

Proxy Voting Fact Sheet

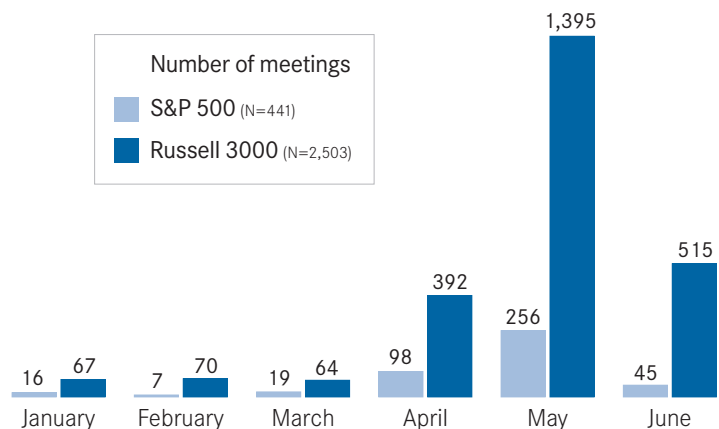
PV-V3N3 | JULY 2014

HIGHLIGHTS

- The volume of social/environmental proposals surged, driven primarily by proposals related to political spending and lobbying, as well as proposals related to climate change, sustainability reporting, and human rights.
- High numbers of proposals seeking changes in corporate governance practices, such as separation of the chair/CEO roles, board declassification, majority voting in director elections, and to allow (or ease an existing requirement for) action by written consent reflect efforts to push governance practices adopted by most large-cap companies down to mid- and small-cap companies.
- Five proxy access proposals won majority support, while four others received support of more than 40 percent of votes cast.
- Proposals seeking to require equity retention periods and to prevent acceleration of vesting of equity awards upon a change in control were the most frequently voted compensation-related topics during the period.
- The overall volume of shareholder proposals submitted during the first half of the year is nearly flat compared with the same period in 2013, although the number of Russell 3000 companies that held meetings was slightly higher, suggesting that engagement efforts are paying off.
- Average support for say-on-pay votes is high and consistent with prior years. However, the failed votes during four years of SOP demonstrate that companies with high votes can't assume they'll get overwhelming support the next year, especially if they had poor stock performance or made changes to their pay plans that could be viewed as problematic by investors or proxy advisors.

Chart 1 **Shareholder Meetings—by Index**

The number of meetings in the Russell 3000 for the first half of the year was slightly higher than in 2013 (2,503 versus 2,442), while it was flat for the S&P 500 (441 versus 440). Shareholder proposal volume, meanwhile, was relatively flat compared to last year (752 versus 763 in the Russell 3000, and 579 versus 607 for the S&P, as shown in Chart 3 on page 3).

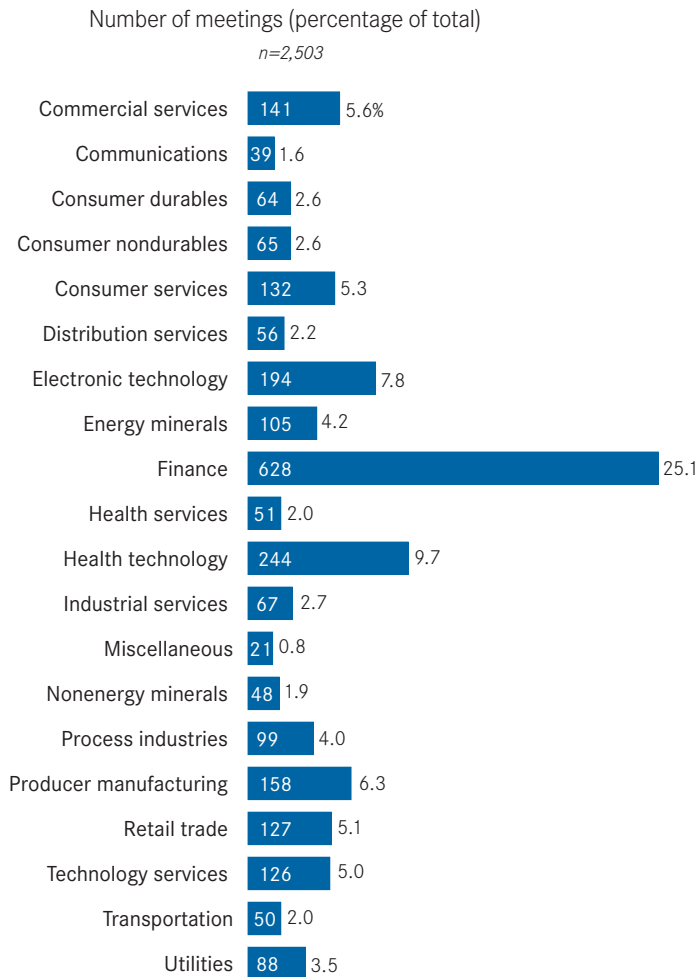


Data include companies (including non-US) that held AGMs between January 1 and June 30, 2014. Results exclude special meetings and written consents.

Source: The Conference Board/FactSet, 2014.

Chart 2 **Shareholder Meetings—by Industry (Russell 3000)**

Russell 3000 companies that held AGMs during the period comprised 20 industries.



Note: Percentages may not add to 100 due to rounding.

Source: The Conference Board/FactSet, 2014.

Methodology

The *Proxy Voting Fact Sheet* examines shareholder proposals submitted to business corporations registered with the US Securities and Exchange Commission (SEC) that held their annual general shareholder meetings (AGMs) between January 1, 2014, and June 30, 2014, and, at the time of their AGM, were in the Russell 3000 Index. The analysis is based on data compiled by FactSet from public disclosures as of July 8, 2014.

Data reviewed in the *Proxy Voting Fact Sheet* include AGM volume; shareholder proposal volume, topics, sponsorship, and voting results; and results of shareholder votes on management say-on-pay proposals.

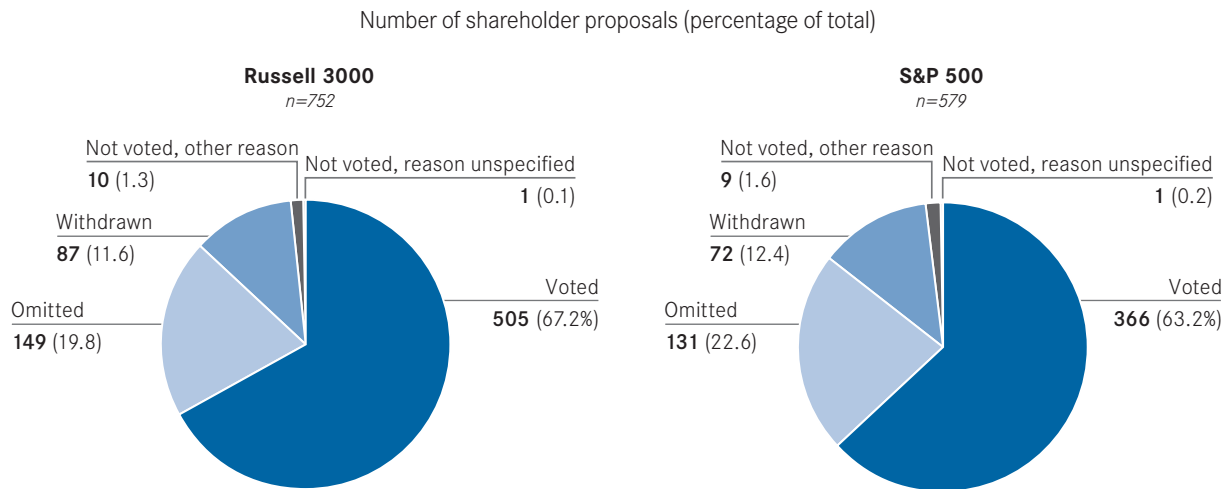
Proponent types considered in the sponsorship analysis reflect the categorizations used by FactSet LionShares. Shareholder proposal subjects considered in the subject analysis are executive compensation; corporate governance; social and environmental policy; and a fourth, all-inclusive “other” category comprising resolutions on director nomination, mergers and acquisitions transactions, asset divestitures, or other value maximization proposals. The discussion of voting results is integrated with information on shareholder proposals that did not receive a vote because sponsors withdrew them, management decided to omit them from the voting ballot, or for an undisclosed reason. Omission figures indicate that the company was granted no-action relief from the staff of the SEC in connection with the exclusion of a shareholder proposal from its proxy materials, in reliance on Rule 14a-8 under the Securities Exchange Act of 1934. Data on withdrawn proposals is limited to publicly available information or information provided to FactSet by the proponent or issuer.

Aggregate data on shareholder proposals are examined and segmented based on business industry and company size (as measured in terms of market capitalization). In addition, to highlight differences between small and large companies, in some instances, findings in the Russell 3000 sample are compared with those regarding companies that, at the time of their AGMs, were in the S&P 500.

Chart 3 **Voted, Omitted, and Withdrawn Shareholder Proposals—by Index**

The proportion of proposals that made it onto corporate ballots this season was slightly higher than last year. Roughly two-thirds (67.2 percent) of the 752 proposals submitted at Russell 3000 companies that held meetings during the period went to a vote. Less than 20 percent were omitted, and roughly 12 percent were withdrawn. Among the S&P 500, about 63 percent of the 579 proposals were voted, 22.6 percent were omitted, and 12.4 percent were withdrawn.

By comparison, during the same period in 2013, 64.5 percent of the 763 proposals submitted at Russell 3000 companies went to a vote, while the percentage of omissions was higher (22.3 percent). In the S&P 500, the percentages were relatively flat compared with last season (62.4 percent voted, 23.7 percent omitted). In both indexes, the proportion of withdrawals for the period was slightly higher than in 2013 (11.6 percent in the Russell 3000 and 12.4 percent in the S&P, compared with 10.1 percent and 11.5 percent, respectively).



Source: The Conference Board/FactSet, 2014.

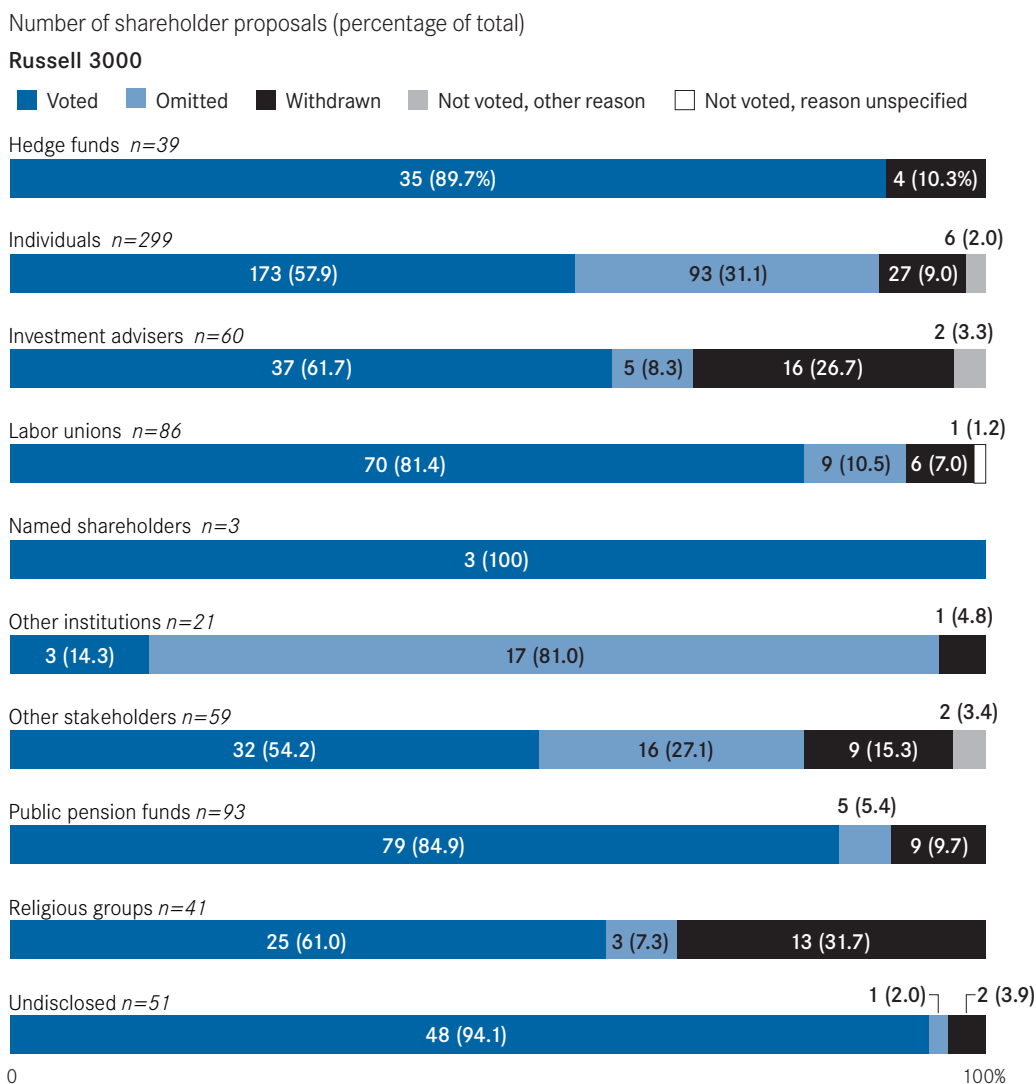
Chart 4 **Voted, Omitted, and Withdrawn Shareholder Proposals—by Sponsor**

While individuals continue to file the bulk of shareholder proposals, the number of proposals sponsored by hedge funds and other institutions increased compared to the same period in 2013 (39 versus 24 and 21 versus 1, respectively). Nearly 90 percent of hedge fund-sponsored proposals went to a vote, while the remainder (one seeking to return capital to shareholders, one seeking the breakup of the company, and two related to proxy fights) were withdrawn.

The sponsor type “other institutions” had the highest rate of omissions during the period (81 percent). Most of the omitted proposals submitted by those proponents sought to cap named executive officer pay. Religious groups had the highest proportion of withdrawn proposals (31.7 percent).

Public pension funds sponsored 93 proposals, down from 117 last year. Roughly 85 percent of those were voted, while about 10 percent were withdrawn, and the remainder were omitted. Investment advisers, including socially responsible investors such as Trillium Asset Management Corp., were the main sponsor of 60 proposals (down from 68 in 2013), of which 61.7 percent went to a vote. More than one-quarter were withdrawn (16 proposals). Slightly more than half of the withdrawn proposals related to social/environmental policy issues.

Labor unions sponsored 86 proposals, down from 115 during the first half of 2013. Nearly a third of those related to executive compensation, and nearly one-quarter sought majority voting in director elections.



Source: The Conference Board/FactSet, 2014.

Chart 5 **Voted, Omitted, and Withdrawn Shareholder Proposals—by Subject**

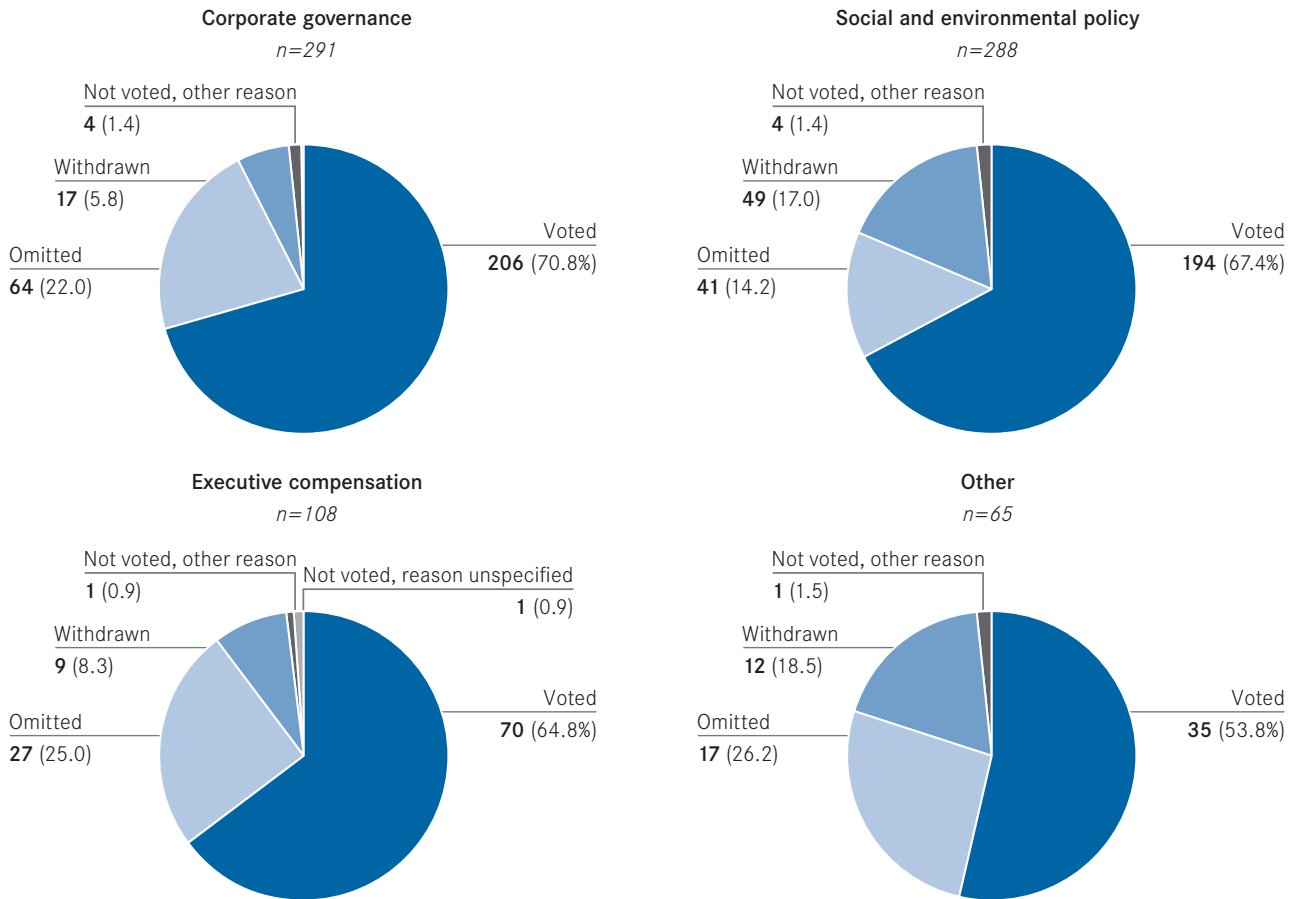
Shareholder proposals related to social/environmental policy surged to 288, up from 258 during the same period last season. The volume of corporate governance proposals was slightly higher (291, up from 288 in 2013). The proportion of governance proposals voted, omitted, and withdrawn was similar to last year, when it was 71.2 percent, 20.8 percent, and 4.5 percent, respectively.

The proportion of proposals related to social/environmental policy issues that went to a vote rose slightly to 67.4 percent, up from 63.2 percent last year, with a corresponding decrease in the rate of omissions (14.2 percent, compared to 18.2 in 2013).

While the volume of executive compensation proposals was lower than last year (108, down from 142), the percentage voted was higher (64.8 percent, compared with 59.2 percent in 2013), with a corresponding decline in withdrawn proposals (8.3 percent, compared with 13.4 last year).

In the all-inclusive “other” category, the percentage of proposals voted remained flat (53.8 percent, compared with 53.3 percent last year), while the proportion of proposals withdrawn grew to 18.5 percent, compared with 4 percent in 2013). The rate of omissions decreased, from 37.3 percent in 2013 to 26.2 percent this season.

Number of shareholder proposals (percentage of total)



Note: Percentages may not add to 100 due to rounding.

Source: The Conference Board/FactSet, 2014.

Shareholder Proposals—by Topic

Tables 1–4 show the number of proposals voted for each topic within each of the subjects considered, as well as the *for* votes as a percentage of votes cast and as a percentage of shares outstanding. (For a description of the subject categories, see “Methodology” on page 2.)

Proposals seeking to limit severance and to require equity retention periods were the most prevalent pay-related proposals voted this season, although few of either type won majority support. Only one equity retention proposal, submitted by John Chevedden at Xylem Inc., passed. Five proposals asking for the adoption of a policy to prevent the acceleration of vesting of equity awards upon a change in control won majority support at Boston Properties, Dean Foods, Gannett Co., Kindred Healthcare, and Valero Energy Corp.

Of the four subjects, shareholder proposals on corporate governance had the highest overall average for votes as a percentage of votes cast (43.3 percent). Within that subject, the highest average support was for three proposals seeking to reduce takeover defenses. Proposals for board declassification averaged more than 80 percent, although only 15 went to a vote, which may reflect the fact that many large companies have already declassified their boards or agreed to do so (Table 2).

The highest volume of governance proposals voted during the period sought to separate the chairman/CEO roles; however, overall support averaged just 31 percent, and only 5 of the 62 proposals won majority support. A number of companies have increased their lead independent director role and responsibilities, which may lessen calls for splitting those roles.

Table 1 **Shareholder Proposals on Executive Compensation—Average Voting Results, by Topic**

Topic	Voted proposals	As a percentage of votes cast			As a percentage of votes outstanding			
		For	Against	Abstain	For	Against	Abstain	Nonvotes
Cap (restrict) executive compensation	2	9.3%	89.9%	0.7%	7.6%	70.9%	0.5%	7.2
Director compensation-related	6	91.3	7.8	0.9	79.1	6.8	0.8	1.4
Limit (vote on) death benefit payments (“golden coffins”)	1	34.6	65.2	0.2	29.5	55.7	0.2	4.0
Limit (vote on) severance agreements (“golden parachutes”)	22	37.3	61.8	0.9	28.3	45.8	0.6	9.7
Limit (vote on) supplemental executive retirement plan (“SERP”)	2	35.4	63.8	0.8	28.0	50.4	0.6	8.8
Link compensation to performance (“pay for performance”)	5	14.1	85.1	0.7	11.0	62.9	0.5	11.4
Recoup incentive pay (“claw-back”)	3	28.4	70.6	1.0	20.5	53.0	0.7	11.4
Require equity retention period	26	26.1	73.0	0.9	19.8	54.4	0.7	10.7
Other executive compensation issues	3	3.1	92.0	4.9	2.2	65.4	3.8	12.9
Subject average	70	33.4	65.6	1.0	26.2	49.0	0.8	9.5

Note: Percentages may not add up to 100 due to rounding.

Source: The Conference Board/FactSet, 2014.

There were a high number of voted proposals requesting the ability (or easing a current requirement) to act by written consent and seeking a change from plurality to majority voting (27 proposals each). Fifteen majority voting proposals passed, while none of the written consent proposals won majority support. Five of the 14 proposals seeking the right to call special meetings (or ease the requirement where the right already exists) passed.

Five of the 13 proposals seeking proxy access voted during the period passed (Abercrombie & Fitch, Big Lots, Boston Properties, International Game Technology, and SLM Corp.). Proxy access proposals also received high levels of support

at Nabors Industries, Kilroy Realty, Walgreen Co., and Comstock Resources.

While the volume of proposal related to social/environmental policy issues continues to climb, overall support for such proposals remains around 20 percent. Not surprisingly, the bulk are political spending or lobbying proposals, a hot topic since *Citizens United v. Federal Election Commission*, and one that is expected to remain popular since rulemaking to require corporations to disclose contributions was dropped from the list of regulatory priorities of the US Securities and Exchange Commission.

Table 2 **Shareholder Proposals on Corporate Governance—Average Voting Results, by Topic**

Topic	Voted proposals	As a percentage of votes cast			As a percentage of votes outstanding			
		For	Against	Abstain	For	Against	Abstain	Nonvotes
Adopt director nominee qualifications	1	12.4%	87.5%	0.1%	10.7%	75.8%	0.1%	1.4%
Allow cumulative voting	6	27.1	71.9	1.0	18.8	49.3	0.6	14.3
Allow for (or ease requirement to) act by written consent	27	38.1	60.9	1.0	27.0	43.3	0.7	11.9
Allow for (or ease requirement to) call special meetings	14	45.0	54.3	0.7	31.4	39.2	0.4	12.1
Change from plurality to majority voting	27	56.5	42.5	1.0	43.6	32.3	0.8	11.6
Declassify board	15	80.6	15.7	3.7	63.7	12.5	2.7	11.6
Eliminate dual class structure (unequal voting)	9	23.3	76.2	0.5	19.4	64.0	0.4	6.4
Eliminate supermajority vote requirements	12	66.2	32.4	1.4	50.6	24.5	0.9	10.9
Include shareholder nominee in company proxy (proxy access)	13	39.1	60.1	0.8	32.0	44.1	0.6	10.3
Redeem (or require shareholder vote on) "poison pill"	5	68.8	30.7	0.5	56.0	25.4	0.4	8.7
Require two director candidates for each board seat	1	3.2	95.7	1.2	1.8	54.1	0.7	20.9
Restrict "overboarding"	1	4.7	93.8	1.4	3.0	59.4	0.9	19.3
Separate CEO/chairman positions	62	31.0	68.2	0.8	24.5	53.9	0.6	10.0
Other board structure-related	1	20.5	75.5	3.9	14.0	51.4	2.7	16.7
Other corporate governance issues	9	31.3	65.5	3.1	24.2	48.7	2.3	10.5
Other takeover defense-related (reduce defense)	3	84.2	13.4	2.5	65.1	10.2	1.8	14.2
Subject average	206	43.3	55.5	1.2	33.3	42.2	0.9	10.9

Note: Percentages may not add up to 100 due to rounding.

Source: The Conference Board/FactSet, 2014.

The only social/environmental policy issues proposal to win majority support among Russell 3000 companies in the sample group was a laudatory proposal submitted by the Humane Society (and backed by the board) at Kraft Foods Group, Inc., expressing support for efforts to improve animal welfare standards in the company's pork supply chain.

An additional 10 proposals received support of more than 40 percent of votes cast. Three, at Leggett & Platt, American Financial Group, and Alpha Natural Resources, sought amendments to equal employment opportunity policies to explicitly prohibit discrimination based on sexual orientation and gender identity or expression. Proposals at Sallie Mae, Lorillard, and Valero Energy requesting lobbying disclosure received more than 40 percent of votes cast, as did proposals seeking political spending disclosure at BB&T,

Emerson Electric, Duke Energy, TECO Energy, and Dean Foods. Support was low for other types of political issues proposals. For example, a proposal submitted by Harrington Investments at WellPoint seeking adoption of policy to prohibit the use of corporate funds for any political election or campaign received less than 2 percent of votes cast.

Support for three proposals on board diversity averaged 29.1 percent, while proposals related to labor issues averaged 27.7 percent (10 voted proposals).

In the all-inclusive "other" category, proposals seeking the election of dissident's director nominees accounted for 31 of the 35 voted proposals. Seven of those nominees were elected (at GrafTech International, Morgans Hotel Group, Spark Networks).

Table 3 **Shareholder Proposals on Social/Environmental Policy—Average Voting Results, by Topic**

Topic	Voted proposals	As a percentage of votes cast			As a percentage of votes outstanding			
		For	Against	Abstain	For	Against	Abstain	Nonvotes
Animal rights	6	14.4%	77.1%	8.6%	9.6%	60.6%	6.6%	11.0%
Board diversity	3	29.1	67.4	3.5	23.9	55.8	2.9	4.9
Environmental issues	41	19.3	68.2	12.5	13.9	49.4	9.1	13.4
Health issues	8	5.1	83.6	11.3	3.9	63.1	8.8	10.6
Human rights	20	16.2	73.0	10.9	11.6	51.5	8.0	11.1
Labor issues	10	27.7	64.1	8.2	19.9	47.0	6.2	14.3
Political issues	86	21.0	68.3	10.8	15.5	50.9	8.2	10.7
Sustainability report	17	21.0	66.8	12.2	17.1	53.1	9.7	9.1
Other social issues	3	2.9	91.0	6.0	2.0	67.7	4.4	12.8
Subject average	194	19.5	69.7	10.9	14.4	51.8	8.2	11.3

Note: Percentages may not add up to 100 due to rounding.

Source: The Conference Board/FactSet, 2014.

Table 4 **Other Shareholder Proposals—Voting Results, by Topic**

Topic	Voted proposals	As a percentage of votes cast			As a percentage of votes outstanding			
		For	Against	Abstain	For	Against	Abstain	Nonvotes
Elect dissident's director nominee*	31	—	—	—	32.2%	2.0%	n/a	1.4%
Hire adviser to evaluate strategy alternatives/seek company sale or liquidation	1	1.4%	97.6%	1.0%	0.8	55.2	0.6%	20.9
Other maximize shareholder value related	1	39.4	57.5	3.1	38.5	56.2	3.0	n/a
Repeal bylaw amendments adopted during proxy fight	2	43.4	53.7	2.9	38.6	46.8	2.6	0.8
Subject average	35	31.9	65.6	2.5	31.8	7.8	2.2	4.4

* Results for shareholder proposals to elect a dissident's director nominee are shown as a percentage of shares outstanding because the votes cast are divided between the dissident and management nominees. Shareholders generally only cast one vote for the nominee they support.

Source: The Conference Board/FactSet, 2014.

Say-on-Pay Management Proposals—Voting Results

Of the 2,219 Russell 3000 companies that reported say-on-pay vote results during the January–June 2014 period, 2,168 (97.7 percent) won majority support for their proposals.

Fifty-one companies (2.3 percent) reported failed votes. By comparison, for the same period in 2013, 46 of 1,897 Russell 3000 companies reported failed SOP votes (2.4 percent).

Only two companies have failed all four years of SOP: Nabors Industries Ltd. and Tutor Perini Corporation. Kilroy Realty, the only other company that had three consecutive failed SOP votes, received 86.5 percent of votes cast this season.

Another 141 companies (6.4 percent) received support of less than 70 percent for their SOP proposals, the level which may draw additional scrutiny of pay plans by proxy advisory firms. That's up significantly (22.6 percent) from the 115 companies with votes under 70 percent during the same period last year.

Overall, *for* votes as a percentage of votes cast for SOP votes reported during the January–June period averaged 90.4 percent, compared to the 90.1 percent average for the 1,896 companies reporting results for meetings during the same period in 2013. Data exclude five companies for which the proposal outcome was pending or not disclosed as of July 8, 2014.

Table 5 Say-on-Pay Management Proposals—Voting Results

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
1st Source Corporation	4/24/14	Pass	84.2%	14.7%	1.1%	67.0%	11.7%	0.9%	n/a
1st United Bancorp Inc.	5/27/14	Pass	81.3	18.1	0.7	63.3	14.1	0.5	9.2%
3D Systems Corporation	5/19/14	Pass	81.6	17.4	0.9	30.0	6.4	0.3	36.9
3M Company	5/13/14	Pass	95.6	3.4	1.1	64.4	2.3	0.7	16.1
A V Homes, Inc.	6/10/14	Pass	94.9	2.9	2.2	71.0	2.2	1.7	14.9
A.H. Belo Corporation	5/15/14	Pass	90.6	9.0	0.4	78.3	7.8	0.3	7.7
A.M. Castle & Co.	4/24/14	Pass	90.5	8.8	0.7	62.9	6.1	0.5	14.3
A.O. Smith Corporation	4/7/14	Pass	98.7	1.0	0.3	89.4	0.9	0.3	3.0
AAON, Inc.	5/20/14	Pass	97.9	1.9	0.3	86.7	1.7	0.2	7.8
Aaron's, Inc.	6/10/14	Pass	90.3	6.8	3.0	83.0	6.2	2.7	n/a
Abbott Laboratories	4/25/14	Pass	94.7	4.3	1.0	68.1	3.1	0.7	12.9
AbbVie, Inc.	5/9/14	Pass	95.8	3.3	0.9	68.2	2.3	0.6	14.0
Abercrombie & Fitch Co.	6/19/14	Pass	95.9	3.9	0.2	79.6	3.2	0.2	5.0
ABM Industries Incorporated	3/5/14	Pass	94.9	4.7	0.4	75.5	3.7	0.3	12.8
Abraxas Petroleum Corporation	5/6/14	Pass	93.6	5.4	1.0	40.3	2.3	0.4	n/a
Acacia Research Corporation	5/14/14	Pass	68.3	31.1	0.6	53.9	24.6	0.5	11.8
Acadia Healthcare Company, Inc.	5/22/14	Pass	98.4	1.5	0.0	87.7	1.4	0.0	5.2
ACADIA Pharmaceuticals, Inc.	6/6/14	Pass	99.1	0.8	0.1	73.4	0.6	0.1	17.3
Acadia Realty Trust	5/14/14	Pass	98.8	1.1	0.0	91.1	1.1	0.0	3.0
Accenture plc	1/30/14	Pass	96.3	3.1	0.6	58.3	1.9	0.4	3.4
Access National Corporation	5/21/14	Pass	84.0	14.5	1.5	50.9	8.8	0.9	32.9
ACCO Brands Corporation	5/13/14	Pass	94.5	4.2	1.3	83.1	3.7	1.1	7.6
Accuride Corporation	4/24/14	Pass	88.4	11.3	0.2	67.5	8.7	0.2	13.1
ACE Limited	5/15/14	Pass	89.8	10.0	0.2	75.6	8.5	0.2	3.2
Achillion Pharmaceuticals, Inc.	6/3/14	Pass	93.5	1.6	4.9	60.2	1.0	3.1	17.8
ACI Worldwide, Inc.	6/18/14	Pass	93.5	6.3	0.2	85.7	5.8	0.2	3.8
Acorda Therapeutics, Inc.	6/5/14	Pass	91.9	8.1	0.1	80.8	7.1	0.1	6.0
Actavis plc	5/9/14	Pass	97.0	2.3	0.7	77.9	1.8	0.6	8.1
Activision Blizzard, Inc.	6/5/14	Pass	68.9	29.8	1.4	59.3	25.6	1.2	5.2

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Actuant Corporation	1/14/14	Pass	98.4	1.2	0.5	89.9	1.1	0.4	2.9
Actuate Corporation	5/21/14	Pass	96.5	3.4	0.2	61.5	2.2	0.1	24.5
Acuity Brands, Inc.	1/7/14	Pass	98.0	1.5	0.5	85.8	1.3	0.5	4.9
Adams Resources & Energy, Inc.	5/14/14	Pass	99.4	0.4	0.2	78.3	0.4	0.1	n/a
Adobe Systems Incorporated	4/10/14	Pass	90.4	9.3	0.4	74.7	7.6	0.3	7.8
ADTRAN, Inc.	5/14/14	Pass	99.5	0.3	0.2	90.5	0.3	0.2	4.7
Advance Auto Parts, Inc.	5/14/14	Pass	97.9	2.0	0.1	83.8	1.7	0.1	6.1
Advanced Energy Industries, Inc.	5/7/14	Pass	99.0	0.9	0.1	84.0	0.7	0.1	5.4
Advanced Micro Devices, Inc.	5/8/14	Pass	70.9	28.7	0.5	29.1	11.8	0.2	35.5
Advent Software, Inc.	5/7/14	Pass	99.4	0.6	0.0	89.0	0.5	0.0	4.4
Aecom Technology Corporation	3/6/14	Pass	86.7	12.9	0.4	68.4	10.2	0.3	n/a
Aegerion Pharmaceuticals, Inc.	6/25/14	Pass	95.4	4.6	0.0	78.6	3.8	0.0	6.5
Aegion Corporation	4/23/14	Pass	98.6	0.9	0.6	81.5	0.7	0.5	7.1
AEP Industries Inc.	4/8/14	Pass	98.3	0.2	1.4	56.9	0.1	0.8	10.0
Aetna Inc.	5/30/14	Pass	87.4	11.5	1.2	71.3	9.3	0.9	6.6
Affiliated Managers Group, Inc.	6/16/14	Pass	87.1	12.3	0.6	75.0	10.5	0.5	6.4
Affymetrix, Inc.	6/3/14	Pass	98.9	0.9	0.2	68.1	0.6	0.1	n/a
AFLAC Incorporated	5/5/14	Pass	73.3	26.3	0.4	79.9	28.6	0.5	8.7
AG Mortgage Investment Trust, Inc.	4/30/14	Pass	97.5	1.8	0.7	46.6	0.8	0.4	32.8
AGCO Corporation	4/24/14	Pass	87.6	11.9	0.5	70.6	9.6	0.4	4.8
Agilent Technologies, Inc.	3/19/14	Pass	96.8	2.8	0.4	71.2	2.0	0.3	11.5
AGL Resources Inc.	4/29/14	Pass	95.5	2.9	1.6	64.1	1.9	1.1	18.6
Agree Realty Corporation	5/5/14	Pass	95.8	3.5	0.8	68.4	2.5	0.5	19.7
Air Lease Corporation	5/7/14	Pass	71.4	28.3	0.3	56.3	22.3	0.3	11.4
Air Methods Corporation	5/29/14	Pass	96.8	3.0	0.2	79.3	2.5	0.2	12.4
Air Products and Chemicals, Inc.	1/23/14	Pass	85.7	13.9	0.4	71.2	11.5	0.4	6.8
Air Transport Services Group, Inc.	5/8/14	Pass	97.5	2.3	0.2	79.5	1.9	0.2	12.7
Aircastle Limited	5/22/14	Pass	94.2	4.4	1.4	72.9	3.4	1.1	14.6
AK Steel Holding Corp.	5/29/14	Pass	94.5	4.5	1.0	41.6	2.0	0.4	36.2
Akamai Technologies, Inc.	5/14/14	Pass	98.5	1.3	0.1	76.2	1.0	0.1	10.2
Akorn, Inc.	5/2/14	Pass	99.3	0.2	0.4	88.6	0.2	0.4	6.9
Alamo Group Inc.	5/7/14	Pass	99.1	0.7	0.2	67.2	0.5	0.1	5.3
Alaska Air Group, Inc.	5/8/14	Pass	97.3	2.2	0.6	79.1	1.8	0.4	5.7
Albany International Corp.	5/16/14	Pass	98.9	0.7	0.4	94.9	0.7	0.4	1.1
Albany Molecular Research, Inc.	6/4/14	Pass	96.4	3.1	0.5	73.7	2.4	0.4	10.5
Albemarle Corporation	5/13/14	Pass	97.8	1.6	0.6	81.8	1.4	0.5	5.8
Alcoa Inc.	5/2/14	Pass	91.1	7.2	1.7	50.1	4.0	0.9	23.9
Alexander & Baldwin, Inc.	4/29/14	Pass	97.2	2.6	0.2	82.1	2.2	0.2	8.0
Alexander's, Inc.	5/22/14	Pass	99.4	0.5	0.1	79.2	0.4	0.1	3.4
Alexandria Real Estate Equities, Inc.	5/29/14	Pass	86.7	13.2	0.0	78.7	12.0	0.0	2.1
Alexion Pharmaceuticals, Inc.	5/5/14	Pass	99.1	0.8	0.1	85.6	0.7	0.1	3.9
Alico, Inc.	2/28/14	Pass	99.2	0.7	0.1	78.8	0.5	0.1	14.8

