

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM N-PX
ANNUAL REPORT OF PROXY VOTING RECORD
OF
REGISTERED MANAGEMENT INVESTMENT COMPANIES

INVESTMENT COMPANY ACT FILE NUMBER: 811-5962
NAME OF REGISTRANT: VANGUARD VARIABLE INSURANCE FUNDS
ADDRESS OF REGISTRANT: PO BOX 2600, VALLEY FORGE, PA 19482
NAME AND ADDRESS OF AGENT FOR SERVICE: ANNE E. ROBINSON
PO BOX 876
VALLEY FORGE, PA 19482
REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: (610) 669-1000
DATE OF FISCAL YEAR END: DECEMBER 31
DATE OF REPORTING PERIOD: JULY 1, 2018 - JUNE 30, 2019

FUND: VANGUARD VARIABLE INSURANCE FUND-DIVERSIFIED VALUE PORTFOLIO

ISSUER: Air Products & Chemicals, Inc.
TICKER: APD **CUSIP:** 009158106
MEETING DATE: 1/24/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR SUSAN K. CARTER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR CHARLES I. COGUT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR SEIFI GHASEMI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR CHADWICK C. DEATON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR DAVID H. Y. HO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR MARGARET G. MCGLYNN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR EDWARD L. MONSER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR MATTHEW H. PAULL | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICER COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY DELOITTE & TOUCHE LLP AS AUDITORS | ISSUER | YES | FOR | FOR |

ISSUER: American Express Company
TICKER: AXP CUSIP: 025816109
MEETING DATE: 5/7/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR CHARLENE BARSHEFSKY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR JOHN J. BRENNAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR PETER CHERNIN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR RALPH DE LA VEGA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR ANNE LAUVERGEON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR MICHAEL O. LEAVITT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR THEODORE J. LEONSIS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR STEPHEN J. SQUERI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR DANIEL L. VASELLA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR RONALD A. WILLIAMS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR CHRISTOPHER D. YOUNG | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: PROVIDE RIGHT TO ACT BY WRITTEN CONSENT | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #5: ADJUST EXECUTIVE COMPENSATION METRICS FOR SHARE BUYBACKS | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #6: REPORT ON GENDER PAY GAP | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: American International Group, Inc.
TICKER: AIG CUSIP: 026874784
MEETING DATE: 5/21/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR W. DON CORNWELL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR BRIAN DUPERRAULT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR JOHN H. FITZPATRICK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR WILLIAM G. JURGENSEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR CHRISTOPHER S. LYNCH | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR HENRY S. MILLER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR LINDA A. MILLS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR THOMAS F. MOTAMED | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR SUZANNE NORA JOHNSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR PETER R. PORRINO | ISSUER | YES | FOR | FOR |

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|--|-------------|-----|----------|-----|
| PROPOSAL #1k: ELECT DIRECTOR AMY L. SCHIOLDAGER | ISSUER | YES | FOR | FOR |
| PROPOSAL #11: ELECT DIRECTOR DOUGLAS M. STEENLAND | ISSUER | YES | FOR | FOR |
| PROPOSAL #1m: ELECT DIRECTOR THERESE M. VAUGHAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE ON SAY ON PAY FREQUENCY | ISSUER | YES | ONE YEAR | FOR |
| PROPOSAL #4: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: REDUCE OWNERSHIP THRESHOLD FOR SHAREHOLDERS TO CALL SPECIAL MEETING | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: AT&T Inc.

TICKER: T

CUSIP: 00206R102

MEETING DATE: 4/26/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|------------------|
| PROPOSAL #1.1: ELECT DIRECTOR RANDALL L. STEPHENSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR SAMUEL A. DI PIAZZA, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.3: ELECT DIRECTOR RICHARD W. FISHER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR SCOTT T. FORD | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR GLENN H. HUTCHINS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR WILLIAM E. KENNARD | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR MICHAEL B. MCCALLISTER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR BETH E. MOONEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR MATTHEW K. ROSE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.10: ELECT DIRECTOR CYNTHIA B. TAYLOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.11: ELECT DIRECTOR LAURA D'ANDREA TYSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.12: ELECT DIRECTOR GEOFFREY Y. YANG | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY ERNST & YOUNG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: REQUIRE INDEPENDENT BOARD CHAIRMAN | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: BP Plc

TICKER: BP

CUSIP: G12793108

MEETING DATE: 5/21/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|-------------|--------|-----------|------------------|
| PROPOSAL #1: ACCEPT FINANCIAL STATEMENTS AND STATUTORY REPORTS | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: APPROVE REMUNERATION REPORT | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RE-ELECT BOB DUDLEY AS DIRECTOR | ISSUER | YES | FOR | FOR |

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|--|-------------|-----|---------|-----|
| PROPOSAL #4: RE-ELECT BRIAN GILVARY AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: RE-ELECT NILS ANDERSEN AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #6: RE-ELECT DAME ALISON CARNWATH AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #7: ELECT PAMELA DALEY AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #8: RE-ELECT IAN DAVIS AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #9: RE-ELECT DAME ANN DOWLING AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #10: ELECT HELGE LUND AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #11: RE-ELECT MELODY MEYER AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #12: RE-ELECT BRENDAN NELSON AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #13: RE-ELECT PAULA REYNOLDS AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #14: RE-ELECT SIR JOHN SAWERS AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #15: REAPPOINT DELOITTE LLP AS AUDITORS AND AUTHORISE THEIR REMUNERATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #16: AUTHORISE EU POLITICAL DONATIONS AND EXPENDITURE | ISSUER | YES | FOR | FOR |
| PROPOSAL #17: AUTHORISE ISSUE OF EQUITY | ISSUER | YES | FOR | FOR |
| PROPOSAL #18: AUTHORISE ISSUE OF EQUITY WITHOUT PRE-EMPTIVE RIGHTS | ISSUER | YES | FOR | FOR |
| PROPOSAL #19: AUTHORISE ISSUE OF EQUITY WITHOUT PRE-EMPTIVE RIGHTS IN CONNECTION WITH AN ACQUISITION OR OTHER CAPITAL INVESTMENT | ISSUER | YES | FOR | FOR |
| PROPOSAL #20: AUTHORISE MARKET PURCHASE OF ORDINARY SHARES | ISSUER | YES | FOR | FOR |
| PROPOSAL #21: AUTHORISE THE COMPANY TO CALL GENERAL MEETING WITH TWO WEEKS' NOTICE | ISSUER | YES | FOR | FOR |
| PROPOSAL #22: APPROVE THE CLIMATE ACTION 100+ SHAREHOLDER RESOLUTION ON CLIMATE CHANGE DISCLOSURES | SHAREHOLDER | YES | FOR | FOR |
| PROPOSAL #23: APPROVE THE FOLLOW THIS SHAREHOLDER RESOLUTION ON CLIMATE CHANGE TARGETS | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Cardinal Health, Inc.
TICKER: CAH **CUSIP:** 14149Y108

