEN Combined chairman and CEO. |
| 2.2 | Re-elect Mr. Katsuhiko Goto | DAFÜR | DAFÜR |
| 2.3 | Re-elect Mr. Junro Ito | DAFÜR | DAFÜR |
| 2.4 | Re-elect Mr. Kimiyoshi Yamaguchi | DAFÜR | DAFÜR |
| 2.5 | Re-elect Mr. Yoshimichi Maruyama | DAFÜR | DAFÜR |
| 2.6 | Re-elect Mr. Fumihiko Nagamatsu | DAFÜR | DAFÜR |
| 2.7 | Re-elect Mr. Shigeki Kimura | DAFÜR | DAFÜR |
| 2.8 | Re-elect Mr. Joseph M. DePinto | DAFÜR | DAFÜR |
| 2.9 | Re-elect Mr. Yoshio Tsukio | DAFÜR | ● DAGEGEN The director is over 75 years old, which exceeds guidelines. |
| 2.10 | Re-elect Prof. Kunio Ito | DAFÜR | DAFÜR |
| 2.11 | Re-elect Mr. Toshiro Yonemura | DAFÜR | DAFÜR |
| 2.12 | Re-elect Mr. Tetsuro Higashi | DAFÜR | DAFÜR |
| 2.13 | Re-elect Ms. Kazuoko Kiriya | DAFÜR | DAFÜR |
| 3 | Elect Mr. Noriyuki Habano as a Corporate Auditor | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|---|
| 1 | To approve the consolidated financial statements | DAFÜR | DAFÜR |
| 2 | To approve the parent company's financial statements | DAFÜR | DAFÜR |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR |
| 4 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR |
| 5 | To approve the new remuneration policy of the Chairman | DAFÜR | ● DAGEGEN Excessive total remuneration. |
| 6 | To approve the new remuneration policy of the CEO and Deputy CEOs | DAFÜR | DAFÜR |
| 7 | To approve the Directors' new remuneration policy | DAFÜR | DAFÜR |
| 8 | To approve the remuneration report | DAFÜR | DAFÜR |
| 9 | Ex-post binding "Say on Pay" vote on the individual remuneration of Lorenzo Bini Smaghi, Chairman | DAFÜR | ● DAGEGEN Excessive total remuneration. |
| 10 | Ex-post binding "Say on Pay" vote on the executive individual remuneration of Frédéric Oudéa, CEO | DAFÜR | DAFÜR |
| 11 | Ex-post binding "Say on Pay" vote on the executive individual remuneration of Philippe Aymerich, Deputy CEO | DAFÜR | DAFÜR |
| 12 | Ex-post binding "Say on Pay" vote on the executive individual remuneration of Séverin Cabannes, Deputy CEO | DAFÜR | DAFÜR |
| 13 | Ex-post binding "Say on Pay" vote on the executive individual remuneration of Philippe Heim, Deputy CEO | DAFÜR | DAFÜR |
| 14 | Ex-post binding "Say on Pay" vote on the executive individual remuneration of Diony Lebot, Deputy CEO | DAFÜR | DAFÜR |
| 15 | Ex-post binding "Say on Pay" vote on the individual remuneration granted to regulated officers mentioned in the French Financial Code (article L.511-71 Code monétaire et financier) | DAFÜR | DAFÜR |
| | Board main features | | |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|--|
| 16 | Re-election of William Connelly as a Director for 4 years | DAFÜR | DAFÜR |
| 17 | Re-election of Lubomira Rochet as a Director for 4 years | DAFÜR | DAFÜR |
| 18 | Re-election of Alexandra Schaapveld as a Director for 4 years | DAFÜR | DAFÜR |
| 19 | Election of Henri Poupart-Lafarge as a Director, replacing Jean-Bernard Levy, for 4 years | DAFÜR | DAFÜR |
| 20 | Competitive election of Hélène Crinquant as a Director for 4 years | DAFÜR | DAFÜR |
| 21 | Competitive election of Sébastien Wetter as a Director, for 4 years | DAFÜR | <p>● DAGEGEN</p> <p>The proposed employee shareholder representative under ITEM 20 is supported.</p> |
| 22 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR |
| 23 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|---|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR |
| | Board main features | | |
| 4 | Re-election of Sophie Bellon-Clamens as a Director for 3 years | DAFÜR | DAFÜR |
| 5 | Re-election of Nathalie Bellon-Szabo as a Director for 3 years | DAFÜR | ● DAGEGEN Executive director sitting on the nomination committee, which is not best practice. |
| 6 | Re-election of Françoise Brougher as a Director for 3 years | DAFÜR | DAFÜR |
| 7 | Election of Federico J. Gonzalez Tejera as a Director for 3 years | DAFÜR | DAFÜR |
| 8 | To re-elect KPMG as auditor for 6 years | DAFÜR | ● DAGEGEN The auditor's long tenure raises independence concerns. |
| 9 | To approve the remuneration report | DAFÜR | DAFÜR |
| 10 | Ex-post binding "Say on Pay" vote on the individual remuneration of the chair, Sophie Bellon. | DAFÜR | DAFÜR |
| 11 | Ex-post binding "Say on Pay" vote on the individual remuneration of the CEO, Denis Machuel | DAFÜR | DAFÜR |
| 12 | To approve the new non-executive remuneration policy | DAFÜR | DAFÜR |
| 13 | To approve the new remuneration policy of the Chair | DAFÜR | ● DAGEGEN Excessive total remuneration. |
| 14 | To approve the new remuneration policy of the CEO | DAFÜR | DAFÜR |
| 15 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR |
| 16 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|---|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| 4 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | ● DAGEGEN | Concerns over one or more related party agreements that are not in the interests of shareholders. |
| 5 | Election / To ratify the co-optation for 1 years | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 6 | Election / To ratify the co-optation for 4 years | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 7 | Election / To ratify the co-optation for 4 years of Patrick Jeantet as a Director | DAFÜR | DAFÜR | |
| 8 | Ex-post binding "Say on Pay" vote on the executive individual remuneration | DAFÜR | DAFÜR | |
| 9 | To approve the executives new remuneration policy | DAFÜR | DAFÜR | |
| 10 | To approve the remuneration report | DAFÜR | ● DAGEGEN | The pay-for-performance connection is not demonstrated. |
| 11 | To approve the non-executive new remuneration policy | DAFÜR | DAFÜR | |
| 12 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 13 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR | |
| 14 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 15 | To authorise capital increases related to an all-employee share ownership plan for foreign employees | DAFÜR | DAFÜR | |
| 16 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | DAFÜR | |
| 17 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|-------|
| 1 | Dividend Allocation | DAFÜR | DAFÜR |
| 2 | Election of Directors | | |
| 2.1 | Re-elect Mr. Tomomi Nakamura | DAFÜR | DAFÜR |
| 2.2 | Re-elect Mr. Kazuo Hosoya | DAFÜR | DAFÜR |
| 2.3 | Elect Mr. Katsuyuki Mizuma | DAFÜR | DAFÜR |
| 2.4 | Re-elect Mr. Tetsuo Onuki | DAFÜR | DAFÜR |
| 2.5 | Elect Mr. Atsushi Osaki | DAFÜR | DAFÜR |
| 2.6 | Elect Mr. Fumiaki Hayata | DAFÜR | DAFÜR |
| 2.7 | Re-elect Mr. Yasuyuki Abe | DAFÜR | DAFÜR |
| 2.8 | Re-elect Mr. Natsunosuke Yago | DAFÜR | DAFÜR |
| 2.9 | Re-elect Ms. Miwako Doi | DAFÜR | DAFÜR |
| 2 | Elect Mr. Yoichi Kato as a Corporate Auditor | DAFÜR | DAFÜR |
| 3 | Re-elect Mr. Hirohisa Ryu as a Substitute Corporate Auditor | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-------|---|-------|-----------|---|
| 1 | Receive the audited financial statements and related reports for the year ended 30 June 2021 | DAFÜR | DAFÜR | |
| 2 | Declare a final dividend | DAFÜR | DAFÜR | |
| 3.1 | Elections of directors | | | |
| 3.1.a | Re-elect Mr. Chik-wing (Mike) Wong | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3.1.b | Re-elect Dr. Ka-cheung (Eric) Li | DAFÜR | ● DAGEGEN | Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent. |