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Align Technology, Inc.	5/15/14	Pass	93.4	6.5	0.1	77.0	5.4	0.1	11.8
Alimera Sciences, Inc.	6/9/14	Pass	93.7	6.2	0.1	60.5	4.0	0.0	22.8
Alkermes plc	5/28/14	Pass	92.0	7.8	0.2	82.0	7.0	0.2	5.9
Alleghany Corporation	4/25/14	Pass	83.0	15.7	1.3	73.7	14.0	1.1	3.4
Allegheny Technologies Incorporated	5/1/14	Pass	97.1	2.4	0.5	77.3	1.9	0.4	8.8
Allegiant Travel Company	6/18/14	Pass	86.0	14.0	0.1	81.7	13.2	0.1	2.6
Allegion Plc	6/11/14	Pass	96.8	2.9	0.4	76.9	2.3	0.3	6.1
Allergan, Inc.	5/6/14	Pass	92.9	6.4	0.6	76.1	5.3	0.5	4.7
ALLETE, Inc.	5/13/14	Pass	93.2	3.9	2.9	68.5	2.9	2.2	10.8
Alliance Data Systems Corporation	6/5/14	Pass	97.0	2.6	0.4	80.0	2.2	0.3	4.6
Alliance Fiber Optic Products, Inc.	5/19/14	Pass	82.5	13.1	4.4	38.9	6.2	2.1	33.0
Alliance HealthCare Services, Inc.	6/3/14	Pass	96.2	3.7	0.1	81.0	3.1	0.1	7.9
Alliant Energy Corporation	5/13/14	Pass	94.5	3.8	1.7	66.3	2.7	1.2	14.0
Allied Nevada Gold Corp.	5/1/14	Pass	72.5	26.1	1.3	30.7	11.1	0.6	26.7
Allied World Assurance Co. Holdings, AG	5/1/14	Pass	98.2	1.2	0.6	77.8	1.0	0.4	6.4
Allscripts Healthcare Solutions, Inc.	5/22/14	Fail	45.0	54.3	0.7	40.0	48.2	0.6	5.4
Almost Family, Inc.	5/5/14	Pass	92.8	7.0	0.2	58.7	4.4	0.1	18.6
Alon USA Energy, Inc.	5/1/14	Pass	99.3	0.3	0.4	91.3	0.3	0.3	3.6
Alpha Natural Resources, Inc.	5/22/14	Pass	94.1	5.7	0.2	46.1	2.8	0.1	30.6
Alphatec Holdings, Inc.	6/26/14	Pass	85.8	14.0	0.2	51.5	8.4	0.1	18.1
Altera Corporation	5/13/14	Pass	95.5	4.2	0.4	79.7	3.5	0.3	5.4
Altra Industrial Motion Corp.	4/24/14	Pass	95.5	4.5	0.0	87.0	4.1	0.0	1.3
Altria Group Inc.	5/14/14	Pass	93.1	6.0	0.9	59.3	3.8	0.6	23.2
AMAG Pharmaceuticals, Inc.	5/22/14	Pass	99.8	0.1	0.0	78.6	0.1	0.0	10.7
Amazon.com, Inc.	5/21/14	Pass	97.1	2.5	0.5	79.8	2.1	0.4	7.7
Ambac Financial Group, Inc.	5/22/14	Pass	87.2	5.2	7.6	58.5	3.5	5.1	18.0
AMC Entertainment Holdings, Inc.	4/25/14	Pass	100.0	0.0	0.0	97.5	0.0	0.0	1.6
Amedisys, Inc.	6/5/14	Pass	90.5	9.3	0.2	68.0	7.0	0.2	17.2
Ameren Corporation	4/24/14	Pass	93.9	4.3	1.8	63.8	3.0	1.2	14.1
Ameresco, Inc.	5/22/14	Pass	99.6	0.2	0.2	90.0	0.1	0.2	6.6
American Airlines Group Inc.	6/4/14	Pass	98.1	1.2	0.7	57.8	0.7	0.4	22.2
American Apparel, Inc.	6/18/14	Pass	80.1	19.7	0.2	31.6	7.8	0.1	23.6
American Assets Trust, Inc.	6/17/14	Pass	98.5	1.4	0.0	93.3	1.4	0.0	1.5
American Axle & Manufacturing Holdings, Inc.	5/1/14	Pass	96.5	3.4	0.1	77.5	2.8	0.1	11.1
American Campus Communities, Inc.	5/1/14	Pass	93.7	5.1	1.1	82.1	4.5	1.0	3.4
American Capital, Ltd.	4/25/14	Pass	64.5	31.6	3.9	35.2	17.3	2.1	25.6
American Eagle Outfitters, Inc.	5/29/14	Pass	93.7	5.9	0.3	69.4	4.4	0.2	15.7
American Electric Power Company, Inc.	4/22/14	Pass	94.3	4.1	1.6	61.3	2.6	1.1	18.2
American Equity Investment Life Holding Co.	6/5/14	Pass	94.9	4.5	0.5	83.1	4.0	0.5	4.3
American Express Company	5/12/14	Pass	96.5	2.3	1.2	75.9	1.8	1.0	8.0
American Financial Group, Inc.	5/21/14	Pass	84.3	15.2	0.5	73.9	13.3	0.5	5.6
American International Group, Inc.	5/12/14	Pass	97.5	1.8	0.7	71.7	1.3	0.5	7.8

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
American National Bankshares Inc.	5/20/14	Pass	75.6	21.6	2.8	46.2	13.2	1.7	18.5
American National Insurance Co.	4/25/14	Pass	82.6	16.7	0.6	76.8	15.6	0.6	3.5
American Public Education, Inc.	6/13/14	Pass	97.3	2.5	0.2	83.4	2.2	0.1	4.6
American Railcar Industries, Inc.	6/3/14	Pass	99.2	0.2	0.6	79.7	0.2	0.5	n/a
American Realty Capital Properties, Inc.	5/29/14	Fail	31.7	66.1	2.2	17.4	36.3	1.2	26.9
American States Water Company	5/20/14	Pass	94.5	3.6	1.9	66.1	2.5	1.3	20.9
American Tower Corporation	5/20/14	Pass	73.1	26.0	1.0	61.6	21.9	0.8	5.7
American Vanguard Corporation	6/4/14	Pass	96.9	2.9	0.2	68.6	2.1	0.1	15.0
American Water Works Company, Inc.	5/9/14	Pass	96.6	2.6	0.8	72.5	1.9	0.6	13.6
Ameriprise Financial, Inc.	4/30/14	Pass	95.9	3.0	1.0	75.6	2.4	0.8	7.9
Ameris Bancorp	5/29/14	Pass	97.7	1.1	1.1	71.4	0.8	0.8	11.6
AMERISAFE, Inc.	6/13/14	Pass	99.8	0.2	0.0	88.3	0.2	0.0	2.9
AmeriSourceBergen Corporation	3/6/14	Pass	97.4	2.1	0.5	69.3	1.5	0.4	13.0
Ames National Corporation	4/30/14	Pass	90.0	3.8	6.2	55.0	2.3	3.8	18.5
Ametek, Inc.	5/8/14	Pass	95.4	1.5	3.2	79.1	1.2	2.6	5.3
Amgen Inc.	5/15/14	Pass	97.1	2.1	0.8	75.2	1.7	0.6	11.0
Amicus Therapeutics, Inc.	6/12/14	Pass	72.9	25.4	1.7	57.3	20.0	1.4	14.5
Amkor Technology, Inc.	5/13/14	Pass	97.9	1.9	0.2	82.3	1.6	0.2	7.8
AMN Healthcare Services, Inc.	4/23/14	Pass	96.9	3.1	0.1	82.4	2.6	0.1	10.5
Ampco-Pittsburgh Corporation**	4/29/14	Pass	42.2	33.7	24.1	32.8	26.3	18.8	18.3
Amphenol Corporation	5/21/14	Pass	98.0	1.8	0.2	87.9	1.7	0.2	2.2
AmSurg Corp.	5/20/14	Pass	95.1	4.7	0.2	84.9	4.2	0.2	3.2
AmTrust Financial Services, Inc.	5/23/14	Pass	95.2	4.7	0.1	83.8	4.1	0.1	7.6
Amyris, Inc.	5/12/14	Pass	95.8	4.2	0.0	64.4	2.8	0.0	11.9
Anacor Pharmaceuticals, Inc.	5/29/14	Pass	99.7	0.2	0.1	66.6	0.1	0.1	21.8
Anadarko Petroleum Corporation	5/13/14	Pass	61.5	38.0	0.5	44.1	27.2	0.4	8.7
ANADIGICS, Inc.	5/6/14	Pass	72.5	27.0	0.5	23.6	8.8	0.2	50.9
Analog Devices, Inc.	3/12/14	Pass	96.2	3.4	0.4	79.6	2.8	0.4	5.5
Analogic Corporation	1/21/14	Pass	95.1	4.6	0.3	88.9	4.3	0.3	3.5
Angie's List, Inc.	5/13/14	Pass	97.0	2.0	1.1	76.2	1.5	0.8	6.0
Anika Therapeutics, Inc.	6/5/14	Pass	93.6	5.5	0.9	64.9	3.8	0.6	20.3
Anixter International Inc.	5/22/14	Pass	98.4	1.5	0.1	84.9	1.3	0.1	5.2
Ann Inc.	5/22/14	Pass	94.8	5.0	0.2	76.3	4.0	0.2	4.2
Annaly Capital Management, Inc.	5/22/14	Pass	80.5	8.2	11.3	35.8	3.6	5.0	40.5
ANSYS, Inc.	5/20/14	Pass	99.2	0.5	0.2	87.0	0.5	0.2	n/a
Antares Pharma, Inc.	5/29/14	Pass	93.3	5.5	1.2	42.7	2.5	0.6	36.8
Anworth Mortgage Asset Corporation	5/22/14	Pass	66.9	19.2	13.9	45.4	13.1	9.4	n/a
AOL Inc.	5/22/14	Pass	98.9	0.9	0.2	81.8	0.7	0.1	7.0
Apache Corporation	5/15/14	Pass	95.8	3.1	1.1	75.0	2.4	0.9	7.9
Apartment Investment and Management Co.	4/29/14	Pass	54.5	42.4	3.1	48.9	38.0	2.8	3.6
Apco Oil & Gas International Inc.	4/24/14	Pass	95.3	4.5	0.2	82.6	3.9	0.2	9.4
API Technologies Corp.	4/11/14	Pass	96.7	2.7	0.6	63.6	1.8	0.4	10.7

** Proposal reported by company as passed. For as a percentage of for/against votes were greater than 50 percent.

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Table 5 Say-on-Pay Management Proposals—Voting Results

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Apogee Enterprises, Inc.	6/25/14	Pass	96.0	3.9	0.1	84.6	3.4	0.1	6.2
Apollo Commercial Real Estate Finance, Inc.	4/29/14	Pass	97.9	1.2	0.9	64.0	0.8	0.6	26.9
Apollo Residential Mortgage, Inc.	6/19/14	Pass	97.1	2.3	0.5	40.8	1.0	0.2	41.1
Apple Inc.	2/28/14	Pass	95.7	3.0	1.3	52.3	1.7	0.7	25.1
Applied Materials, Inc.	3/4/14	Pass	89.5	10.0	0.5	69.7	7.8	0.4	11.9
Approach Resources Inc.	5/29/14	Pass	98.9	0.9	0.3	76.7	0.7	0.2	15.8
AptarGroup, Inc.	5/7/14	Pass	88.1	11.7	0.1	75.4	10.0	0.1	5.9
Aqua America, Inc.	5/7/14	Pass	92.4	5.4	2.2	54.4	3.2	1.3	23.2
Arabian American Development Company	5/14/14	Pass	97.2	1.9	0.8	60.5	1.2	0.5	8.2
ARC Document Solutions, Inc.	5/1/14	Pass	62.3	36.7	1.0	49.2	29.0	0.8	10.1
ArcBest Corporation	4/23/14	Pass	97.8	2.0	0.1	81.7	1.7	0.1	8.8
Arch Capital Group Ltd.	5/9/14	Pass	88.5	11.4	0.1	76.3	9.8	0.1	5.3
Arch Coal, Inc.	4/24/14	Pass	70.9	27.2	1.8	35.9	13.8	0.9	34.8
Archer-Daniels-Midland Company	5/1/14	Pass	92.2	6.4	1.4	68.1	4.8	1.0	8.6
Arena Pharmaceuticals, Inc.	6/13/14	Pass	88.5	10.5	1.0	29.3	3.5	0.3	49.3
Argo Group International Holdings, Ltd.	5/6/14	Pass	98.6	0.5	0.9	86.4	0.5	0.8	6.2
ARIAD Pharmaceuticals, Inc.	6/25/14	Pass	54.1	44.2	1.7	24.6	20.1	0.8	35.7
Arlington Asset Investment Corp.	6/11/14	Pass	92.3	5.9	1.8	41.6	2.7	0.8	41.5
Armstrong World Industries, Inc.	6/20/14	Pass	97.5	0.8	1.7	87.5	0.7	1.5	2.5
ArQule, Inc.	5/13/14	Pass	97.1	1.8	1.1	61.7	1.2	0.7	25.7
ARRIS Group, Inc.	5/14/14	Pass	93.1	4.4	2.4	68.6	3.3	1.8	8.2
Arrow Electronics, Inc.	5/22/14	Pass	95.1	4.2	0.6	83.2	3.7	0.6	4.1
Arrow Financial Corporation	5/7/14	Pass	93.7	3.4	2.9	48.8	1.8	1.5	23.4
Arthur J. Gallagher & Co.	5/13/14	Pass	97.1	2.7	0.2	78.5	2.2	0.2	11.1
Asbury Automotive Group, Inc.	4/16/14	Pass	98.4	1.6	0.0	86.6	1.4	0.0	5.9
Ascent Capital Group, Inc.	5/22/14	Pass	89.5	2.9	7.6	76.4	2.4	6.5	6.9
Ashford Hospitality Trust, Inc.	5/13/14	Pass	89.5	10.4	0.1	66.7	7.8	0.1	12.9
Ashland Inc.	1/30/14	Pass	96.7	1.9	1.5	81.1	1.6	1.2	6.3
Aspen Insurance Holdings Limited	4/23/14	Pass	93.9	6.0	0.1	82.1	5.3	0.1	5.6
Associated Banc-Corp	4/22/14	Pass	94.6	4.0	1.4	74.5	3.1	1.1	11.7
Associated Estates Realty Corporation	5/7/14	Pass	95.4	4.1	0.4	74.9	3.3	0.3	14.2
Assurant, Inc.	5/8/14	Pass	91.7	7.9	0.4	72.7	6.2	0.4	3.4
Assured Guaranty Ltd.	5/7/14	Pass	60.8	38.2	1.0	49.6	31.2	0.8	7.1
Astec Industries, Inc.	4/24/14	Pass	95.5	0.5	4.0	87.4	0.4	3.7	6.2
Astoria Financial Corporation	5/21/14	Pass	77.7	21.5	0.8	67.0	18.6	0.7	8.6
Astronics Corporation	5/13/14	Pass	96.7	2.4	0.9	64.7	1.6	0.6	15.6
AT&T Inc.	4/25/14	Pass	92.1	6.2	1.8	48.6	3.3	0.9	24.0
athenahealth, Inc.	6/9/14	Pass	83.9	16.1	0.0	77.0	14.7	0.0	5.1
Athlon Energy Inc.	5/29/14	Pass	99.6	0.4	0.0	89.5	0.4	0.0	5.0
Atlantic Power Corporation	6/20/14	Pass	84.7	12.5	2.8	21.4	3.2	0.7	36.1
Atlantic Tele-Network, Inc.	6/17/14	Pass	94.3	3.7	2.0	79.9	3.1	1.7	11.7
Atlas Air Worldwide Holdings, Inc.	6/16/14	Pass	68.0	29.5	2.5	62.3	27.0	2.3	5.1

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Atmel Corporation	5/22/14	Pass	88.8	10.8	0.4	69.0	8.4	0.3	12.6
Atmos Energy Corporation	2/5/14	Pass	96.5	2.8	0.7	70.1	2.0	0.5	17.9
AtriCure, Inc.	5/14/14	Pass	91.2	8.5	0.2	62.7	5.9	0.2	14.3
Atrion Corporation	5/22/14	Pass	98.3	1.2	0.4	76.6	1.0	0.3	15.0
Atwood Oceanics, Inc.	2/19/14	Pass	97.7	1.9	0.3	83.8	1.7	0.3	6.1
Autodesk, Inc.	6/10/14	Pass	88.0	11.5	0.5	71.4	9.3	0.4	7.0
AutoNation, Inc.	5/6/14	Pass	98.1	0.4	1.6	83.3	0.3	1.3	5.0
Auxilium Pharmaceuticals, Inc.	5/21/14	Pass	98.5	1.5	0.0	84.6	1.3	0.0	6.7
Avago Technologies Ltd.	4/9/14	Pass	65.1	34.8	0.1	58.7	31.3	0.1	3.1
AvalonBay Communities, Inc.	5/21/14	Pass	93.3	6.6	0.1	81.3	5.7	0.1	2.4
AVANIR Pharmaceuticals, Inc.	2/12/14	Pass	95.2	4.3	0.5	43.8	2.0	0.2	41.3
AVEO Pharmaceuticals, Inc.	6/19/14	Pass	69.0	30.0	1.0	38.7	16.8	0.6	30.4
Avery Dennison Corporation	4/24/14	Pass	70.0	29.2	0.8	55.4	23.1	0.6	7.0
Avis Budget Group, Inc.	5/23/14	Pass	98.9	0.9	0.2	82.3	0.8	0.2	7.5
Avista Corporation	5/8/14	Pass	94.2	4.3	1.6	69.4	3.1	1.2	16.0
Aviv REIT, Inc.	5/27/14	Pass	99.8	0.2	0.1	91.0	0.1	0.1	5.6
Avon Products, Inc.	5/6/14	Pass	55.7	41.2	3.1	46.3	34.2	2.5	4.9
Axcelis Technologies, Inc.	5/13/14	Pass	80.0	19.5	0.5	53.1	12.9	0.3	25.4
Axiall Corporation	5/20/14	Pass	98.1	1.4	0.5	87.1	1.2	0.4	5.8
AXIS Capital Holdings Limited	5/9/14	Pass	79.0	20.5	0.5	65.9	17.1	0.4	6.1
B&G Foods, Inc.	5/20/14	Pass	97.0	2.4	0.6	68.5	1.7	0.5	24.0
Badger Meter, Inc.	4/25/14	Pass	92.0	5.5	2.5	75.8	4.5	2.0	7.4
Baker Hughes Incorporated	4/24/14	Pass	94.8	4.5	0.7	73.2	3.5	0.6	6.8
Balchem Corporation	6/19/14	Pass	95.7	4.1	0.2	78.0	3.4	0.2	13.1
Baldwin & Lyons, Inc.	5/8/14	Pass	98.5	0.2	1.2	73.2	0.2	0.9	n/a
Ball Corporation	4/30/14	Pass	94.5	4.6	0.8	77.1	3.8	0.7	6.3
BancFirst Corporation	5/22/14	Pass	97.0	1.9	1.1	79.6	1.6	0.9	5.2
BancorpSouth, Inc.	4/23/14	Pass	95.2	3.5	1.3	74.6	2.7	1.0	n/a
Bank Mutual Corporation	5/5/14	Pass	79.1	19.6	1.3	59.4	14.7	1.0	11.7
Bank of America Corporation	5/7/14	Pass	92.5	6.4	1.2	56.3	3.9	0.7	20.5
Bank of Hawaii Corporation	4/25/14	Pass	74.7	24.6	0.7	55.4	18.3	0.5	14.1
Bank of Marin Bancorp	5/13/14	Pass	93.1	5.5	1.4	62.8	3.7	1.0	22.4
Bank of the Ozarks, Inc.	5/19/14	Pass	64.7	35.2	0.1	53.2	28.9	0.1	7.0
BankFinancial Corporation	6/24/14	Pass	92.8	6.3	1.0	71.2	4.8	0.7	14.0
Banner Corporation	4/22/14	Pass	93.7	6.0	0.3	80.6	5.2	0.2	9.4
Bar Harbor Bankshares	5/20/14	Pass	92.3	3.3	4.5	62.7	2.2	3.0	21.0
Barnes Group Inc.	5/9/14	Pass	81.5	16.6	1.9	69.7	14.2	1.6	7.5
Barrett Business Services, Inc.	5/28/14	Pass	97.8	1.5	0.7	80.4	1.3	0.5	14.0
Basic Energy Services, Inc.	5/21/14	Pass	97.8	2.0	0.2	76.6	1.6	0.2	8.2
Bassett Furniture Industries, Incorporated	3/12/14	Pass	92.8	1.9	5.3	68.7	1.4	3.9	16.3
Baxter International Inc.	5/6/14	Pass	93.3	5.6	1.1	67.6	4.1	0.8	10.3
BB&T Corporation	4/29/14	Pass	94.4	4.0	1.5	62.5	2.7	1.0	14.5

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
BBCN Bancorp, Inc.	6/26/14	Pass	96.0	1.8	2.2	80.4	1.5	1.8	8.9
Beacon Roofing Supply, Inc.	2/12/14	Pass	98.0	1.6	0.3	90.5	1.5	0.3	4.7
Beasley Broadcast Group, Inc.	5/29/14	Pass	98.5	0.2	1.3	97.4	0.2	1.3	n/a
Beazer Homes USA, Inc.	2/6/14	Pass	98.4	1.0	0.6	56.2	0.6	0.4	21.8
Becton, Dickinson and Company	1/28/14	Pass	96.7	2.2	1.1	74.0	1.7	0.8	10.1
Bel Fuse Inc.	5/13/14	Pass	83.8	15.8	0.4	31.0	5.8	0.1	6.4
Belden Inc.	5/28/14	Pass	99.5	0.3	0.2	92.6	0.3	0.2	3.5
Bemis Company, Inc.	5/1/14	Pass	95.4	4.1	0.4	71.9	3.1	0.3	13.2
Benchmark Electronics, Inc.	5/7/14	Pass	95.1	3.8	1.1	83.0	3.3	1.0	4.6
Beneficial Mutual Bancorp, Inc.	5/15/14	Pass	96.3	2.1	1.6	88.4	1.9	1.5	5.0
Berkshire Hathaway Inc.	5/3/14	Pass	99.6	0.3	0.2	68.3	0.2	0.1	n/a
Berkshire Hills Bancorp, Inc.	5/8/14	Pass	96.1	3.2	0.7	74.5	2.5	0.6	14.0
Best Buy Co, Inc.	6/10/14	Pass	97.9	1.5	0.6	81.8	1.2	0.5	7.5
BGC Partners, Inc.	6/3/14	Pass	88.8	11.0	0.3	70.4	8.7	0.2	20.7
Big 5 Sporting Goods Corporation	6/5/14	Pass	89.1	5.5	5.4	75.8	4.7	4.6	7.0
Big Lots, Inc.	5/29/14	Pass	90.6	9.3	0.0	74.5	7.7	0.0	5.5
Biglari Holdings Inc.	4/24/14	Fail	30.9	58.3	10.8	24.8	46.7	8.6	13.8
Bill Barrett Corporation	5/6/14	Pass	74.3	25.6	0.1	61.9	21.3	0.0	5.9
Biogen Idec Inc.	6/12/14	Pass	97.1	2.6	0.3	80.7	2.2	0.3	5.9
BioMarin Pharmaceutical Inc.	6/4/14	Pass	88.0	11.8	0.2	75.5	10.1	0.1	5.6
BioMed Realty Trust, Inc.	5/28/14	Pass	61.4	38.4	0.2	52.4	32.8	0.1	4.3
Bio-Rad Laboratories, Inc.	4/22/14	Pass	95.5	2.7	1.8	87.8	2.5	1.6	4.6
BioScrip, Inc.	5/8/14	Pass	91.8	1.6	6.6	68.2	1.2	4.9	16.7
BJ's Restaurants, Inc.	6/3/14	Pass	99.5	0.4	0.1	87.4	0.4	0.0	7.7
Black Diamond, Inc.	6/5/14	Pass	91.5	8.4	0.1	61.3	5.6	0.0	11.1
Black Hills Corporation	4/29/14	Pass	89.0	4.7	6.3	67.4	3.6	4.7	15.3
Blackbaud, Inc.	6/23/14	Pass	98.2	1.7	0.1	90.8	1.6	0.1	2.8
Blackhawk Network Holdings, Inc.	5/21/14	Pass	99.8	0.1	0.1	94.1	0.1	0.1	0.3
BlackRock, Inc.	5/29/14	Pass	89.9	9.9	0.2	78.6	8.7	0.1	5.2
Bloomin' Brands, Inc.	4/29/14	Pass	96.8	3.1	0.0	86.7	2.8	0.0	3.3
Blount International, Inc.	6/20/14	Pass	88.7	11.0	0.4	75.7	9.4	0.3	3.8
Blucora, Inc.	5/21/14	Pass	93.9	2.9	3.2	77.7	2.4	2.6	8.8
Blue Nile, Inc.	5/22/14	Pass	98.3	1.5	0.2	89.0	1.4	0.2	4.7
BlueLinx Holdings Inc.	5/15/14	Pass	97.6	2.3	0.1	83.6	2.0	0.1	10.5
Blyth, Inc.	5/14/14	Pass	89.3	2.8	7.9	54.0	1.7	4.8	27.3
BNC Bancorp	5/20/14	Pass	94.7	2.0	3.2	226.9	4.9	7.7	52.9
Body Central Corp.	5/14/14	Pass	63.5	35.5	1.0	27.2	15.2	0.4	24.9
Boise Cascade Company	5/8/14	Pass	98.1	0.4	1.5	85.3	0.4	1.3	7.1
BOK Financial Corporation	4/29/14	Pass	98.9	0.2	0.9	87.2	0.2	0.8	6.6
Bonanza Creek Energy, Inc.	6/5/14	Pass	98.8	0.8	0.3	66.3	0.6	0.2	6.9
BorgWarner Inc.	4/30/14	Pass	94.1	4.2	1.7	78.3	3.5	1.4	4.8
Boston Private Financial Holdings, Inc.	4/16/14	Pass	94.6	5.0	0.4	81.0	4.3	0.3	n/a

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Boston Properties, Inc.	5/20/14	Pass	94.1	4.7	1.2	82.3	4.1	1.0	2.5
Boston Scientific Corporation	5/6/14	Pass	89.3	10.1	0.6	72.1	8.1	0.5	5.5
Boulder Brands Inc.	5/22/14	Pass	68.7	31.1	0.1	120.7	54.7	0.2	17.5
Boyd Gaming Corporation	4/24/14	Pass	85.0	10.4	4.6	68.2	8.3	3.7	11.8
BPZ Resources, Inc.	6/20/14	Pass	90.2	9.5	0.3	46.1	4.8	0.2	32.3
Brandywine Realty Trust	5/29/14	Pass	92.5	5.8	1.7	81.4	5.1	1.5	5.1
Bravo Brio Restaurant Group, Inc.	5/7/14	Pass	99.0	0.9	0.1	76.3	0.7	0.1	12.8
Bridge Bancorp, Inc.	5/2/14	Pass	88.4	10.2	1.4	57.4	6.6	0.9	23.5
Bridge Capital Holdings	5/28/14	Pass	99.1	0.8	0.1	78.4	0.7	0.1	19.1
Bridgepoint Education, Inc.	5/28/14	Pass	98.7	1.2	0.1	82.0	1.0	0.1	9.9
Bristol-Myers Squibb Company	5/6/14	Pass	86.0	12.9	1.0	59.9	9.0	0.7	16.7
Brixmor Property Group Inc.	6/12/14	Pass	99.9	0.1	0.0	98.8	0.1	0.0	0.2
Broadcom Corporation	5/13/14	Pass	67.0	32.7	0.3	57.0	27.8	0.2	7.3
BroadSoft, Inc.	5/2/14	Fail	26.8	73.2	0.0	23.7	64.6	0.0	6.5
Brocade Communications Systems, Inc.	4/8/14	Pass	97.9	1.5	0.6	72.7	1.1	0.4	16.9
Brookline Bancorp, Inc.	5/7/14	Pass	91.3	7.6	1.0	69.1	5.8	0.8	17.9
Brooks Automation, Inc.	2/5/14	Pass	81.9	17.5	0.6	66.3	14.2	0.5	9.5
Brown & Brown, Inc.	5/7/14	Pass	98.4	1.4	0.1	82.6	1.2	0.1	7.2
Brown Shoe Company, Inc.	5/29/14	Pass	94.6	5.1	0.4	79.7	4.3	0.3	5.7
Bruker Corporation	5/20/14	Pass	98.2	1.7	0.1	91.7	1.6	0.1	2.9
Brunswick Corporation	5/7/14	Pass	97.7	1.9	0.4	86.2	1.7	0.3	4.4
Bryn Mawr Bank Corporation	4/30/14	Pass	98.8	0.6	0.6	80.5	0.5	0.5	10.9
Buffalo Wild Wings, Inc.	5/8/14	Pass	99.2	0.5	0.3	77.6	0.4	0.2	14.0
Builders FirstSource, Inc.	5/21/14	Pass	99.8	0.1	0.1	90.2	0.1	0.1	6.0
Bunge Limited	5/23/14	Pass	97.3	2.4	0.4	75.7	1.8	0.3	4.8
Burger King Worldwide, Inc.	5/15/14	Pass	93.4	6.6	0.0	84.2	5.9	0.0	3.9
C&F Financial Corp.	4/15/14	Pass	89.5	4.7	5.7	54.7	2.9	3.5	17.7
C&J Energy Services, Inc.	5/22/14	Pass	54.9	42.6	2.6	47.5	36.8	2.2	6.0
C.H. Robinson Worldwide, Inc.	5/8/14	Pass	71.7	23.1	5.2	52.1	16.8	3.8	12.8
C.R. Bard, Inc.	4/16/14	Pass	97.2	2.5	0.4	81.2	2.1	0.3	5.5
Cabela's, Incorporated	6/4/14	Pass	95.6	4.1	0.3	83.4	3.6	0.3	5.9
Cablevision Systems Corporation	5/22/14	Pass	89.6	7.7	2.7	85.1	7.4	2.5	2.8
Cabot Corporation	3/13/14	Pass	95.5	4.0	0.5	85.6	3.6	0.4	3.8
Cabot Microelectronics Corporation	3/4/14	Pass	91.2	8.7	0.1	82.8	7.9	0.1	4.0
Cabot Oil & Gas Corporation	5/1/14	Pass	98.2	0.8	1.0	80.8	0.6	0.8	4.7
Cadence Design Systems, Inc.	5/6/14	Pass	90.6	7.4	2.0	74.5	6.1	1.6	9.0
CAI International, Inc.	6/6/14	Pass	98.6	1.2	0.2	90.4	1.1	0.2	4.7
Cal Dive International, Inc.	5/13/14	Pass	99.1	0.5	0.4	67.9	0.4	0.3	18.5
Calamos Asset Management, Inc.	6/3/14	Pass	98.9	1.0	0.0	98.3	1.0	0.0	0.5
Calavo Growers, Inc.	4/23/14	Pass	90.4	6.8	2.8	61.9	4.6	1.9	14.2
Calgon Carbon Corporation	5/7/14	Pass	98.2	1.7	0.1	81.9	1.4	0.1	6.0
California Water Service Group	5/20/14	Pass	95.1	3.3	1.5	66.3	2.3	1.1	20.6

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Calix, Inc.	5/21/14	Pass	98.8	1.1	0.1	72.3	0.8	0.1	13.3
Callaway Golf Company	5/14/14	Pass	98.4	1.4	0.1	73.4	1.1	0.1	14.0
Callidus Software, Inc.	6/11/14	Pass	98.5	0.3	1.2	79.1	0.2	1.0	11.7
Callon Petroleum Company	5/15/14	Pass	96.0	2.8	1.2	67.4	2.0	0.8	n/a
Calpine Corporation	5/14/14	Pass	98.7	1.0	0.3	74.2	0.8	0.2	3.9
Cambrex Corporation	4/24/14	Pass	93.6	6.0	0.5	83.5	5.3	0.4	5.5
Camden National Corporation	4/29/14	Pass	93.9	4.4	1.7	60.6	2.8	1.1	18.8
Camden Property Trust	5/9/14	Pass	97.3	2.4	0.3	81.8	2.0	0.3	4.0
Cameron International Corporation	5/16/14	Pass	95.9	3.3	0.8	78.9	2.7	0.6	6.0
Campus Crest Communities, Inc.	4/21/14	Pass	74.6	25.3	0.1	59.8	20.3	0.1	11.3
Cantel Medical Corp.	1/9/14	Pass	94.3	2.2	3.5	79.0	1.8	3.0	6.8
Capella Education Company	5/6/14	Pass	87.1	12.9	0.1	78.6	11.6	0.0	4.7
Capital Bank Financial Corp.	6/5/14	Pass	99.2	0.5	0.3	75.7	0.4	0.2	8.5
Capital City Bank Group, Inc.	4/29/14	Pass	92.2	7.7	0.0	72.1	6.1	0.0	7.8
Capital One Financial Corporation	5/1/14	Pass	96.8	2.7	0.6	79.2	2.2	0.5	4.8
Capital Senior Living Corporation	5/22/14	Pass	98.3	1.5	0.3	79.1	1.2	0.2	9.7
Capitol Federal Financial, Inc.	1/21/14	Pass	96.8	2.3	0.9	81.9	2.0	0.7	10.9
Capstead Mortgage Corporation	5/28/14	Pass	97.0	2.2	0.8	60.2	1.4	0.5	29.0
CARBO Ceramics Inc.	5/20/14	Pass	98.2	1.7	0.1	88.7	1.6	0.1	3.9
Carbonite, Inc.	6/2/14	Pass	61.9	35.4	2.7	30.0	17.2	1.3	30.0
Cardinal Financial Corporation	4/25/14	Pass	79.5	19.5	0.9	61.3	15.1	0.7	10.4
Cardtronics, Inc.	5/21/14	Pass	92.8	6.9	0.3	82.2	6.1	0.3	4.9
Career Education Corporation	6/3/14	Pass	51.5	48.2	0.3	33.9	31.7	0.2	20.5
Carlisle Companies Incorporated	5/6/14	Pass	95.8	2.8	1.4	134.4	3.9	2.0	8.9
CarMax, Inc.	6/23/14	Pass	90.7	8.5	0.8	77.2	7.2	0.7	5.7
Carmike Cinemas, Inc.	5/28/14	Pass	95.8	3.4	0.8	81.0	2.9	0.7	4.3
Carnival Corporation	4/17/14	Pass	58.2	41.5	0.4	66.4	47.4	0.4	3.0
Carriage Services, Inc.	5/21/14	Fail	46.9	52.7	0.4	31.5	35.4	0.3	23.4
Carrizo Oil & Gas, Inc.	5/15/14	Pass	96.7	2.9	0.3	81.1	2.4	0.3	8.7
Carrols Restaurant Group, Inc.	6/12/14	Pass	85.0	14.9	0.1	66.1	11.6	0.1	13.4
Carter's, Inc.	5/14/14	Pass	92.5	7.5	0.0	83.7	6.8	0.0	5.0
Cascade Bancorp	6/9/14	Pass	99.1	0.8	0.1	92.8	0.8	0.1	3.4
Cash America International, Inc.	5/22/14	Pass	98.3	1.4	0.3	87.0	1.2	0.3	6.1
Cass Information Systems, Inc.	4/21/14	Pass	94.6	2.6	2.8	66.1	1.8	1.9	24.1
Catamaran Corporation	5/13/14	Pass	99.1	0.6	0.3	54.8	0.3	0.2	1.9
Caterpillar Inc.	6/11/14	Pass	95.6	3.6	0.7	62.2	2.4	0.5	18.9
Cathay General Bancorp	5/12/14	Pass	98.3	1.5	0.3	75.6	1.1	0.2	13.3
Cavium, Inc.	6/19/14	Pass	63.1	36.2	0.7	56.5	32.4	0.6	4.7
CBIZ, Inc.	5/15/14	Pass	80.7	19.0	0.4	62.7	14.7	0.3	12.7
CBL & Associates Properties, Inc.	5/5/14	Fail	29.7	70.1	0.1	25.1	59.3	0.1	9.3
CBOE Holdings, Inc.	5/22/14	Pass	93.8	4.9	1.3	64.0	3.4	0.9	20.1
CBRE Group, Inc.	5/16/14	Pass	99.3	0.4	0.3	85.2	0.4	0.3	4.4