MEETING DATE: 11/7/2018

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1.1: ELECT DIRECTOR COLLEEN F. ARNOLD | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR CARRIE S. COX | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.3: ELECT DIRECTOR CALVIN DARDEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR BRUCE L. DOWNEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR PATRICIA A. HEMINGWAY HALL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR AKHIL JOHRI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR MICHAEL C. KAUFMANN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR GREGORY B. KENNY | ISSUER | YES | FOR | FOR |

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|--|-------------|-----|---------|-----|
| PROPOSAL #1.9: ELECT DIRECTOR NANCY KILLEFER | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY ERNST & YOUNG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: POLICY TO NOT EXCLUDE LEGAL AND COMPLIANCE COSTS FOR PURPOSES OF DETERMINING EXECUTIVE COMPENSATION | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #5: REDUCE OWNERSHIP THRESHOLD FOR SHAREHOLDERS TO CALL SPECIAL MEETING | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Chevron Corporation
TICKER: CVX **CUSIP:** 166764100
MEETING DATE: 5/29/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1a: ELECT DIRECTOR WANDA M. AUSTIN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR JOHN B. FRANK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR ALICE P. GAST | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR ENRIQUE HERNANDEZ, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR CHARLES W. MOORMAN, IV | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR DAMBISA F. MOYO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR DEBRA REED-KLAGES | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR RONALD D. SUGAR | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR INGE G. THULIN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR D. JAMES UMPLEBY, III | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR MICHAEL K. WIRTH | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: REPORT ON HUMAN RIGHT TO WATER | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #5: REPORT ON PLANS TO REDUCE CARBON FOOTPRINT ALIGNED WITH PARIS AGREEMENT GOALS | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #6: ESTABLISH ENVIRONMENTAL ISSUE BOARD COMMITTEE | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #7: REQUIRE INDEPENDENT BOARD CHAIRMAN | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #8: REDUCE OWNERSHIP THRESHOLD FOR SHAREHOLDERS TO CALL SPECIAL MEETING | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Cigna Corporation
TICKER: CI **CUSIP:** 125523100
MEETING DATE: 4/24/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1.1: ELECT DIRECTOR DAVID M. CORDANI | ISSUER | YES | FOR | FOR |

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|---|-------------|-----|---------|---------|
| PROPOSAL #1.2: ELECT DIRECTOR WILLIAM J. DELANEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.3: ELECT DIRECTOR ERIC J. FOSS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR ELDER GRANGER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR ISAIAH HARRIS, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR ROMAN MARTINEZ, IV | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR KATHLEEN M. MAZZARELLA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR MARK B. MCCLELLAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR JOHN M. PARTRIDGE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.10: ELECT DIRECTOR WILLIAM L. ROPER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.11: ELECT DIRECTOR ERIC C. WISEMAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.12: ELECT DIRECTOR DONNA F. ZARCONE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.13: ELECT DIRECTOR WILLIAM D. ZOLLARS | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: PROVIDE RIGHT TO ACT BY WRITTEN CONSENT | SHAREHOLDER | YES | FOR | AGAINST |
| PROPOSAL #6: REPORT ON GENDER PAY GAP | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Comcast Corporation
TICKER: CMCSA **CUSIP:** 20030N101
MEETING DATE: 6/5/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1.1: ELECT DIRECTOR KENNETH J. BACON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR MADELINE S. BELL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.3: ELECT DIRECTOR SHELDON M. BONOVIKZ | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR EDWARD D. BREEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR GERALD L. HASSELL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR JEFFREY A. HONICKMAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR MARITZA G. MONTIEL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR ASUKA NAKAHARA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR DAVID C. NOVAK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.10: ELECT DIRECTOR BRIAN L. ROBERTS | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY DELOITTE & TOUCHE LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: APPROVE NONQUALIFIED EMPLOYEE STOCK PURCHASE PLAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: REQUIRE INDEPENDENT BOARD CHAIRMAN | SHAREHOLDER | YES | AGAINST | FOR |

PROPOSAL #6: REPORT ON LOBBYING PAYMENTS AND POLICY SHAREHOLDER YES AGAINST FOR

ISSUER: ConocoPhillips

TICKER: COP

CUSIP: 20825C104

MEETING DATE: 5/14/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR CHARLES E. BUNCH | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR CAROLINE MAURY DEVINE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR JOHN V. FARACI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR JODY FREEMAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR GAY HUEY EVANS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR JEFFREY A. JOERRES | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR RYAN M. LANCE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR WILLIAM H. MCRAVEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR SHARMILA MULLIGAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR ARJUN N. MURTI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR ROBERT A. NIBLOCK | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY ERNST & YOUNG LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |

ISSUER: CVS Health Corporation

TICKER: CVS

CUSIP: 126650100

MEETING DATE: 5/16/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR FERNANDO AGUIRRE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR MARK T. BERTOLINI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR RICHARD M. BRACKEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR C. DAVID BROWN, II | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR ALECIA A. DECOUDREAUX | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR NANCY-ANN M. DEPARLE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR DAVID W. DORMAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR ROGER N. FARAH | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR ANNE M. FINUCANE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR EDWARD J. LUDWIG | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR LARRY J. MERLO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR JEAN-PIERRE MILLON | ISSUER | YES | FOR | FOR |

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|--|-------------|-----|---------|-----|
| PROPOSAL #1m: ELECT DIRECTOR MARY L. SCHAPIRO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1n: ELECT DIRECTOR RICHARD J. SWIFT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1o: ELECT DIRECTOR WILLIAM C. WELDON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1p: ELECT DIRECTOR TONY L. WHITE | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY ERNST & YOUNG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: PROHIBIT ADJUSTING COMPENSATION METRICS FOR LEGAL OR COMPLIANCE COSTS | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Dollar General Corporation
TICKER: DG **CUSIP:** 256677105
MEETING DATE: 5/29/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1a: ELECT DIRECTOR WARREN F. BRYANT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR MICHAEL M. CALBERT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR SANDRA B. COCHRAN | ISSUER | YES | AGAINST | AGAINST |
| PROPOSAL #1d: ELECT DIRECTOR PATRICIA D. FILI-KRUSHEL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR TIMOTHY I. MCGUIRE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR WILLIAM C. RHODES, III | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR RALPH E. SANTANA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR TODD J. VASOS | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY ERNST & YOUNG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |

ISSUER: Dominion Energy, Inc.
TICKER: D **CUSIP:** 25746U109
MEETING DATE: 5/7/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1.1: ELECT DIRECTOR JAMES A. BENNETT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR HELEN E. DRAGAS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.3: ELECT DIRECTOR JAMES O. ELLIS, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR THOMAS F. FARRELL, II | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR D. MAYBANK HAGOOD | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR JOHN W. HARRIS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR RONALD W. JIBSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR MARK J. KINGTON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR JOSEPH M. RIGBY | ISSUER | YES | FOR | FOR |

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|---|-------------|-----|---------|-----|
| PROPOSAL #1.1: ELECT DIRECTOR PAMELA J. ROYAL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.11: ELECT DIRECTOR ROBERT H. SPILMAN, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.12: ELECT DIRECTOR SUSAN N. STORY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.13: ELECT DIRECTOR MICHAEL E. SZYMANCZYK | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY DELOITTE & TOUCHE LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: INCREASE AUTHORIZED COMMON STOCK | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: REQUIRE INDEPENDENT BOARD CHAIRMAN | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: DowDuPont Inc.

TICKER: DWDP

CUSIP: 26078J100

MEETING DATE: 5/23/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|-------------|--------|-----------|---------------------|
| PROPOSAL #1: APPROVE REVERSE STOCK SPLIT | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADJOURN MEETING | ISSUER | YES | FOR | FOR |

ISSUER: DuPont de Nemours, Inc.

TICKER: DD

CUSIP: 26078J100

MEETING DATE: 6/25/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR EDWARD D. BREEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR RUBY R. CHANDY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR FRANKLIN K. CLYBURN, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR TERRENCE R. CURTIN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR ALEXANDER M. CUTLER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR C. MARC DOYLE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR ELEUTHERE I. DU PONT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR RAJIV L. GUPTA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR LUTHER C. KISSAM | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR FREDERICK M. LOWERY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR RAYMOND J. MILCHOVICH | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR STEVEN M. STERIN | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: PROVIDE RIGHT TO ACT BY WRITTEN CONSENT | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #5: REPORT ON PAY DISPARITY | SHAREHOLDER | YES | AGAINST | FOR |

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|---|-------------|-----|---------|-----|
| PROPOSAL #6: REPORT ON PUBLIC HEALTH RISKS OF PETROCHEMICAL OPERATIONS IN FLOOD PRONE AREAS | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #7: REPORT ON EFFORTS TO REDUCE PLASTIC PELLET POLLUTION | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Exelon Corporation
TICKER: EXC **CUSIP:** 30161N101
MEETING DATE: 4/30/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1a: ELECT DIRECTOR ANTHONY K. ANDERSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR ANN C. BERZIN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR LAURIE BRLAS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR CHRISTOPHER M. CRANE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR YVES C. DE BALMANN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR NICHOLAS DEBENEDICTIS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR LINDA P. JOJO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR PAUL L. JOSKOW | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR ROBERT J. LAWLESS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR RICHARD W. MIES | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR MAYO A. SHATTUCK, III | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR STEPHEN D. STEINOUR | ISSUER | YES | AGAINST | AGAINST |
| PROPOSAL #1m: ELECT DIRECTOR JOHN F. YOUNG | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: REPORT ON COSTS AND BENEFITS OF ENVIRONMENT-RELATED ACTIVITIES | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Express Scripts Holding Co.
TICKER: ESRX **CUSIP:** 30219G108
MEETING DATE: 8/24/2018

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1: APPROVE MERGER AGREEMENT | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADJOURN MEETING | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE ON GOLDEN PARACHUTES | ISSUER | YES | AGAINST | AGAINST |

ISSUER: General Dynamics Corporation
TICKER: GD **CUSIP:** 369550108
MEETING DATE: 5/1/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST |
|---|--------------------|---------------|------------------|--------------------|
| | | | | MGMT |
| PROPOSAL #1a: ELECT DIRECTOR JAMES S. CROWN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR RUDY F. DELEON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR CECIL D. HANEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR LESTER L. LYLES | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR MARK M. MALCOLM | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR PHEBE N. NOVAKOVIC | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR C. HOWARD NYE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR WILLIAM A. OSBORN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR CATHERINE B. REYNOLDS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR LAURA J. SCHUMACHER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR PETER A. WALL | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY KPMG LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: AMEND NONQUALIFIED EMPLOYEE STOCK PURCHASE PLAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: REQUIRE INDEPENDENT BOARD CHAIRMAN | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: General Electric Company
TICKER: GE **CUSIP:** 369604103
MEETING DATE: 5/8/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST |
|--|--------------------|---------------|------------------|--------------------|
| | | | | MGMT |
| PROPOSAL #1: ELECT DIRECTOR SEBASTIEN M. BAZIN | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ELECT DIRECTOR H. LAWRENCE CULP, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ELECT DIRECTOR FRANCISCO D'SOUZA | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: ELECT DIRECTOR EDWARD P. GARDEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: ELECT DIRECTOR THOMAS W. HORTON | ISSUER | YES | FOR | FOR |
| PROPOSAL #6: ELECT DIRECTOR RISA LAVIZZO-MOUREY | ISSUER | YES | FOR | FOR |
| PROPOSAL #7: ELECT DIRECTOR CATHERINE LESJAK | ISSUER | YES | FOR | FOR |
| PROPOSAL #8: ELECT DIRECTOR PAULA ROSPUT REYNOLDS | ISSUER | YES | FOR | FOR |
| PROPOSAL #9: ELECT DIRECTOR LESLIE F. SEIDMAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #10: ELECT DIRECTOR JAMES S. TISCH | ISSUER | YES | FOR | FOR |
| PROPOSAL #11: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |

| | | | | |
|--|-------------|-----|---------|-----|
| PROPOSAL #12: APPROVE REDUCTION IN MINIMUM SIZE OF BOARD | ISSUER | YES | FOR | FOR |
| PROPOSAL #13: RATIFY KPMG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #14: REQUIRE INDEPENDENT BOARD CHAIRMAN | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #15: PROVIDE FOR CUMULATIVE VOTING | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Imperial Brands Plc
TICKER: IMB **CUSIP:** 45262P102
MEETING DATE: 2/6/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1: ACCEPT FINANCIAL STATEMENTS AND STATUTORY REPORTS | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: APPROVE REMUNERATION REPORT | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: APPROVE FINAL DIVIDEND | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: ELECT SUSAN CLARK AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: RE-ELECT ALISON COOPER AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #6: RE-ELECT THERESE ESPERDY AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #7: RE-ELECT SIMON LANGELIER AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #8: RE-ELECT MATTHEW PHILLIPS AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #9: RE-ELECT STEVEN STANBROOK AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #10: RE-ELECT OLIVER TANT AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #11: RE-ELECT MARK WILLIAMSON AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #12: RE-ELECT KAREN WITTS AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #13: RE-ELECT MALCOLM WYMAN AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #14: REAPPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #15: AUTHORISE THE AUDIT COMMITTEE TO FIX REMUNERATION OF AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #16: AUTHORISE EU POLITICAL DONATIONS AND EXPENDITURE | ISSUER | YES | FOR | FOR |
| PROPOSAL #17: AUTHORISE ISSUE OF EQUITY WITH PRE-EMPTIVE RIGHTS | ISSUER | YES | FOR | FOR |
| PROPOSAL #18: AUTHORISE ISSUE OF EQUITY WITHOUT PRE-EMPTIVE RIGHTS | ISSUER | YES | FOR | FOR |
| PROPOSAL #19: AUTHORISE MARKET PURCHASE OF ORDINARY SHARES | ISSUER | YES | FOR | FOR |
| PROPOSAL #20: AUTHORISE THE COMPANY TO CALL GENERAL MEETING WITH TWO WEEKS' NOTICE | ISSUER | YES | FOR | FOR |

ISSUER: Johnson & Johnson
TICKER: JNJ **CUSIP:** 478160104
MEETING DATE: 4/25/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|------------------|--------------------|---------------|------------------|-------------------------|
|------------------|--------------------|---------------|------------------|-------------------------|

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|---|-------------|-----|---------|-----|
| PROPOSAL #1a: ELECT DIRECTOR MARY C. BECKERLE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR D. SCOTT DAVIS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR IAN E. L. DAVIS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR JENNIFER A. DOUDNA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR ALEX GORSKY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR MARILLYN A. HEWSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR MARK B. MCCLELLAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR ANNE M. MULCAHY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR WILLIAM D. PEREZ | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR CHARLES PRINCE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR A. EUGENE WASHINGTON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR RONALD A. WILLIAMS | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: CLAWBACK DISCLOSURE OF RECOUPMENT ACTIVITY FROM SENIOR OFFICERS | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #5: REPORT ON INTEGRATING RISKS RELATED TO DRUG PRICING INTO SENIOR EXECUTIVE COMPENSATION | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Johnson Controls International Plc
TICKER: JCI **CUSIP:** G51502105
MEETING DATE: 3/6/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1a: ELECT DIRECTOR JEAN BLACKWELL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR PIERRE COHADE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR MICHAEL E. DANIELS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR JUAN PABLO DEL VALLE PEROCHENA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR W. ROY DUNBAR | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR GRETCHEN R. HAGGERTY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR SIMONE MENNE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR GEORGE R. OLIVER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR JURGEN TINGGREN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR MARK VERGNANO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR R. DAVID YOST | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR JOHN D. YOUNG | ISSUER | YES | FOR | FOR |
| PROPOSAL #2a: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITORS | ISSUER | YES | FOR | FOR |

| | | | | |
|---|--------|-----|-----|-----|
| PROPOSAL #2b: AUTHORIZE BOARD TO FIX REMUNERATION OF AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: AUTHORIZE MARKET PURCHASES OF COMPANY SHARES | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: DETERMINE PRICE RANGE FOR REISSUANCE OF TREASURY SHARES | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #6: APPROVE THE DIRECTORS' AUTHORITY TO ALLOT SHARES | ISSUER | YES | FOR | FOR |
| PROPOSAL #7: APPROVE THE DISAPPLICATION OF STATUTORY PRE-EMPTION RIGHTS | ISSUER | YES | FOR | FOR |

ISSUER: JPMorgan Chase & Co.
TICKER: JPM **CUSIP:** 46625H100
MEETING DATE: 5/21/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1a: ELECT DIRECTOR LINDA B. BAMMANN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR JAMES A. BELL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR STEPHEN B. BURKE | ISSUER | YES | AGAINST | AGAINST |
| PROPOSAL #1d: ELECT DIRECTOR TODD A. COMBS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR JAMES S. CROWN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR JAMES DIMON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR TIMOTHY P. FLYNN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR MELODY HOBSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR LABAN P. JACKSON, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR MICHAEL A. NEAL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR LEE R. RAYMOND | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: REPORT ON GENDER PAY GAP | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #5: AMEND PROXY ACCESS RIGHT | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #6: PROVIDE FOR CUMULATIVE VOTING | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Lowe's Companies, Inc.
TICKER: LOW **CUSIP:** 548661107
MEETING DATE: 5/31/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1.1: ELECT DIRECTOR RAUL ALVAREZ | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR DAVID H. BATCHELDER | ISSUER | YES | FOR | FOR |

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|---|--------|-----|----------|---------|
| PROPOSAL #1.3: ELECT DIRECTOR ANGELA F. BRALY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR SANDRA B. COCHRAN | ISSUER | YES | WITHHOLD | AGAINST |
| PROPOSAL #1.5: ELECT DIRECTOR LAURIE Z. DOUGLAS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR RICHARD W. DREILING | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR MARVIN R. ELLISON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR JAMES H. MORGAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR BRIAN C. ROGERS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.1: ELECT DIRECTOR BERTRAM L. SCOTT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.11: ELECT DIRECTOR LISA W. WARDELL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.12: ELECT DIRECTOR ERIC C. WISEMAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY DELOITTE & TOUCHE LLP AS AUDITOR | ISSUER | YES | FOR | FOR |

