

SOURCE CAPITAL INC /DE/
Form N-PX
August 18, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-PX

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number **811-1731**

Source Capital, Inc.

(Exact name of registrant as specified in charter)

11601 Wilshire Blvd.,

Ste. 1200, Los Angeles, CA 90025

(Address of principal executive offices) (Zip code)

J. Richard Atwood, President

Source Capital, Inc.

11601 Wilshire Blvd., Ste. 1200,

Los Angeles, CA 90025

(Name and address of agent for service)

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Registrant's telephone number, including area code: **310-473-0225**

Date of fiscal year end: **12/31**

Date of reporting period: **7/1/16 to 6/30/17**

Item 1. Proxy Voting Record.

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===== Source Capital, Inc. =====

ALCOA CORPORATION

Ticker: AA Security ID: 013872106

Meeting Date: MAY 10, 2017 Meeting Type: Annual

Record Date: MAR 13, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael G. Morris	For	For	Management
1.2	Elect Director Mary Anne Citrino	For	For	Management
1.3	Elect Director Timothy P. Flynn	For	For	Management
1.4	Elect Director Kathryn S. Fuller	For	For	Management
1.5	Elect Director Roy C. Harvey	For	For	Management
1.6	Elect Director James A. Hughes	For	For	Management
1.7	Elect Director James E. Nevels	For	For	Management
1.8	Elect Director James W. Owens	For	For	Management
1.9	Elect Director Carol L. Roberts	For	For	Management
1.10	Elect Director Suzanne Sitherwood	For	For	Management
1.11	Elect Director Steven W. Williams	For	For	Management
1.12	Elect Director Ernesto Zedillo	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

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5	Amend Executive Incentive Bonus Plan	For	For	Management
6	Amend Omnibus Stock Plan	For	For	Management

ALCOA INC.

Ticker: AA Security ID: 013817101

Meeting Date: OCT 05, 2016 Meeting Type: Special

Record Date: AUG 03, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Reverse Stock Split	For	For	Management
2	Amend Articles	For	For	Management

ALPHABET INC.

Ticker: GOOGL Security ID: 02079K305

Meeting Date: JUN 07, 2017 Meeting Type: Annual

Record Date: APR 19, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry Page	For	For	Management
1.2	Elect Director Sergey Brin	For	For	Management

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1.3	Elect Director Eric E. Schmidt	For	For	Management
1.4	Elect Director L. John Doerr	For	For	Management
1.5	Elect Director Roger W. Ferguson, Jr.	For	For	Management
1.6	Elect Director Diane B. Greene	For	For	Management
1.7	Elect Director John L. Hennessy	For	For	Management
1.8	Elect Director Ann Mather	For	For	Management
1.9	Elect Director Alan R. Mulally	For	For	Management
1.10	Elect Director Paul S. Otellini	For	For	Management
1.11	Elect Director K. Ram Shriram	For	For	Management
1.12	Elect Director Shirley M. Tilghman	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Advisory Vote on Say on Pay Frequency	Three Years	Three Years	Management
6	Approve Recapitalization Plan for all Stock to Have One-vote per Share	Against	Against	Shareholder
7	Report on Lobbying Payments and Policy	Against	Against	Shareholder
8	Report on Political Contributions	Against	Against	Shareholder
9	Report on Gender Pay Gap	Against	Against	Shareholder
10	Report on Charitable Contributions	Against	Against	Shareholder
11	Adopt Holy Land Principles	Against	Against	Shareholder
12	Report on Fake News	Against	Against	Shareholder

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AMERICAN EXPRESS COMPANY

Ticker: AXP Security ID: 025816109

Meeting Date: MAY 01, 2017 Meeting Type: Annual

Record Date: MAR 03, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Charlene Barshefsky	For	Against	Management
1b	Elect Director John J. Brennan	For	Against	Management
1c	Elect Director Ursula M. Burns	For	Against	Management
1d	Elect Director Kenneth I. Chenault	For	Against	Management
1e	Elect Director Peter Chernin	For	Against	Management
1f	Elect Director Ralph de la Vega	For	Against	Management
1g	Elect Director Anne L. Lauvergeon	For	Against	Management
1h	Elect Director Michael O. Leavitt	For	Against	Management
1i	Elect Director Theodore J. Leonsis	For	Against	Management
1j	Elect Director Richard C. Levin	For	Against	Management
1k	Elect Director Samuel J. Palmisano	For	Against	Management
1l	Elect Director Daniel L. Vasella	For	Against	Management
1m	Elect Director Robert D. Walter	For	Against	Management
1n	Elect Director Ronald A. Williams	For	Against	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	Against	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Provide Right to Act by Written Consent	Against	Against	Shareholder
6	Report on Gender Pay Gap	Against	Against	Shareholder

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AMERICAN INTERNATIONAL GROUP, INC.