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
CBS Corporation	5/22/14	Pass	89.2	1.6	9.2	86.4	1.5	8.9	2.4
CDI Corp.	5/20/14	Pass	98.2	1.4	0.3	86.4	1.3	0.3	6.3
CDW Corporation	5/22/14	Pass	98.6	1.4	0.0	89.8	1.3	0.0	4.4
CECO Environmental Corp.	5/15/14	Pass	97.6	1.8	0.6	66.0	1.2	0.4	24.3
Cedar Realty Trust, Inc.	5/2/14	Pass	68.2	31.6	0.2	51.7	23.9	0.1	17.4
Celanese Corporation	4/24/14	Pass	98.9	1.0	0.1	90.2	0.9	0.1	3.1
Celgene Corporation	6/18/14	Pass	95.2	3.9	0.8	71.1	2.9	0.6	11.0
Cell Therapeutics, Inc.	5/22/14	Pass	54.1	29.0	16.9	22.4	12.0	7.0	17.3
Celldex Therapeutics, Inc.	5/28/14	Pass	97.7	1.8	0.5	68.6	1.3	0.3	20.9
Centene Corporation	4/22/14	Pass	71.7	28.2	0.2	65.2	25.6	0.2	3.3
CenterPoint Energy, Inc.	4/24/14	Pass	94.1	2.4	3.4	70.5	1.8	2.6	11.0
CenterState Banks, Inc.	4/24/14	Pass	92.0	7.8	0.1	65.0	5.5	0.1	13.7
Central European Media Enterprises Ltd.	6/2/14	Pass	92.0	8.0	0.0	61.7	5.4	0.0	2.9
Central Garden & Pet Company	2/10/14	Pass	97.9	1.8	0.3	51.1	0.9	0.1	11.1
Central Pacific Financial Corporation	4/25/14	Pass	99.4	0.6	0.1	84.3	0.5	0.1	9.8
CenturyLink, Inc.	5/28/14	Pass	91.9	7.2	0.9	60.0	4.7	0.6	23.3
Cenveo, Inc.	5/1/14	Pass	62.7	37.2	0.1	39.3	23.3	0.1	15.5
Cepheid	4/22/14	Pass	98.1	0.8	1.1	83.4	0.7	0.9	9.2
Cerner Corporation	5/23/14	Pass	98.3	1.3	0.4	83.2	1.1	0.3	7.4
Cerus Corporation	6/11/14	Pass	96.0	3.8	0.2	35.2	1.4	0.1	49.4
Ceva, Inc.	5/19/14	Pass	70.4	28.7	0.9	56.3	23.0	0.7	9.2
CF Industries Holdings, Inc.	5/14/14	Pass	92.4	6.9	0.7	67.7	5.1	0.5	5.6
Chambers Street Properties	6/12/14	Pass	95.1	3.4	1.4	36.7	1.3	0.6	49.4
Charles River Laboratories International, Inc.	5/6/14	Pass	92.3	3.7	4.0	80.9	3.2	3.5	5.3
Chart Industries, Inc.	5/22/14	Pass	98.0	1.7	0.4	84.4	1.4	0.3	7.2
Charter Communications, Inc.	5/6/14	Pass	99.2	0.7	0.1	86.6	0.6	0.1	3.1
Charter Financial Corporation	2/19/14	Pass	97.2	2.3	0.4	64.7	1.6	0.3	28.7
Chatham Lodging Trust	5/22/14	Pass	96.6	3.1	0.3	79.0	2.5	0.2	9.6
Checkpoint Systems, Inc.	6/4/14	Pass	94.8	5.0	0.1	83.6	4.4	0.1	6.9
Chemed Corporation	5/19/14	Pass	93.4	6.3	0.3	81.0	5.5	0.2	6.0
Chemical Financial Corporation	4/21/14	Pass	95.0	3.2	1.8	68.0	2.3	1.3	12.1
Chemtura Corporation	5/8/14	Pass	96.3	3.6	0.1	85.9	3.2	0.1	4.5
Chemung Financial Corporation	5/8/14	Pass	91.7	5.9	2.4	64.1	4.1	1.7	15.2
Chesapeake Energy Corporation	6/13/14	Pass	95.1	4.1	0.8	67.8	2.9	0.6	17.3
Chesapeake Lodging Trust	5/16/14	Pass	97.8	1.9	0.3	89.7	1.8	0.2	2.0
Chesapeake Utilities Corporation	5/6/14	Pass	93.9	3.2	2.9	70.4	2.4	2.2	18.6
Chevron Corporation	5/28/14	Pass	92.8	6.2	1.0	63.2	4.2	0.7	16.7
Chicago Bridge & Iron Co. N.V.	4/30/14	Pass	97.3	2.3	0.4	70.7	1.7	0.3	14.8
Chico's FAS, Inc.	6/26/14	Pass	97.1	2.5	0.4	81.5	2.1	0.3	7.7
Chindex International, Inc.	5/28/14	Pass	83.3	0.8	15.8	60.0	0.6	11.4	11.1
Chipotle Mexican Grill, Inc.	5/15/14	Fail	23.3	76.5	0.1	19.4	63.6	0.1	7.4
Chiquita Brands International, Inc.	5/22/14	Pass	96.6	3.2	0.1	74.2	2.5	0.1	10.7

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Choice Hotels International, Inc.	5/8/14	Pass	95.9	3.9	0.2	88.5	3.6	0.2	3.8
Christopher & Banks Corporation	6/26/14	Pass	98.3	0.6	1.1	78.7	0.5	0.9	12.3
Church & Dwight Co., Inc.	5/1/14	Pass	95.8	3.1	1.1	73.3	2.3	0.9	9.8
Churchill Downs Incorporated	4/22/14	Pass	70.0	20.1	9.9	53.6	15.4	7.6	16.0
CIBER, Inc.	6/4/14	Fail	29.9	64.3	5.8	24.5	52.7	4.7	11.0
Ciena Corporation	4/10/14	Pass	90.9	8.8	0.3	59.9	5.8	0.2	20.2
CIFC Corp.	6/5/14	Pass	99.5	0.4	0.1	87.0	0.3	0.1	0.3
CIGNA Corporation	4/23/14	Pass	94.7	4.7	0.6	74.3	3.7	0.5	5.0
Cimarex Energy Co.	5/15/14	Pass	96.4	3.0	0.6	77.7	2.4	0.5	6.7
Cincinnati Bell, Inc.	5/6/14	Pass	51.6	47.1	1.2	40.3	36.8	0.9	14.4
Cincinnati Financial Corporation	4/26/14	Pass	96.8	2.5	0.7	75.1	1.9	0.5	11.0
Cinemark Holdings, Inc.	5/22/14	Pass	93.4	3.3	3.3	85.9	3.0	3.0	4.5
CIRCOR International, Inc.	4/30/14	Pass	99.4	0.5	0.1	88.5	0.5	0.1	4.3
CIT Group Inc.	5/13/14	Pass	60.2	38.9	0.8	54.1	34.9	0.7	3.8
Citi Trends, inc.	6/4/14	Pass	98.8	0.9	0.3	87.4	0.8	0.3	4.1
Citigroup Inc.	4/22/14	Pass	84.6	14.9	0.5	56.3	9.9	0.3	12.0
Citizens & Northern Corp.	4/17/14	Pass	85.6	9.9	4.6	45.4	5.2	2.4	22.4
Citizens, Inc.	6/3/14	Pass	70.9	0.3	28.8	21.5	0.1	8.7	6.9
Citrix Systems, Inc.	5/22/14	Pass	96.6	2.7	0.6	73.7	2.1	0.5	6.3
City Holding Company	4/30/14	Pass	94.9	4.1	1.0	66.6	2.9	0.7	12.2
City National Corporation	4/23/14	Pass	87.0	12.8	0.2	77.2	11.4	0.1	6.0
CLARCOR Inc.	3/25/14	Pass	94.1	3.3	2.7	80.8	2.8	2.3	5.6
Clayton Williams Energy, Inc.	5/7/14	Pass	99.3	0.7	0.0	90.0	0.6	0.0	6.5
Clean Harbors, Inc.	6/18/14	Pass	97.5	1.9	0.6	81.2	1.6	0.5	4.2
Clear Channel Outdoor Holdings, Inc.	5/16/14	Pass	99.9	0.1	0.1	99.8	0.1	0.1	0.0
Clearwater Paper Corporation	5/5/14	Pass	97.0	2.3	0.7	87.5	2.1	0.6	4.8
CLECO Corporation	4/25/14	Pass	96.5	2.6	0.9	80.2	2.2	0.7	9.6
Cloud Peak Energy, Inc.	5/14/14	Pass	99.7	0.3	0.0	84.0	0.2	0.0	8.0
ClubCorp Holdings, Inc.	6/25/14	Pass	99.9	0.1	0.0	91.8	0.1	0.0	3.5
CME Group Inc.	5/21/14	Pass	96.7	2.5	0.8	74.3	1.9	0.6	n/a
CMS Energy Corporation	5/16/14	Pass	97.4	2.0	0.7	75.9	1.5	0.5	7.3
CNA Financial Corporation	4/23/14	Pass	99.7	0.3	0.0	98.5	0.3	0.0	0.6
CNB Financial Corporation+	4/15/14	Pass	94.0	6.0	—	48.0	3.0	n/a	n/a
CNO Financial Group, Inc.	5/7/14	Pass	99.1	0.8	0.1	88.6	0.7	0.1	5.3
Cobalt International Energy, Inc.	4/29/14	Pass	98.5	1.1	0.4	87.1	1.0	0.4	2.9
CoBiz Financial Inc.	5/15/14	Pass	92.8	6.4	0.8	79.6	5.5	0.7	7.7
Coca-Cola Bottling Co. Consolidated	5/13/14	Pass	96.9	3.1	0.0	93.2	2.9	0.0	2.5
Coca-Cola Enterprises Inc.	4/22/14	Pass	96.9	2.9	0.2	82.2	2.5	0.2	4.3
Coeur Mining, Inc.	5/13/14	Pass	96.4	2.7	0.9	54.6	1.5	0.5	16.9
Cogent Communications Group, Inc.	4/17/14	Fail	46.2	53.8	0.1	40.0	46.7	0.0	5.0
Cognex Corporation	4/29/14	Pass	98.5	1.3	0.2	86.6	1.1	0.1	6.0
Cognizant Technology Solutions Corporation	6/3/14	Pass	98.4	1.3	0.3	80.9	1.0	0.2	6.0

+ Abstentions and nonvotes are not calculated because the company's reported vote results combine abstentions and nonvotes.

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Cohen & Steers, Inc.	5/8/14	Pass	90.0	7.0	3.0	82.3	6.4	2.7	5.5
Coherent, Inc.	2/26/14	Pass	97.6	2.3	0.1	89.3	2.1	0.1	5.2
Cohu, Inc.	5/14/14	Pass	58.7	40.1	1.2	47.4	32.4	1.0	14.2
Colfax Corporation	5/14/14	Pass	99.7	0.2	0.1	82.4	0.1	0.1	2.6
Colgate-Palmolive Company	5/9/14	Pass	96.0	3.4	0.6	70.4	2.5	0.5	11.7
Colony Financial, Inc.	5/8/14	Pass	99.0	1.0	0.1	75.5	0.8	0.0	13.4
Columbia Banking System, Inc.	4/23/14	Pass	95.1	4.5	0.4	81.2	3.9	0.3	6.6
Columbia Sportswear Company	6/3/14	Pass	99.6	0.4	0.0	95.2	0.3	0.0	2.6
Comcast Corporation	5/21/14	Pass	92.2	7.2	0.6	77.7	6.1	0.5	4.6
Comerica Incorporated	4/22/14	Pass	87.9	11.7	0.4	69.9	9.3	0.3	8.6
Comfort Systems USA, Inc.	5/15/14	Pass	98.8	1.1	0.2	87.5	0.9	0.1	6.5
Commerce Bancshares, Inc.	4/16/14	Pass	89.2	9.9	0.8	63.5	7.1	0.6	15.8
Commercial Metals Company	1/30/14	Pass	97.8	2.0	0.2	81.1	1.7	0.2	8.2
Commercial Vehicle Group, Inc.	5/15/14	Pass	78.0	21.8	0.2	57.2	16.0	0.1	11.1
CommScope Holding Company, Inc.	5/2/14	Pass	91.6	8.4	0.0	89.9	8.3	0.0	0.5
Community Bank System, Inc.	5/14/14	Pass	96.7	2.1	1.2	73.1	1.6	0.9	13.8
Community Health Systems, Inc.	5/20/14	Pass	90.6	9.3	0.1	75.2	7.7	0.1	3.4
Community Trust Bancorp, Inc.	4/29/14	Pass	94.7	3.9	1.3	60.5	2.5	0.9	n/a
CommunityOne Bancorp	5/28/14	Pass	99.6	0.4	0.1	65.1	0.2	0.0	n/a
Compass Minerals International, Inc.	5/7/14	Pass	95.2	4.7	0.1	81.6	4.0	0.1	6.8
Computer Programs and Systems, Inc.	5/15/14	Pass	98.9	1.0	0.1	78.9	0.8	0.1	13.1
Computer Task Group, Incorporated	5/7/14	Pass	89.7	8.2	2.1	73.8	6.8	1.7	n/a
Compuware Corporation	3/28/14	Pass	91.9	7.0	1.1	67.7	5.1	0.8	13.6
CompX International Inc.*	5/28/14	Pass	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Comstock Resources, Inc.	5/8/14	Pass	92.8	6.6	0.6	81.1	5.8	0.5	n/a
Concho Resources, Inc.	6/5/14	Pass	99.1	0.5	0.4	87.7	0.4	0.3	3.4
Concur Technologies, Inc.	3/12/14	Pass	80.6	19.1	0.3	74.1	17.6	0.2	5.4
Connecticut Water Service, Inc.	5/8/14	Pass	93.3	4.3	2.3	44.1	2.1	1.1	31.9
ConnectOne Bancorp, Inc.	6/24/14	Pass	93.9	3.8	2.3	n/a	n/a	n/a	n/a
Conn's, Inc.	5/28/14	Pass	99.2	0.4	0.5	81.8	0.3	0.4	11.9
ConocoPhillips	5/13/14	Pass	94.2	4.9	0.9	64.0	3.3	0.6	18.4
CONSOL Energy Inc.	5/7/14	Pass	78.5	21.4	0.1	69.2	18.8	0.1	2.6
Consolidated Communications Holdings, Inc	4/29/14	Pass	92.6	5.8	1.6	57.3	3.6	1.0	25.6
Consolidated Edison, Inc.	5/19/14	Pass	91.8	6.0	2.3	47.0	3.1	1.2	29.2
Consolidated Water Co. Ltd.	5/28/14	Fail	46.7	50.0	3.3	23.9	25.6	1.7	31.1
Consolidated-Tomoka Land Co.	4/23/14	Pass	97.1	2.5	0.4	77.3	2.0	0.3	11.3
Constant Contact, Inc.	5/20/14	Pass	97.8	1.5	0.7	76.7	1.2	0.6	9.8
Consumer Portfolio Services, Inc.	5/30/14	Pass	93.3	3.6	3.1	49.3	1.9	1.6	40.5
Contango Oil & Gas Company	5/20/14	Pass	94.9	5.0	0.1	71.7	3.8	0.1	15.1
Continental Resources, Inc.	5/23/14	Pass	99.4	0.4	0.2	93.2	0.3	0.2	3.7
Convergys Corporation	4/24/14	Pass	96.5	2.4	1.1	83.0	2.1	1.0	7.3
Conversant, Inc.	5/6/14	Pass	97.3	1.4	1.2	76.4	1.1	1.0	n/a

* Company reported pass/fail information but detailed vote information was not reported as of July 8, 2014.

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Con-Way, Inc.	5/13/14	Pass	89.5	9.4	1.1	79.4	8.3	1.0	5.2
Cooper Tire & Rubber Company	5/23/14	Pass	90.6	5.2	4.2	69.6	4.0	3.2	11.7
Corcept Therapeutics Incorporated	5/7/14	Pass	99.4	0.3	0.3	67.3	0.2	0.2	23.5
Core-Mark Holding Company, Inc.	5/20/14	Pass	95.5	4.3	0.2	84.6	3.8	0.2	4.4
CoreSite Realty Corporation	5/29/14	Pass	97.3	2.6	0.1	83.3	2.2	0.1	6.3
Corning Incorporated	4/29/14	Pass	94.5	4.1	1.5	65.7	2.8	1.0	15.3
Coronado Biosciences, Inc.	6/16/14	Pass	62.7	32.8	4.4	28.7	15.1	2.0	32.7
Corporate Office Properties Trust	5/8/14	Pass	88.8	11.1	0.1	79.2	9.9	0.0	3.6
Corrections Corporation of America	5/15/14	Pass	96.6	3.1	0.3	82.2	2.6	0.3	7.2
CoStar Group, Inc.	6/2/14	Pass	84.5	15.4	0.1	77.7	14.1	0.1	2.3
Costco Wholesale Corporation	1/30/14	Pass	98.7	0.8	0.5	69.6	0.6	0.3	13.6
Courier Corporation	1/21/14	Pass	92.9	6.5	0.6	76.4	5.4	0.5	12.4
Cousins Properties Incorporated	5/6/14	Pass	97.4	2.5	0.1	88.0	2.3	0.1	4.4
Covance Inc.	5/6/14	Pass	96.5	3.0	0.5	85.3	2.7	0.4	8.4
Covanta Holding Corporation	5/8/14	Pass	94.0	4.6	1.4	64.6	3.1	1.0	14.7
Covidien plc	3/19/14	Pass	94.5	4.7	0.7	76.0	3.8	0.6	6.2
Cowen Group, Inc.	6/3/14	Pass	50.7	43.8	5.5	32.3	27.9	3.5	21.5
Craft Brew Alliance, Inc.	5/20/14	Pass	96.3	2.8	0.9	67.7	2.0	0.6	23.9
Crane Co.	4/28/14	Pass	89.4	2.1	8.6	78.2	1.8	7.5	7.6
Cray, Inc.	6/12/14	Pass	98.6	1.3	0.2	73.4	0.9	0.1	15.8
Credit Acceptance Corporation	5/15/14	Pass	99.3	0.4	0.3	61.4	0.3	0.2	13.4
Crocs, Inc.	6/10/14	Pass	97.3	2.6	0.1	78.3	2.1	0.1	9.7
Cross Country Healthcare, Inc.	5/13/14	Pass	99.0	0.9	0.1	85.2	0.8	0.1	7.3
Crown Castle International Corp.	5/30/14	Pass	98.7	1.2	0.1	85.9	1.0	0.1	3.4
Crown Holdings, Inc.	4/24/14	Pass	95.6	3.0	1.5	80.5	2.5	1.2	4.6
Crown Media Holdings, Inc.	6/25/14	Pass	98.8	0.1	1.1	95.8	0.1	1.0	n/a
CryoLife, Inc.	5/21/14	Pass	94.4	4.3	1.4	67.2	3.0	1.0	22.1
CSG Systems International, Inc.	5/22/14	Pass	95.8	4.0	0.3	82.6	3.4	0.2	5.2
CST Brands, Inc.	6/4/14	Pass	95.9	1.9	2.3	81.4	1.6	1.9	7.1
CSX Corporation	5/7/14	Pass	95.2	4.0	0.8	65.1	2.7	0.6	16.7
CTS Corporation	5/21/14	Pass	98.3	1.5	0.2	88.3	1.3	0.2	3.6
CubeSmart	5/28/14	Pass	97.3	2.7	0.1	84.2	2.3	0.1	5.5
Cubic Corporation	2/18/14	Pass	97.3	2.5	0.2	83.3	2.1	0.2	5.7
Cubist Pharmaceuticals, Inc.	6/3/14	Pass	98.3	1.6	0.1	85.5	1.4	0.1	4.7
Cullen/Frost Bankers, Inc.	4/24/14	Pass	77.2	21.3	1.5	66.0	18.2	1.3	8.9
Cummins, Inc.	5/13/14	Pass	97.7	1.9	0.5	73.2	1.4	0.3	9.6
Cumulus Media Inc.	5/22/14	Pass	65.6	33.5	0.9	55.3	28.2	0.7	4.7
Curis, Inc.	5/21/14	Pass	97.1	2.6	0.3	53.8	1.4	0.2	32.4
Curtiss-Wright Corporation	5/2/14	Pass	97.1	2.5	0.4	82.1	2.1	0.3	7.1
Cutera, Inc.	6/18/14	Pass	95.1	1.3	3.7	66.7	0.9	2.6	11.4
CVB Financial Corp.	5/22/14	Pass	98.4	1.3	0.3	75.6	1.0	0.2	15.2
CVR Energy, Inc.	6/17/14	Pass	99.5	0.3	0.3	91.2	0.3	0.2	3.6

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
CVS Caremark Corporation	5/8/14	Pass	69.9	29.1	0.9	54.9	22.9	0.7	7.1
Cynosure, Inc.	5/14/14	Fail	45.9	51.3	2.8	36.0	40.3	2.2	12.5
Cypress Semiconductor Corporation	5/9/14	Pass	84.4	14.2	1.4	59.4	10.0	1.0	22.9
CYS Investments, Inc.	5/9/14	Fail	26.8	72.3	0.8	15.1	40.8	0.5	31.1
Cytec Industries Inc.	4/22/14	Pass	96.1	2.6	1.3	85.3	2.3	1.2	5.3
Cytokinetics, Inc.	5/21/14	Pass	96.9	2.7	0.4	61.6	1.7	0.3	23.4
D.R. Horton, Inc.	1/23/14	Pass	94.8	4.6	0.5	74.5	3.6	0.4	8.6
Dana Holding Corp.	5/2/14	Pass	88.0	7.3	4.7	70.8	5.9	3.7	6.3
Danaher Corporation	5/6/14	Pass	86.6	13.2	0.3	71.8	10.9	0.2	5.0
Darling Ingredients Inc.	5/6/14	Pass	82.1	16.5	1.5	71.5	14.4	1.3	5.1
Datalink Corporation	5/21/14	Pass	97.4	2.0	0.6	76.9	1.6	0.5	11.7
DaVita HealthCare Partners Inc.	6/17/14	Pass	93.7	5.5	0.8	72.6	4.3	0.6	7.3
Dawson Geophysical Company	1/21/14	Pass	86.9	11.3	1.8	60.7	7.9	1.3	17.1
DCT Industrial Trust, Inc.	4/30/14	Pass	97.4	2.5	0.1	81.4	2.1	0.1	7.2
DDR Corp.	5/13/14	Pass	91.5	8.2	0.4	83.4	7.5	0.3	3.1
Dealertrack Technologies, Inc.	6/3/14	Pass	99.2	0.5	0.3	87.1	0.4	0.3	2.8
Dean Foods Company	5/14/14	Pass	94.4	4.9	0.7	74.6	3.9	0.5	12.2
Deckers Outdoor Corporation	6/18/14	Pass	73.3	23.9	2.8	61.9	20.2	2.4	8.7
Deere & Company	2/26/14	Pass	92.7	5.4	1.9	59.3	3.5	1.2	16.8
Delek US Holdings, Inc.	5/6/14	Pass	72.8	26.9	0.3	74.8	27.6	0.3	3.8
Delphi Automotive PLC	4/3/14	Pass	97.5	1.1	1.4	84.0	1.0	1.2	1.8
Delta Air Lines, Inc.	6/27/14	Pass	97.9	1.1	1.1	71.7	0.8	0.8	10.4
Deltic Timber Corporation	4/24/14	Pass	69.5	30.2	0.3	61.7	26.8	0.2	6.5
Deluxe Corporation	4/30/14	Pass	95.6	3.7	0.7	75.3	2.9	0.5	8.5
Demandware, Inc.	5/21/14	Pass	91.5	8.5	0.0	81.7	7.6	0.0	3.8
Denbury Resources Inc.	5/20/14	Pass	96.5	3.2	0.3	79.3	2.6	0.2	6.5
Dendreon Corporation	5/15/14	Fail	40.6	57.5	1.9	11.0	15.5	0.5	48.9
Denny's Corporation	5/22/14	Pass	86.3	0.2	13.4	77.5	0.2	12.1	6.0
DENTSPLY International Inc.	5/21/14	Pass	97.7	2.0	0.3	82.8	1.7	0.3	5.5
DepoMed, Inc.	5/20/14	Pass	96.0	3.6	0.3	60.0	2.3	0.2	28.0
Derma Sciences, Inc.	5/20/14	Pass	84.4	15.3	0.4	48.5	8.8	0.2	29.1
Destination Maternity Corp.	1/24/14	Pass	99.6	0.4	0.1	82.4	0.3	0.1	6.2
Devon Energy Corporation	6/4/14	Pass	90.4	8.9	0.6	66.8	6.6	0.5	11.8
Dex Media, Inc.	5/14/14	Pass	90.9	9.0	0.2	56.2	5.6	0.1	25.2
DexCom, Inc.	5/29/14	Pass	88.0	11.6	0.4	71.9	9.5	0.3	14.2
Diamond Foods, Inc.	1/14/14	Pass	80.5	12.4	7.1	46.4	7.2	4.1	23.3
Diamond Hill Investment Group, Inc.	4/30/14	Pass	97.5	2.2	0.3	78.0	1.8	0.2	17.7
Diamond Offshore Drilling, Inc.	5/20/14	Pass	98.8	1.0	0.2	82.7	0.8	0.2	7.2
Diamondback Energy, Inc.	6/9/14	Pass	99.3	0.5	0.3	85.4	0.4	0.2	2.5
DiamondRock Hospitality Company	5/6/14	Pass	95.7	3.1	1.1	89.3	2.9	1.1	2.0
Dice Holdings, Inc.	5/29/14	Pass	58.7	41.2	0.1	48.6	34.1	0.1	6.4
Dick's Sporting Goods, Inc.	6/11/14	Pass	85.9	14.0	0.1	79.5	12.9	0.1	2.2

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Diebold, Incorporated	4/24/14	Pass	95.8	3.3	0.9	79.4	2.7	0.8	10.3
Digi International Inc.	1/27/14	Pass	99.0	1.0	0.0	81.2	0.8	0.0	9.1
Digimarc Corporation	4/30/14	Pass	83.7	14.8	1.6	42.6	7.5	0.8	44.8
Digital Realty Trust, Inc.	4/28/14	Pass	94.3	5.6	0.1	78.9	4.7	0.1	10.3
Digital River, Inc.	5/21/14	Pass	89.8	9.0	1.2	71.3	7.1	1.0	8.1
DigitalGlobe, Inc.	5/28/14	Pass	76.5	23.3	0.3	71.3	21.7	0.3	5.0
Dillard's, Inc.	5/17/14	Pass	98.4	1.3	0.3	81.6	1.0	0.3	6.5
Dime Community Bancshares, Inc.	5/22/14	Pass	95.9	3.6	0.5	76.4	2.8	0.4	12.8
DineEquity, Inc.	5/28/14	Pass	84.1	15.4	0.4	72.0	13.2	0.4	7.5
Diodes Incorporated	5/27/14	Pass	75.6	19.8	4.6	67.7	17.7	4.1	5.8
DIRECTV	4/29/14	Pass	93.8	4.2	2.1	72.3	3.2	1.6	8.1
Discover Financial Services	5/7/14	Pass	93.0	6.3	0.7	70.9	4.8	0.5	8.6
Discovery Communications, Inc.	5/16/14	Pass	58.3	41.0	0.6	53.1	37.4	0.6	3.2
Diversified Restaurant Holdings, Inc.	5/22/14	Pass	99.7	0.3	0.0	70.3	0.2	0.0	13.5
Dolby Laboratories, Inc.	2/4/14	Pass	96.6	3.3	0.0	95.1	3.3	0.0	0.8
Dollar General Corporation	5/29/14	Pass	95.6	4.0	0.4	77.7	3.3	0.3	3.5
Dollar Tree, Inc.	6/19/14	Pass	97.9	1.6	0.4	77.9	1.3	0.3	6.5
Dominion Resources, Inc.	5/7/14	Pass	95.5	3.4	1.1	60.8	2.2	0.7	14.9
Domino's Pizza, Inc.	4/29/14	Pass	75.9	24.1	0.0	63.4	20.1	0.0	7.6
Domtar Corporation	4/30/14	Pass	76.5	21.8	1.7	63.4	18.1	1.4	n/a
Donegal Group Inc.	4/17/14	Pass	98.5	1.4	0.1	84.1	1.2	0.1	12.1
Dorman Products, Inc.	5/16/14	Pass	95.7	3.9	0.4	86.6	3.5	0.4	7.1
Douglas Dynamics, Inc.	4/30/14	Pass	97.3	1.7	1.0	83.0	1.4	0.9	9.9
Douglas Emmett, Inc.	5/29/14	Pass	84.5	15.5	0.0	77.4	14.2	0.0	n/a
Dover Corporation	5/1/14	Pass	94.4	5.1	0.5	73.1	3.9	0.4	8.2
Dr Pepper Snapple Group, Inc.	5/15/14	Pass	79.2	9.5	11.4	63.2	7.6	9.1	4.3
DreamWorks Animation SKG, Inc.	6/11/14	Pass	80.5	19.4	0.1	74.9	18.1	0.1	3.9
Dresser-Rand Group Inc.	5/6/14	Pass	97.6	2.3	0.1	83.5	1.9	0.1	4.1
Drew Industries Incorporated	5/22/14	Pass	79.1	14.8	6.1	71.4	13.3	5.5	4.8
Dril-Quip, Inc.	5/16/14	Pass	95.8	4.0	0.2	81.1	3.4	0.2	5.3
DSP Group, Inc.	6/9/14	Pass	98.2	1.8	0.1	74.8	1.4	0.0	11.2
DST Systems, Inc.	5/13/14	Pass	97.5	2.0	0.5	83.9	1.7	0.5	5.9
DSW Inc.	6/18/14	Pass	99.8	0.1	0.0	88.8	0.1	0.0	n/a
DTE Energy Company	5/1/14	Pass	92.9	6.2	0.9	57.7	3.8	0.6	14.2
DTS, Inc.	5/15/14	Pass	61.9	36.8	1.3	56.4	33.6	1.1	6.6
Ducommun Incorporated	5/7/14	Pass	86.8	9.5	3.7	63.3	6.9	2.7	n/a
Duke Energy Corporation	5/1/14	Pass	92.0	6.2	1.8	56.0	3.8	1.1	23.0
Duke Realty Corporation	4/30/14	Pass	90.9	7.5	1.6	77.6	6.4	1.4	6.4
Dunkin' Brands Group, Inc.	5/6/14	Pass	84.4	15.4	0.2	69.4	12.6	0.2	14.8
Dupont Fabros Technology, Inc.	5/21/14	Pass	99.0	0.8	0.2	85.4	0.7	0.2	5.2
DXP Enterprises, Inc.	6/19/14	Pass	98.8	1.1	0.1	82.7	0.9	0.1	n/a
Dyax Corp.	5/8/14	Pass	99.0	0.9	0.1	78.1	0.7	0.1	10.2

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Dynamic Materials Corporation	5/15/14	Pass	68.3	29.9	1.8	54.2	23.7	1.4	14.2
Dynavax Technologies Corporation	5/28/14	Pass	64.4	34.5	1.1	37.2	19.9	0.6	25.7
Dynegey Inc.	5/29/14	Pass	95.4	4.5	0.0	83.6	4.0	0.0	1.6
Dynex Capital, Inc.	5/20/14	Pass	94.3	4.8	0.9	45.9	2.3	0.4	39.7
E*TRADE Financial Corporation	5/6/14	Pass	94.5	5.4	0.1	75.0	4.3	0.1	8.9
E.I. DuPont de Nemours and Company	4/23/14	Pass	97.0	2.3	0.7	63.6	1.5	0.5	18.1
Eagle Bancorp, Inc.	5/15/14	Pass	54.8	44.4	0.8	44.0	35.6	0.7	10.7
EarthLink Holdings Corp.	4/29/14	Pass	87.5	9.1	3.4	64.5	6.7	2.5	19.2
East West Bancorp, Inc.	5/6/14	Pass	97.6	1.3	1.0	80.3	1.1	0.9	9.8
EastGroup Properties, Inc.	5/29/14	Pass	94.8	5.0	0.2	79.2	4.2	0.2	8.9
Eastman Chemical Company	5/1/14	Pass	96.8	1.9	1.3	75.2	1.5	1.0	8.3
Eaton Corporation plc	4/23/14	Pass	94.0	4.8	1.2	74.2	3.8	0.9	8.6
eBay Inc.	5/13/14	Pass	93.1	6.4	0.6	72.2	4.9	0.5	6.7
Echo Global Logistics, Inc.	6/17/14	Pass	96.4	3.5	0.1	76.9	2.8	0.1	14.2
Ecolab Inc.	5/8/14	Pass	96.8	2.4	0.7	79.7	2.0	0.6	7.1
Edison International	4/24/14	Pass	93.8	5.0	1.1	71.1	3.8	0.8	8.5
Education Realty Trust, Inc.	5/21/14	Pass	98.2	1.7	0.0	83.3	1.5	0.0	6.0
Edwards Lifesciences Corporation	5/8/14	Pass	88.0	11.7	0.3	72.0	9.6	0.2	7.3
eHealth, Inc.	6/12/14	Pass	99.6	0.3	0.1	86.8	0.3	0.1	8.5
Einstein Noah Restaurant Group, Inc.	4/29/14	Pass	99.1	0.5	0.3	88.3	0.5	0.3	6.7
El Paso Electric Company	5/29/14	Pass	95.7	4.2	0.1	90.5	4.0	0.1	2.8
Electronics For Imaging, Inc.	5/14/14	Pass	99.0	0.8	0.3	87.8	0.7	0.2	7.6
Eli Lilly and Company	5/5/14	Pass	97.6	1.8	0.6	70.3	1.3	0.5	11.5
Ellie Mae, Inc.	5/21/14	Pass	94.0	5.7	0.3	76.9	4.7	0.2	8.2
EMC Corporation	4/30/14	Pass	92.5	6.8	0.7	65.0	4.8	0.5	11.9
EMC Insurance Group Inc.	5/22/14	Pass	98.7	1.1	0.2	87.1	1.0	0.1	6.4
EMCOR Group, Inc.	6/11/14	Pass	97.7	2.2	0.2	90.6	2.0	0.1	3.2
Emerald Oil, Inc.	6/11/14	Pass	65.0	34.0	1.0	42.2	22.1	0.6	20.4
Emergent BioSolutions Inc.	5/22/14	Pass	90.3	9.6	0.0	77.8	8.3	0.0	6.4
Emerson Electric Co.	2/4/14	Pass	95.8	3.1	1.1	68.4	2.2	0.8	14.4
Empire State Realty Trust, Inc.	6/11/14	Pass	98.7	1.2	0.1	74.7	0.9	0.1	2.9
Employers Holdings, Inc.	5/22/14	Pass	95.5	4.3	0.2	66.1	3.0	0.2	7.0
Emulex Corporation	2/6/14	Pass	58.3	40.5	1.2	44.3	30.8	0.9	14.5
Encore Capital Group, Inc.	6/5/14	Pass	97.9	2.0	0.1	82.0	1.6	0.1	8.5
Encore Wire Corporation	5/6/14	Pass	98.9	1.0	0.1	87.7	0.9	0.1	7.2
Endeavour International Corporation	5/22/14	Pass	61.7	37.2	1.1	34.8	21.0	0.6	1.0
Endo International Plc	6/10/14	Pass	98.9	1.0	0.1	86.2	0.8	0.1	3.6
Endocyte, Inc.	5/15/14	Pass	93.2	6.4	0.4	47.7	3.3	0.2	33.2
Endologix, Inc.	5/22/14	Pass	99.6	0.2	0.2	82.7	0.1	0.2	9.2
Endurance Specialty Holdings Ltd.	5/21/14	Fail	39.2	60.7	0.0	35.5	55.0	0.0	3.6
Energen Corporation	4/23/14	Pass	97.3	2.2	0.4	82.0	1.9	0.4	8.2
Energizer Holdings, Inc.	1/27/14	Pass	93.7	3.1	3.2	72.5	2.4	2.5	9.8

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Energy Recovery, Inc.	6/20/14	Pass	66.4	31.7	1.9	36.5	17.4	1.0	24.1
EnerNOC, Inc.	5/29/14	Pass	76.6	23.3	0.2	56.3	17.1	0.1	14.8
Engility Holdings, Inc.	5/22/14	Pass	96.2	3.4	0.4	80.3	2.8	0.3	9.1
EnPro Industries, Inc.	4/30/14	Pass	76.2	23.6	0.1	66.5	20.6	0.1	7.5
Enstar Group Limited	6/10/14	Pass	88.7	11.2	0.1	72.5	9.1	0.1	9.4
Entegris, Inc.	5/7/14	Pass	93.6	5.9	0.5	77.6	4.9	0.4	8.8
Entercom Communications Corp.	5/5/14	Pass	96.5	3.3	0.1	81.3	2.8	0.1	7.1
Energy Corporation	5/2/14	Pass	78.3	21.0	0.7	61.0	16.4	0.6	9.7
Enterprise Bancorp, Inc.	5/6/14	Pass	97.8	1.5	0.7	76.6	1.2	0.5	9.5
Enterprise Financial Services Corp	5/21/14	Pass	99.0	0.6	0.4	64.6	0.4	0.3	12.7
Entravision Communications Corporation	5/29/14	Pass	98.5	1.2	0.3	92.1	1.1	0.3	4.8
Entropic Communications, Inc.	5/14/14	Pass	92.2	7.6	0.2	61.9	5.1	0.1	16.4
Investnet, Inc.	5/14/14	Pass	98.3	1.4	0.4	83.2	1.1	0.3	9.7
Envision Healthcare Holdings, Inc.	5/29/14	Pass	98.9	0.9	0.2	94.6	0.8	0.2	1.2
Enzon Pharmaceuticals, Inc.	5/28/14	Pass	97.5	2.4	0.1	65.6	1.6	0.1	21.3
EOG Resources, Inc.	5/1/14	Pass	96.8	2.7	0.4	79.7	2.2	0.4	4.6
EPIQ Systems, Inc.	6/11/14	Fail	33.3	66.7	0.1	30.6	61.3	0.1	4.9
EPR Properties	5/15/14	Pass	94.7	5.0	0.2	78.6	4.2	0.2	10.1
EQT Corporation	4/30/14	Pass	97.6	1.8	0.6	76.6	1.4	0.5	8.1
Equifax Inc.	5/2/14	Pass	74.0	25.2	0.8	61.9	21.1	0.7	7.0
Equinix, Inc.	6/4/14	Pass	98.8	0.5	0.7	85.6	0.4	0.6	3.8
Equity Lifestyle Properties, Inc.	5/13/14	Pass	99.0	0.9	0.0	88.4	0.8	0.0	4.2
Equity One, Inc.	5/9/14	Pass	95.9	3.7	0.4	83.1	3.2	0.4	6.6
Equity Residential	6/12/14	Pass	59.8	40.0	0.1	53.0	35.5	0.1	2.9
ESB Financial Corp.	4/16/14	Pass	91.1	6.6	2.3	63.5	4.6	1.6	15.1
ESCO Technologies Inc.	2/5/14	Pass	98.3	1.5	0.1	91.3	1.4	0.1	3.5
ESSA Bancorp, Inc.	3/6/14	Pass	92.4	6.9	0.7	64.1	4.8	0.5	16.2
Essex Property Trust, Inc.	6/10/14	Pass	99.3	0.4	0.3	80.9	0.3	0.2	8.8
Esterline Technologies Corporation	3/5/14	Pass	97.7	2.1	0.1	89.0	1.9	0.1	3.6
Euronet Worldwide, Inc.	5/21/14	Pass	98.7	0.4	1.0	88.0	0.3	0.9	4.8
Everbank Financial Corp	5/22/14	Pass	95.4	4.5	0.1	68.6	3.2	0.1	14.4
Evercore Partners Inc.	6/5/14	Pass	95.5	4.5	0.0	82.6	3.9	0.0	8.0
Everest Re Group, Ltd.	5/14/14	Fail	45.2	54.5	0.3	37.4	45.1	0.2	1.7
Exactech, Inc.	5/8/14	Pass	68.5	22.3	9.2	57.5	18.7	7.8	7.3
ExamWorks Group, Inc.	6/5/14	Pass	89.4	10.4	0.2	67.3	7.8	0.2	12.0
Excel Trust, Inc.	5/13/14	Pass	99.1	0.7	0.2	75.3	0.5	0.1	9.7
EXCO Resources, Inc.	5/22/14	Pass	88.2	11.5	0.3	65.1	8.5	0.2	19.4
Exelis Inc.	5/7/14	Pass	91.8	5.3	2.9	73.0	4.2	2.3	8.9
Exelisis, Inc.	5/28/14	Pass	90.3	6.7	2.9	53.1	4.0	1.7	33.9
Exelon Corporation	5/6/14	Pass	68.5	30.1	1.4	48.9	21.5	1.0	13.0
ExlService Holdings, Inc.	6/20/14	Pass	98.0	1.9	0.1	86.5	1.6	0.1	2.5
Expedia, Inc.	6/17/14	Pass	93.5	6.4	0.1	85.4	5.8	0.1	2.8