| 3.1.c | Re-elect Ms. May-yee (Margaret) Leung Ko | DAFÜR | DAFÜR | |
| 3.1.d | Re-elect Mr. Xiang-dong Wu | DAFÜR | ● DAGEGEN | Concerns over the director's attendance rate, which was below 75% during the year under review. |
| 3.1.e | Re-elect Mr. Kai-chun (Geoffrey) Kwok | DAFÜR | DAFÜR | |
| 3.1.f | Re-elect Mr. Kai-fai (Adam) Kwok | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 3.2 | Fix the directors' fees for the year ending 30 June 2022 | DAFÜR | DAFÜR | |
| 4 | Re-elect Deloitte Touche Tohmatsu as auditor and authorise the board of directors to fix its remuneration | DAFÜR | DAFÜR | |
| 5 | Grant a general mandate to the board to buy back shares | DAFÜR | DAFÜR | |
| 6 | Grant a general mandate to the board to issue new shares | DAFÜR | DAFÜR | |
| 7 | Extend the general mandate to issue new shares by adding the number of shares bought back | DAFÜR | ● DAGEGEN | Excessive potential capital increase without pre-emptive rights. |
| 8 | Approve the new share option scheme of SmarTone Telecommunications Holdings Limited | DAFÜR | ● DAGEGEN | The information provided is insufficient. Potential excessive awards. |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Dr. Aart J. de Geus | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 12.2 | Re-elect Mr. Chi-Foon Chan | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 1.3 | Re-elect Ms. Janice D. Chaffin | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. Bruce R. Chizen | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.5 | Re-elect Ms. Mercedes Johnson | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Prof. Dr. Chrysostomos L. Max Nikias | DAFÜR | DAFÜR | |
| 1.7 | Elect Ms. Jeannine P. Sargent | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. John G. Schwarz | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Roy Vallee | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 2 | To approve and amend the 2006 Employee Equity Incentive Plan | DAFÜR | ● DAGEGEN | The potential variable remuneration exceeds our guidelines. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 4 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 5 | Shareholder resolution: Call Special Shareholder Meetings | DAGEGEN | ● DAFÜR | The proposed threshold would enhance the right of shareholders to call a special meeting. |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Douglas M. Baker, Jr. | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. George S. Barrett | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Brian C. Cornell | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.4 | Re-elect Mr. Robert L. Edwards | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Ms. Melanie L. Healey | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Donald R. Knauss | DAFÜR | DAFÜR | |
| 1.7 | Elect Ms. Christine A. Leahy | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Ms. Monica C. Lozano | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Ms. Mary E. Minnick | DAFÜR | DAFÜR | |
| 1.10 | Elect Mr. Derica W. Rice | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. Kenneth L. Salazar | DAFÜR | DAFÜR | |
| 1.12 | Re-elect Mr. Dmitri L. Stockton | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Shareholder resolution: Amend Proxy Access Right | DAGEGEN | ● DAFÜR | The proposal aims at improving shareholder rights. |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|-------------------------------|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| 4 | Statement of related-party agreements reported in the Statutory Auditors Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR | |
| 5 | To approve the remuneration report | DAFÜR | DAFÜR | |
| 6 | Ex-post binding "Say on Pay" vote on the individual remuneration of Daniel Julien, Chairman and CEO | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 7 | Ex-post binding "Say on Pay" vote on the executive individual remuneration of Olivier Rigaudy, Deputy CEO | DAFÜR | ● DAGEGEN | Excessive total remuneration. |
| 8 | To approve the new non-executive remuneration policy | DAFÜR | DAFÜR | |
| 9 | To approve the new executive remuneration policy of the Chairman and CEO | DAFÜR | ● DAGEGEN | Potential excessive awards. |
| 10 | To approve the new executive remuneration policy of the Deputy CEO | DAFÜR | ● DAGEGEN | Potential excessive awards. |
| | Board main features | | | |
| 11 | Re-election of Daniel Julien as a Director for 3 years | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 12 | Re-election of Emily Abrera as a Director for 3 years | DAFÜR | DAFÜR | |
| 13 | Re-election of Alain Boulet as a Director for 3 years | DAFÜR | DAFÜR | |
| 14 | Re-election of Robert Paszczak as a Director for 2 years | DAFÜR | DAFÜR | |
| 15 | Re-election of Stephen Winningham as a Director for 2 years | DAFÜR | DAFÜR | |
| 16 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 17 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR | |
| 18 | To authorise capital increases by transfer of reserves | DAFÜR | DAFÜR | |
| 19 | To change Articles provisions in line with legal requirements. | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|-------|
| 20 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 1 | Annual Report and Accounts for the year ended 27 February 2021 | DAFÜR | DAFÜR | |
| 2 | Advisory vote on Directors' Remuneration report | DAFÜR | ● DAGEGEN | Concerns over the severance payments which are considered excessive. |
| 3 | Binding vote on Directors' Remuneration policy | DAFÜR | ● DAGEGEN | The potential variable remuneration exceeds our guidelines. |
| 4 | Declare a final dividend | DAFÜR | DAFÜR | |
| | Elections to the Board of Directors | | | |
| 5 | Re-elect Mr. John Allan CBE | DAFÜR | DAFÜR | |
| 6 | Re-elect Ms. Melissa Bethell | DAFÜR | DAFÜR | |
| 7 | Re-elect Mr. Stewart Gilliland | DAFÜR | DAFÜR | |
| 8 | Re-elect Mr. Steve Golsby | DAFÜR | DAFÜR | |
| 9 | Re-elect Dr. Byron Elmer Grote | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 10 | Re-elect Mr. Ken Murphy | DAFÜR | DAFÜR | |
| 11 | Re-elect Mr. Simon Patterson | DAFÜR | DAFÜR | |
| 12 | Re-elect Ms. Alison Platt | DAFÜR | DAFÜR | |
| 13 | Re-elect Ms. Lindsey Pownall OBE | DAFÜR | DAFÜR | |
| 14 | Elect Mr. Bertrand Bodson | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 15 | Elect Mr. Thierry Garnier | DAFÜR | DAFÜR | |
| 16 | Elect Mr. Imran Nawaz | DAFÜR | DAFÜR | |
| 17 | Elect Ms. Karen Whitworth | DAFÜR | DAFÜR | |
| 18 | Appoint PricewaterhouseCoopers as auditor | DAFÜR | DAFÜR | |
| 19 | Auditor's remuneration | DAFÜR | DAFÜR | |
| 20 | Directors' authority to allot shares | DAFÜR | DAFÜR | |
| 21 | Disapplication of pre-emption rights on the issue of shares for cash | DAFÜR | DAFÜR | |
| 22 | Disapplication of pre-emption rights on the issue of shares for cash for an acquisition or capital investment | DAFÜR | DAFÜR | |
| 23 | Purchase of own shares | DAFÜR | ● DAGEGEN | The amount of the repurchase is excessive given the financial situation and perspectives of the company. |
| 24 | Political donations and political expenditure | DAFÜR | DAFÜR | |