Ticker: AIG Security ID: 026874784

Meeting Date: JUN 28, 2017 Meeting Type: Annual

Record Date: MAY 08, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director W. Don Cornwell	For	For	Management
1b	Elect Director Brian Duperreault	For	For	Management
1c	Elect Director Peter R. Fisher	For	For	Management
1d	Elect Director John H. Fitzpatrick	For	For	Management
1e	Elect Director William G. Jurgensen	For	For	Management
1f	Elect Director Christopher S. Lynch	For	For	Management
1g	Elect Director Samuel J. Merksamer	For	For	Management
1h	Elect Director Henry S. Miller	For	For	Management
1i	Elect Director Linda A. Mills	For	For	Management
1j	Elect Director Suzanne Nora Johnson	For	For	Management
1k	Elect Director Ronald A. Rittenmeyer	For	For	Management
1l	Elect Director Douglas M. Steenland	For	For	Management
1m	Elect Director Theresa M. Stone	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Amend Securities Transfer Restrictions	For	For	Management
4	Ratify NOL Rights Plan (NOL Pill)	For	For	Management

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5 Ratify PricewaterhouseCoopers LLP as For For Management
Auditors

ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105

Meeting Date: MAR 08, 2017 Meeting Type: Annual

Record Date: JAN 09, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Ray Stata	For	For	Management
1b	Elect Director Vincent Roche	For	For	Management
1c	Elect Director James A. Champy	For	For	Management
1d	Elect Director Bruce R. Evans	For	For	Management
1e	Elect Director Edward H. Frank	For	For	Management
1f	Elect Director Mark M. Little	For	For	Management
1g	Elect Director Neil Novich	For	For	Management
1h	Elect Director Kenton J. Sicchitano	For	For	Management
1i	Elect Director Lisa T. Su	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify Ernst & Young LLP as Auditors	For	For	Management

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AON PLC

Ticker: AON Security ID: G0408V102

Meeting Date: JUN 23, 2017 Meeting Type: Annual

Record Date: APR 25, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lester B. Knight	For	For	Management
1.2	Elect Director Gregory C. Case	For	For	Management
1.3	Elect Director Jin-Yong Cai	For	For	Management
1.4	Elect Director Fulvio Conti	For	For	Management
1.5	Elect Director Cheryl A. Francis	For	For	Management
1.6	Elect Director J. Michael Losh	For	For	Management
1.7	Elect Director Robert S. Morrison	For	For	Management
1.8	Elect Director Richard B. Myers	For	For	Management
1.9	Elect Director Richard C. Notebaert	For	For	Management
1.10	Elect Director Gloria Santona	For	For	Management
1.11	Elect Director Carolyn Y. Woo	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Approve Remuneration Policy	For	For	Management
5	Advisory Vote to Ratify Directors' Remuneration Report	For	For	Management
6	Accept Financial Statements and Statutory Reports	For	For	Management

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7	Ratify Ernst & Young LLP as Aon's Auditors	For	For	Management
8	Ratify Ernst & Young LLP as Aon's U.K. Statutory Auditor	For	For	Management
9	Authorize Board to Fix Remuneration of Auditors	For	For	Management
10	Authorise Shares for Market Purchase	For	For	Management
11	Issue of Equity or Equity-Linked Securities with Pre-emptive Rights	For	For	Management
12	Issue of Equity or Equity-Linked Securities without Pre-emptive Rights	For	For	Management
13	Approve Political Donations	For	For	Management

ARCONIC INC.