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Expeditors International of Washington, Inc.	5/7/14	Fail	43.3	54.7	2.0	34.4	43.4	1.6	7.7
Exponent, Inc.	5/29/14	Pass	98.1	1.7	0.2	83.1	1.5	0.1	10.3
Express Scripts Holding Company	5/7/14	Pass	96.7	2.7	0.6	74.7	2.1	0.5	9.7
Express, Inc.	6/12/14	Pass	95.3	4.7	0.0	83.8	4.1	0.0	3.0
Exterran Holdings, Inc.	4/29/14	Pass	98.1	1.5	0.4	78.7	1.2	0.3	7.4
Extra Space Storage, Inc.	5/21/14	Pass	97.1	2.9	0.0	81.9	2.4	0.0	5.4
Exxon Mobil Corporation	5/28/14	Pass	88.5	10.0	1.5	56.0	6.3	0.9	19.3
F.N.B. Corporation	5/21/14	Pass	96.5	2.9	0.6	68.5	2.0	0.5	15.3
F5 Networks, Inc.	3/13/14	Pass	95.2	4.2	0.6	74.6	3.3	0.5	10.6
Fair Isaac Corporation	2/11/14	Pass	98.5	1.3	0.3	86.0	1.1	0.2	5.1
Fairchild Semiconductor International, Inc.	5/7/14	Pass	98.0	1.8	0.1	88.7	1.7	0.1	5.4
FairPoint Communications, Inc.	5/12/14	Pass	99.5	0.5	0.0	73.6	0.4	0.0	22.4
Family Dollar Stores, Inc.	1/16/14	Pass	96.3	3.5	0.2	79.1	2.9	0.2	5.2
FARO Technologies, Inc.	5/29/14	Pass	98.2	1.5	0.2	88.5	1.4	0.2	4.5
Fastenal Company	4/22/14	Pass	97.2	2.5	0.4	73.6	1.9	0.3	13.6
FBL Financial Group, Inc.	5/22/14	Pass	99.2	0.7	0.1	94.4	0.6	0.1	1.3
FBR & Co.	6/3/14	Pass	99.5	0.3	0.1	78.6	0.3	0.1	16.3
Federal Agricultural Mortgage Corporation	6/5/14	Pass	81.0	0.8	18.2	60.5	0.6	13.6	5.9
Federal Realty Investment Trust	5/7/14	Pass	97.3	2.5	0.2	83.3	2.2	0.2	5.2
Federal Signal Corporation	4/22/14	Pass	91.0	4.3	4.7	73.5	3.5	3.8	10.9
FEI Company	5/8/14	Pass	97.9	1.9	0.2	90.4	1.7	0.1	4.7
FelCor Lodging Trust Incorporated	5/19/14	Pass	97.8	2.0	0.2	73.3	1.5	0.1	18.3
Ferro Corporation	4/25/14	Pass	95.2	4.5	0.3	81.8	3.9	0.2	7.6
Fidelity National Financial, Inc.	6/18/14	Pass	65.5	33.9	0.6	56.4	29.2	0.5	5.8
Fidelity National Information Services, Inc.	5/28/14	Pass	85.1	13.7	1.2	67.3	10.8	0.9	8.7
Fidelity Southern Corporation	4/24/14	Pass	93.9	5.5	0.5	80.5	4.7	0.5	6.6
Fiesta Restaurant Group, Inc.	5/1/14	Pass	98.1	0.9	1.1	82.8	0.7	0.9	9.6
Fifth Third Bancorp	4/15/14	Pass	94.4	5.1	0.5	71.3	3.8	0.4	9.7
Financial Engines, Inc.	5/20/14	Pass	93.0	6.8	0.2	84.3	6.1	0.2	5.9
Financial Institutions, Inc.	5/7/14	Pass	86.7	12.7	0.6	68.2	10.0	0.5	10.2
First American Financial Corporation	5/13/14	Pass	97.8	1.5	0.7	85.1	1.3	0.6	7.0
First Bancorp	5/8/14	Pass	81.8	17.4	0.8	52.4	11.1	0.5	14.5
First BanCorp.	5/29/14	Pass	82.7	17.2	0.1	71.1	14.8	0.1	11.6
First Busey Corporation	5/21/14	Pass	93.1	3.9	3.0	87.2	3.7	2.8	n/a
First Cash Financial Services, Inc.	6/23/14	Pass	91.4	8.2	0.4	76.9	6.9	0.3	9.9
First Citizens Bancshares, Inc.	4/29/14	Pass	98.7	1.1	0.3	80.8	0.9	0.2	7.6
First Commonwealth Financial Corporation	4/22/14	Pass	96.3	2.1	1.6	65.2	1.5	1.1	13.3
First Community Bancshares, Inc.	4/29/14	Pass	97.2	2.6	0.2	62.5	1.7	0.1	9.3
First Connecticut Bancorp, Inc.	5/21/14	Pass	89.0	10.3	0.7	64.1	7.4	0.5	n/a
First Defiance Financial Corp.	4/22/14	Pass	96.8	2.5	0.6	67.6	1.8	0.4	12.1
First Financial Bancorp.	5/27/14	Pass	91.9	6.1	2.0	74.7	5.0	1.6	10.1
First Financial Bankshares, Inc.	4/22/14	Pass	97.9	1.2	0.9	67.2	0.8	0.6	16.4

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
First Financial Corporation	4/16/14	Pass	82.7	16.8	0.5	59.8	12.1	0.3	11.6
First Financial Holdings, Inc.	4/22/14	Pass	83.5	16.0	0.5	64.4	12.3	0.4	11.8
First Financial Northwest, Inc.	6/25/14	Pass	78.2	17.6	4.2	49.1	11.0	2.7	23.2
First Horizon National Corporation	4/29/14	Pass	91.0	6.1	2.9	68.6	4.6	2.2	14.5
First Industrial Realty Trust, Inc.	5/7/14	Pass	97.1	2.7	0.1	86.6	2.4	0.1	5.9
First Merchants Corporation	5/12/14	Pass	96.9	2.8	0.4	70.8	2.0	0.3	11.9
First Midwest Bancorp, Inc.	5/21/14	Pass	93.2	6.4	0.5	79.0	5.4	0.4	6.0
First Niagara Financial Group, Inc.	4/30/14	Pass	91.3	6.5	2.2	70.1	5.0	1.7	14.6
First Potomac Realty Trust	5/20/14	Pass	93.0	6.9	0.1	82.2	6.1	0.1	6.6
First Security Group, Inc.	6/18/14	Pass	68.9	31.0	0.1	41.5	18.7	0.1	12.4
First Solar, Inc.	5/21/14	Pass	97.6	2.3	0.2	68.5	1.6	0.1	13.3
FirstEnergy Corp.	5/20/14	Pass	90.6	7.4	2.0	66.8	5.5	1.5	13.0
FirstMerit Corporation	4/16/14	Fail	41.4	57.8	0.8	31.5	44.0	0.6	11.4
Fiserv, Inc.	5/28/14	Pass	94.6	3.7	1.7	74.1	2.9	1.3	9.8
Flagstar Bancorp, Inc.	5/29/14	Pass	99.1	0.3	0.6	83.6	0.3	0.5	8.3
FleetCor Technologies, Inc.	5/29/14	Fail	30.1	69.5	0.4	22.2	51.2	0.3	7.0
FLIR Systems, Inc.	4/25/14	Pass	85.5	14.4	0.1	72.7	12.2	0.1	n/a
Flotek Industries, Inc.	5/16/14	Pass	65.9	32.5	1.6	48.5	23.9	1.2	17.9
Flowers Foods, Inc.	5/21/14	Pass	97.2	1.1	1.7	81.3	0.9	1.4	9.9
Flowerserve Corporation	5/22/14	Pass	94.8	1.4	3.8	77.7	1.1	3.2	6.1
Fluidigm Corporation	5/21/14	Pass	98.4	1.5	0.0	83.9	1.3	0.0	3.9
Fluor Corporation	5/1/14	Pass	95.7	2.5	1.8	71.5	1.8	1.4	8.4
Flushing Financial Corporation	5/20/14	Pass	67.3	31.8	0.9	57.5	27.2	0.8	6.0
FMC Corporation	4/29/14	Pass	93.9	5.7	0.4	80.5	4.9	0.3	3.8
FMC Technologies, Inc.	5/2/14	Pass	98.2	1.3	0.4	85.6	1.2	0.4	3.3
Foot Locker, Inc.	5/21/14	Pass	98.2	1.3	0.5	80.6	1.1	0.4	5.4
Ford Motor Company	5/8/14	Pass	74.7	24.8	0.6	54.1	18.0	0.4	17.9
Forest City Enterprises, Inc.	5/29/14	Pass	98.7	1.2	0.1	91.4	1.1	0.1	2.8
Forest Oil Corporation	5/7/14	Fail	28.6	71.2	0.2	16.0	39.8	0.1	29.1
Forestar Group Inc.	5/13/14	Pass	86.8	13.0	0.2	74.5	11.2	0.1	7.1
FormFactor, Inc.	5/16/14	Pass	95.7	3.3	1.1	80.9	2.8	0.9	10.6
Forrester Research, Inc.	5/13/14	Pass	99.8	0.1	0.0	92.1	0.1	0.0	4.2
Fortegra Financial Corporation	5/7/14	Pass	98.9	0.8	0.3	87.2	0.7	0.3	7.7
Fortinet, Inc.	6/20/14	Pass	99.2	0.3	0.5	77.3	0.2	0.4	15.2
Fortune Brands Home & Security, Inc.	4/28/14	Pass	96.3	1.2	2.5	80.5	1.0	2.1	8.1
Forum Energy Technologies, Inc.	5/16/14	Pass	99.3	0.7	0.0	90.0	0.7	0.0	4.8
Forward Air Corporation	5/8/14	Pass	98.2	1.1	0.7	91.2	1.0	0.7	2.7
Fossil Group, Inc.	5/21/14	Pass	98.3	1.4	0.3	83.2	1.2	0.3	3.4
Fox Chase Bancorp, Inc.	5/22/14	Pass	96.5	2.3	1.2	84.7	2.0	1.1	7.6
Franklin Covey Company	1/24/14	Pass	96.7	3.2	0.1	66.6	2.2	0.0	21.3
Franklin Electric Co., Inc.	5/2/14	Pass	91.0	0.3	8.7	80.0	0.3	7.6	4.9
Franklin Financial Corp.	2/25/14	Pass	99.1	0.8	0.1	77.2	0.6	0.1	14.5

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Franklin Resources, Inc.	3/12/14	Pass	98.7	1.0	0.3	81.8	0.8	0.2	4.0
Franklin Street Properties Corp.	5/15/14	Pass	97.6	2.0	0.3	74.5	1.5	0.2	13.2
Fred's, Inc.	6/18/14	Pass	98.1	1.8	0.1	88.1	1.6	0.1	5.5
Freeport-McMoRan Copper & Gold Inc.	6/17/14	Pass	62.2	37.0	0.8	41.2	24.6	0.5	16.5
Freescale Semiconductor, Ltd.	5/8/14	Pass	94.4	5.6	0.0	91.4	5.4	0.0	1.3
FreightCar America, Inc.	5/22/14	Pass	95.3	2.7	2.0	79.0	2.2	1.7	9.2
Fresh Del Monte Produce Inc.	4/30/14	Pass	96.7	3.2	0.0	91.3	3.1	0.0	2.2
Frontier Communications Corporation	5/14/14	Pass	92.8	6.0	1.2	44.5	2.9	0.6	32.0
FTI Consulting, Inc.	6/4/14	Pass	91.5	7.1	1.4	79.6	6.2	1.2	4.8
Fuel Systems Solutions, Inc.	5/28/14	Pass	97.6	2.2	0.2	68.3	1.5	0.2	20.4
FuelCell Energy, Inc.	3/27/14	Pass	91.3	7.1	1.6	33.2	2.6	0.6	n/a
Fulton Financial Corporation	5/8/14	Pass	93.9	3.4	2.6	65.3	2.4	1.8	13.7
Furmanite Corporation	5/9/14	Pass	85.1	5.4	9.5	60.8	3.8	6.8	20.4
FX Energy, Inc.	6/12/14	Pass	70.4	28.7	0.9	27.3	11.1	0.4	n/a
FXCM Inc.	6/11/14	Pass	93.2	0.1	6.7	84.6	0.1	6.1	2.7
GAIN Capital Holdings, Inc.	6/25/14	Pass	79.9	19.8	0.3	39.9	9.9	0.2	9.5
Galena Biopharma, Inc.	6/27/14	Pass	70.1	26.5	3.4	10.6	4.0	0.5	57.1
GAMCO Investors, Inc.	5/6/14	Pass	99.1	0.7	0.2	95.3	0.7	0.2	0.5
GameStop Corp.	6/24/14	Pass	97.7	1.9	0.4	77.8	1.5	0.3	7.6
Gaming and Leisure Properties, Inc.	6/19/14	Pass	98.2	0.4	1.4	82.6	0.4	1.2	9.5
Gannett Co., Inc.	5/1/14	Pass	94.7	4.8	0.6	77.6	3.9	0.5	6.4
Garmin Ltd.	6/6/14	Pass	98.1	1.8	0.1	72.7	1.3	0.1	n/a
Gartner, Inc.	5/29/14	Pass	97.9	2.0	0.0	88.1	1.8	0.0	4.2
Gastar Exploration, Inc.	6/12/14	Pass	67.8	31.5	0.7	36.0	16.8	0.4	32.4
GATX Corporation	4/25/14	Pass	86.6	1.7	11.8	76.7	1.5	10.4	5.6
GenCorp Inc.	3/20/14	Pass	80.2	2.9	16.9	66.4	2.4	14.0	8.5
Generac Holdings Inc.	6/11/14	Pass	99.2	0.6	0.2	86.7	0.5	0.2	9.2
General Cable Corporation	5/15/14	Pass	78.6	18.8	2.6	60.6	14.5	2.0	5.3
General Communication, Inc.	6/23/14	Pass	90.4	8.6	1.0	80.4	7.7	0.8	5.0
General Dynamics Corporation	5/7/14	Pass	78.4	21.3	0.2	66.8	18.2	0.2	6.4
General Electric Company	4/23/14	Pass	93.2	5.7	1.2	52.7	3.2	0.7	20.9
General Growth Properties, Inc.	5/16/14	Pass	89.1	5.5	5.5	80.4	4.9	4.9	2.6
General Moly, Inc.	6/19/14	Pass	78.9	20.6	0.5	38.1	9.9	0.2	31.1
General Motors Company	6/10/14	Pass	96.6	3.1	0.3	72.1	2.3	0.2	8.1
Genesee & Wyoming Inc.	5/21/14	Pass	97.7	2.1	0.2	88.2	1.9	0.2	5.0
GenMark Diagnostics, Inc.	5/29/14	Pass	98.2	0.7	1.1	83.1	0.6	0.9	9.4
Genomic Health, Inc.	6/5/14	Pass	95.0	4.8	0.2	80.0	4.0	0.1	10.5
Genpact Limited**	5/7/14	Pass	45.4	54.2	0.3	40.1	47.8	0.3	4.1
Gentex Corporation	5/15/14	Pass	97.2	2.4	0.4	81.8	2.0	0.3	10.1
Gentherm Incorporated	5/7/14	Pass	94.1	5.0	0.9	78.2	4.1	0.7	9.2
Gentiva Health Services, Inc.	5/7/14	Pass	73.2	21.2	5.6	58.7	17.0	4.5	6.9
Genuine Parts Company	4/28/14	Pass	64.8	9.4	25.8	7.4	1.1	3.0	11.4

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Genworth Financial, Inc.	5/15/14	Pass	96.8	2.9	0.2	73.7	2.2	0.2	13.1
Geospace Technologies Corporation	2/6/14	Pass	97.9	2.1	0.1	87.8	1.8	0.1	6.2
German American Bancorp, Inc.	5/15/14	Pass	96.4	2.2	1.4	58.1	1.3	0.8	18.4
Geron Corporation	5/20/14	Pass	81.6	17.8	0.6	37.5	8.2	0.3	38.3
Getty Realty Corp.	5/13/14	Pass	93.8	5.4	0.8	67.5	3.9	0.6	20.9
GFI Group Inc.	6/5/14	Pass	82.5	16.8	0.7	66.3	13.5	0.6	14.9
Gibraltar Industries, Inc.	5/2/14	Pass	99.8	0.2	0.0	88.3	0.2	0.0	2.6
G-III Apparel Group, Ltd.	6/10/14	Pass	82.3	17.6	0.1	75.4	16.1	0.1	5.9
Gilead Sciences, Inc.	5/7/14	Pass	97.6	1.9	0.4	78.2	1.5	0.4	7.5
Glacier Bancorp, Inc.	4/30/14	Pass	97.8	1.8	0.4	75.5	1.4	0.3	13.9
Glimcher Realty Trust	5/7/14	Pass	92.6	7.2	0.1	79.8	6.2	0.1	8.0
Global Brass and Copper Holdings, Inc.	5/22/14	Pass	88.5	9.8	1.7	69.6	7.7	1.4	9.1
Global Cash Access Holdings, Inc.	5/15/14	Pass	95.8	3.7	0.4	82.3	3.2	0.4	6.4
Global Eagle Entertainment, Inc.	6/6/14	Pass	98.4	0.8	0.8	139.0	1.1	1.2	11.6
Global Indemnity plc	6/11/14	Pass	99.9	0.1	0.0	98.0	0.1	0.0	0.9
Global Power Equipment Group Inc.	5/1/14	Pass	92.7	2.7	4.6	70.6	2.1	3.5	11.6
Globus Medical, Inc.	6/5/14	Pass	98.5	1.5	0.1	92.4	1.4	0.1	3.9
Glu Mobile Inc.	6/5/14	Pass	95.3	4.2	0.5	26.7	1.2	0.2	44.7
GNC Holdings Inc.	5/22/14	Pass	92.7	6.0	1.3	76.1	4.9	1.1	5.1
Gold Resource Corporation	6/19/14	Pass	76.2	23.0	0.9	38.6	11.6	0.4	27.9
Goodrich Petroleum Corporation	5/20/14	Pass	68.6	28.3	3.1	50.3	20.7	2.3	17.8
Google Inc.	5/14/14	Pass	91.9	7.9	0.3	81.7	7.0	0.2	3.4
Gordmans Stores, Inc.	5/28/14	Pass	98.4	0.9	0.7	84.1	0.8	0.6	7.1
Government Properties Income Trust	5/2/14	Pass	96.4	2.5	1.1	57.9	1.5	0.7	30.6
GP Strategies Corporation	6/25/14	Pass	91.9	6.7	1.4	78.9	5.8	1.2	6.5
Graco Inc.	4/25/14	Pass	92.6	4.0	3.4	78.0	3.4	2.9	7.8
GrafTech International Ltd.	5/15/14	Pass	92.8	1.0	6.2	83.1	0.9	5.5	0.3
Graham Holdings Company	5/8/14	Pass	100.0			100.0	n/a	n/a	n/a
Gramercy Property Trust, Inc.	6/26/14	Pass	97.9	1.8	0.4	50.4	0.9	0.2	29.5
Grand Canyon Education, Inc.	5/15/14	Pass	96.0	3.6	0.4	85.1	3.2	0.4	3.4
Granite Construction Incorporated	6/5/14	Pass	94.3	4.9	0.8	81.6	4.2	0.7	6.7
Graphic Packaging Holding Company	5/21/14	Pass	98.7	1.1	0.2	84.5	0.9	0.2	6.5
Gray Television, Inc.	5/21/14	Pass	96.5	1.1	2.4	80.0	0.9	2.0	8.6
Great Lakes Dredge & Dock Corporation	5/7/14	Pass	95.3	2.6	2.1	78.5	2.1	1.8	10.4
Great Plains Energy Incorporated	5/6/14	Pass	92.2	4.5	3.2	71.3	3.5	2.5	14.1
Greatbatch, Inc.	5/16/14	Pass	94.9	2.9	2.2	86.7	2.7	2.0	5.0
Green Dot Corporation	5/21/14	Pass	64.7	32.4	2.8	45.3	22.7	2.0	11.4
Green Plains Inc.	5/14/14	Pass	81.8	17.8	0.4	59.9	13.0	0.3	10.5
Greenhill & Co., Inc.	4/23/14	Pass	60.7	39.3	0.0	50.5	32.6	0.0	13.0
Greenlight Capital Re, Ltd.	4/30/14	Pass	97.6	2.0	0.4	64.5	1.3	0.3	0.0
Greif, Inc.	2/24/14	Pass	97.2	0.4	2.5	79.5	0.3	2.0	n/a
Griffin Land & Nurseries Inc.	5/13/14	Pass	69.4	0.1	30.5	67.8	0.1	29.8	n/a

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Griffon Corporation	1/30/14	Pass	70.5	13.6	15.9	64.8	12.5	14.6	3.6
Group 1 Automotive, Inc.	5/20/14	Pass	93.0	7.0	0.0	79.3	6.0	0.0	8.3
Groupon, Inc.	5/20/14	Pass	99.3	0.7	0.0	81.8	0.6	0.0	10.7
GSI Group Inc.	5/15/14	Pass	95.8	3.9	0.2	74.3	3.0	0.2	9.1
GT Advanced Technologies Inc.	6/4/14	Pass	95.1	3.7	1.2	51.2	2.0	0.7	24.4
GTx, Inc.	5/6/14	Pass	99.1	0.6	0.3	70.8	0.4	0.2	20.8
Guess ?, Inc.	6/26/14	Fail	33.8	63.5	2.7	31.5	59.2	2.5	3.0
Guidance Software, Inc.	5/1/14	Pass	81.2	12.7	6.1	65.6	10.2	4.9	14.3
Gulf Island Fabrication, Inc.	4/24/14	Pass	97.7	1.8	0.4	88.7	1.7	0.4	9.0
GulfMark Offshore, Inc.	6/2/14	Pass	95.6	4.3	0.1	80.7	3.6	0.1	9.9
Gulfport Energy Corporation	6/12/14	Pass	88.5	8.6	2.9	78.3	7.6	2.6	4.9
H&E Equipment Services, Inc.	5/16/14	Pass	97.6	2.3	0.1	86.2	2.0	0.1	7.8
H.B. Fuller Company	4/10/14	Pass	93.9	4.2	1.9	82.7	3.7	1.7	6.2
Halliburton Company	5/21/14	Pass	92.8	6.5	0.7	66.4	4.6	0.5	10.5
Hallmark Financial Services, Inc.	5/30/14	Pass	98.3	1.7	n/a	74.8	1.3	n/a	n/a
Halozyme Therapeutics, Inc.	5/13/14	Pass	98.7	1.1	0.1	55.7	0.6	0.1	24.2
Hampton Roads Bankshares, Inc.	6/12/14	Pass	99.6	0.3	0.1	90.0	0.2	0.1	6.4
Hancock Holding Company	4/15/14	Pass	93.0	6.6	0.5	69.7	4.9	0.4	11.2
Handy & Harman Ltd.	5/13/14	Pass	86.2	0.6	13.2	70.6	0.5	10.9	10.8
Hanesbrands Inc.	4/22/14	Pass	95.6	3.7	0.7	79.8	3.1	0.6	7.7
Hanger, Inc.	5/7/14	Pass	91.3	8.6	0.2	81.2	7.6	0.1	6.7
Hanmi Financial Corporation	5/28/14	Pass	88.6	11.3	0.1	68.2	8.7	0.1	11.8
Harbinger Group Inc.	5/30/14	Pass	93.6	6.2	0.2	76.0	5.1	0.1	2.2
Hardinge Inc.	5/6/14	Pass	96.4	1.9	1.6	77.3	1.5	1.3	12.1
Harley-Davidson, Inc.	4/26/14	Pass	97.0	2.2	0.8	73.7	1.6	0.6	10.1
Harsco Corporation	4/29/14	Pass	95.5	3.0	1.5	74.3	2.4	1.1	9.3
Harte-Hanks, Inc.	5/14/14	Pass	71.0	28.9	0.1	55.3	22.5	0.1	n/a
Harvard Bioscience, Inc.	5/22/14	Pass	66.7	31.3	2.0	46.9	22.0	1.4	16.4
Hasbro, Inc.	5/22/14	Fail	45.9	53.8	0.3	36.9	43.3	0.3	7.9
Hatteras Financial Corp.	5/7/14	Pass	95.2	3.8	1.0	57.9	2.3	0.6	30.4
Haverty Furniture Companies, Inc.	5/12/14	Pass	99.1	0.8	0.1	88.2	0.7	0.1	7.5
Hawaiian Electric Industries, Inc.	5/7/14	Pass	85.5	9.7	4.8	60.1	6.8	3.4	22.6
Hawaiian Holdings, Inc.	5/22/14	Pass	93.7	3.8	2.5	63.7	2.6	1.7	20.6
Hawaiian Telcom Holdco, Inc.	5/6/14	Pass	99.2	0.5	0.4	71.7	0.4	0.3	10.1
Haynes International, Inc.	2/24/14	Pass	97.2	0.7	2.1	92.4	0.7	2.0	2.0
HCA Holdings, Inc.	4/23/14	Pass	98.1	1.3	0.6	84.3	1.1	0.6	5.0
HCC Insurance Holdings, Inc.	5/21/14	Pass	95.1	4.4	0.5	85.9	4.0	0.4	3.4
HCP, Inc.	5/1/14	Pass	69.7	30.0	0.3	56.8	24.5	0.2	9.1
HD Supply Holdings, Inc.	5/15/14	Pass	99.9	0.1	0.0	93.9	0.1	0.0	n/a
Headwaters Incorporated	2/27/14	Pass	96.8	2.6	0.5	59.4	1.6	0.3	21.1
Health Care REIT, Inc.	5/1/14	Pass	84.9	14.0	1.1	65.0	10.7	0.9	13.5
Health Net, Inc.	6/20/14	Pass	97.3	2.7	0.1	82.8	2.3	0.0	3.7

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Healthcare Realty Trust Incorporated	5/13/14	Pass	97.0	1.7	1.3	84.6	1.5	1.1	7.2
Healthcare Services Group, Inc.	5/27/14	Pass	98.4	1.3	0.3	78.5	1.0	0.2	9.5
HealthSouth Corporation	5/1/14	Pass	99.0	0.9	0.1	85.2	0.8	0.0	7.5
HealthStream, Inc.	5/29/14	Pass	98.4	1.5	0.0	79.7	1.3	0.0	15.1
Heartland Express, Inc.	5/8/14	Pass	99.2	0.8	0.0	88.8	0.7	0.0	2.9
Heartland Financial USA, Inc.	5/21/14	Pass	96.6	2.0	1.4	64.3	1.3	0.9	11.8
Heartland Payment Systems, Inc.	5/6/14	Pass	99.2	0.7	0.1	86.9	0.6	0.1	7.2
Heartware International, Inc.*	6/4/14	Pass	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Hecla Mining Company	5/22/14	Pass	78.5	17.6	4.0	33.5	7.5	1.7	32.3
HEICO Corporation	3/21/14	Pass	98.7	0.6	0.7	79.7	0.5	0.5	15.7
Heidrick & Struggles International, Inc.	5/22/14	Pass	87.6	12.2	0.2	74.6	10.4	0.2	8.8
Helix Energy Solutions Group, Inc.	5/1/14	Pass	95.2	4.2	0.6	85.9	3.8	0.5	4.4
Helmerich & Payne, Inc.	3/5/14	Pass	96.0	3.5	0.5	75.6	2.8	0.4	7.1
Hemisphere Media Group, Inc.	5/21/14	Pass	99.8	0.2	n/a	99.4	0.2	n/a	0.2
Henry Schein, Inc.	5/28/14	Pass	95.5	3.9	0.6	83.5	3.4	0.5	5.2
Herbalife Ltd.	4/29/14	Pass	97.7	1.9	0.4	70.8	1.4	0.3	16.2
Hercules Offshore, Inc.	5/14/14	Pass	90.4	9.1	0.6	56.1	5.6	0.4	25.0
Heritage Oaks Bancorp	5/28/14	Pass	97.8	1.9	0.3	83.9	1.6	0.3	5.5
Heritage-Crystal Clean, Inc.	4/30/14	Pass	97.1	0.6	2.3	79.5	0.5	1.9	6.7
Hersha Hospitality Trust	5/22/14	Pass	94.1	5.7	0.2	77.9	4.8	0.2	9.5
Hertz Global Holdings, Inc.	5/14/14	Pass	96.5	2.9	0.6	76.6	2.3	0.5	8.4
Hess Corporation	5/7/14	Pass	96.5	2.8	0.7	77.3	2.2	0.6	8.2
Hewlett-Packard Company	3/19/14	Pass	90.2	9.3	0.5	64.4	6.6	0.4	11.9
Hexcel Corporation	5/8/14	Pass	96.2	3.4	0.4	80.4	2.8	0.3	10.2
HFF, Inc.	5/22/14	Pass	98.7	1.3	0.0	79.0	1.0	0.0	15.5
Hibbett Sports, Inc.	5/29/14	Pass	99.2	0.2	0.6	92.7	0.2	0.6	3.2
Higher One Holdings, Inc.	6/11/14	Pass	88.2	11.7	0.0	68.8	9.1	0.0	14.0
Highwoods Properties, Inc.	5/30/14	Pass	97.1	2.7	0.1	86.3	2.4	0.1	5.0
Hillenbrand Inc.	2/26/14	Pass	97.0	1.4	1.6	78.1	1.1	1.3	9.3
Hill-Rom Holdings, Inc.	3/7/14	Pass	98.4	1.5	0.1	81.7	1.3	0.1	6.7
Hilltop Holdings, Inc.	6/11/14	Pass	96.3	3.0	0.7	70.8	2.2	0.5	15.1
Hilton Worldwide Holdings Inc.	5/7/14	Pass	99.8	0.1	0.0	89.2	0.1	0.0	1.1
Hittite Microwave Corporation	5/14/14	Pass	97.2	1.7	1.1	91.2	1.6	1.0	1.1
HMS Holdings Corp.	6/19/14	Pass	99.3	0.6	0.0	87.5	0.6	0.0	5.1
HNI Corporation	5/6/14	Pass	96.6	2.4	1.0	76.9	1.9	0.8	10.5
HollyFrontier Corporation	5/14/14	Pass	92.2	3.9	3.9	68.1	2.9	2.9	14.9
Hologic, Inc.	3/4/14	Fail	34.4	65.5	0.1	29.9	56.9	0.1	4.9
Home Bancshares, Inc.	4/17/14	Pass	98.8	0.2	1.0	73.1	0.2	0.7	17.6
Home Loan Servicing Solutions, Ltd.	5/13/14	Pass	99.5	0.3	0.2	69.1	0.2	0.1	17.2
Home Properties, Inc.	4/29/14	Pass	69.3	29.0	1.6	58.5	24.5	1.4	8.3
Honeywell International Inc.	4/28/14	Pass	91.2	7.0	1.8	72.4	5.5	1.4	10.0
Hooker Furniture Corporation	6/5/14	Pass	95.0	4.5	0.6	77.6	3.6	0.5	10.9

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Table 5 Say-on-Pay Management Proposals—Voting Results

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Horace Mann Educators Corporation	5/21/14	Pass	96.3	3.5	0.2	87.6	3.2	0.2	2.8
Horizon Bancorp	5/8/14	Pass	97.1	1.8	1.0	59.8	1.1	0.6	14.0
Horizon Pharma, Inc.	6/27/14	Pass	91.2	8.7	0.1	69.2	6.6	0.0	16.6
Hornbeck Offshore Services, Inc.	6/19/14	Pass	97.2	2.6	0.3	85.2	2.2	0.2	6.3
Horsehead Holding Corp.	5/6/14	Pass	98.6	1.1	0.2	79.2	0.9	0.2	13.7
Hospira, Inc.	5/7/14	Pass	70.9	28.4	0.7	59.1	23.7	0.6	6.5
Hospitality Properties Trust	6/10/14	Pass	94.3	5.1	0.5	68.7	3.7	0.4	17.1
Host Hotels & Resorts Inc.	5/14/14	Pass	94.4	5.6	n/a	83.6	4.9	n/a	n/a
Houghton Mifflin Harcourt Company	5/13/14	Pass	100.0	0.0	0.0	71.6	0.0	0.0	1.1
Houston Wire & Cable Company	5/6/14	Pass	99.4	0.4	0.2	80.2	0.3	0.2	10.6
Hovnanian Enterprises, Inc.	3/11/14	Pass	98.6	0.9	0.5	72.1	0.6	0.4	20.4
HSN, Inc.	5/23/14	Pass	99.1	0.2	0.7	92.8	0.2	0.6	4.1
Hub Group, Inc.	5/9/14	Pass	99.2	0.8	0.0	95.9	0.7	0.0	n/a
Hubbell Incorporated	5/6/14	Pass	98.4	1.0	0.7	76.0	0.7	0.5	n/a
Hudson Pacific Properties, Inc.	5/20/14	Pass	64.8	35.2	0.0	60.3	32.7	0.0	2.4
Hudson Valley Holding Corp.	5/8/14	Pass	84.9	13.0	2.1	66.8	10.2	1.7	11.7
Humana Inc.	4/29/14	Pass	93.5	6.1	0.4	78.4	5.1	0.3	4.5
Huntington Bancshares Incorporated	4/17/14	Pass	96.8	2.4	0.7	68.4	1.7	0.5	15.0
Huntington Ingalls Industries, Inc.	4/30/14	Pass	98.7	0.9	0.3	80.2	0.7	0.3	9.8
Huntsman Corporation	5/8/14	Pass	67.8	22.4	9.7	54.1	17.9	7.8	12.5
Hurco Companies, Inc.	3/13/14	Pass	97.1	2.0	0.8	79.4	1.7	0.7	11.6
Huron Consulting Group Inc.	5/2/14	Pass	99.9	0.1	0.0	87.1	0.1	0.0	6.4
Hutchinson Technology Incorporated	1/30/14	Pass	93.5	5.5	1.0	43.5	2.6	0.4	42.8
Hyatt Hotels Corporation	5/14/14	Pass	100.0	0.0	0.0	99.6	0.0	0.0	0.2
IAC/InterActiveCorp	6/18/14	Pass	97.4	1.9	0.7	84.3	1.6	0.6	n/a
IBERIABANK Corporation	5/5/14	Pass	58.0	40.7	1.2	46.7	32.8	1.0	7.0
ICF International, Inc.	6/6/14	Pass	96.0	3.7	0.2	84.7	3.3	0.2	6.2
ICG Group, Inc.	6/13/14	Pass	91.0	7.6	1.4	78.0	6.5	1.2	6.3
ICU Medical, Inc.	6/9/14	Pass	87.4	10.9	1.7	79.2	9.9	1.6	4.3
IDACORP, Inc.	5/15/14	Pass	96.3	2.8	1.0	71.1	2.0	0.7	12.2
Idenix Pharmaceuticals, Inc.	6/5/14	Pass	98.1	1.8	0.0	79.8	1.5	0.0	8.6
IDEX Corporation	4/8/14	Pass	95.5	1.2	3.4	87.5	1.1	3.1	2.3
IDEXX Laboratories, Inc.	5/7/14	Pass	98.9	1.0	0.2	81.9	0.8	0.1	10.4
iGate Corporation	4/10/14	Pass	84.0	16.0	0.0	78.2	14.8	0.0	n/a
IHS Inc.	4/9/14	Pass	85.4	14.5	0.1	75.6	12.8	0.1	3.5
Illinois Tool Works Inc.	5/2/14	Pass	98.3	0.9	0.8	77.0	0.7	0.6	9.2
illumina, Inc.	5/28/14	Pass	87.2	11.6	1.2	74.8	10.0	1.0	6.3
Imation Corp.	5/7/14	Pass	50.1	49.7	0.2	39.8	39.5	0.2	9.6
Immersion Corporation	6/6/14	Pass	53.8	31.1	15.0	38.0	21.9	10.6	21.6
Impax Laboratories, Inc.	5/13/14	Pass	97.5	2.4	0.0	76.0	1.9	0.0	9.2
Imperial Holdings, Inc.	6/5/14	Pass	96.1	2.5	1.4	66.1	1.7	1.0	22.0
inContact, Inc.	6/11/14	Pass	95.3	4.6	0.1	76.5	3.7	0.1	8.7