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| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 25 | Authority to call general meetings on short notice | DAFÜR | ● DAGEGEN | 14-days is insufficient for shareholders to vote in an informed manner. |
| 26 | Adopt Long-Term Incentive Plan 2021 | DAFÜR | ● DAGEGEN | Potential excessive awards. |
| 27 | Adopt Savings-Related Share Option Scheme (2021) | DAFÜR | DAFÜR | |
| 28 | Adopt new Articles of Association | DAFÜR | ● DAGEGEN | Several proposed amendments but the proposed increase in board fees of 50% is excessive and unjustified. |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Mark A. Blinn | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Todd M. Bluedorn | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Ms. Janet F. Clark | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Ms. Carrie S. Cox | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Martin S. Craighead | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Ms. Jean M. Hobby | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Michael D. Hsu | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. Ronald D Kirk | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Ms. Pamela H. Patsley | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Mr. Robert E. Sanchez | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. Richard K. Templeton | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |

| No. | Traktanden | Board | Ethos | |
|------|---|-------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Ms. Kirk E. Arnold | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Ms. Ann C. Berzin | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.3 | Re-elect Mr. John Bruton | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Dr. Jared L. Cohon | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Gary D. Forsee | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 1.6 | Re-elect Ms. Linda P. Hudson | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Michael W. Lamach | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.8 | Re-elect Mr. Myles P. Lee | DAFÜR | DAFÜR | |
| 1.9 | Elect Ms. April Miller Boise | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Ms. Karen B. Peetz | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. John P. Surma | DAFÜR | DAFÜR | |
| 1.12 | Re-elect Mr. Tony L. White | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor and fix their remuneration | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Renew the Directors' existing authority to issue shares | DAFÜR | DAFÜR | |
| 5 | Renew Directors' Authority to Issue Shares for Cash | DAFÜR | DAFÜR | |
| 6 | Determine the price range at which the Company can reissue shares | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|----------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Jesse A. Cohn | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Ms. Baroness Martha Lane Fox | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Prof. Dr. Fei-Fei Li | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Mr. David Rosenblatt | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Advisory vote on say on pay frequency | EIN JAHR | EIN JAHR | |
| 4 | Election of the auditor | DAFÜR | DAFÜR | |
| 5 | Declassify the Board of Directors | DAFÜR | DAFÜR | |
| 6 | Shareholder resolution: Report on Net Zero Benchmark | DAGEGEN | ● DAFÜR | The shareholder proposal was withdrawn by the proponent prior to the Annual Meeting. |
| 7 | Shareholder resolution: Independent Director Nominee with Human and/or Civil Rights Experience | DAGEGEN | ● DAFÜR | The proposal strengthens the monitoring of human rights risks by the board. |