ISSUER: Medtronic Plc
TICKER: MDT **CUSIP:** G5960L103
MEETING DATE: 12/7/2018

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1: ELECT DIRECTOR RICHARD H. ANDERSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR CRAIG ARNOLD | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR SCOTT C. DONNELLY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR RANDALL J. HOGAN, III | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR OMAR ISHRAK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR MICHAEL O. LEAVITT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR JAMES T. LENEHAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR ELIZABETH G. NABEL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR DENISE M. O'LEARY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR KENDALL J. POWELL | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: APPROVE PRICEWATERHOUSECOOPERS LLP AS AUDITORS AND AUTHORIZE BOARD TO FIX THEIR | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |

ISSUER: Microsoft Corp.
TICKER: MSFT **CUSIP:** 594918104
MEETING DATE: 11/28/2018

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1.1: ELECT DIRECTOR WILLIAM H. GATES, III | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR REID G. HOFFMAN | ISSUER | YES | FOR | FOR |

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|---|--------|-----|-----|-----|
| PROPOSAL #1.3: ELECT DIRECTOR HUGH F. JOHNSTON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR TERI L. LIST-STOLL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR SATYA NADELLA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR CHARLES H. NOSKI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR HELMUT PANKE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR SANDRA E. PETERSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR PENNY S. PRITZKER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.10: ELECT DIRECTOR CHARLES W. SCHARF | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.11: ELECT DIRECTOR ARNE M. SORENSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.12: ELECT DIRECTOR JOHN W. STANTON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.13: ELECT DIRECTOR JOHN W. THOMPSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.14: ELECT DIRECTOR PADMASREE WARRIOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY DELOITTE & TOUCHE LLP AS AUDITORS | ISSUER | YES | FOR | FOR |

ISSUER: Navient Corporation
TICKER: NAVI **CUSIP:** 63938C108
MEETING DATE: 6/6/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-----------------------------|
| PROPOSAL #1.1: ELECT DIRECTOR FREDERICK ARNOLD | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR ANNA ESCOBEDO CABRAL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR KATHERINE A. LEHMAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR LINDA A. MILLS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR JOHN (JACK) F. REMONDI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR JANE J. THOMPSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR LAURA S. UNGER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR BARRY L. WILLIAMS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.10: ELECT DIRECTOR DAVID L. YOWAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.11: ELECT DIRECTOR MARJORIE BOWEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.12: ELECT DIRECTOR LARRY KLANE | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY KPMG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: AMEND NONQUALIFIED EMPLOYEE STOCK PURCHASE PLAN | ISSUER | YES | FOR | FOR |

ISSUER: Northern Trust Corp.
TICKER: NTRS **CUSIP:** 665859104
MEETING DATE: 4/23/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST |
|--|--------------------|---------------|------------------|--------------------|
| | | | | MGMT |
| PROPOSAL #1a: ELECT DIRECTOR LINDA WALKER BYNOE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR SUSAN CROWN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR DEAN M. HARRISON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR JAY L. HENDERSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR MARCY S. KLEVORN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR SIDDHARTH N. "BOBBY" MEHTA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR MICHAEL G. O'GRADY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR JOSE LUIS PRADO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR THOMAS E. RICHARDS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR MARTIN P. SLARK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR DAVID H. B. SMITH, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR DONALD THOMPSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1m: ELECT DIRECTOR CHARLES A. TRIBBETT, III | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY KPMG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: REPORT ON POLITICAL CONTRIBUTIONS | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #5: REDUCE OWNERSHIP THRESHOLD FOR SHAREHOLDERS TO CALL SPECIAL MEETING | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Occidental Petroleum Corporation
TICKER: OXY **CUSIP:** 674599105
MEETING DATE: 5/10/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST |
|---|--------------------|---------------|------------------|--------------------|
| | | | | MGMT |
| PROPOSAL #1a: ELECT DIRECTOR SPENCER ABRAHAM | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR EUGENE L. BATCHELDER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR MARGARET M. FORAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR CARLOS M. GUTIERREZ | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR VICKI HOLLUB | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR WILLIAM R. KLESSE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR JACK B. MOORE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR AVEDICK B. POLADIAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR ELISSE B. WALTER | ISSUER | YES | FOR | FOR |

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|--|-------------|-----|---------|-----|
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY KPMG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: REDUCE OWNERSHIP THRESHOLD FOR SHAREHOLDERS TO CALL SPECIAL MEETING | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Oracle Corp.

TICKER: ORCL

CUSIP: 68389X105

MEETING DATE: 11/14/2018

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|------------------|
| PROPOSAL #1.1: ELECT DIRECTOR JEFFREY S. BERG | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR MICHAEL J. BOSKIN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.3: ELECT DIRECTOR SAFRA A. CATZ | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR BRUCE R. CHIZEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR GEORGE H. CONRADES | ISSUER | YES | WITHHOLD | AGAINST |
| PROPOSAL #1.6: ELECT DIRECTOR LAWRENCE J. ELLISON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR HECTOR GARCIA-MOLINA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR JEFFREY O. HENLEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR MARK V. HURD | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.10: ELECT DIRECTOR RENEE J. JAMES | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.11: ELECT DIRECTOR CHARLES W. MOORMAN, IV | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.12: ELECT DIRECTOR LEON E. PANETTA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.13: ELECT DIRECTOR WILLIAM G. PARRETT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.14: ELECT DIRECTOR NAOMI O. SELIGMAN | ISSUER | YES | WITHHOLD | AGAINST |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | AGAINST | AGAINST |
| PROPOSAL #3: RATIFY ERNST & YOUNG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: REPORT ON GENDER PAY GAP | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #5: REPORT ON POLITICAL CONTRIBUTIONS | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #6: REPORT ON LOBBYING PAYMENTS AND POLICY | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #7: REQUIRE INDEPENDENT BOARD CHAIRMAN | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Pfizer Inc.