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Incyte Corporation	5/28/14	Pass	78.6	21.2	0.2	67.0	18.1	0.1	7.7
Independence Holding Company	5/16/14	Pass	98.6	1.1	0.3	81.4	0.9	0.2	11.6
Independent Bank Corp.	5/15/14	Pass	68.6	30.1	1.3	57.8	25.4	1.1	9.0
Infinera Corporation	5/14/14	Pass	96.8	2.7	0.4	47.3	1.3	0.2	35.7
Infinity Pharmaceuticals, Inc.	6/17/14	Pass	81.1	18.6	0.3	62.2	14.2	0.2	9.0
Infinity Property and Casualty Corporation	5/20/14	Pass	98.7	1.0	0.3	93.2	1.0	0.3	2.0
Informatica Corporation	5/23/14	Pass	58.2	39.2	2.6	52.2	35.1	2.4	4.1
Ingersoll-Rand plc	6/5/14	Pass	95.9	2.5	1.5	75.2	2.0	1.2	7.6
Ingles Markets, Incorporated	2/11/14	Pass	97.3	0.1	2.6	88.9	0.1	2.4	n/a
Ingram Micro Inc.	6/4/14	Pass	84.6	14.4	1.0	74.8	12.8	0.9	4.5
Ingredion Incorporated	5/21/14	Pass	94.1	4.6	1.3	77.5	3.8	1.1	8.4
Inland Real Estate Corporation	6/18/14	Pass	87.6	11.8	0.6	62.4	8.4	0.4	15.6
InnerWorkings, Inc.	6/13/14	Pass	97.3	2.1	0.6	80.6	1.7	0.5	n/a
Innophos Holdings, Inc.	5/20/14	Pass	94.4	5.5	0.1	85.4	5.0	0.1	4.3
Innospec Inc.	5/7/14	Pass	99.1	0.9	0.1	87.6	0.8	0.0	4.4
Innovative Solutions and Support, Inc.	4/17/14	Pass	95.7	0.8	3.5	50.5	0.4	1.9	30.2
Inphi Corporation	5/29/14	Pass	50.6	47.8	1.6	42.9	40.6	1.3	11.0
Insight Enterprises, Inc.	5/14/14	Pass	97.0	2.8	0.2	87.5	2.5	0.2	3.6
Insmed Incorporated	5/29/14	Pass	98.6	1.3	0.1	64.7	0.9	0.0	18.6
Insperity, Inc.	5/13/14	Pass	74.7	25.2	0.1	68.3	23.0	0.1	4.2
Insteel Industries, Inc.	2/12/14	Pass	97.8	1.5	0.7	84.6	1.3	0.6	5.9
Insulet Corporation	5/14/14	Pass	98.3	1.4	0.4	87.9	1.2	0.3	3.8
Integra LifeSciences Holdings Corporation	5/20/14	Pass	99.1	0.7	0.2	90.9	0.6	0.2	2.8
Integrated Silicon Solution, Inc.	2/11/14	Pass	98.3	1.0	0.7	79.1	0.8	0.5	12.0
Integrus Energy Group, Inc.	5/15/14	Pass	92.9	4.6	2.5	53.9	2.7	1.5	19.5
Intel Corporation	5/22/14	Pass	94.4	4.8	0.8	58.2	3.0	0.5	20.3
Inteliquest, Inc.	5/20/14	Pass	93.3	6.6	0.1	71.9	5.1	0.1	14.5
Interactive Intelligence Group, Inc.	5/21/14	Pass	98.7	1.2	0.1	89.4	1.1	0.1	7.1
Intercontinental Exchange, Inc.	5/16/14	Pass	89.7	9.9	0.4	71.8	7.9	0.3	7.5
InterDigital, Inc.	6/12/14	Pass	73.4	25.6	1.0	43.7	15.2	0.6	30.5
Interface, Inc.	5/12/14	Pass	94.0	5.8	0.1	84.2	5.2	0.1	4.1
Intermolecular, Inc.	5/28/14	Pass	94.1	5.1	0.7	65.7	3.6	0.5	8.3
InterMune, Inc.	5/29/14	Pass	82.8	17.1	0.1	65.7	13.6	0.0	9.7
Internap Network Services Corporation	5/30/14	Pass	97.5	2.1	0.4	76.9	1.6	0.3	14.2
International Bancshares Corporation	5/19/14	Pass	99.3	0.3	0.4	78.2	0.2	0.3	15.6
International Business Machines Corporation	4/29/14	Pass	93.9	4.5	1.6	57.5	2.8	1.0	16.4
International Flavors & Fragrances Inc.	5/13/14	Pass	92.4	5.3	2.4	72.2	4.1	1.9	4.1
International Game Technology	3/10/14	Pass	96.3	2.8	0.8	71.3	2.1	0.6	13.5
International Paper Company	5/12/14	Pass	97.1	2.4	0.6	76.3	1.9	0.4	10.1
International Shipholding Corporation	4/30/14	Pass	68.4	3.6	28.0	63.3	3.3	25.9	0.5
Intersections Inc.	5/14/14	Pass	70.1	29.8	0.1	50.3	21.4	0.1	22.4
Intersil Corporation	5/6/14	Pass	66.2	32.5	1.3	58.4	28.7	1.1	7.2

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Interval Leisure Group, Inc.	5/12/14	Pass	89.6	10.1	0.3	57.9	6.5	0.2	4.6
Intervest Bancshares Corporation	5/22/14	Pass	84.6	15.0	0.4	56.9	10.1	0.3	26.0
INTL FCStone Inc.	2/27/14	Pass	93.4	6.6	0.1	68.7	4.8	0.0	17.0
Intrepid Potash, Inc.	5/28/14	Pass	97.8	1.9	0.3	79.3	1.5	0.2	14.6
Intuit Inc.	1/23/14	Pass	82.1	17.7	0.2	69.7	15.1	0.1	5.4
Intuitive Surgical, Inc.	4/24/14	Pass	89.1	10.1	0.8	72.5	8.2	0.7	7.8
Invacare Corporation	5/15/14	Pass	98.7	0.8	0.4	90.1	0.7	0.4	4.3
Invesco Ltd.	5/15/14	Pass	84.1	15.2	0.7	69.5	12.6	0.6	4.0
Invesco Mortgage Capital Inc.	5/1/14	Pass	96.9	2.1	0.9	53.1	1.2	0.5	34.3
Investment Technology Group, Inc.	6/12/14	Pass	92.7	5.7	1.6	76.8	4.7	1.3	9.2
Investors Bancorp, Inc.	5/1/14	Pass	97.9	2.0	0.2	90.7	1.8	0.1	4.5
ION Geophysical Corporation	5/21/14	Pass	97.9	1.9	0.3	76.4	1.4	0.2	14.7
IPC The Hospitalist Company, Inc.	6/5/14	Pass	99.1	0.5	0.4	88.4	0.4	0.4	4.1
IPG Photonics Corporation	6/3/14	Pass	99.2	0.7	0.1	87.5	0.6	0.1	7.7
Iridium Communications Inc.	5/22/14	Pass	86.8	5.6	7.5	52.8	3.4	4.6	25.4
iRobot Corporation	5/20/14	Pass	89.1	10.0	0.9	55.3	6.2	0.5	24.1
Iron Mountain Incorporated	5/29/14	Pass	98.1	1.5	0.3	83.5	1.3	0.3	6.6
Ironwood Pharmaceuticals, Inc.	6/3/14	Pass	99.5	0.3	0.2	75.5	0.2	0.2	8.2
Isis Pharmaceuticals, Inc.	6/10/14	Pass	98.7	1.0	0.3	70.9	0.8	0.2	14.8
iStar Financial Inc.	5/22/14	Pass	92.8	6.8	0.4	63.0	4.6	0.3	22.8
ITC Holdings Corp.	5/21/14	Pass	62.7	36.6	0.6	52.9	30.9	0.5	8.1
Itron, Inc.	5/1/14	Pass	75.7	22.8	1.5	62.9	18.9	1.2	6.9
ITT Corporation	5/20/14	Pass	95.3	2.2	2.6	78.8	1.8	2.1	7.6
J & J Snack Foods Corp.	2/18/14	Pass	98.6	1.0	0.5	89.2	0.9	0.4	0.0
J.B. Hunt Transport Services, Inc.	4/24/14	Pass	99.3	0.5	0.2	87.8	0.5	0.2	6.6
J.C. Penney Company, Inc.	5/16/14	Pass	88.5	8.0	3.6	36.8	3.3	1.5	34.8
j2 Global, Inc.	5/7/14	Pass	96.5	3.2	0.3	76.1	2.5	0.3	10.4
Jabil Circuit, Inc.	1/23/14	Pass	99.2	0.6	0.2	76.7	0.5	0.1	11.1
Jack In The Box Inc.	2/14/14	Pass	97.8	2.1	0.1	86.3	1.9	0.1	5.3
Jacobs Engineering Group Inc.	1/23/14	Pass	94.3	5.3	0.4	71.5	4.0	0.3	11.4
Jamba, Inc.	5/9/14	Pass	97.4	2.4	0.2	41.0	1.0	0.1	37.1
Janus Capital Group Inc.	4/24/14	Pass	89.1	10.4	0.5	73.1	8.5	0.4	7.6
Jarden Corporation	6/12/14	Pass	55.3	44.1	0.6	49.7	39.7	0.5	4.4
JetBlue Airways Corporation	5/22/14	Pass	95.6	4.2	0.2	75.6	3.3	0.2	12.9
Jive Software, Inc.	5/16/14	Pass	90.5	9.3	0.2	70.5	7.3	0.2	10.7
JMP Group, Inc.	6/2/14	Pass	94.6	3.5	2.0	72.1	2.6	1.5	18.4
John Bean Technologies Corporation	5/13/14	Pass	85.9	13.6	0.5	79.2	12.6	0.5	5.3
Johnson & Johnson	4/24/14	Pass	95.4	3.7	0.9	64.0	2.5	0.6	16.0
Johnson Controls, Inc.	1/29/14	Pass	95.4	3.2	1.5	74.9	2.5	1.2	10.6
Johnson Outdoors Inc.	2/26/14	Pass	99.3	0.7	0.1	95.1	0.6	0.1	1.6
Jones Lang LaSalle Incorporated	5/30/14	Pass	98.9	0.8	0.3	84.0	0.7	0.3	7.6
Journal Communications, Inc.	5/6/14	Pass	78.8	4.6	16.6	56.2	3.3	11.9	3.3

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Joy Global Inc.	3/4/14	Pass	97.6	2.0	0.3	74.7	1.6	0.3	10.4
JPMorgan Chase & Co.	5/20/14	Pass	77.9	21.2	0.9	56.5	15.4	0.6	11.0
Juniper Networks, Inc.	5/21/14	Pass	85.7	14.1	0.3	69.4	11.4	0.2	7.8
Kadant Inc.	5/20/14	Pass	97.4	2.5	0.1	83.5	2.1	0.1	7.6
Kaiser Aluminum Corp.	6/4/14	Pass	96.5	3.2	0.4	86.2	2.8	0.3	4.5
Kaman Corporation	4/16/14	Pass	80.6	1.4	18.0	69.9	1.2	15.6	7.0
Kansas City Life Insurance Company	4/24/14	Pass	98.5	1.2	0.4	22.1	0.3	0.1	9.1
Kansas City Southern	5/1/14	Pass	97.6	1.3	1.2	79.4	1.0	0.9	8.4
KapStone Paper and Packaging Corporation	5/15/14	Pass	97.2	2.8	0.0	80.7	2.3	0.0	6.7
KAR Auction Services, Inc.	6/10/14	Pass	95.3	3.8	0.9	85.5	3.4	0.8	3.0
Kate Spade & Company	5/21/14	Pass	98.1	1.8	0.1	88.1	1.6	0.0	5.5
KB Home	4/3/14	Pass	94.0	4.8	1.2	62.1	3.2	0.8	16.7
KBR, Inc.	5/15/14	Pass	78.5	19.9	1.6	62.7	15.9	1.2	8.5
KCAP Financial, Inc.	5/5/14	Pass	88.5	8.7	2.8	30.4	3.0	1.0	54.3
KCG Holdings, Inc.	5/14/14	Pass	88.0	11.5	0.6	56.3	7.3	0.4	18.1
Kellogg Company	4/25/14	Pass	95.6	3.7	0.7	75.4	2.9	0.6	9.0
Kelly Services, Inc.	5/7/14	Pass	98.8	1.2	0.0	97.3	1.2	0.0	0.9
Kemper Corporation	5/7/14	Pass	97.3	2.0	0.7	74.4	1.5	0.5	12.6
Kennedy-Wilson Holdings, Inc.	6/19/14	Pass	66.5	33.4	0.0	58.9	29.6	0.0	5.1
Keryx Biopharmaceuticals, Inc.	6/23/14	Pass	97.1	2.4	0.4	49.1	1.2	0.2	31.9
Keurig Green Mountain, Inc.	3/6/14	Pass	98.4	1.3	0.3	80.9	1.1	0.3	11.5
Key Energy Services, Inc.	5/15/14	Pass	67.7	32.0	0.3	59.5	28.1	0.3	8.5
KeyCorp	5/22/14	Pass	96.2	3.3	0.5	72.7	2.5	0.4	10.4
Kforce Inc.	4/10/14	Pass	95.5	4.4	0.1	80.4	3.7	0.1	8.6
Kilroy Realty Corporation	5/22/14	Pass	86.5	13.5	0.0	80.5	12.6	0.0	1.0
Kimberly-Clark Corporation	5/1/14	Pass	95.0	4.2	0.8	66.2	2.9	0.6	17.5
Kimco Realty Corporation	5/6/14	Pass	98.6	0.9	0.4	83.8	0.8	0.4	5.2
Kindred Healthcare, Inc.	5/22/14	Pass	91.5	7.9	0.6	82.0	7.1	0.5	4.1
Kirby Corporation	4/29/14	Pass	97.6	2.3	0.1	83.9	2.0	0.1	4.8
Kirkland's, Inc.	6/11/14	Pass	98.1	1.6	0.4	64.2	1.0	0.2	15.7
Kite Realty Group Trust	5/7/14	Pass	91.9	8.1	0.1	83.4	7.3	0.1	5.0
Knight Transportation, Inc.	5/15/14	Pass	99.5	0.3	0.1	94.3	0.3	0.1	2.9
Knoll Inc.	5/8/14	Pass	77.3	22.6	0.2	72.2	21.1	0.2	2.2
Kodiak Oil & Gas Corp.	6/19/14	Pass	96.3	2.4	1.3	58.2	1.4	0.8	23.3
Kohl's Corporation	5/15/14	Pass	97.6	2.0	0.4	79.8	1.6	0.3	6.5
Kopin Corporation	4/29/14	Pass	66.7	32.6	0.7	47.4	23.1	0.5	19.4
Koppers Holdings Inc.	5/2/14	Pass	99.5	0.4	0.1	88.4	0.4	0.1	7.0
Kosmos Energy Ltd.	6/5/14	Pass	99.1	0.8	0.0	86.7	0.7	0.0	6.0
Kraft Foods Group, Inc.	5/6/14	Pass	95.6	3.5	0.9	62.6	2.3	0.6	16.8
Kraton Performance Polymers, Inc.	6/3/14	Pass	69.5	30.3	0.1	62.3	27.2	0.1	3.1
Kraton Defense & Security Solutions, Inc.	5/14/14	Pass	92.6	6.9	0.5	63.5	4.7	0.3	20.1
Krispy Kreme Doughnuts, Inc.	6/17/14	Pass	94.7	2.5	2.7	67.6	1.8	1.9	19.9

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Table 5 Say-on-Pay Management Proposals—Voting Results

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
KRONOS Worldwide, Inc.*	5/21/14	Pass	n/a	n/a	n/a	n/a	n/a	n/a	n/a
KVH Industries, Inc.	6/11/14	Pass	94.4	5.4	0.2	72.6	4.1	0.2	n/a
L Brands, Inc.	5/22/14	Pass	91.8	7.6	0.6	72.9	6.0	0.4	4.9
L. B. Foster Company	5/22/14	Pass	90.1	9.3	0.7	75.0	7.7	0.5	10.0
L-3 Communications Holdings, Inc.	5/6/14	Pass	94.3	3.7	2.0	78.3	3.1	1.7	7.8
Laboratory Corporation of America Holdings	5/14/14	Pass	95.8	3.2	1.0	76.7	2.6	0.8	6.7
Ladenburg Thalmann Financial Services Inc.	6/25/14	Pass	99.0	0.9	0.1	64.8	0.6	0.1	19.6
Lakeland Bancorp, Inc.	6/18/14	Pass	94.2	4.9	1.0	64.6	3.3	0.7	15.6
Lakeland Financial Corporation	4/8/14	Pass	95.7	3.7	0.7	72.1	2.8	0.5	11.6
Lamar Advertising Company	5/21/14	Pass	99.8	0.1	0.1	94.1	0.1	0.1	2.4
Landauer, Inc.	2/20/14	Pass	73.4	25.0	1.6	58.0	19.8	1.3	n/a
Landstar System, Inc.	5/22/14	Pass	98.9	1.0	0.1	92.6	1.0	0.1	3.0
Laredo Petroleum, Inc.	5/15/14	Pass	96.9	3.0	0.2	86.7	2.7	0.1	3.7
Las Vegas Sands Corp.	6/4/14	Pass	86.5	13.2	0.3	75.9	11.6	0.2	6.0
LaSalle Hotel Properties	5/7/14	Pass	96.9	3.0	0.1	90.8	2.8	0.1	1.9
Lattice Semiconductor Corporation	5/6/14	Pass	99.1	0.9	0.0	84.4	0.8	0.0	7.0
Layne Christensen Company	6/6/14	Pass	59.5	25.1	15.4	46.8	19.8	12.1	10.3
Lazard Ltd.	4/29/14	Pass	98.2	1.1	0.6	75.8	0.9	0.5	18.9
LCNB Corp.	4/29/14	Pass	97.8	2.2	n/a	59.4	1.3	n/a	n/a
Leapfrog Enterprises, Inc.	6/4/14	Pass	97.7	2.1	0.2	71.9	1.6	0.1	18.9
Lear Corporation	5/15/14	Pass	98.0	1.6	0.4	82.4	1.3	0.3	4.1
Leggett & Platt, Incorporated	5/7/14	Pass	94.6	4.8	0.5	70.5	3.6	0.4	14.3
Leidos Holdings, Inc.	6/6/14	Pass	83.9	13.7	2.4	55.3	9.1	1.6	11.6
Lennar Corporation	4/9/14	Pass	88.2	6.9	4.8	78.0	6.1	4.3	4.6
Lennox International Inc.	5/15/14	Pass	95.0	4.7	0.3	73.3	3.6	0.2	13.5
Leucadia National Corporation	5/13/14	Pass	62.2	37.5	0.3	46.6	28.1	0.3	10.7
Level 3 Communications, Inc.	5/22/14	Pass	98.0	1.4	0.6	79.0	1.1	0.5	n/a
Lexicon Pharmaceuticals, Inc.	4/24/14	Pass	99.0	0.6	0.4	84.9	0.5	0.4	8.0
Lexington Realty Trust	5/20/14	Fail	27.6	71.8	0.6	20.9	54.2	0.4	13.6
Lexmark International, Inc.	4/24/14	Pass	92.0	7.7	0.3	74.1	6.2	0.3	5.3
LHC Group, Inc.	6/19/14	Pass	96.5	3.4	0.0	83.3	3.0	0.0	3.5
Libbey Inc.	5/13/14	Pass	96.5	3.1	0.4	72.3	2.3	0.3	12.5
Liberty Global plc	6/26/14	Pass	59.2	37.3	3.5	52.7	33.2	3.1	3.4
Liberty Property Trust	5/8/14	Pass	95.0	3.6	1.4	75.8	2.9	1.1	3.1
Life Time Fitness, Inc.	4/24/14	Pass	80.6	19.3	0.1	68.3	16.4	0.1	5.2
LifePoint Hospitals, Inc.	6/3/14	Pass	95.9	3.4	0.7	84.3	3.0	0.6	2.8
Lifetime Brands, Inc.	6/19/14	Pass	92.5	3.1	4.4	75.6	2.5	3.6	9.4
Ligand Pharmaceuticals Incorporated	6/4/14	Pass	97.6	0.6	1.9	67.8	0.4	1.3	21.4
Limelight Networks, Inc.	6/5/14	Pass	78.7	21.2	0.1	55.3	14.9	0.0	23.6
Limoneira Company	3/25/14	Pass	92.7	3.3	4.0	56.2	2.0	2.4	21.7
Lincoln Educational Services Corp.	5/2/14	Pass	70.3	29.0	0.7	44.9	18.5	0.4	14.0
Lincoln Electric Holdings, Inc.	4/24/14	Pass	95.5	3.4	1.1	75.7	2.7	0.9	10.4

* Company reported pass/fail information but detailed vote information was not reported as of July 8, 2014.

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Lincoln National Corporation	5/22/14	Pass	95.4	3.7	0.9	72.1	2.8	0.7	10.7
Lindsay Corporation	1/27/14	Pass	93.5	4.5	2.1	68.2	3.3	1.5	13.0
Lionbridge Technologies, Inc.	5/6/14	Pass	95.1	3.8	1.1	66.2	2.6	0.8	22.0
Liquidity Services, Inc.	2/27/14	Pass	92.2	7.4	0.4	73.8	5.9	0.3	8.7
Lithia Motors, Inc.	4/25/14	Pass	98.9	0.9	0.2	44.5	0.4	0.1	4.5
Littelfuse, Inc.	4/25/14	Pass	96.4	2.7	0.8	88.4	2.5	0.7	2.7
Live Nation Entertainment, Inc.	6/5/14	Pass	60.1	37.7	2.2	55.5	34.8	2.0	3.7
LivePerson, Inc.	6/5/14	Pass	91.8	7.9	0.3	66.9	5.7	0.2	6.2
LKQ Corporation	5/5/14	Pass	99.3	0.5	0.2	85.4	0.4	0.2	6.1
Lockheed Martin Corporation	4/24/14	Pass	92.1	6.3	1.7	77.0	5.2	1.4	7.2
Loews Corporation	5/13/14	Pass	96.0	3.4	0.6	82.7	2.9	0.5	5.8
LogMeIn, Inc.	5/22/14	Pass	89.6	10.3	0.1	76.3	8.8	0.1	3.8
Lorillard, Inc.	5/15/14	Pass	97.4	2.2	0.4	82.5	1.8	0.4	7.0
Louisiana-Pacific Corporation	5/1/14	Pass	77.1	20.5	2.4	62.6	16.7	1.9	n/a
Lowe's Companies, Inc.	5/30/14	Pass	96.7	2.9	0.3	73.4	2.2	0.2	12.0
LPL Financial Holdings Inc.	5/6/14	Pass	99.5	0.2	0.2	89.0	0.2	0.2	n/a
LSB Industries, Inc.	6/5/14	Pass	99.0	0.8	0.1	82.9	0.7	0.1	5.7
LTC Properties, Inc.	6/10/14	Pass	94.4	5.2	0.4	74.8	4.1	0.3	14.6
Luby's, Inc.	1/24/14	Pass	98.7	0.9	0.4	77.4	0.7	0.3	9.3
Lumber Liquidators Holdings, Inc.	5/23/14	Pass	98.5	1.4	0.1	87.1	1.3	0.1	7.8
Luminex Corporation	5/15/14	Pass	81.0	18.8	0.2	58.2	13.5	0.1	20.7
Lumos Networks Corp.	5/6/14	Pass	99.6	0.3	0.1	89.9	0.3	0.1	2.9
Lydall, Inc.	4/25/14	Pass	97.0	0.3	2.7	82.4	0.2	2.3	6.8
LyondellBasell Industries N.V.	4/16/14	Pass	97.4	1.8	0.8	79.4	1.5	0.7	2.1
M&T Bank Corporation	4/15/14	Pass	97.7	1.4	0.9	80.5	1.2	0.7	8.0
M.D.C. Holdings, Inc.	5/19/14	Pass	51.3	47.6	1.1	43.6	40.5	0.9	5.4
M/A-Com Technology Solutions Holdings, Inc.	3/6/14	Pass	99.5	0.2	0.3	92.5	0.2	0.3	5.0
M/I Homes, Inc.	5/6/14	Pass	93.6	5.8	0.6	84.2	5.2	0.5	6.1
Macatawa Bank Corporation	5/6/14	Pass	85.6	13.6	0.8	44.9	7.1	0.4	27.9
Mack-Cali Realty Corporation	5/12/14	Fail	30.0	68.7	1.3	25.1	57.6	1.1	7.8
Macy's, Inc.	5/16/14	Pass	96.1	2.6	1.4	77.9	2.1	1.1	5.1
Magellan Health, Inc.	5/21/14	Pass	74.8	20.4	4.8	66.4	18.1	4.2	4.6
Maiden Holdings, Ltd.	5/6/14	Pass	97.7	2.1	0.2	84.1	1.8	0.1	4.8
Main Street Capital Corporation	5/29/14	Pass	91.2	6.6	2.2	33.0	2.4	0.8	50.6
MainSource Financial Group, Inc.	4/30/14	Pass	75.5	3.9	20.6	63.3	3.2	17.3	n/a
Mallinckrodt plc	3/20/14	Pass	88.8	10.3	1.0	76.8	8.9	0.8	5.8
Manhattan Associates, Inc.	5/15/14	Pass	98.3	1.6	0.0	88.2	1.5	0.0	4.9
Manitex International, Inc.	6/5/14	Pass	96.3	2.0	1.6	62.8	1.3	1.1	n/a
Manning & Napier, Inc.	6/18/14	Pass	63.6	36.3	0.1	57.6	32.8	0.1	7.4
MannKind Corporation	5/22/14	Pass	89.5	10.0	0.4	46.8	5.2	0.2	33.8
ManpowerGroup Inc.	4/29/14	Pass	95.9	3.8	0.3	82.7	3.3	0.2	5.2
ManTech International Corporation	5/8/14	Pass	95.7	3.7	0.5	93.8	3.7	0.5	0.6

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Marathon Oil Corporation	4/30/14	Pass	93.3	5.9	0.7	70.9	4.5	0.6	9.9
Marathon Petroleum Corporation	4/30/14	Pass	94.9	4.3	0.8	68.9	3.1	0.6	9.9
Marchex, Inc.	5/2/14	Pass	98.9	1.0	0.1	67.1	0.7	0.0	2.4
Marine Products Corporation	4/22/14	Pass	89.8	1.1	9.1	83.9	1.0	8.5	4.2
MarineMax, Inc.	2/26/14	Pass	98.9	0.9	0.1	85.1	0.8	0.1	10.5
Markel Corporation	5/12/14	Pass	90.8	7.7	1.5	70.8	6.0	1.1	12.7
MarketAxess Holdings Inc.	6/5/14	Pass	96.6	3.4	0.0	84.4	3.0	0.0	4.9
Marlin Business Services Corp.	6/3/14	Pass	99.2	0.8	n/a	87.2	0.7	n/a	n/a
Marriott International, Inc.	5/9/14	Pass	91.3	8.1	0.6	73.4	6.5	0.5	8.0
Marriott Vacations Worldwide Corporation	6/6/14	Pass	98.1	1.7	0.3	76.2	1.3	0.2	13.6
Marsh & McLennan Companies, Inc.	5/15/14	Pass	97.0	2.3	0.7	81.0	1.9	0.6	4.8
Marten Transport, Ltd.	5/6/14	Pass	93.4	6.5	0.1	87.6	6.1	0.1	2.7
Martha Stewart Living Omnimedia, Inc.	5/20/14	Pass	98.3	1.4	0.3	92.3	1.3	0.3	4.5
Martin Marietta Materials, Inc.	5/22/14	Pass	93.1	6.3	0.6	83.5	5.7	0.5	4.1
Masco Corporation	5/6/14	Pass	96.7	3.2	0.2	76.2	2.5	0.1	7.0
Masimo Corporation	6/5/14	Fail	30.1	69.2	0.7	26.6	61.1	0.7	8.6
MasTec, Inc.	5/22/14	Pass	61.0	38.6	0.4	52.4	33.2	0.3	4.9
MasterCard Incorporated	6/3/14	Pass	95.7	3.1	1.1	77.9	2.5	0.9	6.2
Matador Resources Company	6/4/14	Pass	98.6	1.2	0.2	70.6	0.9	0.1	14.2
Materion Corporation	5/7/14	Pass	93.9	5.5	0.5	84.9	5.0	0.5	6.8
Matson, Inc.	4/24/14	Pass	95.2	4.1	0.7	81.6	3.5	0.6	7.7
Mattel, Inc.	5/16/14	Pass	97.2	2.2	0.6	79.7	1.8	0.5	6.4
Matthews International Corporation	2/20/14	Pass	94.2	3.7	2.1	76.1	3.0	1.7	7.8
MAXIMUS, Inc.	3/19/14	Pass	94.7	5.0	0.3	87.3	4.6	0.3	n/a
MaxLinear, Inc.	5/20/14	Pass	96.7	3.2	0.1	77.6	2.5	0.1	12.2
Maxwell Technologies, Inc.	5/6/14	Pass	77.3	5.3	17.3	42.9	3.0	9.6	23.7
MB Financial, Inc.	5/28/14	Pass	93.0	6.9	0.1	78.0	5.8	0.1	n/a
MBIA Inc.	5/1/14	Pass	71.6	24.3	4.1	56.8	19.3	3.2	11.4
McCormick & Company, Incorporated	3/26/14	Pass	96.6	1.9	1.4	76.5	1.5	1.1	9.6
McDermott International, Inc.	5/6/14	Pass	84.8	13.7	1.5	67.8	11.0	1.2	13.2
McDonald's Corporation	5/22/14	Pass	93.5	5.7	0.8	59.8	3.7	0.5	17.0
MCG Capital Corporation	5/28/14	Pass	85.9	12.2	1.9	43.1	6.1	1.0	35.9
McGrath RentCorp	6/11/14	Pass	99.0	0.2	0.8	91.4	0.2	0.7	5.5
McGraw Hill Financial, Inc.	4/30/14	Pass	87.8	11.6	0.5	72.0	9.5	0.4	7.6
MDC Partners Inc.	6/5/14	Pass	67.7	32.3	n/a	58.3	27.8	n/a	12.3
MDU Resources Group, Inc.	4/22/14	Pass	96.8	2.2	1.0	68.6	1.5	0.7	19.4
Mead Johnson Nutrition Company	5/1/14	Pass	96.4	3.0	0.7	78.4	2.4	0.6	3.2
Meadowbrook Insurance Group, Inc.	5/16/14	Pass	90.8	7.2	2.0	66.2	5.3	1.4	10.1
MeadWestvaco Corporation	4/28/14	Pass	97.9	1.9	0.3	82.7	1.6	0.2	5.4
Medallion Financial Corp.	6/6/14	Pass	74.2	22.3	3.5	38.4	11.5	1.8	38.9
MedAssets, Inc.	6/12/14	Pass	96.6	3.0	0.3	83.3	2.6	0.3	7.9
Media General, Inc.	4/24/14	Pass	91.9	0.8	7.2	73.4	0.7	5.8	2.3

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Medical Properties Trust, Inc.	5/15/14	Pass	50.6	49.4	n/a	36.0	35.2	n/a	n/a
Medidata Solutions, Inc.	5/28/14	Fail	42.9	56.9	0.2	35.9	47.5	0.2	6.6
Medifast, Inc.	6/17/14	Fail	27.3	70.4	2.3	20.8	53.7	1.8	11.1
Medivation, Inc.	6/27/14	Pass	99.2	0.5	0.3	79.9	0.4	0.3	7.7
MEDNAX, Inc.	5/8/14	Pass	81.0	17.8	1.3	70.1	15.4	1.1	3.7
Mentor Graphics Corporation	6/11/14	Pass	80.2	19.4	0.4	71.6	17.3	0.4	5.6
Mercantile Bank Corporation	4/24/14	Pass	96.8	2.9	0.3	57.5	1.7	0.2	34.2
Merchants Bancshares, Inc.	5/15/14	Pass	95.1	3.8	1.1	61.3	2.5	0.7	22.1
Merck & Co., Inc.	5/27/14	Pass	95.8	3.3	0.9	69.6	2.4	0.6	12.5
Mercury General Corporation	5/14/14	Pass	99.3	0.4	0.3	88.1	0.4	0.3	n/a
Merge Healthcare Incorporated	6/16/14	Pass	98.0	1.6	0.4	66.3	1.1	0.3	19.3
Meridian Bioscience, Inc.	1/22/14	Pass	95.2	3.9	0.8	79.7	3.3	0.7	10.5
Meridian Interstate Bancorp, Inc.	5/14/14	Pass	99.2	0.6	0.2	92.5	0.6	0.2	4.4
Merit Medical Systems, Inc.	6/11/14	Pass	98.6	1.4	0.1	85.9	1.2	0.1	5.1
Meritage Homes Corporation	5/14/14	Pass	97.8	1.7	0.6	82.3	1.4	0.5	8.5
Meritor, Inc.	1/23/14	Pass	94.6	4.2	1.1	71.2	3.2	0.9	10.9
Meta Financial Group, Inc.	1/27/14	Pass	94.0	5.4	0.6	63.5	3.6	0.4	n/a
MetLife, Inc.	4/22/14	Pass	97.0	2.5	0.5	80.2	2.1	0.4	4.9
Metro Bancorp, Inc.	5/22/14	Pass	94.5	3.5	2.1	78.7	2.9	1.7	11.1
Mettler-Toledo International Inc.	5/8/14	Pass	95.2	4.6	0.2	84.3	4.1	0.2	3.7
MFA Financial, Inc.	5/21/14	Pass	91.2	8.1	0.7	63.6	5.6	0.5	19.1
MGE Energy, Inc.	5/20/14	Pass	87.8	6.3	5.9	60.1	4.3	4.0	16.1
MGIC Investment Corporation	4/24/14	Pass	75.5	24.3	0.2	54.6	17.6	0.2	17.7
MGM Resorts International	6/5/14	Pass	98.5	1.2	0.3	71.1	0.9	0.2	10.2
Micrel, Incorporated	5/22/14	Pass	97.9	1.5	0.7	90.5	1.4	0.6	5.9
Micron Technology, Inc.	1/23/14	Pass	95.6	4.2	0.2	71.5	3.2	0.1	n/a
Microsemi Corporation	2/11/14	Pass	97.1	2.9	0.1	89.9	2.6	0.0	2.6
MicroStrategy Incorporated	4/23/14	Pass	79.3	20.6	0.0	68.7	17.9	0.0	2.9
Mid-America Apartment Communities, Inc.	5/22/14	Pass	96.7	3.2	0.2	85.3	2.8	0.1	6.6
Middleburg Financial Corporation	5/7/14	Pass	95.4	2.5	2.1	69.4	1.8	1.6	15.2
Middlesex Water Company	5/20/14	Pass	89.0	7.1	3.9	46.3	3.7	2.0	n/a
Midsouth Bancorp, Inc.	5/21/14	Pass	98.7	0.4	0.8	66.5	0.3	0.5	n/a
Midstates Petroleum Company, Inc.	5/23/14	Pass	99.4	0.5	0.1	77.2	0.4	0.1	14.0
MidWestOne Financial Group, Inc.	4/17/14	Pass	97.2	2.0	0.8	74.7	1.5	0.6	11.3
Miller Energy Resources, Inc.	4/16/14	Pass	50.5	45.5	4.0	37.5	33.8	3.0	n/a
Miller Industries, Inc.	5/23/14	Pass	91.9	8.0	0.1	78.3	6.9	0.1	n/a
Minerals Technologies Inc.	5/14/14	Pass	84.1	14.9	1.0	76.9	13.6	0.9	1.9
Mitek Systems Inc.	2/19/14	Pass	78.9	16.8	4.2	33.6	7.2	1.8	44.7
MKS Instruments, Inc.	5/5/14	Pass	95.7	4.1	0.2	88.8	3.8	0.2	4.0
Mobile Mini, Inc.	4/30/14	Pass	65.0	33.0	2.0	58.1	29.6	1.7	5.6
Mohawk Industries, Inc.	5/15/14	Pass	99.4	0.4	0.2	84.1	0.4	0.1	3.6
Molina Healthcare, Inc.	4/30/14	Pass	79.6	20.4	0.0	69.8	17.9	0.0	8.6