| No. | Traktanden | Board | Ethos |
|---------------|--|-----------------|---|
| ORDINARY PART | | | |
| 1 | Report of the board of directors on the annual accounts | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 2 | Report of the statutory auditor on the annual accounts | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 3 | Communication of the consolidated annual accounts | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 4 | Adoption of the financial statements, including the allocation of profit | DAFÜR | DAFÜR |
| 5 | Approve remuneration report | DAFÜR | ● DAGEGEN Performance targets are not sufficiently challenging. |
| 6 | Approve remuneration policy 2021 | DAFÜR | ● DAGEGEN The information provided is insufficient. |
| 7 | Discharge of members of the board of directors | DAFÜR | DAFÜR |
| 8 | Discharge of the statutory auditor | DAFÜR | DAFÜR |
| 9 | Appointments and renewal of mandates of (independent) Directors | | |
| 9.1.A | Appointment of Mr. Stefan Oschmann as director for a 4-year term | DAFÜR | DAFÜR |
| 9.1.B | Acknowledgment of Mr. Stefan Oschmann as independent director | DAFÜR | DAFÜR |
| 9.2 | Appointment of Mrs. Fiona du Monceau as director for a 4-year term | DAFÜR | DAFÜR |
| 9.3.A | Ratification of the co-optation of Mrs. Susan Gasser as independent director | DAFÜR | DAFÜR |
| 9.3.B | Appointment of Mrs. Susan Gasser as director for a 4-year term | DAFÜR | DAFÜR |
| 9.3.C | Acknowledgment of Mrs. Susan Gasser as independent director | DAFÜR | DAFÜR |
| 9.4.A | Appointment of Mr. Jonathan Peacock as director for a 4-year term | DAFÜR | DAFÜR |
| 9.4.B | Acknowledgment of Mr. Jonathan Peacock as independent director | DAFÜR | DAFÜR |
| 9.5.A | Re-appointment of Mr. Albrecht De Graeve as director for a 4-year term | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|--------------|--|-------|-------|
| 9.5.B | Acknowledgment of Mr. Albrecht De Graeve as independent director | DAFÜR | DAFÜR |
| 9.6.A | Re-appointment of Mrs. Viviane Monges as director for a 4-year term | DAFÜR | DAFÜR |
| 9.6.B | Acknowledgment of Mrs. Viviane Monges as independent director | DAFÜR | DAFÜR |
| 10 | Election of Mazars Bedrijfsrevisoren - Réviseurs d'Entreprises CVBA as Statutory Auditor | DAFÜR | DAFÜR |
| SPECIAL PART | | | |
| 11 | Long-Term Incentive Plans - Program of free allocation of shares | DAFÜR | DAFÜR |
| 12 | Renewal of the EMTN program | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos |
|------|---|-----------------|---|
| A | ORDINARY GENERAL MEETING | | |
| 1 | Report of the board of directors on the annual accounts | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 2 | Approve remuneration report | DAFÜR | DAFÜR |
| 3 | Adoption of the financial statements, including the allocation of profit | DAFÜR | DAFÜR |
| 4 | Approval of the grant of an identical profit premium to Umicore employees in Belgium | DAFÜR | DAFÜR |
| 5 | Communication of the consolidated annual accounts | OHNE ABSTIMMUNG | OHNE ABSTIMMUNG |
| 6 | Discharge of members of the Supervisory Board | DAFÜR | DAFÜR |
| 7 | Discharge of the Statutory Auditor | DAFÜR | DAFÜR |
| 8 | Supervisory Board composition | | |
| 8.1 | Re-electing Mr. Thomas Leysen as member of the Supervisory Board for a 3-year term | DAFÜR | <p>● DAGEGEN</p> <p>The director has been sitting on the board for over 20 years, which exceeds guidelines.</p> |
| 8.2 | Re-electing Mr. Koenraad Debackere as independent member of the Supervisory Board for a 3-year term | DAFÜR | DAFÜR |
| 8.3 | Re-electing Mr. Mark Garrett as independent member of the Supervisory Board for a 3-year term | DAFÜR | DAFÜR |
| 8.4 | Re-electing Mr. Eric Meurice as independent member of the Supervisory Board for a 3-year term | DAFÜR | DAFÜR |
| 8.5 | Electing Mrs. Birgit Behrendt as new, independent member of the supervisory board for a 3-year term | DAFÜR | DAFÜR |
| 9 | Approve directors' fees | DAFÜR | DAFÜR |
| 10 | Election of a new statutory auditor and remuneration | | |
| 10.1 | Election of a new statutory auditor and remuneration | DAFÜR | DAFÜR |
| 10.2 | Annual remuneration of the Statutory Auditor | DAFÜR | DAFÜR |
| B | SPECIAL GENERAL MEETING | | |
| 11 | Approval of change of control provisions | | |