TICKER: PFE

CUSIP: 717081103

MEETING DATE: 4/25/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|-------------|--------|-----------|------------------|
| PROPOSAL #1.1: ELECT DIRECTOR RONALD E. BLAYLOCK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR ALBERT BOURLA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.3: ELECT DIRECTOR W. DON CORNWELL | ISSUER | YES | FOR | FOR |

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|---|-------------|-----|---------|-----|
| PROPOSAL #1.4: ELECT DIRECTOR JOSEPH J. ECHEVARRIA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR HELEN H. HOBBS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR JAMES M. KILTS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR DAN R. LITTMAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR SHANTANU NARAYEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR SUZANNE NORA JOHNSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.10: ELECT DIRECTOR IAN C. READ | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.11: ELECT DIRECTOR JAMES C. SMITH | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY KPMG LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: APPROVE OMNIBUS STOCK PLAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: PROVIDE RIGHT TO ACT BY WRITTEN CONSENT | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #6: REPORT ON LOBBYING PAYMENTS AND POLICY | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #7: REQUIRE INDEPENDENT BOARD CHAIRMAN | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #8: REPORT ON INTEGRATING RISKS RELATED TO DRUG PRICING INTO SENIOR EXECUTIVE COMPENSATION | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Philip Morris International Inc.
TICKER: PM **CUSIP:** 718172109

MEETING DATE: 5/1/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1.1: ELECT DIRECTOR ANDRE CALANTZOPOULOS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR LOUIS C. CAMILLERI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.3: ELECT DIRECTOR MASSIMO FERRAGAMO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR WERNER GEISLER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR LISA A. HOOK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR JENNIFER LI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.7: ELECT DIRECTOR JUN MAKIHARA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR KALPANA MORPARIA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR LUCIO A. NOTO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.1: ELECT DIRECTOR FREDERIK PAULSEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.11: ELECT DIRECTOR ROBERT B. POLET | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.12: ELECT DIRECTOR STEPHEN M. WOLF | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY PRICEWATERHOUSECOOPERS SA AS AUDITOR | ISSUER | YES | FOR | FOR |

ISSUER: Phillips 66

TICKER: PSX

CUSIP: 718546104

MEETING DATE: 5/8/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR GREG C. GARLAND | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR GARY K. ADAMS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR JOHN E. LOWE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR DENISE L. RAMOS | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY ERNST & YOUNG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: ADVISORY VOTE ON SAY ON PAY FREQUENCY | ISSUER | YES | ONE YEAR | FOR |

ISSUER: QUALCOMM, Inc.

TICKER: QCOM

CUSIP: 747525103

MEETING DATE: 3/12/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR BARBARA T. ALEXANDER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR MARK FIELDS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR JEFFREY W. HENDERSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR ANN M. LIVERMORE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR HARISH MANWANI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR MARK D. MCLAUGHLIN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR STEVE MOLLENKOFF | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR CLARK T. "SANDY" RANDT, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR FRANCISCO ROS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR IRENE B. ROSENFELD | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR NEIL SMIT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR ANTHONY J. VINCIQUERRA | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |

ISSUER: Sanofi

TICKER: SAN

CUSIP: 80105N105

MEETING DATE: 4/30/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|-----------|-------------|--------|-----------|---------------------|
|-----------|-------------|--------|-----------|---------------------|

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|--|--------|-----|-----|-----|
| PROPOSAL #1: APPROVE FINANCIAL STATEMENTS AND STATUTORY REPORTS | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: APPROVE CONSOLIDATED FINANCIAL STATEMENTS AND STATUTORY REPORTS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: APPROVE ALLOCATION OF INCOME AND DIVIDENDS OF EUR 3.07 PER SHARE | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: REELECT SERGE WEINBERG AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: REELECT SUET FERN LEE AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #6: RATIFY APPOINTMENT OF CHRISTOPHE BABULE AS DIRECTOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #7: APPROVE REMUNERATION POLICY FOR CHAIRMAN OF THE BOARD | ISSUER | YES | FOR | FOR |
| PROPOSAL #8: APPROVE REMUNERATION POLICY FOR CEO | ISSUER | YES | FOR | FOR |
| PROPOSAL #9: APPROVE COMPENSATION OF SERGE WEINBERG, CHAIRMAN OF THE BOARD | ISSUER | YES | FOR | FOR |
| PROPOSAL #10: APPROVE COMPENSATION OF OLIVIER BRANDICOURT, CEO | ISSUER | YES | FOR | FOR |
| PROPOSAL #11: AUTHORIZE REPURCHASE OF UP TO 10 PERCENT OF ISSUED SHARE CAPITAL | ISSUER | YES | FOR | FOR |
| PROPOSAL #12: AUTHORIZE DECREASE IN SHARE CAPITAL VIA CANCELLATION OF REPURCHASED SHARES | ISSUER | YES | FOR | FOR |
| PROPOSAL #13: AUTHORIZE ISSUANCE OF EQUITY OR EQUITY-LINKED SECURITIES WITH PREEMPTIVE RIGHTS UP TO AGGREGATE NOMINAL AMOUNT OF EUR 997 MILLION | ISSUER | YES | FOR | FOR |
| PROPOSAL #14: AUTHORIZE ISSUANCE OF EQUITY OR EQUITY-LINKED SECURITIES WITHOUT PREEMPTIVE RIGHTS UP TO AGGREGATE NOMINAL AMOUNT OF EUR 240 MILLION | ISSUER | YES | FOR | FOR |
| PROPOSAL #15: APPROVE ISSUANCE OF EQUITY OR EQUITY-LINKED SECURITIES FOR PRIVATE PLACEMENTS, UP TO AGGREGATE NOMINAL AMOUNT OF EUR 240 MILLION | ISSUER | YES | FOR | FOR |
| PROPOSAL #16: APPROVE ISSUANCE OF DEBT SECURITIES GIVING ACCESS TO NEW SHARES OF SUBSIDIARIES AND/OR EXISTING SHARES AND/OR DEBT SECURITIES, UP TO AGGREGATE AMOUNT OF EUR 7 BILLION | ISSUER | YES | FOR | FOR |
| PROPOSAL #17: AUTHORIZE BOARD TO INCREASE CAPITAL IN THE EVENT OF ADDITIONAL DEMAND RELATED TO DELEGATION SUBMITTED TO SHAREHOLDER VOTE UNDER ITEMS 13-15 | ISSUER | YES | FOR | FOR |
| PROPOSAL #18: AUTHORIZE CAPITAL INCREASE OF UP TO 10 PERCENT OF ISSUED CAPITAL FOR CONTRIBUTIONS IN KIND | ISSUER | YES | FOR | FOR |
| PROPOSAL #19: AUTHORIZE UP TO 0.5 PERCENT OF ISSUED CAPITAL FOR USE IN STOCK OPTION PLANS | ISSUER | YES | FOR | FOR |
| PROPOSAL #20: AUTHORIZE UP TO 1.5 PERCENT OF ISSUED CAPITAL FOR USE IN RESTRICTED STOCK PLANS | ISSUER | YES | FOR | FOR |
| PROPOSAL #21: AUTHORIZE CAPITALIZATION OF RESERVES OF UP TO EUR 500 MILLION FOR BONUS ISSUE OR INCREASE IN PAR VALUE | ISSUER | YES | FOR | FOR |
| PROPOSAL #22: AUTHORIZE CAPITAL ISSUANCES FOR USE IN EMPLOYEE STOCK PURCHASE PLANS | ISSUER | YES | FOR | FOR |
| PROPOSAL #23: AUTHORIZE FILING OF REQUIRED DOCUMENTS/OTHER FORMALITIES | ISSUER | YES | FOR | FOR |