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Molson Coors Brewing Company	6/4/14	Pass	98.1	1.6	0.3	n/a	n/a	n/a	n/a
Molycorp, Inc.	6/25/14	Pass	92.1	6.5	1.4	47.4	3.3	0.7	26.8
Momenta Pharmaceuticals, Inc.	6/11/14	Pass	77.6	22.3	0.1	59.3	17.0	0.1	16.4
Monarch Casino & Resort, Inc.	5/21/14	Pass	85.6	0.1	14.3	80.7	0.1	13.4	n/a
Mondelez International, Inc.	5/21/14	Pass	93.8	4.9	1.4	66.1	3.4	1.0	12.3
MoneyGram International, Inc.	5/6/14	Pass	93.5	6.5	0.0	89.1	6.2	0.0	2.7
Monmouth Real Estate Investment Corp.	5/13/14	Pass	73.2	25.9	0.9	41.1	14.6	0.5	29.1
Monolithic Power Systems, Inc.	6/12/14	Pass	89.8	10.2	0.0	81.8	9.3	0.0	4.2
Monotype Imaging Holdings Inc.	5/5/14	Pass	96.9	3.0	0.1	88.1	2.7	0.1	4.8
Monsanto Company	1/28/14	Pass	96.9	2.2	0.9	77.4	1.8	0.7	6.5
Monster Beverage Corporation	6/2/14	Pass	97.3	2.2	0.5	75.5	1.7	0.4	4.2
Monster Worldwide, Inc.	6/3/14	Fail	36.8	58.9	4.3	26.3	42.1	3.1	18.0
Montpelier Re Holdings Ltd.	5/16/14	Pass	98.8	0.9	0.2	87.5	0.8	0.2	7.3
Moody's Corporation	4/15/14	Pass	94.9	4.5	0.6	78.7	3.7	0.5	6.0
Morgan Stanley	5/13/14	Pass	92.1	7.3	0.6	75.5	6.0	0.5	7.1
Morgans Hotel Group Co.	5/14/14	Pass	58.2	5.5	36.3	51.1	4.8	31.8	n/a
Morningstar, Inc.	5/13/14	Pass	99.9	0.1	0.0	94.2	0.1	0.0	3.4
MoSys, Inc.	6/3/14	Pass	97.3	2.1	0.6	46.5	1.0	0.3	43.4
Motorola Solutions, Inc.	5/5/14	Pass	98.2	1.6	0.2	79.6	1.3	0.2	6.7
Movado Group, Inc.	6/19/14	Pass	98.9	0.8	0.2	93.5	0.8	0.2	1.9
Move, Inc.	6/11/14	Pass	97.7	1.6	0.7	75.5	1.3	0.5	6.2
MRC Global Inc.	4/29/14	Pass	98.1	1.7	0.2	86.5	1.5	0.2	4.9
MSA Safety, Inc.	5/6/14	Pass	98.7	1.1	0.2	76.7	0.9	0.2	16.7
MSC Industrial Direct Co., Inc.	1/16/14	Pass	99.4	0.4	0.1	97.5	0.4	0.1	0.7
MSCI, Inc.	4/30/14	Pass	93.3	5.2	1.5	86.2	4.8	1.4	2.1
MTS Systems Corporation	2/11/14	Pass	99.2	0.6	0.2	84.8	0.5	0.2	9.6
Mueller Industries, Inc.	5/1/14	Pass	87.4	5.3	7.3	79.6	4.9	6.6	4.5
Mueller Water Products, Inc.	1/29/14	Pass	98.5	0.5	1.0	73.4	0.4	0.7	14.1
Multi-Fineline Electronix, Inc.	3/5/14	Pass	89.9	10.1	0.0	85.0	9.5	0.0	3.8
Multimedia Games Holding Company, Inc.	1/30/14	Pass	98.3	0.3	1.4	78.2	0.2	1.1	11.3
Murphy Oil Corporation	5/14/14	Pass	97.9	1.7	0.4	82.2	1.4	0.3	5.7
Murphy USA, Inc.	5/7/14	Pass	96.8	1.4	1.7	80.5	1.2	1.5	10.0
MWI Veterinary Supply, Inc.	2/12/14	Pass	98.4	0.4	1.1	89.1	0.4	1.0	5.2
Myers Industries, Inc.	4/25/14	Pass	75.0	6.8	18.2	64.1	5.8	15.6	6.9
Mylan Inc.	4/11/14	Pass	59.2	38.9	1.9	44.0	29.0	1.4	8.2
MYR Group Inc.	5/1/14	Pass	97.0	1.9	1.0	73.8	1.5	0.8	4.1
Nabors Industries Ltd.	6/3/14	Fail	40.2	59.5	0.3	33.4	49.5	0.3	5.8
NACCO Industries, Inc.	5/8/14	Pass	99.7	0.3	0.1	95.3	0.3	0.1	1.7
Nanometrics Incorporated	5/20/14	Pass	96.1	3.8	0.1	78.0	3.1	0.0	11.6
Nanosphere, Inc.	5/28/14	Pass	93.3	6.1	0.6	50.1	3.3	0.3	31.4
NASB Financial, Inc.	1/28/14	Pass	96.6	1.9	1.5	79.4	1.5	1.2	10.9
National Bankshares, Inc.	4/8/14	Pass	85.9	13.1	1.1	68.2	10.4	0.8	17.2

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
National CineMedia, Inc.	4/30/14	Pass	99.0	0.8	0.2	88.1	0.7	0.2	2.3
National Fuel Gas Company	3/13/14	Pass	84.2	3.6	12.2	63.2	2.7	9.1	15.8
National Health Investors, Inc.	5/2/14	Pass	77.7	21.9	0.4	56.2	15.8	0.3	19.6
National HealthCare Corporation	5/8/14	Pass	99.4	0.5	0.1	52.2	0.3	0.1	n/a
National Instruments Corporation	5/13/14	Pass	99.5	0.2	0.2	86.6	0.2	0.2	9.4
National Oilwell Varco, Inc.	5/14/14	Pass	96.6	2.6	0.7	73.5	2.0	0.6	8.8
National Penn Bancshares, Inc.	4/22/14	Pass	86.2	12.2	1.6	70.9	10.1	1.3	8.4
National Presto Industries, Inc.	5/20/14	Pass	96.6	2.1	1.3	75.5	1.6	1.0	15.0
National Research Corporation	5/8/14	Pass	96.9	2.9	0.2	55.7	1.7	0.1	n/a
National Retail Properties, Inc.	5/22/14	Pass	96.3	3.2	0.5	72.8	2.4	0.4	14.9
National Western Life Insurance Company	6/20/14	Pass	83.9	16.0	0.1	69.4	13.3	0.1	11.7
Nationstar Mortgage Holdings Inc.	5/21/14	Pass	97.4	2.4	0.3	86.9	2.1	0.2	7.8
Natural Gas Services Group, Inc.	6/3/14	Pass	67.2	32.2	0.6	55.1	26.4	0.5	14.0
Nature's Sunshine Products, Inc.	5/7/14	Pass	94.4	4.0	1.5	67.9	2.9	1.1	10.1
Natus Medical Incorporated	6/6/14	Pass	93.0	6.6	0.4	74.6	5.3	0.3	10.2
Nautilus, Inc.	5/6/14	Pass	90.0	7.0	2.9	64.3	5.0	2.1	18.5
Navigant Consulting, Inc.	5/15/14	Pass	97.9	2.0	0.1	87.6	1.8	0.1	5.6
Navistar International Corporation	3/10/14	Pass	65.8	24.1	10.1	54.5	20.0	8.4	5.7
NBT Bancorp Inc.	5/6/14	Pass	58.6	39.7	1.7	38.2	25.8	1.1	14.8
NCI Building Systems, Inc.	2/25/14	Pass	99.9	0.1	0.0	91.6	0.0	0.0	4.5
NCR Corporation	4/23/14	Pass	96.9	1.4	1.7	76.3	1.1	1.3	9.6
Neenah Paper, Inc.	5/22/14	Pass	98.0	1.5	0.4	80.9	1.3	0.4	10.6
Nektar Therapeutics	6/25/14	Pass	98.9	1.0	0.1	80.9	0.8	0.1	11.4
Nelnet, Inc.	5/22/14	Pass	99.8	0.2	0.0	96.1	0.2	0.0	1.3
Neonode, Inc.	6/5/14	Pass	96.4	3.4	0.1	44.3	1.6	0.1	23.8
Netflix, Inc.	6/9/14	Pass	96.6	3.2	0.2	71.0	2.3	0.2	12.4
NETGEAR, Inc.	6/3/14	Pass	99.1	0.8	0.1	82.8	0.7	0.1	5.2
Netsuite Inc.	6/11/14	Pass	82.7	17.0	0.3	74.4	15.3	0.3	4.0
Neurocrine Biosciences, Inc.	5/22/14	Pass	97.8	2.1	0.1	78.8	1.7	0.1	8.5
NeuStar, Inc.	5/28/14	Pass	99.3	0.4	0.2	87.6	0.4	0.2	5.4
New Jersey Resources Corporation	1/22/14	Pass	95.2	3.8	1.0	65.5	2.6	0.7	16.4
New York & Company, Inc.	6/16/14	Pass	97.8	1.7	0.6	87.5	1.5	0.5	5.8
New York Community Bancorp, Inc.	6/4/14	Fail	45.2	52.7	2.1	27.7	32.2	1.3	28.6
New York Mortgage Trust, Inc.	5/14/14	Pass	89.6	7.4	3.0	28.3	2.3	0.9	52.4
NewBridge Bancorp	5/14/14	Pass	92.0	6.6	1.4	56.3	4.0	0.9	10.0
Newell Rubbermaid Inc.	5/13/14	Pass	87.4	12.2	0.3	69.7	9.7	0.3	7.2
Newfield Exploration Company	5/9/14	Pass	91.7	7.6	0.6	70.9	5.9	0.5	8.5
NewLink Genetics Corporation	5/1/14	Pass	97.5	2.2	0.3	59.6	1.3	0.2	22.3
NewMarket Corporation	4/24/14	Pass	98.1	1.1	0.8	85.7	1.0	0.7	6.4
Newmont Mining Corporation	4/23/14	Pass	90.0	6.6	3.4	55.3	4.1	2.1	14.4
Newpark Resources, Inc.	5/22/14	Pass	99.4	0.4	0.2	83.9	0.4	0.1	10.1
Newport Corporation	5/20/14	Pass	94.9	2.2	2.9	73.6	1.7	2.2	16.2

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
NextEra Energy, Inc.	5/22/14	Pass	95.5	2.7	1.7	65.7	1.9	1.2	15.5
NIC Inc.	5/6/14	Pass	98.2	1.4	0.4	82.8	1.2	0.3	12.5
Nielsen Holdings N.V.	5/6/14	Pass	77.0	22.6	0.4	66.3	19.5	0.4	1.6
NiSource Inc.	5/13/14	Pass	96.3	2.7	1.0	75.9	2.1	0.8	7.0
NL Industries, Inc.*	5/22/14	Pass	n/a	n/a	n/a	n/a	n/a	n/a	n/a
NN, Inc.	5/15/14	Pass	58.0	40.5	1.6	43.3	30.2	1.2	13.6
Noble Energy, Inc.	4/22/14	Pass	97.7	2.0	0.3	84.7	1.7	0.2	4.2
Noranda Aluminum Holding Corporation	5/9/14	Pass	95.2	4.3	0.5	73.5	3.3	0.4	16.1
Nordson Corporation	2/25/14	Pass	97.9	1.7	0.4	86.0	1.5	0.3	4.8
Nordstrom, Inc.	5/7/14	Pass	93.5	6.2	0.3	n/a	n/a	n/a	n/a
Norfolk Southern Corporation	5/8/14	Pass	94.2	3.6	2.2	61.3	2.3	1.5	n/a
Nortek, Inc.	5/1/14	Pass	99.3	0.2	0.5	83.1	0.2	0.4	5.7
Northeast Utilities	5/1/14	Pass	91.0	6.2	2.8	64.6	4.4	2.0	13.3
Northern Oil & Gas, Inc.	5/29/14	Pass	96.3	3.4	0.2	71.8	2.5	0.2	18.1
Northern Trust Corporation	4/15/14	Pass	85.8	12.8	1.4	74.0	11.1	1.2	4.5
Northfield Bancorp, Inc.	5/28/14	Pass	94.7	4.6	0.7	63.8	3.1	0.5	18.7
Northrim BanCorp, Inc.	5/15/14	Pass	97.7	1.3	1.0	72.0	1.0	0.7	13.9
Northrop Grumman Corporation	5/21/14	Pass	94.6	4.2	1.2	73.9	3.3	0.9	9.1
Northwest Bancshares, Inc.	4/16/14	Pass	95.4	3.2	1.4	71.0	2.4	1.0	12.9
Northwest Natural Gas Company	5/22/14	Pass	92.0	3.9	4.1	60.4	2.6	2.7	23.2
Northwest Pipe Company	5/29/14	Pass	98.7	1.2	0.1	83.0	1.1	0.1	7.5
NorthWestern Corporation	4/24/14	Pass	94.7	0.6	4.7	83.1	0.6	4.1	4.6
Norwegian Cruise Line Holdings Ltd.	4/24/14	Pass	83.1	16.9	0.0	80.4	16.3	0.0	1.0
Novavax, Inc.	6/12/14	Pass	95.5	1.7	2.7	46.9	0.9	1.4	31.6
NPS Pharmaceuticals, Inc.	5/6/14	Pass	98.8	0.8	0.4	81.3	0.6	0.4	11.0
NRG Energy, Inc.	5/8/14	Pass	96.5	3.2	0.3	81.2	2.7	0.3	11.0
NTELOS Holdings Corp.	5/1/14	Pass	97.6	1.7	0.7	71.8	1.2	0.5	18.6
Nu Skin Enterprises, Inc.	6/24/14	Pass	93.6	6.2	0.1	60.8	4.0	0.1	13.3
Nuance Communications, Inc.	2/3/14	Pass	50.5	49.1	0.5	31.2	30.3	0.3	21.2
Nucor Corporation	5/8/14	Pass	97.4	2.1	0.5	74.3	1.6	0.4	10.4
Numerex Corp	5/16/14	Pass	98.7	1.2	0.2	44.1	0.5	0.1	41.9
Nutraceutical International Corporation	1/27/14	Pass	81.2	14.5	4.3	63.7	11.4	3.4	12.9
NutriSystem, Inc.	5/13/14	Pass	96.4	2.6	1.0	67.1	1.8	0.7	19.5
NuVasive, Inc.	5/14/14	Pass	74.7	24.7	0.6	60.8	20.1	0.5	8.6
Nuverra Environmental Solutions, Inc.	5/6/14	Pass	97.3	2.2	0.5	65.5	1.5	0.3	23.1
NVIDIA Corporation	5/23/14	Pass	98.0	1.9	0.2	67.8	1.3	0.1	12.2
NVR, Inc.	5/6/14	Pass	97.3	2.6	0.2	88.2	2.3	0.2	4.2
NxStage Medical, Inc.	5/22/14	Pass	97.5	1.4	1.1	70.4	1.0	0.8	15.2
Occidental Petroleum Corporation	5/2/14	Pass	96.5	2.6	0.9	74.8	2.0	0.7	8.6
Oceaneering International, Inc.	5/16/14	Pass	94.1	4.3	1.7	81.4	3.7	1.4	5.6
OceanFirst Financial Corp.	5/8/14	Pass	84.2	14.9	1.0	69.1	12.2	0.8	11.5
Ocwen Financial Corporation	5/14/14	Pass	97.9	1.8	0.4	88.8	1.6	0.3	5.5

*Company reported pass/fail information but detailed vote information was not reported as of July 8, 2014.

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Odyssey Marine Exploration, Inc.	6/4/14	Pass	95.2	4.3	0.5	42.8	1.9	0.2	42.7
Office Depot, Inc.	4/24/14	Pass	69.6	30.1	0.3	59.3	25.6	0.2	7.9
OFG Bancorp	4/23/14	Pass	97.9	1.7	0.4	79.9	1.4	0.3	n/a
OGE Energy Corp.	5/15/14	Pass	94.5	3.4	2.1	63.2	2.3	1.4	17.9
Oil States International, Inc.	5/15/14	Pass	98.3	1.6	0.0	86.7	1.5	0.0	n/a
Old Dominion Freight Line, Inc.	5/22/14	Pass	96.9	2.9	0.2	91.5	2.8	0.2	2.2
Old National Bancorp	5/8/14	Pass	94.1	4.4	1.6	66.1	3.1	1.1	15.6
Old Republic International Corporation	5/23/14	Pass	98.7	1.0	0.3	78.8	0.8	0.2	12.2
Olin Corporation	4/24/14	Pass	96.0	2.7	1.3	72.5	2.0	1.0	15.0
Olympic Steel, Inc.	4/30/14	Pass	77.0	22.4	0.6	65.5	19.0	0.5	9.5
OM Group, Inc.	5/13/14	Pass	98.6	1.0	0.4	90.2	1.0	0.3	3.7
Omega Healthcare Investors, Inc.	6/12/14	Pass	96.6	2.7	0.6	64.7	1.8	0.4	24.6
Omega Protein Corporation	6/19/14	Pass	94.9	4.6	0.5	75.1	3.7	0.4	11.4
Omeros Corporation	5/23/14	Pass	91.9	4.0	4.1	31.7	1.4	1.4	47.7
OmniAmerican Bancorp, Inc.	5/27/14	Pass	97.6	1.7	0.8	75.5	1.3	0.6	10.3
Omnicare, Inc.	5/22/14	Pass	94.6	5.0	0.4	82.3	4.4	0.3	3.3
Omniceil, Inc.	5/20/14	Pass	96.8	2.9	0.3	83.6	2.5	0.3	9.8
Omnicom Group Inc.	5/20/14	Pass	97.0	2.2	0.9	75.5	1.7	0.7	6.7
OMNOVA Solutions Inc.	3/19/14	Pass	71.8	21.3	6.9	62.4	18.5	6.0	6.9
On Assignment, Inc.	6/19/14	Pass	95.2	4.7	0.1	84.1	4.1	0.1	4.7
ON Semiconductor Corporation	5/21/14	Pass	97.8	1.6	0.6	81.0	1.3	0.5	6.7
OncoGenex Pharmaceuticals, Inc.	5/29/14	Pass	94.6	4.2	1.2	37.8	1.7	0.5	32.8
One Liberty Properties, Inc.	6/11/14	Pass	89.6	9.4	1.0	62.6	6.6	0.7	21.7
OneBeacon Insurance Group, Ltd.	5/21/14	Pass	98.7	1.3	0.0	98.1	1.3	0.0	0.4
ONEOK, Inc.	5/21/14	Pass	95.5	2.8	1.7	74.6	2.2	1.3	11.0
OpenTable, Inc.	6/11/14	Pass	81.9	18.1	0.0	68.4	15.1	0.0	7.3
Opko Health, Inc.	6/12/14	Pass	96.0	3.8	0.2	61.8	2.5	0.1	n/a
Oppenheimer Holdings Inc.	5/12/14	Pass	100.0	0.0	n/a	97.4	0.0	n/a	n/a
Orasure Technologies, Inc.	5/22/14	Fail	41.3	58.3	0.3	29.4	41.5	0.2	21.0
ORBCOMM Inc.	4/23/14	Pass	95.0	3.3	1.7	64.3	2.2	1.1	19.6
Orbital Sciences Corporation	4/22/14	Pass	95.9	3.8	0.3	80.2	3.2	0.2	8.3
Orbitz Worldwide, Inc.	6/10/14	Pass	99.5	0.5	0.0	91.9	0.4	0.0	5.1
Orchids Paper Products Company	5/13/14	Pass	81.1	16.9	2.0	50.5	10.5	1.2	29.2
O'Reilly Automotive, Inc.	5/6/14	Pass	95.2	2.5	2.2	79.7	2.1	1.9	7.3
Orexigen Therapeutics, Inc.	6/27/14	Fail	38.3	61.4	0.3	24.6	39.5	0.2	22.4
Orion Marine Group, Inc.	5/22/14	Pass	99.6	0.4	0.0	87.1	0.3	0.0	4.8
Ormat Technologies, Inc.	5/8/14	Pass	97.9	1.4	0.7	71.1	1.0	0.5	6.4
Orthofix International N.V.	6/19/14	Pass	92.9	5.3	1.8	82.2	4.7	1.6	5.8
Oshkosh Corporation	2/4/14	Pass	98.1	1.6	0.3	84.5	1.4	0.2	6.2
Osiris Therapeutics, Inc.	5/6/14	Pass	99.5	0.3	0.1	57.1	0.2	0.1	11.5
Otter Tail Corporation	4/14/14	Pass	87.6	6.4	6.0	67.8	5.0	4.7	n/a
Outerwall Inc.	6/12/14	Pass	92.9	4.9	2.2	67.1	3.5	1.6	14.7

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Overstock.com, Inc.	5/7/14	Pass	99.1	0.7	0.2	74.0	0.5	0.1	13.2
Owens & Minor, Inc.	5/1/14	Pass	94.6	4.4	1.0	78.4	3.6	0.8	7.8
Owens Corning	4/17/14	Pass	67.1	32.4	0.5	56.2	27.1	0.4	7.3
Owens-Illinois, Inc.	5/15/14	Pass	96.3	3.3	0.4	76.1	2.6	0.3	3.5
Oxford Industries, Inc.	6/18/14	Pass	98.8	0.5	0.7	88.7	0.4	0.6	6.8
P. H. Glatfelter Company	5/1/14	Pass	96.7	2.9	0.4	82.8	2.5	0.3	n/a
PACCAR Inc.	4/29/14	Pass	98.4	1.1	0.5	83.6	1.0	0.4	0.0
Pacific Biosciences of California, Inc.	5/22/14	Pass	98.5	0.8	0.6	54.5	0.5	0.4	2.3
Pacific Continental Corporation	4/28/14	Pass	95.5	2.8	1.7	67.7	2.0	1.2	11.3
Pacific Premier Bancorp, Inc.	5/27/14	Pass	88.1	11.5	0.4	62.7	8.2	0.3	21.6
Pacific Sunwear of California, Inc.	6/5/14	Pass	95.8	0.9	3.3	51.8	0.5	1.8	11.5
Pacira Pharmaceuticals, Inc.	6/3/14	Pass	98.6	1.1	0.3	77.3	0.9	0.2	17.6
Packaging Corporation of America	5/13/14	Pass	95.5	3.6	0.9	81.8	3.1	0.8	6.2
PacWest Bancorp	5/19/14	Fail	42.7	57.2	0.1	36.7	49.3	0.1	7.3
Palmetto Bancshares, Inc.	5/15/14	Pass	97.9	2.0	0.0	84.7	1.7	0.0	4.4
Panera Bread Company	6/5/14	Pass	97.2	2.5	0.2	81.4	2.1	0.2	10.7
Panhandle Oil and Gas Inc.	3/5/14	Pass	95.5	2.0	2.5	59.1	1.2	1.5	15.8
Papa John's International, Inc.	4/29/14	Pass	99.4	0.3	0.3	91.4	0.3	0.2	4.8
Park National Corporation	4/28/14	Pass	96.4	1.9	1.7	60.7	1.2	1.1	18.4
Park Sterling Corporation	5/22/14	Pass	92.2	7.0	0.8	76.0	5.8	0.7	8.5
Parker Drilling Company	5/1/14	Pass	97.2	2.6	0.2	68.7	1.8	0.2	16.6
Park-Ohio Holdings Corp.	6/12/14	Pass	98.3	1.4	0.3	78.8	1.1	0.3	10.1
Parkway Properties, Inc.	5/15/14	Pass	54.5	45.4	0.2	47.5	39.6	0.1	6.0
PartnerRe Ltd.	5/13/14	Pass	92.0	7.3	0.6	72.9	5.8	0.5	8.7
Patriot Transportation Holding, Inc.	2/5/14	Pass	99.5	0.5	0.1	80.2	0.4	0.1	16.8
Patterson-UTI Energy, Inc.	4/17/14	Pass	77.2	21.3	1.5	67.1	18.5	1.3	4.7
PC-Tel, Inc.	6/11/14	Pass	99.6	0.3	0.1	78.2	0.3	0.0	10.5
PDC Energy, Inc.	6/5/14	Pass	94.4	5.5	0.1	79.1	4.6	0.1	6.3
PDF Solutions, Inc.	5/27/14	Pass	94.9	0.6	4.5	72.6	0.4	3.5	14.3
PDL BioPharma, Inc.	5/28/14	Pass	96.1	2.0	1.8	59.2	1.2	1.1	21.4
Peabody Energy Corporation	5/8/14	Pass	78.0	21.6	0.4	49.6	13.8	0.3	17.1
Peapack-Gladstone Financial Corporation	4/22/14	Pass	86.9	11.3	1.8	67.8	8.8	1.4	9.9
Pebblebrook Hotel Trust	5/21/14	Pass	96.8	3.2	0.0	88.3	2.9	0.0	n/a
Pegasystems Inc.	5/20/14	Pass	99.3	0.7	0.0	88.3	0.6	0.0	5.3
Pendrell Corporation	6/13/14	Pass	93.4	6.6	0.0	73.2	5.2	0.0	n/a
Penford Corporation	1/30/14	Pass	94.3	4.8	1.0	80.8	4.1	0.8	8.8
Penn National Gaming, Inc.	6/12/14	Pass	98.3	1.3	0.5	83.8	1.1	0.4	7.9
Penn Virginia Corporation	5/7/14	Pass	96.8	3.0	0.2	69.1	2.1	0.1	14.4
Pennsylvania Real Estate Investment Trust	5/30/14	Pass	91.4	8.1	0.6	69.8	6.2	0.4	15.0
PennyMac Mortgage Investment Trust	6/4/14	Pass	97.5	1.7	0.8	53.1	0.9	0.4	30.4
Penske Automotive Group, Inc.	5/2/14	Pass	99.0	0.1	0.8	91.1	0.1	0.7	3.6
Pentair Ltd.	5/20/14	Pass	96.4	3.0	0.6	73.2	2.3	0.4	5.9

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Peoples Bancorp, Inc.	4/24/14	Pass	97.1	2.2	0.7	65.5	1.5	0.5	14.0
People's United Financial, Inc.	4/17/14	Pass	90.1	8.9	1.1	57.4	5.6	0.7	18.7
Pepco Holdings, Inc.	5/16/14	Pass	62.4	35.7	1.9	38.3	21.9	1.2	20.8
PepsiCo, Inc.	5/7/14	Pass	88.0	10.7	1.3	62.4	7.6	0.9	13.7
Perficient, Inc.	5/28/14	Pass	97.4	2.4	0.2	72.4	1.8	0.2	10.2
PerkinElmer, Inc.	4/22/14	Pass	94.9	2.8	2.3	77.7	2.3	1.9	7.3
Pernix Therapeutics Holdings, Inc.	6/18/14	Pass	87.7	12.3	0.0	64.6	9.1	0.0	n/a
Perry Ellis International	6/5/14	Pass	94.6	5.0	0.3	75.4	4.0	0.2	14.4
PetroQuest Energy, Inc.	5/21/14	Pass	53.2	46.4	0.4	36.9	32.1	0.3	18.3
PetSmart, Inc.	6/18/14	Pass	84.9	3.5	11.5	60.1	2.5	8.2	10.0
Pfizer, Inc.	4/24/14	Pass	94.5	4.4	1.1	66.4	3.1	0.8	13.6
PG&E Corporation	5/12/14	Pass	89.1	10.3	0.6	64.9	7.5	0.4	8.3
Pharmacyclics, Inc.	5/8/14	Pass	99.3	0.4	0.3	79.6	0.3	0.2	12.8
PharMerica Corporation	6/17/14	Pass	93.3	6.2	0.5	80.8	5.4	0.4	7.1
PHH Corporation	5/22/14	Pass	87.0	5.4	7.6	77.0	4.8	6.7	5.4
Philip Morris International Inc.	5/7/14	Pass	95.4	3.8	0.9	67.2	2.6	0.6	16.3
Phillips 66	5/7/14	Pass	84.9	14.0	1.1	60.9	10.1	0.8	15.2
Photronics, Inc.	4/11/14	Pass	94.1	5.6	0.3	82.9	5.0	0.3	5.6
PICO Holdings, Inc.	5/14/14	Pass	82.8	17.0	0.2	68.1	14.0	0.2	8.7
Piedmont Natural Gas Company, Inc.	3/6/14	Pass	94.6	3.8	1.6	57.7	2.3	1.0	25.7
Piedmont Office Realty Trust, Inc.	5/14/14	Pass	89.9	9.4	0.7	60.1	6.3	0.5	17.3
Pier 1 Imports, Inc.	6/20/14	Pass	96.3	1.1	2.6	80.4	1.0	2.2	6.5
Pilgrim's Pride Corporation	5/2/14	Pass	96.3	3.5	0.1	87.0	3.2	0.1	3.5
Pinnacle Entertainment, Inc.	5/20/14	Pass	91.5	1.5	7.1	71.2	1.1	5.5	7.7
Pinnacle Financial Partners, Inc.	4/15/14	Pass	71.6	27.0	1.4	53.4	20.1	1.1	13.1
Pinnacle Foods, Inc.	6/10/14	Pass	99.3	0.6	0.0	89.0	0.5	0.0	5.4
Pinnacle West Capital Corporation	5/21/14	Pass	92.3	6.5	1.2	67.9	4.8	0.9	10.1
Pioneer Energy Services Corp.	5/14/14	Pass	60.6	38.1	1.3	46.9	29.5	1.0	11.8
Pioneer Natural Resources Company	5/28/14	Pass	98.0	1.9	0.1	81.3	1.6	0.1	6.3
Piper Jaffray Companies	5/7/14	Pass	96.8	2.2	1.0	73.3	1.6	0.8	10.1
Pitney Bowes Inc.	5/12/14	Pass	92.6	6.4	1.0	66.7	4.6	0.7	13.1
Platinum Underwriter Holdings, Ltd.	4/22/14	Pass	65.0	34.8	0.2	59.0	31.6	0.2	3.4
Plexus Corp.	2/12/14	Pass	90.9	8.8	0.3	78.6	7.6	0.3	8.2
Plum Creek Timber Company, Inc.	5/6/14	Pass	81.9	17.0	1.1	54.0	11.2	0.7	22.1
Ply Gem Holdings, Inc.	5/14/14	Pass	99.1	0.9	0.0	91.1	0.8	0.0	3.1
PMC-Sierra, Inc.	5/8/14	Pass	99.1	0.8	0.1	79.3	0.6	0.1	11.5
PNM Resources, Inc.	5/15/14	Pass	97.8	2.0	0.2	84.8	1.7	0.2	6.2
Polaris Industries Inc.	4/24/14	Pass	96.5	2.8	0.8	73.7	2.1	0.6	14.3
Polycom, Inc.	6/9/14	Pass	69.4	30.6	0.1	57.8	25.5	0.0	7.7
PolyOne Corporation	5/15/14	Pass	86.9	12.8	0.3	79.7	11.8	0.2	4.1
Polypore International, Inc.	5/13/14	Pass	69.4	26.5	4.1	58.6	22.4	3.5	2.6
Pool Corporation	5/7/14	Pass	99.2	0.7	0.1	89.2	0.7	0.1	6.1

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Popeyes Louisiana Kitchen, Inc.	5/22/14	Pass	95.5	0.4	4.1	81.8	0.3	3.5	6.3
Popular, Inc.	5/13/14	Pass	98.1	1.5	0.4	78.5	1.2	0.4	11.5
Portfolio Recovery Associates, Inc.	5/29/14	Pass	98.6	1.0	0.4	82.4	0.8	0.3	9.0
Portland General Electric Company	5/7/14	Pass	98.8	0.8	0.5	81.6	0.6	0.4	0.8
Post Holdings, Inc.	1/30/14	Pass	91.5	1.3	7.2	78.7	1.1	6.2	6.1
Post Properties, Inc.	5/8/14	Pass	98.1	1.7	0.1	85.7	1.5	0.1	4.0
Potlatch Corporation	5/5/14	Pass	97.2	2.5	0.3	79.2	2.0	0.3	10.9
Powell Industries, Inc.	2/26/14	Pass	99.3	0.5	0.2	90.0	0.4	0.2	n/a
Power Integrations, Inc.	5/19/14	Pass	95.8	4.1	0.2	88.2	3.8	0.2	4.4
PowerSecure International, Inc.	6/11/14	Pass	66.6	32.2	1.3	45.6	22.0	0.9	16.6
POZEN Inc.	6/4/14	Pass	76.8	22.1	1.1	52.2	15.0	0.7	21.6
PPG Industries, Inc.	4/17/14	Pass	96.0	3.4	0.6	65.6	2.3	0.4	13.0
PPL Corporation	5/21/14	Pass	91.9	6.8	1.3	66.9	4.9	1.0	13.3
Praxair, Inc.	4/22/14	Pass	95.7	3.7	0.6	76.2	3.0	0.5	6.7
Preformed Line Products Company	5/6/14	Pass	95.4	4.6	n/a	74.3	3.6	n/a	17.8
Premiere Global Services, Inc.	6/18/14	Pass	95.5	4.4	0.1	85.5	3.9	0.1	6.0
PRGX Global, Inc.	6/24/14	Pass	89.2	9.0	1.7	72.4	7.3	1.4	12.4
Primerica, Inc.	5/21/14	Pass	99.5	0.5	0.1	79.3	0.4	0.0	11.9
Primoris Services Corporation	5/2/14	Pass	99.8	0.1	0.1	83.8	0.0	0.1	5.6
Principal Financial Group, Inc.	5/20/14	Pass	97.1	1.9	1.0	60.8	1.2	0.6	4.5
PrivateBancorp, Inc.	5/22/14	Pass	95.2	3.8	1.0	83.2	3.4	0.9	6.2
ProAssurance Corporation	5/28/14	Pass	97.5	2.1	0.4	74.3	1.6	0.3	8.8
Procera Networks, Inc.	5/29/14	Pass	88.4	11.4	0.3	55.1	7.1	0.2	24.3
Progenics Pharmaceuticals, Inc.	6/17/14	Pass	99.2	0.7	0.1	51.1	0.4	0.0	22.9
Progress Software Corporation	4/29/14	Pass	58.0	41.5	0.5	51.9	37.1	0.5	6.2
Prologis, Inc.	5/1/14	Pass	90.5	8.6	0.9	80.2	7.6	0.8	2.9
PROS Holdings, Inc.	5/22/14	Pass	99.3	0.7	0.0	79.7	0.6	0.0	4.0
Prosperity Bancshares, Inc.	4/15/14	Pass	97.0	1.6	1.3	74.9	1.3	1.0	10.1
Protective Life Corporation	5/12/14	Pass	92.1	7.4	0.5	78.0	6.3	0.4	7.3
Proto Labs, Inc.	5/20/14	Pass	99.4	0.4	0.1	72.1	0.3	0.1	10.5
Provident Financial Services, Inc.	4/24/14	Pass	79.3	20.0	0.7	61.1	15.4	0.6	12.0
Prudential Financial, Inc.	5/13/14	Pass	85.0	14.0	0.9	54.8	9.0	0.6	6.6
PS Business Parks, Inc.	4/28/14	Pass	99.8	0.2	0.0	94.0	0.2	0.0	1.9
PTC Inc.	3/5/14	Pass	95.9	4.0	0.1	86.7	3.6	0.1	4.6
Public Service Enterprise Group Incorporated	4/15/14	Pass	94.2	4.6	1.2	70.1	3.4	0.9	14.5
Public Storage	5/1/14	Pass	97.8	2.0	0.2	84.3	1.7	0.1	4.0
PulteGroup, Inc.	5/7/14	Pass	97.4	2.2	0.5	73.4	1.6	0.4	12.5
Pure Cycle Corporation	1/15/14	Pass	99.2	0.5	0.3	61.0	0.3	0.2	26.3
PVH CORP.	6/19/14	Pass	97.6	2.3	0.1	85.8	2.0	0.1	2.0
Pzena Investment Management, Inc.	5/13/14	Pass	99.9	0.0	0.1	82.9	0.0	0.1	n/a
QAD Inc.	6/11/14	Pass	99.5	0.5	0.0	79.8	0.4	0.0	n/a
QEP Resources, Inc.	5/13/14	Pass	93.0	4.8	2.2	73.6	3.8	1.7	8.2

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Olik Technologies Inc.	5/20/14	Pass	98.8	0.4	0.8	85.1	0.3	0.7	4.6
Quad/Graphics Inc.	5/19/14	Pass	99.2	0.7	0.1	92.0	0.7	0.1	n/a
Quaker Chemical Corporation	5/7/14	Pass	88.5	2.4	9.1	120.7	3.2	12.4	7.6
QUALCOMM Incorporated	3/4/14	Pass	94.6	4.4	1.0	66.6	3.1	0.7	14.3
Quality Distribution, Inc.	5/29/14	Pass	99.0	0.7	0.2	79.8	0.6	0.2	9.0
Quanex Building Products Corporation	2/27/14	Pass	96.1	3.5	0.4	87.2	3.1	0.4	n/a
Quanta Services, Inc.	5/22/14	Pass	98.5	1.1	0.4	76.6	0.9	0.3	5.5
Quest Diagnostics Incorporated	5/21/14	Pass	91.2	7.9	1.0	74.4	6.4	0.8	6.6
Questar Corporation	5/22/14	Pass	94.5	4.9	0.6	74.8	3.8	0.5	9.6
Quicksilver Resources Inc.	5/14/14	Pass	93.4	6.5	0.1	63.6	4.4	0.0	n/a
Quidel Corporation	5/6/14	Pass	94.3	0.9	4.8	81.7	0.8	4.1	8.0
Quicksilver, Inc.	3/18/14	Pass	84.3	13.3	2.3	73.5	11.6	2.0	n/a
Quintiles Transnational Holdings Inc.	5/8/14	Pass	80.6	19.2	0.2	73.5	17.5	0.2	4.5
R.R. Donnelley & Sons Company	5/22/14	Pass	80.7	18.5	0.8	66.1	15.1	0.6	10.5
Rackspace Hosting, Inc.	5/1/14	Pass	87.4	12.0	0.7	74.4	10.2	0.6	9.1
Radian Group Inc.	5/14/14	Pass	97.1	2.7	0.2	68.6	1.9	0.1	19.8
RadioShack Corporation	6/3/14	Fail	43.1	53.1	3.8	16.6	20.4	1.5	30.9
RAIT Financial Trust	5/13/14	Pass	80.4	16.8	2.9	42.4	8.9	1.5	33.8
Rambus Inc.	4/24/14	Pass	91.6	7.6	0.8	56.1	4.6	0.5	24.0
Ramco-Gershenson Properties Trust	5/6/14	Pass	97.2	2.8	0.1	78.7	2.2	0.1	6.3
Range Resources Corporation	5/20/14	Pass	96.1	3.6	0.3	81.7	3.1	0.3	6.7
Raven Industries, Inc.	5/22/14	Pass	97.6	1.2	1.1	81.6	1.0	1.0	11.4
Raymond James Financial, Inc.	2/20/14	Pass	98.7	1.2	0.1	78.1	1.0	0.1	n/a
Rayonier Inc.	5/15/14	Pass	95.2	4.2	0.6	67.3	3.0	0.4	19.1
Raytheon Company	5/29/14	Pass	95.1	4.0	0.9	74.4	3.1	0.7	9.5
ReachLocal, Inc.	5/22/14	Pass	98.3	1.7	0.0	81.7	1.4	0.0	n/a
Reading International Inc.	5/15/14	Pass	82.6	11.7	5.7	68.6	9.7	4.8	n/a
Realogy Holdings Corp.	5/2/14	Pass	96.6	2.5	0.9	82.7	2.1	0.8	2.8
RealPage, Inc.	6/4/14	Pass	96.3	3.5	0.2	87.2	3.2	0.2	7.2
Realty Income Corporation	5/6/14	Pass	91.9	5.3	2.8	49.4	2.9	1.5	36.1
Red Robin Gourmet Burgers, Inc.	5/22/14	Pass	99.5	0.5	0.0	89.4	0.5	0.0	5.4
Redwood Trust, Inc.	5/20/14	Pass	80.5	19.2	0.3	66.6	15.9	0.2	10.7
Regal Entertainment Group	5/7/14	Pass	99.6	0.4	0.0	94.7	0.4	0.0	2.5
Regal-Beloit Corporation	4/28/14	Pass	91.4	8.2	0.4	83.6	7.5	0.4	3.2
Regency Centers Corporation	5/2/14	Pass	93.9	6.0	0.1	84.9	5.4	0.1	2.2
Regeneron Pharmaceuticals, Inc.	6/13/14	Pass	62.1	37.7	0.1	55.4	33.7	0.1	3.7
Regions Financial Corporation	4/24/14	Pass	95.8	3.7	0.5	64.9	2.5	0.3	15.6
Reinsurance Group of America, Incorporated	5/21/14	Pass	97.2	2.6	0.2	87.2	2.3	0.1	4.0
Reis, Inc.	6/4/14	Pass	95.6	4.3	0.2	72.3	3.2	0.1	19.8
Reliance Steel & Aluminum Co.	5/21/14	Pass	99.3	0.6	0.1	83.4	0.5	0.1	7.6
Remy International, Inc.	6/12/14	Pass	99.5	0.5	0.0	83.6	0.4	0.0	6.2
RenaissanceRe Holdings Ltd.	5/20/14	Pass	90.5	9.3	0.1	74.3	7.7	0.1	4.0