| No. | Traktanden | Board | Ethos |
|------|--|-------|-------|
| 11.1 | Finance contract dated 10 June 2020 between Umicore (as borrower) and the European Investment Bank (as lender) | DAFÜR | DAFÜR |
| 11.2 | Revolving facility agreement dated 11 June 2020 between Umicore (as borrower) and J.P. Morgan AG (as lender) | DAFÜR | DAFÜR |
| 11.3 | All clauses in the terms and conditions (the "Conditions") of the convertible bonds, issued by the company on 15 June 2020, maturing on 23 June 2025 | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|---|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve specific luxury or non-deductible expenses | DAFÜR | DAFÜR | |
| 4 | To approve the allocation of income and the dividend payment | DAFÜR | ● DAGEGEN | The proposed dividend is inconsistent with the long-term interests of shareholders. |
| 5 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | ● DAGEGEN | Concerns over one or more related party agreements that are not in the interests of shareholders. |
| | Board main features | | | |
| 6 | Re-election of Caisse des dépôts et des consignations as a Director for 4 years of Olivier Mareuse as a at the Board | DAFÜR | DAFÜR | |
| 7 | Re-election of Marion Guillou as a Director for 4 years | DAFÜR | DAFÜR | |
| 8 | Election of Pierre André de Chalendar as a Director for 4 years | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 9 | Modification of the economic performance criterion for the acquisition of performance shares by the Chairman and Chief Executive Officer (1st plan) | DAFÜR | DAFÜR | |
| 10 | Modification of the economic performance criterion for the acquisition of performance shares by the Chairman and Chief Executive Officer (2nd plan) | DAFÜR | DAFÜR | |
| 11 | Modification of the economic performance criterion for the acquisition of performance shares by the Chairman and Chief Executive Officer (3rd plan) | DAFÜR | DAFÜR | |
| 12 | Ex-post binding "Say on Pay" vote on the executive individual remuneration | DAFÜR | ● DAGEGEN | Excessive discretion of the remuneration committee in determining the performance criteria. |
| 13 | To approve the remuneration report | DAFÜR | ● DAGEGEN | The information provided is insufficient. |
| 14 | To approve the executives new remuneration policy of the Chairman-CEO | DAFÜR | DAFÜR | |
| 15 | To approve the non-executives new remuneration policy | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 16 | To approve a treasury share buy-back and disposal programme | DAFÜR | ● DAGEGEN | The amount of the repurchase is excessive given the financial situation and perspectives of the company. |
| 17 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | DAFÜR | |
| 18 | 1) Global allowance to issue capital related securities without pre-emptive rights by public issuance; 2) To approve issues of shares or other capital related securities as a payment for any public exchange offer | DAFÜR | DAFÜR | |
| 19 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN | Additional potential dilution which is not in shareholders' interests. |
| 20 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 21 | To authorise capital increases related to an all-employee share ownership plan for employees located abroad | DAFÜR | DAFÜR | |
| 22 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | DAFÜR | |
| 23 | To amend on article 11 of the By laws regarding the designation of shareholder employee representatives on the Board | DAFÜR | DAFÜR | |
| 24 | To amend article 1 in line with legal requirements or compliment in line with previous resolutions | DAFÜR | DAFÜR | |
| 25 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|---|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR | |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR | |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR | |
| | Board main features | | | |
| 4 | To ratify the co-optation of BW Gestão de Investimentos Ltda, in replacement of Claudia Sarico, resigned, as a Director for 2 years | DAFÜR | ● DAGEGEN | Non independent director (representative of an important shareholder). The board is not sufficiently independent. |
| 5 | Statement of related-party agreements reported in the Statutory Auditor's Special Report on Regulated Agreements and Commitments with Related Parties | DAFÜR | DAFÜR | |
| 6 | Ex-post binding "Say on Pay" vote on the executive individual remuneration of Michel Giannuzzi, Chairman and CEO | DAFÜR | ● DAGEGEN | We do not consider the performance period for the long-term incentive plan to be long enough. |
| 7 | To approve the Chairman and CEO new remuneration policy | DAFÜR | ● DAGEGEN | The proposed increase relative to the previous year is excessive. |
| 8 | To approve the remuneration report | DAFÜR | DAFÜR | |
| 9 | To approve the Directors new remuneration policy | DAFÜR | DAFÜR | |
| 10 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR | |
| 11 | To authorise a potential reduction in the company's share capital | DAFÜR | DAFÜR | |
| 12 | To authorise capital increases by transfer of reserves | DAFÜR | DAFÜR | |
| 13 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | DAFÜR | |
| 14 | 1) Global allowance to issue capital related securities without pre-emptive rights by public issuance ; 2) To approve issues of shares or other capital related securities as a payment for any public exchange offer | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 15 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |

| No. | Traktanden | Board | Ethos | |
|-----|--|-------|-----------|--|
| 16 | To depart from the legal rules defining the maximum discount for capital increase without preemptive rights (up to 10% of share capital) in application of resolutions 14 and 15 | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 17 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN | Additional potential dilution which is not in shareholders' interests. |
| 18 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company | DAFÜR | DAFÜR | |
| 19 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 20 | To authorise capital increases related to a foreign all-employee share ownership plan | DAFÜR | DAFÜR | |
| 21 | To amend the article 15 of the bylaws linked to the election of the director representing employee shareholders | DAFÜR | DAFÜR | |
| 22 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos | |
|-----|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Ms. Shellye L. Archambeau | DAFÜR | DAFÜR | |
| 1.2 | Elect Ms. Roxanne S. Austin | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Mark T. Bertolini | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Ms. Melanie L. Healey | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Clarence Otis Jr. | DAFÜR | ● DAGEGEN | Non independent lead director, which is not best practice. |
| 1.6 | Re-elect Mr. Daniel H. Schulman | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Rodney E. Slater | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Mr. Hans Vestberg | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.9 | Re-elect Mr. Gregory G Weaver | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |
| 5 | Shareholder resolution: Clawback Policy Amendment | DAGEGEN | ● DAFÜR | The proposal aims at improving the remuneration policy. |
| 6 | Shareholder resolution: Amend Severance Approval Policy | DAGEGEN | ● DAFÜR | The proposal aims at improving the remuneration policy. |

| No. | Traktanden | Board | Ethos | |
|-----|---|----------|-----------|---|
| 1 | Elections of directors | | | |
| 1.A | Re-elect Mr. Neil Dimick | DAFÜR | DAFÜR | |
| 1.B | Re-elect Mr. Michael Goettler | DAFÜR | ● DAGEGEN | Executive director. The board is not sufficiently independent. |
| 1.C | Re-elect Mr. Ian C. Read | DAFÜR | ● DAGEGEN | Non independent director (former executive). The board is not sufficiently independent. |
| 1.D | Re-elect Ms. Pauline F. M. van der Meer Mohr | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive total remuneration. Excessive variable remuneration. |
| 3 | Advisory vote on say on pay frequency | EIN JAHR | EIN JAHR | |
| 4 | Re-election of Deloitte & Touche LLP as the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |

| No. | Traktanden | Board | Ethos | |
|-----|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.a | Re-elect Mr. Lloyd A. Carney | DAFÜR | ● DAGEGEN | Concerns over the director's time commitments. |
| 1.b | Re-elect Ms. Mary B. Cranston | DAFÜR | DAFÜR | |
| 1.c | Re-elect Mr. Francisco J. Fernández-Carbajal | DAFÜR | DAFÜR | |
| 1.d | Re-elect Mr. Alfred F. Kelly, Jr. | DAFÜR | ● DAGEGEN | Combined chairman and CEO. |
| 1.e | Re-elect Mr. Ramon Laguarta | DAFÜR | DAFÜR | |
| 1.f | Re-elect Mr. John F. Lundgren | DAFÜR | DAFÜR | |
| 1.g | Re-elect Mr. Robert W. Matschullat | DAFÜR | DAFÜR | |
| 1.h | Re-elect Ms. Denise M. Morrison | DAFÜR | DAFÜR | |
| 1.i | Re-elect Ms. Suzanne Nora Johnson | DAFÜR | DAFÜR | |
| 1.j | Elect Ms. Linda J. Rendle | DAFÜR | DAFÜR | |
| 1.k | Re-elect Mr. John A. C. Swainson | DAFÜR | DAFÜR | |
| 1.l | Re-elect Mr. Maynard G. Webb, Jr. | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. Concerns over the excessive sign-on bonus granted to the new CRO. |
| 3 | Re-election of KPMG LLP as auditor | DAFÜR | DAFÜR | |
| 4 | Amend and restate the equity incentive plan | DAFÜR | ● DAGEGEN | Excessive discretion of the remuneration committee in determining the performance criteria. Potential excessive awards. |
| 5 | Introduce a right for shareholders to call a special meeting | DAFÜR | DAFÜR | |
| 6 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |
| 7 | Shareholder resolution: Amend principles of executive compensation program | DAGEGEN | ● DAFÜR | The proposal aims at improving the remuneration policy. |