ISSUER: Schlumberger Limited
TICKER: SLB CUSIP: 806857108
MEETING DATE: 4/3/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR PETER L.S. CURRIE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR MIGUEL M. GALUCCIO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR PAAL KIBSGAARD | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR NIKOLAY KUDRYAVTSEV | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR TATIANA A. MITROVA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR INDRA K. NOOYI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR LUBNA S. OLAYAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR MARK G. PAPA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR LEO RAFAEL REIF | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR HENRI SEYDOUX | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADOPT AND APPROVE FINANCIALS AND DIVIDENDS | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: AMEND NON-EMPLOYEE DIRECTOR RESTRICTED STOCK PLAN | ISSUER | YES | FOR | FOR |

ISSUER: SLM Corporation
TICKER: SLM CUSIP: 78442P106
MEETING DATE: 6/20/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR PAUL G. CHILD | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR MARY CARTER WARREN FRANKE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR EARL A. GOODE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR MARIANNE M. KELER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR MARK L. LAVELLE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR JIM MATHESON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR FRANK C. PULEO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR RAYMOND J. QUINLAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR VIVIAN C. SCHNECK-LAST | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR WILLIAM N. SHIEBLER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR ROBERT S. STRONG | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR KIRSTEN O. WOLBERG | ISSUER | YES | FOR | FOR |

PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE ISSUER YES FOR FOR
 OFFICERS' COMPENSATION

PROPOSAL #3: RATIFY KPMG LLP AS AUDITORS ISSUER YES FOR FOR

ISSUER: State Street Corporation
TICKER: STT **CUSIP:** 857477103
MEETING DATE: 5/15/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR KENNETT F. BURNES | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR PATRICK DE SAINT-AIGNAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR LYNN A. DUGLE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR AMELIA C. FAWCETT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR WILLIAM C. FREDA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR JOSEPH L. HOOLEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR SARA MATHEW | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR WILLIAM L. MEANEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR RONALD P. O'HANLEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR SEAN O'SULLIVAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR RICHARD P. SERGEL | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR GREGORY L. SUMME | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY ERNST & YOUNG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |

ISSUER: The Bank of New York Mellon Corporation
TICKER: BK **CUSIP:** 064058100
MEETING DATE: 4/9/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR STEVEN D. BLACK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR LINDA Z. COOK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR JOSEPH J. ECHEVARRIA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR EDWARD P. GARDEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR JEFFREY A. GOLDSTEIN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR JOHN M. HINSHAW | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR EDMUND F. "TED" KELLY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR JENNIFER B. MORGAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR ELIZABETH E. ROBINSON | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR CHARLES W. SCHARF | ISSUER | YES | FOR | FOR |

| | | | | |
|---|-------------|-----|---------|-----|
| PROPOSAL #1k: ELECT DIRECTOR SAMUEL C. SCOTT, III | ISSUER | YES | FOR | FOR |
| PROPOSAL #11: ELECT DIRECTOR ALFRED "AL" W. ZOLLAR | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY KPMG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: PROVIDE RIGHT TO ACT BY LESS THAN UNANIMOUS WRITTEN CONSENT | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: APPROVE OMNIBUS STOCK PLAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #6: REPORT ON GENDER PAY GAP | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Twenty-First Century Fox, Inc.
TICKER: FOXA **CUSIP:** 90130A101
MEETING DATE: 7/27/2018

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1: APPROVE MERGER AGREEMENT | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: APPROVE DISTRIBUTION AGREEMENT | ISSUER | YES | FOR | FOR |

ISSUER: U.S. Bancorp
TICKER: USB **CUSIP:** 902973304
MEETING DATE: 4/16/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1a: ELECT DIRECTOR WARNER L. BAXTER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR DOROTHY J. BRIDGES | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR ELIZABETH L. BUSE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR MARC N. CASPER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR ANDREW CECERE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR ARTHUR D. COLLINS, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR KIMBERLY J. HARRIS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR ROLAND A. HERNANDEZ | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR DOREEN WOO HO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR OLIVIA F. KIRTLEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR KAREN S. LYNCH | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR RICHARD P. MCKENNEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1m: ELECT DIRECTOR YUSUF I. MEHDI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1n: ELECT DIRECTOR DAVID B. O'MALEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1o: ELECT DIRECTOR O'DELL M. OWENS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1p: ELECT DIRECTOR CRAIG D. SCHNUCK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1q: ELECT DIRECTOR SCOTT W. WINE | ISSUER | YES | AGAINST | AGAINST |

PROPOSAL #2: RATIFY ERNST & YOUNG LLP AS AUDITORS ISSUER YES FOR FOR
 PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE ISSUER YES FOR FOR
 OFFICERS' COMPENSATION

ISSUER: United Technologies Corporation
TICKER: UTX **CUSIP:** 913017109
MEETING DATE: 4/29/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|-------------|--------|-----------|---------------------|
| PROPOSAL #1a: ELECT DIRECTOR LLOYD J. AUSTIN, III | ISSUER | YES | FOR | FOR |
| PROPOSAL #1b: ELECT DIRECTOR DIANE M. BRYANT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR JOHN V. FARACI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR JEAN-PIERRE GARNIER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR GREGORY J. HAYES | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR CHRISTOPHER J. KEARNEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR ELLEN J. KULLMAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR MARSHALL O. LARSEN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR HAROLD W. MCGRAW, III | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR MARGARET L. O'SULLIVAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR DENISE L. RAMOS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR FREDRIC G. REYNOLDS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1m: ELECT DIRECTOR BRIAN C. ROGERS | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY PRICEWATERHOUSECOOPERS LLP AS AUDITOR | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: ELIMINATE SUPERMAJORITY VOTE REQUIREMENT TO APPROVE CERTAIN BUSINESS COMBINATIONS | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: RATIFY THE REDUCED OWNERSHIP THRESHOLD TO CALL A SPECIAL MEETING | ISSUER | YES | FOR | FOR |