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Renasant Corporation	4/22/14	Pass	78.4	20.3	1.3	54.4	14.1	0.9	n/a
Renewable Energy Group, Inc.	5/15/14	Pass	98.0	1.1	0.9	59.2	0.6	0.6	n/a
Rent-A-Center, Inc	5/8/14	Pass	98.6	1.4	0.0	86.5	1.2	0.0	4.9
Repligen Corporation	5/15/14	Pass	97.9	1.6	0.5	63.8	1.0	0.4	23.2
Repros Therapeutics, Inc.	6/16/14	Pass	95.7	0.4	3.9	63.5	0.3	2.6	18.7
Republic Airways Holdings Inc.	6/10/14	Pass	98.5	1.3	0.2	80.1	1.0	0.2	10.8
Republic Services, Inc.	5/8/14	Pass	58.8	39.7	1.6	50.2	33.9	1.3	4.0
Resolute Energy Corporation	5/27/14	Pass	96.1	3.7	0.2	78.7	3.0	0.1	10.3
Resolute Forest Products Inc.	5/23/14	Pass	99.0	0.8	0.2	84.8	0.7	0.1	3.5
Resource America, Inc.	5/29/14	Pass	71.8	27.6	0.6	52.5	20.2	0.4	n/a
Resource Capital Corp.	5/29/14	Pass	90.1	8.5	1.4	45.7	4.3	0.7	n/a
Retail Opportunity Investments Corp.	4/30/14	Pass	86.4	13.3	0.3	68.0	10.4	0.2	13.5
Retail Properties of America, Inc.	5/22/14	Pass	78.4	20.7	0.9	41.1	10.8	0.5	28.2
Retrophin, Inc.	5/9/14	Pass	98.0	1.9	0.1	49.9	1.0	0.0	22.2
Revlon, Inc.	6/10/14	Pass	99.8	0.1	0.1	94.0	0.1	0.1	3.1
REX American Resources Corporation	6/3/14	Pass	99.5	0.3	0.2	79.2	0.3	0.1	n/a
Rex Energy Corporation	5/9/14	Pass	97.4	2.5	0.1	86.0	2.2	0.1	6.7
Reynolds American Inc.	5/8/14	Pass	93.6	5.8	0.5	79.4	5.0	0.5	7.8
Rigel Pharmaceuticals, Inc.	5/20/14	Pass	99.2	0.8	0.0	64.1	0.5	0.0	22.3
RigNet, Inc.	5/9/14	Pass	99.9	0.1	0.0	86.9	0.1	0.0	4.4
Rite Aid Corporation	6/19/14	Pass	96.7	2.5	0.7	115.0	3.0	0.9	60.3
Riverbed Technology, Inc.	5/22/14	Fail	26.8	72.6	0.6	22.4	60.7	0.5	11.4
RLI Corp.	5/1/14	Pass	98.0	1.6	0.4	80.2	1.3	0.3	9.2
RLJ Lodging Trust	5/2/14	Pass	96.6	3.3	0.2	87.5	3.0	0.1	1.7
Roadrunner Transportation Systems, Inc.	5/14/14	Pass	95.7	3.5	0.9	88.9	3.2	0.8	3.2
Robert Half International Inc.	5/22/14	Pass	95.7	4.2	0.1	80.4	3.5	0.1	5.6
Rock-Tenn Company	1/31/14	Pass	98.4	1.5	0.2	80.5	1.2	0.1	6.9
Rockwell Automation, Inc.	2/4/14	Pass	96.0	2.4	1.6	70.3	1.8	1.2	10.7
Rockwell Collins, Inc.	2/6/14	Pass	95.5	2.8	1.7	72.1	2.1	1.2	11.4
Rockwell Medical, Inc.	5/22/14	Pass	71.0	28.2	0.8	30.4	12.1	0.3	46.7
Rockwood Holdings, Inc.	5/9/14	Pass	92.4	7.2	0.4	77.6	6.1	0.3	6.9
Rofin-Sinar Technologies Inc.	3/13/14	Pass	97.4	1.0	1.6	84.1	0.9	1.4	3.3
Rogers Corporation	5/9/14	Pass	97.7	2.0	0.3	86.7	1.8	0.3	4.5
Rollins, Inc.	4/22/14	Pass	94.1	1.3	4.7	87.0	1.2	4.3	2.4
Roper Industries, Inc.	5/21/14	Pass	79.8	19.8	0.4	68.2	16.9	0.3	3.6
Rosetta Resources Inc.	5/16/14	Pass	98.5	1.4	0.1	87.3	1.3	0.1	n/a
Rosetta Stone Inc.	5/20/14	Pass	92.4	7.5	0.1	61.6	5.0	0.1	19.9
Ross Stores, Inc.	5/21/14	Pass	98.8	0.9	0.3	82.2	0.7	0.3	6.1
Roundy's, Inc.	5/15/14	Pass	96.7	2.9	0.4	59.3	1.8	0.3	31.9
Rouse Properties, Inc.	5/9/14	Pass	90.7	3.6	5.7	76.1	3.0	4.8	5.3
Rovi Corporation	4/29/14	Fail	39.8	56.2	3.9	35.3	49.9	3.5	5.1
Rowan Companies plc	4/25/14	Pass	92.7	3.4	3.9	63.6	2.3	2.7	4.9

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Royal Caribbean Cruises Ltd.	5/12/14	Pass	86.6	8.5	4.8	67.7	6.6	3.8	4.1
RPC, Inc.	4/22/14	Pass	94.9	0.7	4.4	87.7	0.6	4.1	4.2
RTI International Metals, Inc.	4/25/14	Pass	95.8	2.6	1.6	88.2	2.4	1.5	4.9
RTI Surgical, Inc.	4/29/14	Pass	94.5	1.6	3.9	71.5	1.2	3.0	n/a
Rubicon Technology, Inc.	6/25/14	Pass	98.5	1.1	0.4	70.2	0.8	0.3	18.3
Rudolph Technologies, Inc.	5/21/14	Pass	93.1	5.8	1.1	76.1	4.8	0.9	8.8
Rush Enterprises, Inc.	5/20/14	Pass	77.1	22.0	1.0	67.8	19.4	0.8	9.2
Ruth's Hospitality Group, Inc.	5/29/14	Pass	96.4	2.2	1.3	74.4	1.7	1.0	15.8
Ryder System, Inc.	5/2/14	Pass	96.2	2.1	1.7	79.0	1.7	1.4	6.5
Ryman Hospitality Properties Inc.	5/8/14	Pass	87.8	3.0	9.2	72.9	2.5	7.6	7.2
S&T Bancorp, Inc.	5/19/14	Pass	94.6	4.5	1.0	62.0	2.9	0.6	14.9
Sabra Health Care REIT, Inc.	6/24/14	Pass	98.2	1.5	0.3	84.0	1.3	0.2	7.7
Safeguard Scientifics, Inc.	5/22/14	Pass	88.8	10.4	0.8	63.8	7.5	0.5	17.0
Safety Insurance Group, Inc.	5/23/14	Pass	95.9	4.0	0.2	71.8	3.0	0.1	18.9
Saga Communications, Inc.	5/12/14	Pass	99.5	0.5	0.0	98.1	0.5	0.0	0.6
Sagent Pharmaceuticals, Inc.	6/12/14	Pass	99.1	0.8	0.0	74.7	0.6	0.0	2.3
Saia, Inc.	4/24/14	Pass	95.9	4.0	0.2	85.3	3.5	0.1	3.7
salesforce.com, inc.	6/2/14	Pass	75.4	24.2	0.4	64.3	20.7	0.4	6.1
Salix Pharmaceuticals, Ltd.	6/13/14	Pass	95.4	4.4	0.1	82.3	3.8	0.1	8.4
Sally Beauty Holdings, Inc.	1/30/14	Pass	97.6	0.9	1.5	90.0	0.8	1.4	3.6
Sanderson Farms, Inc.	2/13/14	Pass	98.8	1.2	0.1	84.6	1.0	0.1	6.8
SanDisk Corporation	6/19/14	Pass	95.8	3.9	0.3	73.8	3.0	0.2	8.9
SandRidge Energy, Inc.	6/5/14	Pass	89.4	8.2	2.4	47.0	4.3	1.3	26.0
Sandy Spring Bancorp, Inc.	5/7/14	Pass	88.6	10.8	0.6	66.8	8.1	0.5	12.6
Sangamo BioSciences, Inc.	4/21/14	Pass	81.6	18.0	0.4	46.4	10.2	0.2	29.4
Sanmina Corporation	3/10/14	Pass	98.0	1.8	0.2	83.5	1.6	0.2	7.6
Sapient Corporation	5/28/14	Pass	96.4	3.5	0.1	86.5	3.1	0.1	6.3
Sarepta Therapeutics, Inc.	6/3/14	Pass	69.2	29.4	1.4	37.6	16.0	0.8	33.2
Saul Centers, Inc.	5/9/14	Pass	98.8	1.0	0.2	88.9	0.9	0.2	n/a
SBA Communications Corporation	5/8/14	Pass	98.8	1.0	0.2	89.1	0.9	0.2	3.6
SCANA Corporation	4/24/14	Pass	83.7	13.4	3.0	53.7	8.6	1.9	19.6
Schlumberger Ltd.	4/9/14	Pass	96.5	2.9	0.6	71.0	2.1	0.4	7.3
Schnitzer Steel Industries, Inc.	1/29/14	Pass	75.9	23.9	0.1	57.7	18.2	0.1	n/a
Schweitzer-Mauduit International, Inc.	4/24/14	Pass	92.0	7.4	0.6	82.4	6.7	0.5	3.9
SciClone Pharmaceuticals, Inc.	6/12/14	Pass	87.8	6.5	5.7	59.2	4.4	3.8	14.4
Science Applications International Corp.	6/4/14	Pass	91.3	6.7	2.0	62.7	4.6	1.4	10.3
Scientific Games Corporation	6/11/14	Pass	69.1	30.6	0.3	59.6	26.4	0.2	10.1
SciQuest, Inc.	4/30/14	Pass	99.2	0.8	0.0	84.2	0.7	0.0	6.5
Scripps Networks Interactive, Inc.	5/13/14	Pass	100.0	n/a	n/a	23.6	n/a	n/a	n/a
Seaboard Corporation	4/28/14	Pass	93.7	6.2	0.1	89.8	5.9	0.1	2.5
Seacoast Banking Corporation of Florida	5/21/14	Pass	96.4	3.0	0.6	73.7	2.3	0.5	15.5
SEACOR Holdings Inc.	5/28/14	Pass	89.2	9.9	0.8	81.4	9.1	0.8	3.5

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Sealed Air Corporation	5/22/14	Pass	89.8	9.2	1.0	65.2	6.7	0.7	5.6
Sears Holdings Corporation	5/6/14	Pass	99.1	0.7	0.2	86.0	0.6	0.2	7.7
Sears Hometown and Outlet Stores, Inc.	5/28/14	Pass	99.1	0.9	0.0	84.5	0.7	0.0	10.3
Seattle Genetics, Inc.	5/16/14	Pass	93.4	6.0	0.7	80.1	5.1	0.6	7.6
SeaWorld Entertainment, Inc.	6/11/14	Pass	98.7	0.5	0.8	89.5	0.4	0.8	4.2
SEI Investments Company	5/21/14	Pass	99.1	0.7	0.3	85.3	0.6	0.2	7.5
Select Comfort Corporation	5/14/14	Pass	92.6	7.4	0.1	78.5	6.2	0.1	8.5
Select Medical Holdings Corporation	4/29/14	Pass	95.0	4.5	0.5	86.3	4.1	0.4	3.8
Selective Insurance Group, Inc.	4/23/14	Pass	94.8	5.0	0.1	76.0	4.0	0.1	8.5
Semgroup Corporation	5/15/14	Pass	98.7	1.1	0.2	78.1	0.9	0.2	7.5
Sempra Energy	5/9/14	Pass	96.8	2.3	0.8	71.1	1.7	0.6	10.6
Senior Housing Properties Trust	6/5/14	Pass	95.9	3.0	1.1	68.8	2.1	0.8	19.9
Sensient Technologies Corporation	4/24/14	Fail	42.6	49.7	7.7	38.5	44.9	6.9	n/a
Sequenom, Inc.	6/10/14	Pass	85.7	12.5	1.7	18.0	2.6	0.4	61.0
Service Corporation International	5/14/14	Pass	77.7	21.9	0.5	61.7	17.4	0.4	9.4
ServiceSource International Inc.	5/29/14	Pass	89.7	8.3	2.0	74.5	6.9	1.7	9.4
Shenandoah Telecommunications Company	4/22/14	Pass	91.3	3.3	5.4	60.4	2.2	3.6	7.2
Shoe Carnival, Inc.	6/12/14	Pass	97.8	1.1	1.1	90.5	1.0	1.0	4.3
Shutterfly, Inc.**	5/21/14	Pass	49.8	49.6	0.6	44.4	44.3	0.5	8.1
Sierra Bancorp	5/21/14	Pass	89.1	10.4	0.4	68.9	8.1	0.3	16.0
Siga Technologies, Inc	5/15/14	Pass	72.3	27.1	0.7	37.9	14.2	0.3	35.1
Sigma-Aldrich Corporation	5/6/14	Pass	96.2	2.5	1.3	75.1	1.9	1.0	6.9
Signet Jewelers Limited	6/13/14	Pass	97.0	1.5	1.5	77.7	1.2	1.2	2.9
Silgan Holdings Inc.	5/27/14	Pass	99.0	0.7	0.3	93.7	0.7	0.2	2.1
Silicon Image, Inc.	5/19/14	Pass	97.5	2.0	0.5	70.8	1.5	0.3	18.2
Silicon Laboratories Inc.	4/15/14	Pass	98.5	1.3	0.2	88.2	1.2	0.2	4.4
Simmons First National Corporation	4/15/14	Pass	88.3	11.1	0.6	58.6	7.4	0.4	12.3
Simon Property Group, Inc.	5/15/14	Pass	95.4	4.5	0.1	81.1	3.8	0.1	3.7
Simpson Manufacturing Co., Inc.	4/22/14	Pass	79.2	20.2	0.6	66.8	17.1	0.5	5.1
Sinclair Broadcast Group, Inc.	6/5/14	Pass	98.7	1.1	0.2	93.1	1.1	0.2	2.6
Sirius XM Holdings Inc.	5/19/14	Pass	83.9	15.7	0.4	62.7	11.7	0.3	19.3
Sirona Dental Systems, Inc.	2/19/14	Pass	98.5	1.5	0.0	87.7	1.3	0.0	4.6
Six Flags Entertainment Corporation	5/7/14	Pass	91.7	7.8	0.5	75.4	6.4	0.4	7.6
SJW Corp.	4/30/14	Pass	62.1	23.3	14.6	44.3	16.6	10.4	23.0
Skechers U.S.A., Inc.	5/22/14	Pass	99.6	0.4	0.0	83.9	0.3	0.0	n/a
Skilled Healthcare Group, Inc.	5/8/14	Pass	99.6	0.4	0.0	91.6	0.3	0.0	4.3
Skullcandy, Inc.	5/14/14	Pass	65.5	34.3	0.3	44.5	23.3	0.2	19.2
SkyWest, Inc.	5/6/14	Pass	94.5	4.8	0.7	77.8	4.0	0.6	10.0
Skyworks Solutions, Inc.	5/6/14	Pass	96.0	3.5	0.4	73.0	2.7	0.3	12.8
SL Green Realty Corp.	5/29/14	Pass	61.9	38.0	0.1	56.6	34.8	0.1	n/a
SLM Corporation	6/25/14	Pass	98.2	0.7	1.2	80.9	0.6	1.0	4.4
SM Energy Company	5/20/14	Pass	98.2	0.5	1.3	84.3	0.5	1.1	6.8

** Proposal reported by company as passed. For as a percentage of for/against votes were greater than 50 percent.

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Snap-On Incorporated	4/24/14	Pass	98.2	1.2	0.6	79.7	1.0	0.5	8.2
Snyder's-Lance, Inc.	5/6/14	Pass	93.6	1.3	5.1	79.2	1.1	4.3	7.6
SolarWinds, Inc.	5/15/14	Pass	95.5	4.4	0.0	80.2	3.7	0.0	4.0
Sonic Automotive, Inc.	4/16/14	Pass	95.8	4.1	0.1	89.7	3.8	0.1	5.3
Sonic Corp.	1/16/14	Pass	99.0	0.9	0.1	83.9	0.7	0.1	9.4
Sonoco Products Company	4/16/14	Pass	94.1	4.9	1.0	73.1	3.8	0.7	13.9
Sonus Networks Inc	6/11/14	Pass	57.4	41.1	1.5	42.0	30.1	1.1	19.7
Sotheby's	5/6/14	Pass	88.1	11.0	0.9	66.5	8.3	0.7	7.6
South Jersey Industries, Inc.	4/24/14	Pass	93.8	5.1	1.1	71.4	3.9	0.8	15.3
Southern Copper Corporation	4/29/14	Pass	99.5	0.4	0.1	89.9	0.4	0.1	5.9
Southside Bancshares, Inc.	5/1/14	Pass	96.3	2.8	0.9	67.7	2.0	0.7	15.4
Southwest Airlines Co.	5/14/14	Pass	94.4	4.8	0.7	73.5	3.8	0.6	11.7
Southwest Bancorp, Inc.	4/23/14	Pass	93.9	6.0	0.1	75.3	4.8	0.1	11.8
Southwest Gas Corporation	5/8/14	Pass	89.9	1.6	8.4	72.6	1.3	6.8	7.8
Southwestern Energy Company	5/20/14	Pass	97.7	2.1	0.2	83.0	1.8	0.2	5.6
Sovran Self Storage, Inc.	5/22/14	Pass	96.5	3.1	0.4	85.9	2.7	0.4	7.0
SP Plus Corporation	4/22/14	Pass	99.4	0.6	0.1	85.5	0.5	0.1	3.2
Spansion Inc.	5/16/14	Pass	88.8	11.0	0.1	78.7	9.8	0.1	4.1
Spartan Motors, Inc.	5/21/14	Pass	94.5	3.2	2.3	72.6	2.4	1.8	16.1
SpartanNash Company	5/28/14	Pass	93.2	6.6	0.2	77.1	5.5	0.2	8.0
Spectra Energy Corp	4/15/14	Pass	95.6	3.0	1.4	63.1	1.9	0.9	17.0
Spectrum Brands Holdings, Inc.	1/28/14	Pass	97.7	1.9	0.4	89.5	1.8	0.3	n/a
Spectrum Pharmaceuticals Inc.	6/27/14	Fail	32.8	66.7	0.6	16.3	33.1	0.3	30.9
Speedway Motorsports, Inc.	4/15/14	Pass	96.0	3.3	0.7	90.0	3.1	0.7	2.5
Spirit Aerosystems Holdings, Inc.	4/30/14	Pass	96.6	3.3	0.1	90.8	3.1	0.1	0.0
Spirit Airlines, Inc.	6/17/14	Pass	97.8	1.9	0.3	83.1	1.6	0.3	9.0
Spirit Realty Capital, Inc.	6/2/14	Pass	98.7	0.9	0.4	59.9	0.6	0.2	17.6
Splunk, Inc.	6/10/14	Fail	38.8	57.7	3.5	32.3	48.0	3.0	9.8
Springleaf Holdings, Inc.	5/28/14	Pass	97.0	3.0	0.0	93.9	2.9	0.0	1.2
Sprouts Farmers Market, Inc.	5/15/14	Pass	97.7	2.3	0.1	75.0	1.7	0.1	1.4
SPS Commerce, Inc.	5/15/14	Pass	97.3	2.6	0.1	86.3	2.3	0.1	7.2
SPX Corporation	5/7/14	Pass	61.6	37.2	1.2	49.6	30.0	1.0	5.5
SS&C Technologies Holdings, Inc.	5/29/14	Pass	89.5	10.5	0.0	82.8	9.8	0.0	1.5
St. Jude Medical, Inc.	5/1/14	Pass	86.2	13.1	0.7	67.5	10.2	0.6	8.8
STAAR Surgical Company	6/9/14	Pass	97.5	2.4	0.1	68.2	1.6	0.1	n/a
STAG Industrial, Inc.	5/5/14	Pass	96.4	2.8	0.8	74.5	2.1	0.6	11.2
Stage Stores, Inc.	6/10/14	Pass	96.3	3.5	0.3	90.0	3.2	0.3	1.8
STAMPS.COM Inc.	6/11/14	Pass	97.6	0.1	2.3	83.2	0.1	2.0	7.3
StanCorp Financial Group, Inc.	5/12/14	Pass	98.3	1.3	0.5	72.0	0.9	0.3	4.6
Standard Motor Products, Inc.	5/15/14	Pass	92.5	2.1	5.5	73.2	1.6	4.3	14.8
Standard Pacific Corp.	5/7/14	Pass	98.4	1.2	0.4	91.7	1.1	0.4	10.2
Stanley Black & Decker, Inc.	4/15/14	Pass	93.4	5.5	1.1	73.2	4.3	0.9	8.3

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Table 5 Say-on-Pay Management Proposals—Voting Results

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Staples, Inc.	6/2/14	Fail	46.2	53.5	0.3	34.7	40.2	0.2	9.3
Starbucks Corporation	3/19/14	Pass	86.8	12.9	0.4	60.8	9.0	0.3	16.4
Starwood Hotels & Resorts Worldwide, Inc.	5/1/14	Pass	96.6	1.2	2.2	77.9	1.0	1.8	5.8
Starwood Property Trust, Inc.	4/30/14	Pass	98.9	0.8	0.3	79.0	0.6	0.3	12.9
State Auto Financial Corporation	5/2/14	Pass	99.3	0.6	0.2	91.2	0.5	0.2	5.6
State Bank Financial Corporation	5/28/14	Pass	86.8	13.1	0.1	72.0	10.9	0.1	9.1
State Street Corporation	5/14/14	Pass	93.1	5.9	1.1	76.8	4.8	0.9	6.3
Steel Dynamics, Inc.	5/15/14	Pass	93.7	5.9	0.4	74.1	4.7	0.3	8.4
Stein Mart, Inc.	6/24/14	Pass	99.8	0.1	0.1	90.5	0.1	0.0	n/a
Steiner Leisure Limited	6/11/14	Pass	99.3	0.7	0.0	89.1	0.6	0.0	4.4
Stepan Company	4/29/14	Pass	98.9	0.6	0.5	79.8	0.5	0.4	9.1
Stericycle, Inc.	5/21/14	Pass	97.4	2.5	0.1	75.7	2.0	0.1	7.5
Sterling Bancorp	2/20/14	Pass	93.5	3.7	2.8	72.0	2.8	2.2	13.7
Sterling Construction Company, Inc.	5/9/14	Pass	86.3	12.6	1.1	67.9	9.9	0.8	13.4
Steven Madden, Ltd.	5/23/14	Pass	94.1	5.9	0.0	76.5	4.8	0.0	5.9
Stewart Information Services Corporation	5/2/14	Pass	97.8	2.1	0.1	83.2	1.8	0.1	7.5
Stifel Financial Corp.	6/11/14	Pass	66.1	29.1	4.8	59.3	26.1	4.3	6.5
Stillwater Mining Company	4/30/14	Pass	93.3	5.1	1.6	58.9	3.2	1.0	15.1
Stock Yards Bancorp, Inc.	4/23/14	Pass	92.3	2.2	5.5	62.8	1.5	3.8	17.8
Stone Energy Corporation	5/22/14	Pass	95.8	3.8	0.4	75.9	3.0	0.3	8.5
Stoneridge, Inc.	5/6/14	Pass	75.3	21.6	3.1	66.5	19.1	2.7	3.0
Straight Path Communications, Inc.	1/16/14	Pass	99.2	0.2	0.6	87.3	0.1	0.6	6.8
Strategic Hotels & Resorts, Inc.	5/22/14	Pass	99.5	0.5	0.0	87.9	0.5	0.0	4.2
Stratus Properties Inc.	5/8/14	Pass	66.3	33.5	0.2	35.4	17.9	0.1	40.7
Strayer Education, Inc.	5/6/14	Pass	95.2	4.8	0.1	79.1	4.0	0.0	9.2
Stryker Corporation	4/22/14	Pass	96.9	2.6	0.5	78.1	2.1	0.4	9.1
Sturm, Ruger & Company, Inc.	5/6/14	Pass	96.5	2.9	0.5	60.5	1.8	0.3	28.0
Sucampo Pharmaceuticals, Inc.	5/9/14	Pass	99.6	0.4	0.0	81.9	0.3	0.0	5.3
Suffolk Bancorp	4/29/14	Pass	60.1	34.9	5.0	44.6	25.9	3.7	13.3
Summit Hotel Properties, Inc.	6/16/14	Pass	97.5	1.7	0.7	78.7	1.4	0.6	10.7
Sun Hydraulics Corporation	6/2/14	Pass	98.3	1.4	0.3	85.4	1.2	0.3	8.3
SunCoke Energy, Inc.	5/8/14	Pass	98.4	0.8	0.8	81.6	0.7	0.7	7.4
SunEdison, Inc.	5/29/14	Pass	96.6	2.6	0.8	73.4	2.0	0.6	12.9
Sunesis Pharmaceuticals, Inc.	6/5/14	Pass	99.6	0.3	0.1	73.4	0.2	0.1	n/a
SunPower Corporation	4/23/14	Pass	90.4	9.5	0.1	72.9	7.6	0.1	12.4
Sunstone Hotel Investors, Inc.	5/1/14	Pass	98.8	1.0	0.2	91.3	0.9	0.2	2.1
SunTrust Banks, Inc.	4/22/14	Pass	92.8	6.8	0.4	71.7	5.2	0.3	8.2
Super Micro Computer, Inc.	2/13/14	Pass	98.1	1.4	0.4	82.3	1.2	0.4	11.0
Superior Energy Services, Inc.	5/14/14	Pass	98.3	1.5	0.2	83.5	1.3	0.2	4.9
support.com, Inc.	6/4/14	Pass	98.2	1.7	0.2	60.9	1.0	0.1	21.4
SurModics, Inc.	2/4/14	Pass	95.4	3.5	1.1	75.6	2.8	0.8	12.5
Susquehanna Bancshares, Inc.	5/2/14	Pass	96.2	2.8	1.0	74.6	2.2	0.8	11.4

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Susser Holdings Corporation	5/13/14	Pass	97.7	1.8	0.6	81.2	1.5	0.5	7.1
SVB Financial Group	4/24/14	Pass	97.9	1.3	0.8	87.8	1.1	0.7	4.4
Swift Energy Company	5/20/14	Pass	80.2	19.4	0.4	53.0	12.8	0.2	23.9
Swift Transportation Company	5/8/14	Pass	99.2	0.5	0.4	89.2	0.4	0.3	4.5
Swisher Hygiene Inc.	4/14/14	Pass	88.9	9.7	1.4	44.9	4.9	0.7	23.1
Sykes Enterprises, Incorporated	5/20/14	Pass	93.8	5.5	0.8	85.7	5.0	0.7	2.8
Symetra Financial Corporation	5/9/14	Pass	98.2	1.8	0.1	90.3	1.6	0.0	3.4
Symmetry Medical, Inc.	4/25/14	Pass	99.0	1.0	0.0	87.8	0.9	0.0	3.8
Synageva BioPharma Corp.	6/4/14	Pass	98.3	1.7	0.0	87.6	1.5	0.0	1.2
Synchronoss Technologies, Inc.	5/28/14	Pass	97.7	2.1	0.2	84.7	1.9	0.1	7.9
SYNNEX Corporation	3/25/14	Pass	99.7	0.3	0.0	89.4	0.2	0.0	3.6
Synopsys, Inc.	4/2/14	Pass	98.0	1.9	0.1	82.7	1.6	0.1	6.2
Synovus Financial Corp.	4/24/14	Pass	98.6	1.1	0.3	n/a	n/a	n/a	n/a
Synta Pharmaceuticals Corp.	6/12/14	Pass	95.7	4.0	0.3	47.6	2.0	0.2	33.2
Syntel, Inc.	6/3/14	Pass	99.0	0.8	0.1	92.7	0.8	0.1	1.7
Synutra International, Inc.	3/5/14	Pass	100.0	0.0	0.0	67.0	0.0	0.0	7.6
Systemax Inc.	6/9/14	Pass	99.9	0.1	0.0	90.1	0.1	0.0	6.2
T. Rowe Price Group, Inc.	4/24/14	Pass	98.0	1.2	0.8	75.2	0.9	0.6	9.7
TAL International Group, Inc.	4/22/14	Pass	95.6	3.8	0.5	68.2	2.7	0.4	20.6
Taminco Corporation	5/19/14	Pass	99.7	0.2	0.0	94.0	0.2	0.0	1.4
Tanger Factory Outlet Centers, Inc.	5/16/14	Pass	88.2	11.7	0.1	77.6	10.3	0.1	6.3
Tangoe, Inc.	6/5/14	Pass	78.3	21.1	0.6	64.3	17.3	0.5	10.9
Targa Resources Corp.	5/29/14	Pass	99.5	0.4	0.1	82.0	0.3	0.1	11.0
Targacept, Inc.	6/5/14	Pass	97.8	2.2	0.1	59.7	1.3	0.0	30.7
Target Corporation	6/11/14	Pass	77.3	21.9	0.7	60.2	17.1	0.6	10.2
TASER International, Inc.	5/15/14	Pass	95.8	4.0	0.3	60.7	2.5	0.2	29.2
Taubman Centers, Inc.	5/22/14	Pass	89.4	10.6	0.0	83.1	9.8	0.0	2.3
Taylor Morrison Home Corporation	5/28/14	Pass	99.8	0.2	0.0	97.4	0.2	0.0	0.9
TCF Financial Corporation	4/23/14	Fail	45.5	54.4	0.1	36.8	44.0	0.1	6.7
TD Ameritrade Holding Corporation	2/12/14	Pass	94.1	3.1	2.8	85.9	2.8	2.5	3.2
Team Health Holdings, Inc.	5/19/14	Pass	96.8	3.1	0.1	89.7	2.9	0.1	2.4
TearLab Corporation	6/11/14	Pass	86.7	8.9	4.4	64.9	6.7	3.3	14.0
Tech Data Corporation	6/4/14	Pass	99.5	0.4	0.1	88.1	0.4	0.1	6.0
TechTarget, Inc.	6/20/14	Pass	99.6	0.4	0.0	70.8	0.3	0.0	28.3
TECO Energy, Inc.	4/30/14	Pass	73.4	24.1	2.5	47.4	15.6	1.6	22.8
Tecumseh Products Company	4/30/14	Pass	68.1	29.5	2.4	54.8	23.7	1.9	3.2
Tejon Ranch Co.	5/7/14	Pass	89.4	7.5	3.0	72.9	6.1	2.5	11.6
TeleCommunication Systems, Inc.	5/29/14	Pass	54.1	44.3	1.6	35.0	28.6	1.0	n/a
Teledyne Technologies Incorporated	4/23/14	Pass	95.2	3.8	1.0	83.5	3.4	0.8	6.0
Teleflex Incorporated	5/2/14	Pass	98.4	1.1	0.5	83.2	0.9	0.4	6.4
Telephone and Data Systems, Inc.	5/22/14	Pass	85.3	9.8	5.0	58.8	6.7	3.4	0.7
TeleTech Holdings, Inc.	5/22/14	Pass	99.3	0.7	0.0	91.9	0.7	0.0	4.6

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Tempur Sealy International, Inc.	5/7/14	Pass	98.7	1.3	0.0	81.2	1.1	0.0	11.6
Tenet Healthcare Corporation	5/8/14	Pass	88.2	7.3	4.5	73.2	6.1	3.7	6.9
Tennant Company	4/23/14	Pass	93.2	1.7	5.1	84.0	1.5	4.6	4.6
Tenneco Inc.	5/14/14	Pass	92.4	4.4	3.2	80.9	3.9	2.8	5.0
Teradata Corporation	4/29/14	Pass	92.6	6.6	0.9	69.1	4.9	0.6	9.3
Teradyne, Inc.	5/20/14	Pass	96.4	3.4	0.1	84.6	3.0	0.1	7.3
Terex Corporation	5/8/14	Pass	98.1	1.5	0.3	75.9	1.2	0.3	11.4
Terreno Realty Corporation	5/9/14	Pass	99.1	0.9	0.0	95.0	0.9	0.0	1.9
Territorial Bancorp, Inc.	5/21/14	Pass	52.5	46.9	0.5	41.6	37.2	0.4	14.9
Tesco Corporation	5/9/14	Pass	97.3	2.4	0.3	75.3	1.9	0.3	9.8
Tesla Motors, Inc.	6/3/14	Pass	94.4	5.3	0.3	56.0	3.1	0.2	21.7
Tesoro Corporation	4/29/14	Pass	93.9	5.1	1.0	66.7	3.6	0.7	9.9
Tessera Technologies, Inc.	5/7/14	Pass	86.5	12.4	1.2	76.0	10.9	1.0	5.6
Tetra Tech, Inc.	2/27/14	Pass	98.0	1.9	0.1	77.6	1.5	0.1	7.3
TETRA Technologies, Inc.	5/6/14	Pass	97.0	2.8	0.2	87.5	2.5	0.2	5.9
Texas Capital Bancshares, Inc.	5/20/14	Pass	63.1	36.6	0.3	55.0	31.9	0.2	n/a
Texas Instruments Incorporated	4/17/14	Pass	96.6	2.9	0.5	79.2	2.4	0.4	7.8
Texas Roadhouse, Inc.	5/22/14	Pass	91.6	8.4	0.0	80.5	7.4	0.0	8.0
Textron Inc.	4/23/14	Pass	90.9	7.0	2.1	77.8	6.0	1.8	6.7
TFS Financial Corporation	2/20/14	Pass	88.9	11.0	0.1	83.3	10.3	0.1	4.3
TGC Industries, Inc.	6/3/14	Pass	72.2	27.7	0.1	58.8	22.5	0.1	14.8
The ADT Corporation	3/13/14	Pass	91.5	5.4	3.1	73.9	4.4	2.5	8.1
The AES Corporation	4/17/14	Pass	95.9	2.5	1.6	82.8	2.1	1.4	3.5
The Allstate Corporation	5/20/14	Pass	95.1	3.9	1.0	73.6	3.0	0.8	8.8
The Andersons, Inc.	5/2/14	Pass	97.8	1.3	0.9	76.8	1.0	0.7	14.0
The Babcock & Wilcox Company	5/9/14	Pass	96.2	1.9	1.9	73.2	1.5	1.5	4.7
The Bancorp, Inc.	5/1/14	Pass	79.3	20.6	0.1	67.3	17.4	0.1	6.5
The Bank of Kentucky Financial Corporation	4/25/14	Pass	97.9	1.6	0.5	66.7	1.1	0.3	16.9
The Bank of New York Mellon Corporation	4/8/14	Pass	91.5	6.4	2.1	73.3	5.1	1.7	6.6
The Boeing Company	4/28/14	Pass	93.2	5.7	1.2	68.0	4.1	0.9	14.5
The Bon-Ton Stores, Inc.	6/17/14	Pass	93.3	0.6	6.1	79.2	0.5	5.2	8.7
The Boston Beer Company, Inc.	6/4/14	Pass	97.3	0.5	2.2	51.1	0.3	1.2	n/a
The Brink's Company	5/2/14	Pass	89.0	4.0	7.0	79.8	3.6	6.3	4.3
The Buckle, Inc.	5/27/14	Pass	99.3	0.6	0.1	84.2	0.5	0.1	8.3
The Cato Corporation	5/20/14	Pass	96.5	1.4	2.2	93.1	1.3	2.1	1.5
The Charles Schwab Corporation	5/15/14	Pass	97.5	2.2	0.3	85.1	1.9	0.3	5.9
The Cheesecake Factory Incorporated	5/29/14	Pass	92.9	3.0	4.1	79.4	2.6	3.5	7.4
The Chefs' Warehouse, Inc.	5/16/14	Pass	99.8	0.1	0.0	73.3	0.1	0.0	3.6
The Children's Place Retail Stores, Inc.	6/4/14	Pass	61.1	38.8	0.1	54.8	34.8	0.1	4.8
The Chubb Corporation	4/29/14	Pass	96.3	3.4	0.3	75.8	2.7	0.3	9.1
The Coca-Cola Company	4/23/14	Pass	89.9	9.0	1.0	62.1	6.2	0.7	14.6
The Cooper Companies, Inc.	3/17/14	Pass	99.0	0.6	0.4	87.5	0.6	0.3	3.7