Ticker: ARNC Security ID: 03965L100

Meeting Date: MAY 25, 2017 Meeting Type: Proxy Contest

Record Date: MAR 01, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
	Management Proxy (White Proxy Card)	None		
1.1	Elect Director Amy E. Alving	For	Did Not Vote	Management
1.2	Elect Director David P. Hess	For	Did Not Vote	Management
1.3	Elect Director James 'Jim' F. Albaugh	For	Did Not Vote	Management
1.4	Elect Director Ulrich "Rick" Schmidt	For	Did Not Vote	Management

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1.5	Elect Director Janet C. Wolfenbarger	For	Did Not Vote	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	Did Not Vote	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Did Not Vote	Management
4	Advisory Vote on Say on Pay Frequency	One Year	Did Not Vote	Management
5	Eliminate Supermajority Vote Requirement for Amendments to the Articles of Incorporation Regarding Anti-Greenmail	For	Did Not Vote	Management
6	Eliminate Supermajority Vote Requirement for Amendments to the Articles of Incorporation Regarding Removal of Directors	For	Did Not Vote	Management
7	Eliminate Supermajority Vote Requirement for Removal of Directors	For	Did Not Vote	Management
8	Declassify the Board of Directors	For	Did Not Vote	Management
9	Eliminate Supermajority Vote Requirement	For	Did Not Vote	Shareholder
#	Proposal	Diss Rec	Vote Cast	Sponsor
	Dissident Proxy (Blue Proxy Card)	None		
1.1	Elect Director Christopher L. Ayers	For	For	Shareholder
1.2	Elect Director Elmer L. Doty	For	For	Shareholder
1.3	Elect Director Bernd F. Kessler	For	For	Shareholder
1.4	Elect Director Patrice E. Merrin	For	For	Shareholder
1.5	Elect Director Ulrich "Rick" Schmidt	For	For	Shareholder
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

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3	Advisory Vote to Ratify Named Executive Officers' Compensation	None	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Eliminate Supermajority Vote Requirement for Amendments to the Articles of Incorporation Regarding Anti-Greenmail	For	For	Management
6	Eliminate Supermajority Vote Requirement for Amendments to the Articles of Incorporation Regarding Removal of Directors	For	For	Management
7	Eliminate Supermajority Vote Requirement for Removal of Directors	For	For	Management
8	Declassify the Board of Directors	For	For	Management
9	Eliminate Supermajority Vote Requirement	For	For	Shareholder

BANK OF AMERICA CORPORATION

Ticker: BAC Security ID: 060505104

Meeting Date: APR 26, 2017 Meeting Type: Annual

Record Date: MAR 02, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Sharon L. Allen	For	For	Management

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1b	Elect Director Susan S. Bies	For	For	Management
1c	Elect Director Jack O. Bovender, Jr.	For	For	Management
1d	Elect Director Frank P. Bramble, Sr.	For	For	Management
1e	Elect Director Pierre J.P. de Weck	For	For	Management
1f	Elect Director Arnold W. Donald	For	For	Management
1g	Elect Director Linda P. Hudson	For	For	Management
1h	Elect Director Monica C. Lozano	For	For	Management
1i	Elect Director Thomas J. May	For	For	Management
1j	Elect Director Brian T. Moynihan	For	For	Management
1k	Elect Director Lionel L. Nowell, III	For	For	Management
1l	Elect Director Michael D. White	For	For	Management
1m	Elect Director Thomas D. Woods	For	For	Management
1n	Elect Director R. David Yost	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
5	Amend the General Clawback Policy	Against	Against	Shareholder
6	Non-core banking operations	Against	Against	Shareholder
7	Require Independent Board Chairman	Against	Against	Shareholder
8	Report on Gender Pay Gap	Against	Against	Shareholder

CISCO SYSTEMS, INC.

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Ticker: CSCO Security ID: 17275R102

Meeting Date: DEC 12, 2016 Meeting Type: Annual

Record Date: OCT 14, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Carol A. Bartz	For	For	Management
1b	Elect Director M. Michele Burns	For	For	Management
1c	Elect Director Michael D. Capellas	For	For	Management
1d	Elect Director John T. Chambers	For	For	Management
1e	Elect Director Amy L. Chang	For	For	Management
1f	Elect Director John L. Hennessy	For	For	Management
1g	Elect Director Kristina M. Johnson	For	For	Management
1h	Elect Director Roderick C. McGeary	For	For	Management
1i	Elect Director Charles H. Robbins	For	For	Management
1j	Elect Director Arun Sarin	For	For	Management
1k	Elect Director Steven M. West	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
4	Report on Lobbying Payments and Policy	Against	Against	Shareholder
5	Report on Arab and non-Arab Employees using EEO-1 Categories	Against	Against	Shareholder
6	Establish Board Committee on Operations in Israeli Settlements	Against	Against	Shareholder

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CITIGROUP INC.