ISSUER: Valero Energy Corporation
TICKER: VLO **CUSIP:** 91913Y100
MEETING DATE: 4/30/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|-------------|--------|-----------|---------------------|
| PROPOSAL #1A: ELECT DIRECTOR H. PAULETT EBERHART | ISSUER | YES | FOR | FOR |
| PROPOSAL #1B: ELECT DIRECTOR JOSEPH W. GORDER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1C: ELECT DIRECTOR KIMBERLY S. GREENE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1D: ELECT DIRECTOR DEBORAH P. MAJORAS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1E: ELECT DIRECTOR DONALD L. NICKLES | ISSUER | YES | FOR | FOR |
| PROPOSAL #1F: ELECT DIRECTOR PHILIP J. PFEIFFER | ISSUER | YES | FOR | FOR |

| | | | | |
|---|--------|-----|-----|-----|
| PROPOSAL #1G: ELECT DIRECTOR ROBERT A. PROFUSEK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1H: ELECT DIRECTOR STEPHEN M. WATERS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1I: ELECT DIRECTOR RANDALL J. WEISENBURGER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1J: ELECT DIRECTOR RAYFORD WILKINS, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY KPMG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |

ISSUER: Verizon Communications Inc.
TICKER: VZ **CUSIP:** 92343V104
MEETING DATE: 5/2/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1.1: ELECT DIRECTOR SHELLYE L. ARCHAMBEAU | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR MARK T. BERTOLINI | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.3: ELECT DIRECTOR VITTORIO COLAO | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.4: ELECT DIRECTOR MELANIE L. HEALEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.5: ELECT DIRECTOR CLARENCE OTIS, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.6: ELECT DIRECTOR DANIEL H. SCHULMAN | ISSUER | YES | AGAINST | AGAINST |
| PROPOSAL #1.7: ELECT DIRECTOR RODNEY E. SLATER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.8: ELECT DIRECTOR KATHRYN A. TESIJA | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.9: ELECT DIRECTOR HANS E. VESTBERG | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.1: ELECT DIRECTOR GREGORY G. WEAVER | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: RATIFY ERNST & YOUNG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: ELIMINATE ABOVE-MARKET EARNINGS IN EXECUTIVE RETIREMENT PLANS | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #5: REQUIRE INDEPENDENT BOARD CHAIRMAN | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #6: REPORT ON ONLINE CHILD EXPLOITATION | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #7: ASSESS FEASIBILITY OF CYBER SECURITY AND DATA PRIVACY AS A PERFORMANCE MEASURE FOR SENIOR EXECUTIVE COMPENSATION | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #8: SUBMIT SEVERANCE AGREEMENT (CHANGE-IN-CONTROL) TO SHAREHOLDER VOTE | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Wells Fargo & Company
TICKER: WFC **CUSIP:** 949746101
MEETING DATE: 4/23/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|--|--------------------|---------------|------------------|-------------------------|
| PROPOSAL #1a: ELECT DIRECTOR JOHN D. BAKER, II | ISSUER | YES | FOR | FOR |

| | | | | |
|--|-------------|-----|---------|-----|
| PROPOSAL #1b: ELECT DIRECTOR CELESTE A. CLARK | ISSUER | YES | FOR | FOR |
| PROPOSAL #1c: ELECT DIRECTOR THEODORE F. CRAVER, JR. | ISSUER | YES | FOR | FOR |
| PROPOSAL #1d: ELECT DIRECTOR ELIZABETH A. "BETSY" DUKE | ISSUER | YES | FOR | FOR |
| PROPOSAL #1e: ELECT DIRECTOR WAYNE M. HEWETT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1f: ELECT DIRECTOR DONALD M. JAMES | ISSUER | YES | FOR | FOR |
| PROPOSAL #1g: ELECT DIRECTOR MARIA R. MORRIS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1h: ELECT DIRECTOR JUAN A. PUJADAS | ISSUER | YES | FOR | FOR |
| PROPOSAL #1i: ELECT DIRECTOR JAMES H. QUIGLEY | ISSUER | YES | FOR | FOR |
| PROPOSAL #1j: ELECT DIRECTOR RONALD L. SARGENT | ISSUER | YES | FOR | FOR |
| PROPOSAL #1k: ELECT DIRECTOR C. ALLEN PARKER | ISSUER | YES | FOR | FOR |
| PROPOSAL #1l: ELECT DIRECTOR SUZANNE M. VAUTRINOT | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: AMEND OMNIBUS STOCK PLAN | ISSUER | YES | FOR | FOR |
| PROPOSAL #4: RATIFY KPMG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |
| PROPOSAL #5: REPORT ON INCENTIVE-BASED COMPENSATION AND RISKS OF MATERIAL LOSSES | SHAREHOLDER | YES | AGAINST | FOR |
| PROPOSAL #6: REPORT ON GLOBAL MEDIAN GENDER PAY GAP | SHAREHOLDER | YES | AGAINST | FOR |

ISSUER: Westinghouse Air Brake Technologies Corporation

TICKER: WAB **CUSIP:** 929740108

MEETING DATE: 5/17/2019

| PROPOSAL: | PROPOSED BY | VOTED? | VOTE CAST | FOR/AGAINST MGMT |
|---|--------------------|---------------|------------------|-----------------------------|
| PROPOSAL #1.1: ELECT DIRECTOR WILLIAM E. KASSLING | ISSUER | YES | FOR | FOR |
| PROPOSAL #1.2: ELECT DIRECTOR ALBERT J. NEUPAVER | ISSUER | YES | FOR | FOR |
| PROPOSAL #2: ADVISORY VOTE TO RATIFY NAMED EXECUTIVE OFFICERS' COMPENSATION | ISSUER | YES | FOR | FOR |
| PROPOSAL #3: RATIFY ERNST & YOUNG LLP AS AUDITORS | ISSUER | YES | FOR | FOR |

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

VANGUARD VARIABLE INSURANCE FUNDS

By: /s/Mortimer J. Buckley

Mortimer J. Buckley*

Chief Executive Officer, President, and Trustee

Date: August 28, 2019

*By: /s/Anne E. Robinson

Anne E. Robinson, pursuant to a Power of Attorney filed on January 18, 2018,
see File Number 33-32216. Incorporated by Reference.