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
The Corporate Executive Board Company	6/19/14	Pass	94.2	5.7	0.1	86.8	5.3	0.1	2.9
The Dow Chemical Company	5/15/14	Pass	78.0	21.0	1.1	58.1	15.6	0.8	11.3
The Dun & Bradstreet Corporation	5/7/14	Pass	95.9	2.8	1.2	73.3	2.2	0.9	n/a
The E.W. Scripps Company	5/5/14	Pass	100.0	n/a	n/a	97.7	n/a	n/a	n/a
The Empire District Electric Company	5/1/14	Pass	82.6	13.2	4.2	38.2	6.1	1.9	32.6
The Ensign Group, Inc.	5/29/14	Pass	99.6	0.4	0.1	85.6	0.3	0.1	8.4
The Female Health Company	3/20/14	Pass	80.0	16.6	3.5	51.7	10.7	2.3	26.4
The First Bancorp, Inc.	4/24/14	Pass	94.6	2.4	3.0	64.1	1.7	2.0	28.0
The First of Long Island Corporation	4/22/14	Pass	97.0	2.0	1.0	64.3	1.4	0.6	21.2
The Fresh Market, Inc.	6/3/14	Pass	98.6	1.0	0.3	84.2	0.9	0.3	8.8
The Gap, Inc.	5/20/14	Pass	98.3	1.4	0.3	84.9	1.2	0.2	4.8
The GEO Group, Inc.	5/2/14	Pass	99.4	0.5	0.1	76.5	0.4	0.1	13.2
The Goldman Sachs Group, Inc.	5/16/14	Pass	83.1	16.5	0.3	60.1	12.0	0.3	13.1
The Goodyear Tire & Rubber Company	4/14/14	Pass	89.6	10.0	0.4	67.8	7.5	0.3	11.8
The Gorman-Rupp Company	4/24/14	Pass	89.3	1.8	8.9	64.6	1.3	6.4	11.8
The Greenbrier Companies, Inc.	1/8/14	Pass	94.1	2.2	3.7	72.9	1.7	2.9	12.4
The Hackett Group, Inc.	5/2/14	Pass	72.4	20.7	6.9	57.1	16.3	5.4	8.8
The Hanover Insurance Group, Inc.	5/20/14	Pass	97.9	1.5	0.6	77.9	1.2	0.4	5.7
The Hartford Financial Services Group, Inc.	5/21/14	Pass	80.1	19.2	0.8	62.1	14.9	0.6	10.7
The Hershey Company	4/29/14	Pass	99.2	0.6	0.2	93.3	0.6	0.2	2.9
The Home Depot, Inc.	5/22/14	Pass	97.7	1.7	0.6	69.1	1.2	0.4	14.9
The Howard Hughes Corporation	5/14/14	Pass	97.5	2.3	0.3	65.7	1.5	0.2	14.5
The Interpublic Group of Companies, Inc.	5/22/14	Pass	97.7	1.9	0.4	82.0	1.6	0.3	3.7
The Kroger Co.	6/26/14	Pass	95.4	3.7	0.9	75.8	2.9	0.7	6.4
The Laclede Group, Inc.	1/30/14	Pass	95.2	2.3	2.4	64.6	1.6	1.7	17.2
The Macerich Company	5/30/14	Pass	97.5	2.2	0.3	85.7	1.9	0.3	2.9
The Manitowoc Company, Inc.	5/6/14	Pass	97.4	2.0	0.6	69.2	1.4	0.4	19.3
The McClatchy Company	5/15/14	Pass	99.7	0.2	0.1	84.0	0.2	0.1	n/a
The Medicines Company	5/29/14	Pass	96.6	3.4	0.0	87.3	3.0	0.0	4.0
The Men's Wearhouse, Inc.	6/18/14	Pass	96.6	3.4	0.0	87.4	3.0	0.0	3.3
The Middleby Corporation	5/6/14	Pass	52.3	45.8	1.9	44.5	38.9	1.6	9.0
The Mosaic Company	5/15/14	Pass	97.7	1.7	0.6	72.1	1.3	0.4	8.7
The NASDAQ OMX Group, Inc.	5/7/14	Pass	98.3	1.5	0.2	64.1	1.0	0.1	5.4
The Navigators Group, Inc.	5/22/14	Pass	96.1	2.4	1.4	84.9	2.1	1.3	2.9
The New York Times Company	4/30/14	Pass	99.2	0.8	n/a	0.5	0.0	n/a	0.0
The Pantry, Inc.	3/13/14	Pass	94.4	2.3	3.3	83.9	2.1	2.9	n/a
The Pep Boys - Manny, Moe & Jack	6/11/14	Pass	76.7	10.1	13.2	69.6	9.2	11.9	6.0
The PNC Financial Services Group, Inc.	4/22/14	Pass	86.8	12.2	0.9	67.4	9.5	0.7	7.7
The Priceline Group Inc.	6/5/14	Pass	96.8	2.2	1.1	78.1	1.7	0.9	5.0
The Progressive Corporation	5/16/14	Pass	98.5	1.2	0.4	79.9	0.9	0.3	4.8
The Ryland Group, Inc.	4/22/14	Pass	97.5	1.6	0.9	80.5	1.3	0.8	7.0
The Scotts Miracle-Gro Company	1/30/14	Pass	98.2	1.3	0.5	88.7	1.2	0.4	4.1

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
The Sherwin-Williams Company	4/16/14	Pass	95.3	3.4	1.3	80.2	2.9	1.1	5.8
The Southern Company	5/28/14	Pass	92.6	5.6	1.8	56.5	3.4	1.1	18.4
The Spectranetics Corporation	6/10/14	Pass	96.1	3.6	0.2	76.1	2.9	0.2	12.4
The St. Joe Company	5/14/14	Pass	97.3	0.5	2.2	84.7	0.4	1.9	8.2
The Timken Company	5/13/14	Pass	96.6	1.7	1.6	82.8	1.5	1.4	7.2
The TJX Companies, Inc.	6/10/14	Pass	97.2	2.5	0.3	80.5	2.1	0.3	5.7
The Toro Company	3/18/14	Pass	96.9	2.3	0.8	81.5	1.9	0.7	8.7
The Travelers Companies, Inc.	5/27/14	Pass	81.1	18.1	0.8	61.9	13.8	0.6	10.1
The Ultimate Software Group, Inc.	5/19/14	Pass	85.3	14.6	0.1	76.7	13.1	0.1	7.2
The Valspar Corporation	2/19/14	Pass	96.1	3.4	0.5	82.6	2.9	0.4	6.8
The Walt Disney Company	3/18/14	Pass	80.0	19.3	0.7	58.2	14.0	0.5	11.6
The Wendy's Company	5/28/14	Pass	89.9	9.6	0.5	64.9	6.9	0.4	18.9
The Western Union Company	5/16/14	Pass	96.3	3.5	0.2	77.7	2.8	0.1	7.3
The Wet Seal, Inc.	5/22/14	Pass	91.9	5.3	2.9	40.3	2.3	1.3	20.3
The Williams Companies, Inc.	5/22/14	Pass	98.5	1.0	0.5	73.9	0.8	0.4	12.6
The York Water Company	5/5/14	Pass	90.4	4.0	5.7	51.8	2.3	3.2	27.9
TherapeuticsMD, Inc.	6/5/14	Pass	96.3	3.6	0.1	71.9	2.7	0.1	10.0
Theravance, Inc.	5/22/14	Pass	99.6	0.4	0.1	87.9	0.3	0.1	n/a
Thermo Fisher Scientific, Inc.	5/20/14	Pass	98.4	1.3	0.3	81.3	1.1	0.3	5.4
Thoratec Corporation	5/21/14	Pass	96.8	3.2	0.0	80.5	2.6	0.0	6.8
Threshold Pharmaceuticals, Inc.	5/16/14	Pass	98.7	0.9	0.4	57.5	0.5	0.2	23.0
TIBCO Software Inc.	4/3/14	Pass	58.1	41.6	0.3	47.9	34.2	0.2	9.2
Tiffany & Co.	5/22/14	Pass	98.4	1.2	0.4	80.6	1.0	0.3	5.8
Time Warner Cable Inc.	6/5/14	Pass	60.3	36.7	3.1	48.2	29.3	2.5	7.1
Time Warner Inc.	6/13/14	Pass	88.7	10.4	0.9	70.2	8.2	0.7	7.0
Titan International, Inc.	5/15/14	Fail	47.0	52.0	1.0	35.2	39.0	0.8	16.2
Titan Machinery Inc.	5/29/14	Pass	98.1	0.7	1.2	75.7	0.5	0.9	12.6
T-Mobile US, Inc.	6/5/14	Pass	99.4	0.5	0.1	93.0	0.5	0.1	2.1
Toll Brothers, Inc.	3/12/14	Pass	97.5	2.0	0.5	77.7	1.6	0.4	8.8
Tompkins Financial Corporation	5/12/14	Pass	94.1	4.5	1.5	62.6	3.0	1.0	15.8
Tootsie Roll Industries, Inc.	5/5/14	Pass	95.8	4.2	n/a	91.0	3.9	n/a	n/a
Torchmark Corporation	4/24/14	Pass	97.3	2.1	0.6	73.3	1.6	0.4	9.5
Tornier N.V.	6/26/14	Pass	99.5	0.5	0.0	81.1	0.4	0.0	7.1
Total System Services, Inc.	5/1/14	Pass	97.4	2.0	0.6	68.8	1.4	0.4	13.0
Tower International, Inc.	4/25/14	Pass	73.7	21.1	5.1	8.3	2.4	0.6	6.0
Town Sports International Holdings, Inc.	5/8/14	Pass	90.0	5.3	4.7	67.2	3.9	3.5	13.4
Tractor Supply Company	5/1/14	Pass	97.6	1.4	0.9	77.8	1.1	0.8	9.2
TransDigm Group Incorporated	3/4/14	Pass	65.4	34.1	0.4	56.0	29.2	0.4	n/a
Travelzoo Inc.	5/9/14	Pass	98.0	1.9	0.1	80.6	1.6	0.1	n/a
Tree.com, Inc.	6/11/14	Pass	77.9	20.3	1.7	68.1	17.8	1.5	n/a
TreeHouse Foods, Inc.	4/24/14	Pass	88.5	11.4	0.1	80.7	10.4	0.1	4.8
Trex Company, Inc.	4/30/14	Pass	96.9	2.8	0.3	83.0	2.4	0.3	8.3

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Triangle Capital Corp.	5/7/14	Pass	82.2	15.1	2.7	46.9	8.6	1.5	n/a
TriMas Corporation	5/8/14	Pass	99.2	0.7	0.1	93.0	0.7	0.1	2.4
Trimble Navigation Limited	5/8/14	Pass	91.2	8.4	0.4	75.3	6.9	0.3	7.8
Trinity Industries, Inc.	5/5/14	Pass	94.7	4.2	1.1	68.7	3.0	0.8	15.4
Triple-S Management Corporation	4/30/14	Pass	94.6	4.3	1.1	64.8	3.0	0.8	4.7
TrueBlue, Inc.	5/14/14	Pass	98.9	1.0	0.1	87.8	0.9	0.1	5.0
TrustCo Bank Corp NY	5/22/14	Pass	92.5	5.7	1.9	72.8	4.5	1.5	11.7
Trustmark Corporation	4/29/14	Pass	98.1	1.3	0.6	67.6	0.9	0.4	16.0
TRW Automotive Holdings Corp.	5/13/14	Fail	43.7	56.2	0.2	38.4	49.4	0.2	3.8
TTM Technologies, Inc.	4/23/14	Pass	95.0	4.7	0.2	77.2	3.8	0.2	8.8
Tumi Holdings, Inc.	5/16/14	Pass	92.0	8.0	0.0	78.6	6.8	0.0	3.4
Tupperware Brands Corporation	5/9/14	Pass	98.1	1.2	0.6	73.9	0.9	0.5	10.8
Tutor Perini Corporation	5/28/14	Fail	44.4	55.5	0.0	39.4	49.2	0.0	6.5
tw telecom inc.	6/5/14	Pass	92.9	6.6	0.5	88.2	6.3	0.5	2.5
Two Harbors Investment Corp.	5/20/14	Pass	95.8	2.8	1.3	56.7	1.7	0.8	27.8
Tyler Technologies, Inc.	5/14/14	Pass	69.5	28.5	2.0	59.6	24.5	1.7	9.0
Tyson Foods, Inc.	1/31/14	Pass	98.8	1.0	0.2	91.9	0.9	0.2	1.9
U.S. Bancorp	4/15/14	Pass	95.6	3.5	0.9	71.5	2.6	0.7	12.1
U.S. Concrete, Inc.	5/14/14	Pass	98.5	1.5	0.0	72.2	1.1	0.0	15.9
U.S. Physical Therapy, Inc.	5/13/14	Pass	98.2	1.8	0.0	83.5	1.5	0.0	8.2
U.S. Silica Holdings, Inc.	5/8/14	Pass	98.2	1.6	0.2	76.9	1.2	0.2	14.2
UDR, Inc.	5/22/14	Pass	95.7	4.1	0.2	80.7	3.5	0.2	5.6
UFP Technologies, Inc.	6/11/14	Pass	95.7	4.1	0.2	71.0	3.0	0.2	12.8
UGI Corporation	1/30/14	Pass	94.9	4.1	1.0	74.7	3.3	0.8	n/a
UIL Holdings Corporation	5/13/14	Pass	95.5	2.8	1.7	68.6	2.0	1.2	16.7
Ultra Salon, Cosmetics & Fragrance, Inc.	6/5/14	Pass	97.3	2.6	0.1	86.0	2.3	0.1	4.2
Ultra Clean Holdings, Inc.	5/21/14	Pass	95.9	1.4	2.7	59.6	0.9	1.7	16.2
Ultra Petroleum Corp.	5/20/14	Pass	86.4	13.3	0.4	46.5	7.1	0.2	10.4
UMB Financial Corporation	4/22/14	Pass	97.1	2.3	0.6	83.5	1.9	0.5	6.7
UMH Properties, Inc.	6/12/14	Pass	94.5	4.0	1.5	52.1	2.2	0.8	35.9
Umpqua Holdings Corporation	4/15/14	Pass	97.2	1.6	1.2	79.1	1.3	0.9	12.0
Under Armour, Inc.	5/13/14	Pass	99.8	0.1	0.1	91.6	0.1	0.0	5.9
Union Bankshares Corporation	4/22/14	Pass	93.7	5.3	1.0	66.4	3.8	0.7	13.4
Union Pacific Corporation	5/15/14	Pass	96.3	3.0	0.8	74.8	2.3	0.6	8.9
Unisys Corporation	5/1/14	Pass	96.9	2.5	0.6	64.4	1.7	0.4	15.6
Unit Corporation	5/7/14	Pass	96.1	3.8	0.1	86.3	3.4	0.1	3.7
United Bankshares, Inc.	5/21/14	Pass	93.7	4.1	2.2	62.8	2.8	1.5	18.8
United Community Banks, Inc.	5/14/14	Pass	96.2	3.0	0.8	72.3	2.3	0.6	3.7
United Community Financial Corp.	5/27/14	Pass	78.7	20.4	0.9	43.0	11.1	0.5	19.3
United Continental Holdings, Inc.	6/11/14	Pass	95.6	4.0	0.3	83.7	3.5	0.3	6.5
United Fire Group, Inc.	5/21/14	Pass	97.6	2.3	0.1	80.0	1.9	0.1	7.4
United Online, Inc.	6/12/14	Pass	72.0	26.8	1.2	54.5	20.3	0.9	12.8

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
United Parcel Service, Inc.	5/8/14	Pass	88.7	8.1	3.2	60.6	5.6	2.2	4.1
United Rentals, Inc.	5/7/14	Pass	97.7	1.7	0.6	80.7	1.4	0.5	8.4
United States Cellular Corporation	5/20/14	Pass	98.9	0.1	1.0	98.4	0.1	1.0	0.3
United States Lime & Minerals, Inc.	5/2/14	Pass	85.5	12.8	1.7	77.8	11.6	1.6	9.0
United States Steel Corporation	4/29/14	Pass	77.2	21.2	1.6	41.3	11.3	0.9	23.1
United Stationers Inc.	5/21/14	Pass	99.1	0.5	0.4	92.5	0.5	0.4	2.7
United Technologies Corporation	4/28/14	Pass	92.3	6.9	0.8	71.9	5.4	0.6	9.6
United Therapeutics Corporation	6/26/14	Fail	41.4	58.0	0.6	34.1	47.7	0.5	7.4
UnitedHealth Group Incorporated	6/2/14	Pass	98.2	1.4	0.4	80.8	1.2	0.3	6.1
UNITIL Corporation	4/22/14	Pass	87.4	10.7	1.9	54.8	6.7	1.2	26.0
Universal American Corp.	5/28/14	Pass	98.5	0.9	0.6	80.5	0.7	0.5	4.4
Universal Display Corporation	6/19/14	Pass	92.9	3.9	3.2	46.6	2.0	1.6	25.9
Universal Electronics Inc.	6/12/14	Pass	87.5	12.4	0.1	74.0	10.5	0.1	8.5
Universal Forest Products, Inc.	4/16/14	Pass	98.4	1.5	0.2	89.6	1.3	0.1	4.5
Universal Health Realty Income Trust	6/12/14	Pass	96.9	2.4	0.7	60.1	1.5	0.4	30.2
Universal Health Services, Inc.	5/21/14	Pass	99.6	0.4	0.0	82.8	0.3	0.0	0.7
Universal Insurance Holdings, Inc.**	6/5/14	Pass	49.8	49.4	0.8	32.8	32.6	0.6	21.4
Universal Stainless & Alloy Products, Inc.	5/13/14	Pass	99.8	0.2	0.0	86.6	0.2	0.0	6.4
Universal Technical Institute, Inc.	2/19/14	Pass	92.8	1.9	5.3	80.6	1.7	4.6	6.0
Universal Truckload Services, Inc.	6/3/14	Pass	99.9	0.1	0.0	98.6	0.1	0.0	1.0
Univest Corporation of Pennsylvania	4/15/14	Pass	93.7	4.8	1.5	66.6	3.4	1.1	12.0
UNS Energy Corporation	5/2/14	Pass	93.5	1.4	5.1	71.5	1.1	3.9	13.8
Unum Group	5/20/14	Pass	97.3	2.5	0.2	82.8	2.1	0.2	3.3
Urban Outfitters, Inc.	5/27/14	Pass	97.9	1.9	0.2	84.6	1.7	0.1	3.4
Ur-Energy Inc.	4/29/14	Pass	91.7	7.1	1.2	27.6	2.1	0.3	27.4
URS Corporation	5/29/14	Pass	95.9	4.0	0.1	84.1	3.5	0.1	5.4
Urstadt Biddle Properties Inc.	3/26/14	Pass	98.0	1.3	0.7	78.6	1.0	0.6	9.7
US Ecology, Inc.	5/22/14	Pass	96.8	2.7	0.5	89.6	2.5	0.5	n/a
USA Mobility, Inc.	5/28/14	Fail	47.8	52.0	0.1	40.8	44.4	0.1	7.7
USANA Health Sciences, Inc.	4/30/14	Pass	99.5	0.3	0.2	79.9	0.3	0.2	7.7
USG Corporation	5/14/14	Pass	97.7	1.9	0.3	75.4	1.5	0.2	14.6
Utah Medical Products, Inc.	5/2/14	Pass	97.8	1.6	0.6	79.5	1.3	0.5	n/a
Uti Worldwide Inc.	6/9/14	Pass	97.6	1.9	0.5	72.1	1.4	0.4	4.1
V. F. Corporation	4/22/14	Pass	96.2	3.2	0.7	78.7	2.6	0.5	8.0
VAALCO Energy, Inc.	6/4/14	Pass	91.4	8.0	0.6	68.8	6.0	0.4	14.3
Valero Energy Corporation	5/1/14	Pass	95.7	3.2	1.1	68.6	2.3	0.8	12.1
Validus Holdings, Ltd.	4/30/14	Pass	93.5	5.6	0.9	79.2	4.8	0.7	3.7
Valley National Bancorp	4/9/14	Pass	67.3	27.5	5.2	38.5	15.7	3.0	29.6
Valmont Industries, Inc.	4/29/14	Pass	97.7	1.9	0.4	82.3	1.6	0.4	7.0
Vanda Pharmaceuticals Inc.	5/22/14	Pass	80.1	1.9	18.0	58.7	1.4	13.2	19.1
Vantiv, Inc.	4/29/14	Pass	99.2	0.4	0.3	92.4	0.4	0.3	1.7
Varian Medical Systems, Inc.	2/20/14	Pass	93.3	6.3	0.4	72.6	4.9	0.3	7.7

** Proposal reported by company as passed. For as a percentage of for/against votes were greater than 50 percent.

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
VASCO Data Security International, Inc.	6/18/14	Pass	94.9	4.9	0.2	44.9	2.3	0.1	13.2
Vascular Solutions, Inc.	4/30/14	Pass	91.0	4.2	4.8	62.2	2.9	3.3	25.2
VCA Inc.	4/21/14	Fail	48.4	51.5	0.1	42.2	44.9	0.1	4.8
Vector Group Ltd.	5/16/14	Pass	61.0	38.5	0.5	40.3	25.4	0.3	22.3
Vectren Corporation	5/22/14	Pass	94.0	3.3	2.6	64.5	2.3	1.8	20.7
Veeco Instruments Inc.	5/6/14	Pass	67.8	31.1	1.1	54.9	25.2	0.9	6.3
Ventas, Inc.	5/15/14	Pass	90.3	9.4	0.3	76.7	8.0	0.2	6.2
Vera Bradley, Inc.	5/22/14	Pass	98.9	1.0	0.1	86.3	0.9	0.1	5.1
VeriFone Systems, Inc.	6/17/14	Pass	79.2	20.6	0.2	66.0	17.2	0.2	7.6
Verint Systems Inc.	6/26/14	Pass	97.4	2.6	0.1	82.4	2.2	0.1	5.8
VeriSign, Inc.	5/22/14	Pass	97.9	2.0	0.1	85.6	1.8	0.1	5.6
Verisk Analytics, Inc.	5/21/14	Pass	97.2	2.7	0.2	83.9	2.3	0.1	3.4
Verizon Communications Inc.	5/1/14	Pass	92.4	5.9	1.7	5.9	0.4	0.1	1.6
Vertex Pharmaceuticals Incorporated	5/7/14	Pass	69.9	29.9	0.2	60.3	25.8	0.2	3.0
Viacom Inc.	3/17/14	Pass	98.9	1.1	0.0	94.3	1.0	0.0	3.2
Viad Corp	5/22/14	Pass	97.4	2.4	0.2	83.6	2.1	0.1	8.1
ViaSystems Group Inc.	5/6/14	Pass	85.6	11.7	2.7	62.9	8.6	2.0	n/a
Vical Incorporated	5/22/14	Pass	92.7	6.7	0.6	32.3	2.3	0.2	37.0
Vicor Corporation	6/20/14	Pass	97.2	1.8	0.9	93.3	1.7	0.9	n/a
ViewPoint Financial Group, Inc.	5/19/14	Fail	47.5	51.7	0.8	41.5	45.3	0.7	5.4
VirnetX Holding Corporation	5/22/14	Pass	94.0	5.4	0.7	40.7	2.3	0.3	35.1
Virtus Investment Partners, Inc.	5/15/14	Pass	98.3	1.6	0.0	82.4	1.4	0.0	5.2
Visa Inc.	1/29/14	Pass	97.4	2.3	0.3	71.3	1.7	0.2	7.7
Vishay Intertechnology, Inc.	5/20/14	Pass	80.4	18.2	1.3	73.0	16.6	1.2	4.9
Vishay Precision Group, Inc.	5/22/14	Pass	97.8	1.6	0.6	87.0	1.4	0.5	5.7
Visteon Corporation	6/12/14	Pass	88.0	11.1	0.9	70.8	9.0	0.7	8.3
Vitacost.com, Inc.	6/5/14	Pass	81.2	8.4	10.4	56.5	5.9	7.2	26.6
Vitamin Shoppe, Inc.	6/4/14	Pass	97.9	1.3	0.8	86.4	1.1	0.7	3.5
VMware, Inc.	5/28/14	Pass	99.8	0.2	0.0	98.6	0.2	0.0	0.8
Volcano Corporation	6/3/14	Pass	91.6	8.4	0.0	81.3	7.5	0.0	6.8
Vonage Holdings Corp.	5/29/14	Pass	54.2	45.8	0.0	43.8	36.9	0.0	11.5
Vornado Realty Trust	5/22/14	Pass	93.5	6.4	0.1	81.7	5.6	0.1	4.2
Vringo, Inc.	6/11/14	Pass	64.8	33.1	2.1	17.8	9.1	0.6	50.5
VSE Corp.	5/6/14	Pass	97.4	1.8	0.9	73.1	1.3	0.7	13.0
Vulcan Materials Company	5/9/14	Pass	96.3	2.7	1.0	80.2	2.3	0.8	6.5
W&T Offshore, Inc.	5/6/14	Pass	83.8	16.1	0.1	75.0	14.5	0.1	4.3
W.P. Carey Inc.	6/19/14	Pass	95.3	3.5	1.2	53.0	2.0	0.7	31.4
W.R. Berkley Corporation	5/20/14	Pass	55.5	43.5	0.9	46.9	36.7	0.8	6.4
W.W. Grainger, Inc.	4/30/14	Pass	98.3	1.3	0.4	84.4	1.1	0.4	5.7
Wabash National Corporation	5/15/14	Pass	97.0	2.7	0.3	81.5	2.3	0.2	8.2
WABCO Holdings Inc.	5/22/14	Pass	97.1	2.6	0.2	86.6	2.4	0.2	4.2
Waddell & Reed Financial, Inc.	4/16/14	Pass	93.7	4.3	2.0	82.2	3.8	1.7	4.4

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Walgreen Co.	1/8/14	Pass	96.6	2.8	0.6	67.6	2.0	0.4	15.1
Walker & Dunlop, Inc.	6/5/14	Pass	99.2	0.7	0.1	83.4	0.6	0.1	9.9
Wal-Mart Stores, Inc.	6/6/14	Pass	86.4	13.4	0.2	71.8	11.1	0.2	6.8
Walter Energy, Inc.	4/24/14	Pass	94.5	5.0	0.5	41.2	2.2	0.2	32.8
Walter Investment Management Corp.	5/14/14	Pass	98.8	0.4	0.7	71.9	0.3	0.5	21.0
Warren Resources, Inc.	6/10/14	Pass	96.1	3.2	0.8	68.2	2.2	0.5	15.8
Washington Federal, Inc.	1/15/14	Pass	98.3	0.9	0.8	79.5	0.7	0.6	n/a
Washington Real Estate Investment Trust	5/15/14	Pass	95.8	3.3	0.9	65.6	2.3	0.6	22.6
Washington Trust Bancorp, Inc.	4/22/14	Pass	96.8	1.3	2.0	70.0	0.9	1.4	15.6
Waste Connections, Inc.	5/16/14	Pass	98.4	1.5	0.1	90.3	1.4	0.1	3.2
Waste Management, Inc.	5/13/14	Pass	97.1	1.9	1.0	73.4	1.5	0.8	14.4
Waters Corporation	5/15/14	Pass	91.2	8.7	0.2	77.5	7.4	0.1	4.1
Waterstone Financial Inc.	5/20/14	Pass	91.1	7.2	1.7	52.3	4.1	1.0	n/a
Watsco, Inc.	5/19/14	Pass	73.6	26.0	0.5	69.3	24.5	0.4	n/a
Watts Water Technologies, Inc.	5/14/14	Pass	97.1	0.3	2.5	93.4	0.3	2.4	1.3
Web.com Group, Inc.	5/7/14	Pass	84.8	15.1	0.1	71.0	12.7	0.1	5.8
Webster Financial Corporation	4/24/14	Pass	98.3	1.3	0.4	85.3	1.2	0.3	7.0
Weight Watchers International, Inc.	5/6/14	Pass	78.9	20.4	0.7	66.0	17.1	0.6	10.6
Weingarten Realty Investors	4/24/14	Pass	96.8	2.9	0.3	77.6	2.3	0.2	13.9
Weis Markets, Inc.	4/24/14	Pass	74.6	24.3	1.1	69.1	22.6	1.0	4.0
WellCare Health Plans, Inc.	5/28/14	Pass	97.6	2.4	0.0	86.4	2.1	0.0	3.7
WellPoint, Inc.	5/14/14	Pass	93.4	6.0	0.5	72.8	4.7	0.4	5.1
Wells Fargo & Company	4/29/14	Pass	96.8	2.1	1.1	74.1	1.6	0.8	9.5
Werner Enterprises, Inc.	5/13/14	Pass	92.1	7.8	0.0	84.5	7.2	0.0	3.1
WesBanco, Inc.	4/16/14	Pass	92.7	5.6	1.7	69.8	4.2	1.3	n/a
Wesco Aircraft Holdings, Inc.	1/28/14	Pass	99.7	0.2	0.1	94.0	0.2	0.1	1.9
WESCO International, Inc.	5/29/14	Pass	96.5	0.6	2.9	90.4	0.5	2.7	3.0
West Bancorporation, Inc.	4/24/14	Pass	95.6	3.4	1.0	54.5	1.9	0.6	18.9
West Corporation	5/13/14	Pass	99.5	0.5	0.0	93.6	0.5	0.0	1.4
West Marine, Inc.	5/15/14	Pass	98.4	0.9	0.7	84.8	0.8	0.6	10.3
West Pharmaceutical Services, Inc.	5/6/14	Pass	95.9	3.7	0.3	84.1	3.3	0.3	4.7
Westamerica Bancorporation	4/24/14	Pass	97.6	1.7	0.7	72.2	1.3	0.5	12.8
Westar Energy, Inc.	5/15/14	Pass	91.0	4.5	4.5	58.8	2.9	2.9	21.6
Western Alliance Bancorporation	5/20/14	Pass	98.7	1.0	0.3	80.7	0.8	0.3	8.4
Western Refining, Inc.	6/4/14	Pass	84.0	12.3	3.7	8.4	1.2	0.4	7.1
Westfield Financial, Inc.	5/15/14	Pass	50.9	48.1	1.0	36.9	34.9	0.7	14.2
Westinghouse Air Brake Technologies Corp.	5/14/14	Pass	97.4	2.1	0.5	83.3	1.8	0.4	7.6
Westlake Chemical Corporation	5/16/14	Pass	96.7	1.7	1.6	77.8	1.4	1.3	1.1
Westmoreland Coal Company	5/20/14	Pass	98.7	1.1	0.2	56.3	0.6	0.1	34.4
Westwood Holdings Group, Inc.	4/17/14	Pass	76.3	23.6	0.0	58.6	18.1	0.0	14.0
WEX Inc.	5/16/14	Pass	97.6	2.4	0.0	89.2	2.2	0.0	2.9
Weyco Group, Inc.	5/6/14	Pass	91.2	8.6	0.1	74.7	7.1	0.1	11.1

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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
Weyerhaeuser Company	4/10/14	Pass	95.5	3.8	0.7	75.8	3.0	0.6	9.4
WGL Holdings, Inc.	3/6/14	Pass	82.5	15.8	1.7	56.3	10.8	1.2	19.9
Whirlpool Corporation	4/15/14	Pass	95.7	3.6	0.8	72.9	2.7	0.6	7.9
White Mountains Insurance Group, Ltd.	5/22/14	Pass	97.6	1.7	0.7	67.6	1.1	0.5	6.9
Whitestone REIT	5/7/14	Pass	94.8	3.7	1.5	42.5	1.7	0.7	39.4
Whiting Petroleum Corporation	5/6/14	Fail	41.8	57.7	0.5	33.3	46.0	0.4	8.3
Whole Foods Market, Inc.	2/24/14	Pass	97.1	1.9	1.0	71.3	1.4	0.7	13.0
Willbros Group, Inc.	5/20/14	Fail	46.0	53.9	0.2	39.7	46.6	0.1	6.6
William Lyon Homes, Inc.	5/27/14	Pass	99.2	0.7	0.1	83.9	0.6	0.1	8.4
Williams-Sonoma, Inc.	5/29/14	Pass	89.2	10.7	0.1	77.5	9.3	0.1	6.3
Wilshire Bancorp, Inc.	5/28/14	Pass	97.9	2.0	0.2	69.3	1.4	0.1	16.9
Windstream Holdings, Inc.	5/7/14	Pass	75.1	23.6	1.3	37.2	11.7	0.6	36.8
Winthrop Realty Trust	5/20/14	Pass	96.1	2.4	1.4	70.1	1.8	1.0	15.8
Wintrust Financial Corporation	5/22/14	Pass	98.2	1.7	0.1	89.2	1.5	0.1	2.4
Wisconsin Energy Corporation	5/2/14	Pass	77.8	19.7	2.5	53.7	13.6	1.7	12.0
Wolverine World Wide, Inc.	4/23/14	Pass	98.1	1.3	0.6	84.0	1.1	0.5	6.4
Woodward, Inc.	1/22/14	Pass	92.8	5.9	1.3	77.3	4.9	1.1	10.4
World Fuel Services Corporation	5/29/14	Pass	98.7	1.0	0.3	83.2	0.9	0.2	9.5
World Wrestling Entertainment, Inc.	4/25/14	Pass	99.8	0.0	0.1	96.9	0.0	0.1	1.6
WPX Energy, Inc.	5/22/14	Pass	98.0	1.7	0.3	78.2	1.4	0.2	12.1
Wright Medical Group, Inc.	5/13/14	Pass	87.8	10.4	1.9	71.4	8.4	1.5	9.2
Wyndham Worldwide Corporation	5/15/14	Pass	86.8	13.0	0.2	71.6	10.7	0.2	7.0
Wynn Resorts, Limited	5/16/14	Pass	90.8	8.9	0.3	75.7	7.4	0.2	6.3
Xcel Energy Inc.	5/21/14	Pass	90.0	8.7	1.4	64.3	6.2	1.0	14.0
XenoPort, Inc.	6/11/14	Pass	77.1	22.6	0.2	66.8	19.6	0.2	1.4
Xerium Technologies, Inc.	6/12/14	Pass	95.1	4.7	0.2	69.1	3.4	0.1	17.8
Xerox Corporation	5/20/14	Pass	94.9	4.4	0.7	69.0	3.2	0.5	11.2
XL Group plc	4/25/14	Pass	91.8	8.2	0.1	76.4	6.8	0.0	4.4
XO Group Inc.	5/28/14	Pass	95.2	4.3	0.6	78.0	3.5	0.5	9.8
XOMA Corporation	5/22/14	Pass	89.4	10.1	0.4	56.0	6.3	0.3	20.4
XPO Logistics, Inc.	5/27/14	Pass	92.5	5.4	2.1	69.6	4.1	1.6	11.1
Xylem Inc.	5/6/14	Pass	93.8	1.8	4.4	75.4	1.4	3.6	6.9
Yadkin Financial Corporation	6/19/14	Pass	94.9	4.2	0.8	72.7	3.2	0.6	10.4
Yahoo! Inc.	6/25/14	Pass	91.5	7.9	0.6	58.3	5.0	0.4	15.4
Yelp Inc.	5/21/14	Pass	99.6	0.3	0.1	68.7	0.2	0.1	6.7
YRC Worldwide Inc.	4/29/14	Pass	84.9	14.9	0.2	44.0	7.7	0.1	11.1
YUM! Brands, Inc.	5/1/14	Pass	94.9	4.5	0.7	67.1	3.2	0.5	12.1
ZAGG, Inc.	6/12/14	Pass	55.9	42.9	1.2	30.5	23.4	0.7	30.6
Zebra Technologies Corporation	5/15/14	Pass	93.8	4.8	1.3	77.2	4.0	1.1	9.5
Zep Inc.	1/7/14	Pass	71.2	10.2	18.6	60.8	8.7	15.9	7.9
Zimmer Holdings, Inc.	5/6/14	Pass	96.1	2.5	1.5	72.6	1.9	1.1	8.5
Zions Bancorporation	5/30/14	Pass	96.1	3.3	0.6	72.8	2.5	0.4	n/a

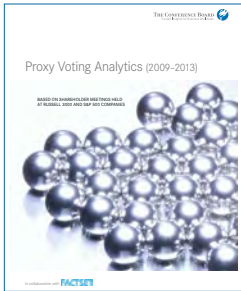
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Table 5 **Say-on-Pay Management Proposals—Voting Results**

Company	Meeting date	Proposal result	As a percentage of votes cast			As a percentage of shares outstanding			
			For	Against	Abstain	For	Against	Abstain	Nonvotes
ZIOPHARM Oncology, Inc.	6/18/14	Pass	82.2	17.6	0.2	39.5	8.4	0.1	39.6
Zix Corporation	6/11/14	Pass	96.4	3.1	0.5	58.8	1.9	0.3	28.7
Zoetis Inc.	5/13/14	Pass	97.1	2.1	0.9	77.0	1.7	0.7	4.3
Zogenix, Inc.	5/21/14	Pass	98.6	1.2	0.3	61.3	0.7	0.2	29.3
Zumiez Inc.	5/21/14	Pass	99.7	0.3	0.0	86.7	0.3	0.0	8.8
Zynga Inc.	6/11/14	Pass	89.8	10.2	0.0	78.8	9.0	0.0	6.5
AVERAGES			90.4	8.4	1.2	71.5	6.4	0.9	10.8

Proxy Voting Fact Sheet

The *Proxy Voting Fact Sheet* is the result of a collaboration between The Conference Board and FactSet. The *Fact Sheet*



is updated on a bimonthly basis in March, May, and July of each year and complements *Proxy Voting Analytics*, a comprehensive annual benchmarking report on the proxy voting season released in the fall. Download *Proxy Voting Analytics (2009-2013)* at www.conference-board.org/proxy2014.

Unless specifically noted, the *Fact Sheet* data are compiled by FactSet and drawn from public disclosure. To access the underlying database, which is updated daily, and retrieve management and shareholder proposals, no-action letter requests, and voting results regarding individual companies, please visit www.conference-board.org/proxyvoting.

About the Executive Editor

Melissa Aguilar is a researcher in the corporate leadership department at The Conference Board in New York. Her research focuses on corporate governance and risk issues, including succession planning, enterprise risk management, and shareholder activism. Aguilar serves as executive editor of *Director Notes*, a bimonthly online publication published by The Conference Board for corporate board members and business executives that covers issues such as governance, risk, and sustainability. She is also coauthor of *CEO Succession Practices* and *Proxy Voting Analytics*. Prior to joining The Conference Board, she reported on compliance and corporate governance issues as a contributor to *Compliance Week* and *Bloomberg Brief Financial Regulation*. Aguilar previously held a number of editorial positions at SourceMedia Inc.

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