Ticker: C Security ID: 172967424

Meeting Date: APR 25, 2017 Meeting Type: Annual

Record Date: FEB 27, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Michael L. Corbat	For	Against	Management
1b	Elect Director Ellen M. Costello	For	Against	Management
1c	Elect Director Duncan P. Hennes	For	Against	Management
1d	Elect Director Peter B. Henry	For	Against	Management
1e	Elect Director Franz B. Humer	For	Against	Management
1f	Elect Director Renee J. James	For	Against	Management
1g	Elect Director Eugene M. McQuade	For	Against	Management
1h	Elect Director Michael E. O'Neill	For	Against	Management
1i	Elect Director Gary M. Reiner	For	Against	Management
1j	Elect Director Anthony M. Santomero	For	Against	Management
1k	Elect Director Diana L. Taylor	For	Against	Management
1l	Elect Director William S. Thompson, Jr.	For	Against	Management
1m	Elect Director James S. Turley	For	Against	Management
1n	Elect Director Deborah C. Wright	For	Against	Management
1o	Elect Director Ernesto Zedillo Ponce de Leon	For	Against	Management
2	Ratify KPMG LLP as Auditors	For	Against	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

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5	Demonstrate No Gender Pay Gap	Against	Against	Shareholder
6	Appoint a Stockholder Value Committee	Against	Against	Shareholder
7	Report on Lobbying Payments and Policy	Against	Against	Shareholder
8	Claw-back of Payments under Restatements	Against	Against	Shareholder
9	Limit/Prohibit Accelerated Vesting of Awards	Against	Against	Shareholder

GAZPROM PJSC

Ticker: GAZP Security ID: 368287207

Meeting Date: JUN 30, 2017 Meeting Type: Annual

Record Date: JUN 05, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Annual Report	For	For	Management
2	Approve Financial Statements	For	For	Management
3	Approve Allocation of Income	For	For	Management
4	Approve Dividends of RUB 8.0397 Per Share	For	For	Management
5	Ratify FBK as Auditor	For	For	Management
6	Approve Remuneration of Directors	For	Against	Management
7	Approve Remuneration of Members of Audit Commission	For	For	Management
8	Amend Charter	For	For	Management

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9	Amend Regulations on Board of Directors	For	For	Management
10	Amend Regulations on Management	For	For	Management
11	Amend Regulations on CEO	For	For	Management
12	Approve New Edition of Company's Corporate Governance Code	For	For	Management
13	Approve Company's Membership in Global Gas Center	For	For	Management
14.1	Elect Andrey Akimov as Director	None	Against	Management
14.2	Elect Viktor Zubkov as Director	None	Against	Management
14.3	Elect Timur Kulibaev as Director	None	Against	Management
14.4	Elect Denis Manturov as Director	None	Against	Management
14.5	Elect Vitaliy Markelov as Director	None	Against	Management
14.6	Elect Viktor Martynov as Director	None	Against	Management
14.7	Elect Vladimir Mau as Director	None	Against	Management
14.8	Elect Aleksey Miller as Director	None	Against	Management
14.9	Elect Aleksandr Novak as Director	None	Against	Management
14.10	Elect Dmitry Patrushev as Director	None	Against	Management
14.11	Elect Mikhail Sereda as Director	None	Against	Management
15.1	Elect Vladimir Alisov as Member of Audit Commission	For	Against	Management
15.2	Elect Vadim Bikulov as Member of Audit Commission	For	For	Management
15.3	Elect Aleksandr Gladkov as Member of Audit Commission	For	For	Management
15.4	Elect Aleksandr Ivannikov as Member of Audit Commission	For	Against	Management
15.5	Elect Margarita Mironova as Member of Audit Commission	For	For	Management

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15.6	Elect Lidiya Morozova as Member of Audit Commission	For	Did Not Vote	Management
15.7	Elect Yury Nosov as Member of Audit Commission	For	For	Management
15.8	Elect Karen Oganyan as Member of Audit Commission	For	For	Management
15.9	Elect Dmitry Pashkovsky as Member of Audit Commission	For	Did Not Vote	Management
15.10	Elect Alexandra Petrova as Member of Audit Commission	For	Did Not Vote	Management
15.11	Elect Sergey Platonov as Member of Audit Commission	For	For	Management
15.12	Elect Mikhail Rosseev as Member of Audit Commission	For	Did Not Vote	Management
15.13	Elect Oksana Tarasenko as Member of Audit Commission	For	Did Not Vote	Management
15.14	Elect Tatyana Fisenko as Member of Audit Commission	For	For	Management

GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103

Meeting Date: APR 26, 2017 Meeting Type: Annual

Record Date: FEB 27, 2017

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Sebastien M. Bazin	For	For	Management
2	Elect Director W. Geoffrey Beattie	For	For	Management
3	Elect Director John J. Brennan	For	For	Management
4	Elect Director Francisco D'Souza	For	For	Management
5	Elect Director Marijn E. Dekkers	For	For	Management
6	Elect Director Peter B. Henry	For	For	Management
7	Elect Director Susan J. Hockfield	For	For	Management
8	Elect Director Jeffrey R. Immelt	For	For	Management
9	Elect Director Andrea Jung	For	For	Management
10	Elect Director Robert W. Lane	For	For	Management
11	Elect Director Risa Lavizzo-Mourey	For	For	Management
12	Elect Director Rochelle B. Lazarus	For	For	Management
13	Elect Director Lowell C. McAdam	For	For	Management
14	Elect Director Steven M. Mollenkopf	For	For	Management
15	Elect Director James J. Mulva	For	For	Management
16	Elect Director James E. Rohr	For	For	Management
17	Elect Director Mary L. Schapiro	For	For	Management
18	Elect Director James S. Tisch	For	For	Management
19	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
20	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
21	Amend Omnibus Stock Plan	For	For	Management
22	Approve Material Terms of Senior Officer Performance Goals	For	For	Management
23	Ratify KPMG LLP as Auditors	For	For	Management
24	Report on Lobbying Payments and Policy	Against	Against	Shareholder
25	Require Independent Board Chairman	Against	Against	Shareholder

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26	Restore or Provide for Cumulative Voting	Against	Against	Shareholder
27	Report on Charitable Contributions	Against	Against	Shareholder

GROUPE BRUXELLES LAMBERT

Ticker: GBLB Security ID: B4746J115

Meeting Date: APR 25, 2017 Meeting Type: Annual

Record Date: APR 11, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Receive Directors' and Auditors' Reports (Non-Voting)	None	None	Management
2.1	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	None	None	Management
2.2	Adopt Financial Statements	For	For	Management
3.1	Approve Discharge of Directors	For	For	Management
3.2	Approve Discharge of Cofinergy's Directors	For	For	Management
4.1	Approve Discharge of Auditors	For	For	Management
4.2	Approve Discharge of Cofinergy's Auditors	For	For	Management
5.1.1	Elect Laurence Danon Arnaud as Director	For	For	Management
5.1.2	Elect Jocelyn Lefebvre as Director	For	Against	Management

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5.2.1	Reelect Victor Delloye as Director	For	Against	Management
5.2.2	Reelect Christine Morin-Postel as Director	For	For	Management
5.2.3	Reelect Amaury de Seze as Director	For	Against	Management
5.2.4	Reelect Martine Verluysten as Director	For	For	Management
5.2.5	Reelect Arnaud Vial as Director	For	Against	Management
5.3.1	Indicate Laurence Danon Arnaud as Independent Board Member	For	For	Management
5.3.2	Indicate Christine Morin-Postel as Independent Board Member	For	For	Management
5.3.3	Indicate Martine Verluysten as Independent Board Member	For	For	Management
6	Approve Remuneration Report	For	For	Management
7.1	Approve Stock Option Plan	For	For	Management
7.2	Approve Change-of-Control Clause Re: Stock Option Plan under Item 7.1	For	Against	Management
7.3	Approve Stock Option Plan Grants for 2017 up to EUR 7,74 Million Re: Stock Option Plan under Item 7.1	For	For	Management
7.4	Approve Special Board Report Re: Article 629 of the Company Code Re: Item 7.5	For	For	Management
7.5	Approve Guarantee to Acquire Shares under New Stock Option Plan Re: Item 7. 1	For	For	Management
8	Transact Other Business	None	None	Management

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JARDINE STRATEGIC HOLDINGS LTD.

Ticker: J37 Security ID: G50764102

Meeting Date: MAY 04, 2017 Meeting Type: Annual

Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Financial Statements and Statutory Reports and Declare Final Dividend	For	For	Management
2	Re-elect David Hsu as Director	For	For	Management
3	Re-elect Dr George Koo as Director	For	For	Management
4	Elect Y.K. Pang as Director	For	For	Management
5	Approve Directors' Fees	For	For	Management
6	Ratify Auditors and Authorise Their Remuneration	For	For	Management
7	Authorise Issue of Equity with and without Pre-emptive Rights	For	For	Management