| No. | Traktanden | Board | Ethos | |
|-----|---|----------------|-----------|---|
| 1 | Annual Report and Accounts for the year ended 31 March 2021 | DAFÜR | DAFÜR | |
| | Elections to the Board of Directors | | | |
| 2 | To elect Mr. Olaf Swantee as a non-executive Director | DAFÜR | DAFÜR | |
| 3 | To re-elect Mr. Jean-François van Boxmeer as a non-executive Director | DAFÜR | DAFÜR | |
| 4 | To re-elect Nicholas Read as an executive Director | DAFÜR | DAFÜR | |
| 5 | To re-elect Margherita Della Valle as an executive Director | DAFÜR | DAFÜR | |
| 6 | To re-elect Sir Crispin Davis as a non-executive Director | DAFÜR | DAFÜR | |
| 7 | To re-elect Michel Demaré as a non-executive Director | DAFÜR | DAFÜR | |
| 8 | To re-elect Dame Clara Furse as a non-executive Director | DAFÜR | DAFÜR | |
| 9 | To re-elect Valerie Gooding as a non-executive Director | DAFÜR | DAFÜR | |
| 10 | To re-elect Maria Amparo Moraleda Martínez as a non-executive Director | DAFÜR | DAFÜR | |
| 11 | To re-elect Sanjiv Ahuja as a non-executive Director | ZURÜCK-GEZOGEN | ● DAFÜR | Mr. Ahuja stepped down from the board shortly prior to the meeting. |
| 12 | To re-elect David Nish as a non-executive Director | DAFÜR | DAFÜR | |
| 13 | To declare a final dividend of €0.045 per ordinary share | DAFÜR | DAFÜR | |
| 14 | Advisory vote on Directors' Remuneration Report | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 15 | Re-elect EY as auditor for a 1-year period | DAFÜR | DAFÜR | |
| 16 | Auditor's remuneration | DAFÜR | DAFÜR | |
| 17 | Directors' authority to allot shares | DAFÜR | DAFÜR | |
| 18 | Disapplication of pre-emptive rights on the issue of shares for cash | DAFÜR | DAFÜR | |
| 19 | Disapplication of pre-emption rights on the issue of shares for cash for an acquisition or capital investment | DAFÜR | DAFÜR | |
| 20 | Purchase of own shares | DAFÜR | DAFÜR | |
| 21 | Amendment of the Articles of Association | DAFÜR | DAFÜR | |
| 22 | Political donations and political expenditure | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|--|-------|---|
| 23 | Authorisation to call Extraordinary General Meetings on a minimum of 14 clear days' notice | DAFÜR | <ul style="list-style-type: none"> ● DAGEGEN 14-days is insufficient for shareholders to vote in an informed manner. |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|---|
| 1 | Elections of directors | | | |
| 1.1 | Elect Dr. Udit Batra | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Ms. Linda Baddour | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Dr. Michael J. Berendt | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.4 | Re-elect Mr. Edward Conard | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 1.5 | Re-elect Mr. Gary E. Hendrickson | DAFÜR | DAFÜR | |
| 1.6 | Elect Dr. Pearl S. Huang | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Christopher A. Kuebler | DAFÜR | DAFÜR | |
| 1.8 | Re-elect Dr. Flemming Ornskov | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Thomas P. Salice | DAFÜR | ● DAGEGEN | The director has been sitting on the board for over 20 years, which exceeds guidelines. |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN | The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |

| No. | Traktanden | Board | Ethos | |
|------|--|---------|-----------|--|
| 1 | Elections of directors | | | |
| 1.1 | Re-elect Mr. Martin I. Cole | DAFÜR | DAFÜR | |
| 1.2 | Re-elect Mr. Hikmet Ersek | DAFÜR | DAFÜR | |
| 1.3 | Re-elect Mr. Richard A. Goodman | DAFÜR | DAFÜR | |
| 1.4 | Re-elect Ms. Betsy D. Holden | DAFÜR | DAFÜR | |
| 1.5 | Re-elect Mr. Jeffrey A. Joerres | DAFÜR | DAFÜR | |
| 1.6 | Re-elect Mr. Michael A. Miles | DAFÜR | DAFÜR | |
| 1.7 | Re-elect Mr. Timothy P. Murphy | DAFÜR | DAFÜR | |
| 1.8 | Elect Ms. Joyce A. Phillips | DAFÜR | DAFÜR | |
| 1.9 | Re-elect Mr. Jan Siegmund | DAFÜR | DAFÜR | |
| 1.10 | Re-elect Ms. Angela Sun | DAFÜR | DAFÜR | |
| 1.11 | Re-elect Mr. Solomon D. Trujillo | DAFÜR | DAFÜR | |
| 2 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN | Excessive variable remuneration. |
| 3 | Election of the auditor | DAFÜR | DAFÜR | |
| 4 | Shareholder resolution: Allow shareholders to act by written consent | DAGEGEN | ● DAFÜR | Taking action by written consent in lieu of a meeting is a mechanism shareholders can use to raise important matters without convening an EGM. |