LUKOIL PJSC

Ticker: LKOH Security ID: 69343P105

Meeting Date: DEC 05, 2016 Meeting Type: Special

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Record Date: NOV 10, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Interim Dividends for First Nine Months of Fiscal 2016	For	For	Management
2	Approve Remuneration of Directors	For	For	Management

LUKOIL PJSC

Ticker: LKOH Security ID: 69343P105

Meeting Date: JUN 21, 2017 Meeting Type: Annual

Record Date: MAY 26, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Annual Report, Financial Statements, and Allocation of Income, Including Dividends of RUB 120 per Share	For	For	Management
2.1	Elect Vagit Alekperov as Director	None	For	Management
2.2	Elect Viktor Blazheev as Director	None	For	Management
2.3	Elect Toby Gati as Director	None	For	Management
2.4	Elect Valery Grayfer as Director	None	For	Management
2.5	Elect Igor Ivanov as Director	None	For	Management
2.6	Elect Ravil Maganov as Director	None	For	Management
2.7	Elect Roger Munnings as Director	None	For	Management

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2.8	Elect Richard Matzke as Director	None	For	Management
2.9	Elect Nikolay Nikolaev as Director	None	For	Management
2.10	Elect Ivan Pictet as Director	None	For	Management
2.11	Elect Leonid Fedun as Director	None	For	Management
2.12	Elect Lubov Khoba as Director	None	For	Management
3.1	Elect Ivan Vrublevsky as Member of Audit Commission	For	For	Management
3.2	Elect Pavel Suloyev as Member of Audit Commission	For	For	Management
3.3	Elect Aleksandr Surkov as Member of Audit Commission	For	For	Management
4.1	Approve Remuneration of Directors for Fiscal 2016	For	For	Management
4.2	Approve Remuneration of New Directors for Fiscal 2017	For	For	Management
5.1	Approve Remuneration of Members of Audit Commission for Fiscal 2016	For	For	Management
5.2	Approve Remuneration of New Members of Audit Commission for Fiscal 2017	For	For	Management
6	Ratify KPMG as Auditor	For	For	Management
7	Amend Charter	For	For	Management
8	Amend Regulations on General Meetings	For	For	Management
9	Amend Regulations on Board of Directors	For	For	Management
10	Approve Related-Party Transaction Re: Liability Insurance for Directors ,Executives, and Companies	For	For	Management

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MICROSOFT CORPORATION

Ticker: MSFT Security ID: 594918104

Meeting Date: NOV 30, 2016 Meeting Type: Annual

Record Date: SEP 30, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William H. Gates, III	For	For	Management
1.2	Elect Director Teri L. List-Stoll	For	For	Management
1.3	Elect Director G. Mason Morfit	For	For	Management
1.4	Elect Director Satya Nadella	For	For	Management
1.5	Elect Director Charles H. Noski	For	For	Management
1.6	Elect Director Helmut Panke	For	For	Management
1.7	Elect Director Sandra E. Peterson	For	For	Management
1.8	Elect Director Charles W. Scharf	For	For	Management
1.9	Elect Director John W. Stanton	For	For	Management
1.10	Elect Director John W. Thompson	For	For	Management
1.11	Elect Director Padmasree Warrior	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
4	Amend Right to Call Special Meeting	For	For	Management
5	Amend Omnibus Stock Plan	For	For	Management
6	Proxy Access	Against	Against	Shareholder

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MMC NORILSK NICKEL PJSC

Ticker: MNOD Security ID: ADPV30566

Meeting Date: DEC 16, 2016 Meeting Type: Special

Record Date: NOV 21, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Interim Dividends for First Nine Months of Fiscal 2016	For	For	Management

MMC NORILSK NICKEL PJSC

Ticker: MNOD Security ID: 55315J102

Meeting Date: JUN 09, 2017 Meeting Type: Annual

Record Date: MAY 16, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Annual Report	For	For	Management
2	Approve Financial Statements	For	For	Management
3	Approve Consolidated Financial Statements	For	For	Management
4	Approve Allocation of Income and	For	For	Management

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Dividends

5.1	Elect Sergey Barbashev as Director	None	Against	Management
5.2	Elect Aleksey Bashkirov as Director	None	Against	Management
5.3	Elect Rushan Bogaudinov as Director	None	Against	Management
5.4	Elect Sergey Bratukhin as Director	None	Against	Management
5.5	Elect Andrey Bugrov as Director	None	Against	Management
5.6	Elect Marianna Zakharova as Director	None	Against	Management
5.7	Elect Stalbek Mishakov as Director	None	Against	Management
5.8	Elect Gareth Penny as Director	None	For	Management
5.9	Elect Gerhardus Prinsloo as Director	None	For	Management
5.10	Elect Maksim Sokov as Director	None	Against	Management
5.11	Elect Vladislav Solovyev as Director	None	Against	Management
5.12	Elect Sergey Skvortsov as Director	None	For	Management
5.13	Elect Robert Edwards as Director	None	For	Management
6.1	Elect Artur Arustamov as Member of	For	For	Management
	Audit Commission			
6.2	Elect Anna Masalova as Member of Audit	For	For	Management
	Commission			
6.3	Elect Georgy Svanidze as Member of	For	For	Management
	Audit Commission			
6.4	Elect Vladimir Shilkov as Members of	For	For	Management
	Audit Commission			
6.5	Elect Elena Yanevich as Member of	For	For	Management
	Audit Commission			
7	Ratify KPMG as RAS Auditor	For	For	Management
8	Ratify KPMG as IFRS Auditor	For	For	Management
9	Approve Remuneration of Directors	For	Against	Management
10	Approve Remuneration of Members of	For	For	Management

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Audit Commission

11	Approve Related-Party Transactions Re: Indemnification Agreements with Directors and Executives	For	For	Management
12	Approve Related-Party Transaction Re: Liability Insurance for Directors and Executives	For	For	Management
13	Approve New Edition of Charter	For	Against	Management
14	Approve Company's Membership in UN Global Compact Network	For	For	Management
15	Approve Company's Membership in Transport Safety Association	For	For	Management

MYLAN N.V.

Ticker: MYL Security ID: N59465109

Meeting Date: JUN 22, 2017 Meeting Type: Annual

Record Date: MAY 25, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	Elect Director Heather Bresch	For	Against	Management
1B	Elect Director Wendy Cameron	For	Against	Management
1C	Elect Director Robert J. Cindrich	For	Against	Management
1D	Elect Director Robert J. Coury	For	Against	Management
1E	Elect Director JoEllen Lyons Dillon	For	Against	Management

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1F	Elect Director Neil Dimick	For	Against	Management
1G	Elect Director Melina Higgins	For	Against	Management
1H	Elect Director Rajiv Malik	For	Against	Management
1I	Elect Director Mark W. Parrish	For	Against	Management
1J	Elect Director Randall L. (Pete) Vanderveen	For	Against	Management
1K	Elect Director Sjoerd S. Vollebregt	For	Against	Management
2	Adopt Financial Statements and Statutory Reports	For	Against	Management
3	Ratify Deloitte & Touche LLP as Auditors	For	Against	Management
4	Instruction to Deloitte Accountants B. V. for the Audit of the Company's Dutch Statutory Annual Accounts for Fiscal Year 2017	For	Against	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
6	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
7	Authorize Repurchase of Shares	For	Against	Management

OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105

Meeting Date: MAY 12, 2017 Meeting Type: Annual

Record Date: MAR 14, 2017

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Spencer Abraham	For	For	Management
1b	Elect Director Howard I. Atkins	For	For	Management
1c	Elect Director Eugene L. Batchelder	For	For	Management
1d	Elect Director John E. Feick	For	For	Management
1e	Elect Director Margaret M. Foran	For	For	Management
1f	Elect Director Carlos M. Gutierrez	For	For	Management
1g	Elect Director Vicki Hollub	For	For	Management
1h	Elect Director William R. Klesse	For	For	Management
1i	Elect Director Jack B. Moore	For	For	Management
1j	Elect Director Avedick B. Poladian	For	For	Management
1k	Elect Director Elisse B. Walter	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify KPMG LLP as Auditors	For	For	Management
5	Assess Portfolio Impacts of Policies to Meet 2 Degree Scenario	Against	For	Shareholder
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Against	For	Shareholder
7	Report on Methane Emissions and Flaring Targets	Against	For	Shareholder
8	Report on Political Contributions and Expenditures	Against	Against	Shareholder