| No. | Traktanden | Board | Ethos |
|-----|---|-------|-------|
| 1 | To approve the parent company's financial statements | DAFÜR | DAFÜR |
| 2 | To approve the consolidated financial statements | DAFÜR | DAFÜR |
| 3 | To approve the allocation of income and the dividend payment | DAFÜR | DAFÜR |
| 4 | To approve 2 related-party agreements with SIX Group AG - Second Settlement Agreement and Lock-up Agreement | DAFÜR | DAFÜR |
| 5 | To approve a related-party agreement with Deutscher Sparkassen Verlag GmbH (DSV) | DAFÜR | DAFÜR |
| | Board main features | | |
| 6 | Re-election of Agnès Audier as a Director for 3 years | DAFÜR | DAFÜR |
| 7 | Re-election of Nazan Somer Özelgin as a Director for 3 years | DAFÜR | DAFÜR |
| 8 | Re-election of Danielle Lagarde as a Director for 3 years | DAFÜR | DAFÜR |
| 9 | Re-election of Lorenz von Habsburg Lothringen as a Director for 3 years | DAFÜR | DAFÜR |
| 10 | Re-election of Daniel Schmucki as a Director for 3 years | DAFÜR | DAFÜR |
| 11 | Re-election of Johannes Dijsselhof as non-voting Director for 1 year | DAFÜR | DAFÜR |
| 12 | To approve the remuneration report | DAFÜR | DAFÜR |
| 13 | Ex-post binding "Say on Pay" vote on Gilles Grapinet's remuneration, as Chairman and CEO | DAFÜR | DAFÜR |
| 14 | Ex-post binding "Say on Pay" vote on Marc-Henri Desportes' remuneration, as Deputy CEO | DAFÜR | DAFÜR |
| 15 | To approve the Chairman and CEO new remuneration policy | DAFÜR | DAFÜR |
| 16 | To approve the Deputy CEO new remuneration policy | DAFÜR | DAFÜR |
| 17 | To approve the Chairman new remuneration policy | DAFÜR | DAFÜR |
| 18 | To approve the directors new remuneration policy | DAFÜR | DAFÜR |
| 19 | To approve a treasury share buy-back and disposal programme | DAFÜR | DAFÜR |
| 20 | To authorise the Board to issue shares or other securities giving access to shares with pre-emptive rights | DAFÜR | DAFÜR |

| No. | Traktanden | Board | Ethos | |
|-----|---|-------|-----------|--|
| 21 | Global allowance to issue capital related securities without pre-emptive rights by public issuance | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 22 | Global allowance to issue capital related securities without pre-emptive rights through private placement | DAFÜR | ● DAGEGEN | Discount of 10% of the share price is not in line with French market practice. |
| 23 | "Green shoe" authorisation | DAFÜR | ● DAGEGEN | Additional potential dilution which is not in shareholders' interests. |
| 24 | Delegation to issue shares and capital securities as consideration for contributions in kind made to the company | DAFÜR | DAFÜR | |
| 25 | To authorise capital increases for Ingenico's employees related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 26 | To authorise capital increases related to an all-employee share ownership plan | DAFÜR | DAFÜR | |
| 27 | To authorise capital increases related to an all-non-French-employee share ownership plan | DAFÜR | DAFÜR | |
| 28 | To authorise allocation of options (new or existing shares) | DAFÜR | DAFÜR | |
| 29 | To authorise the Board to issue restricted shares for employees and/or executive directors | DAFÜR | DAFÜR | |
| 30 | Approval of the agreement for the partial contribution of assets, subject to the regime for spin-offs, by the Company of its operational and commercial activities and associated support functions to Worldline France SAS, a wholly-owned subsidiary of | DAFÜR | DAFÜR | |
| 31 | Delegation of powers for the completion of formalities | DAFÜR | DAFÜR | |

| No. | Traktanden | Board | Ethos |
|-----|-------------------------------------|-------|---|
| 1 | Approve Merger Agreement | DAFÜR | DAFÜR |
| 2 | Advisory Vote on Golden Parachutes | DAFÜR | <p>● DAGEGEN</p> <p>Concerns over the severance payments which are considered excessive.</p> |
| 3 | To approve the adjournment proposal | DAFÜR | <p>● DAGEGEN</p> <p>We consider that when a quorum is achieved, the vote outcome should be considered representative of the shareholder opinion regardless of the result.</p> |

| No. | Traktanden | Board | Ethos |
|------|---|-------|---|
| 1 | Elections of directors | | |
| 1.1 | Re-elect Mr. Paget L. Alves | DAFÜR | DAFÜR |
| 1.2 | Re-elect Mr. Keith Barr | DAFÜR | DAFÜR |
| 1.3 | Re-elect Mr. Christopher M. Connor | DAFÜR | DAFÜR |
| 1.4 | Re-elect Mr. Brian C. Cornell | DAFÜR | DAFÜR |
| 1.5 | Re-elect Ms. Tanya Domier | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 1.6 | Re-elect Mr. David Gibbs | DAFÜR | DAFÜR |
| 1.7 | Re-elect Dr. Mirian Graddick-Weir | DAFÜR | DAFÜR |
| 1.8 | Elect Ms. Lauren R. Hobart | DAFÜR | DAFÜR |
| 1.9 | Re-elect Mr. Thomas C. Nelson | DAFÜR | DAFÜR |
| 1.10 | Re-elect Mr. P. Justin Skala | DAFÜR | DAFÜR |
| 1.11 | Re-elect Ms. Elane B. Stock | DAFÜR | DAFÜR |
| 1.12 | Re-elect Ms. Annie Young-Scrivner | DAFÜR | ● DAGEGEN Concerns over the director's time commitments. |
| 2 | Election of the auditor | DAFÜR | ● DAGEGEN The auditor's long tenure raises independence concerns. |
| 3 | Advisory vote on executive remuneration | DAFÜR | ● DAGEGEN Excessive variable remuneration. |

Disclaimer

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