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ORACLE CORPORATION

Ticker: ORCL Security ID: 68389X105

Meeting Date: NOV 16, 2016 Meeting Type: Annual

Record Date: SEP 19, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey S. Berg	For	For	Management
1.2	Elect Director H. Raymond Bingham	For	For	Management
1.3	Elect Director Michael J. Boskin	For	For	Management
1.4	Elect Director Safra A. Catz	For	For	Management
1.5	Elect Director Bruce R. Chizen	For	For	Management
1.6	Elect Director George H. Conrades	For	For	Management
1.7	Elect Director Lawrence J. Ellison	For	For	Management
1.8	Elect Director Hector Garcia-Molina	For	For	Management
1.9	Elect Director Jeffrey O. Henley	For	For	Management
1.10	Elect Director Mark V. Hurd	For	For	Management
1.11	Elect Director Renee J. James	For	For	Management
1.12	Elect Director Leon E. Panetta	For	For	Management
1.13	Elect Director Naomi O. Seligman	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Ernst & Young LLP as Auditors	For	For	Management
4	Report on Lobbying Payments and Policy	Against	Against	Shareholder

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QUALCOMM INCORPORATED

Ticker: QCOM Security ID: 747525103

Meeting Date: MAR 07, 2017 Meeting Type: Annual

Record Date: JAN 09, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Barbara T. Alexander	For	For	Management
1b	Elect Director Jeffrey W. Henderson	For	For	Management
1c	Elect Director Thomas W. Horton	For	For	Management
1d	Elect Director Paul E. Jacobs	For	For	Management
1e	Elect Director Ann M. Livermore	For	For	Management
1f	Elect Director Harish Manwani	For	For	Management
1g	Elect Director Mark D. McLaughlin	For	For	Management
1h	Elect Director Steve Mollenkopf	For	For	Management
1i	Elect Director Clark T. "Sandy" Randt, Jr.	For	For	Management
1j	Elect Director Francisco Ros	For	For	Management
1k	Elect Director Anthony J. Vinciguerra	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Proxy Access Amendments	Against	For	Shareholder

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ROSNEFT OIL COMPANY OJSC

Ticker: ROSN Security ID: 67812M207

Meeting Date: JUN 22, 2017 Meeting Type: Annual

Record Date: MAY 26, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Annual Report	For	For	Management
2	Approve Financial Statements	For	For	Management
3	Approve Allocation of Income	For	For	Management
4	Approve Dividends of RUB 5.98 per Share	For	For	Management
5	Approve Remuneration of Directors	For	Against	Management
6	Approve Remuneration of Members of Audit Commission	For	For	Management
7	Elect Nine Directors by Cumulative Voting	None	None	Management
8.1	Elect Olga Andrianova as Member of Audit Commission	For	For	Management
8.2	Elect Aleksandr Bogashov as Member of Audit Commission	For	For	Management
8.3	Elect Sergey Poma as Member of Audit Commission	For	For	Management
8.4	Elect Zakhar Sabantsev as Member of Audit Commission	For	For	Management
8.5	Elect Pavel Shumov as Member of Audit Commission	For	For	Management
9	Ratify Ernst&Young as Auditor	For	For	Management

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10.1	Approve Related-Party Transactions with AO VBRR Bank Re: Deposit Agreements	For	For	Management
10.2	Approve Related-Party Transactions with Bank GPB Re: Deposit Agreements	For	For	Management
10.3	Approve Related-Party Transactions with AO VBRR Bank Re: Loan Agreements	None	None	Management
10.4	Approve Related-Party Transactions with Bank GPB Re: Loan Agreements	None	None	Management
10.5	Approve Related-Party Transaction with Sogaz Re: Liability Insurance for Directors, Executives, and Employees	None	None	Management
11	Amend Charter	For	For	Management

TE CONNECTIVITY LTD.

Ticker: TEL Security ID: H84989104

Meeting Date: MAR 08, 2017 Meeting Type: Annual

Record Date: FEB 16, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Pierre R. Brondeau	For	For	Management
1b	Elect Director Terrence R. Curtin	For	For	Management
1c	Elect Director Carol A. ('John') Davidson	For	For	Management

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1d	Elect Director William A. Jeffrey	For	For	Management
1e	Elect Director Thomas J. Lynch	For	For	Management
1f	Elect Director Yong Nam	For	For	Management
1g	Elect Director Daniel J. Phelan	For	For	Management
1h	Elect Director Paula A. Sneed	For	For	Management
1i	Elect Director Abhijit Y. Talwalkar	For	For	Management
1j	Elect Director Mark C. Trudeau	For	For	Management
1k	Elect Director John C. Van Scoter	For	For	Management
1l	Elect Director Laura H. Wright	For	For	Management
2	Elect Board Chairman Thomas J. Lynch	For	For	Management
3a	Elect Daniel J. Phelan as Member of Management Development & Compensation Committee	For	For	Management
3b	Elect Paula A. Sneed as Member of Management Development & Compensation Committee	For	For	Management
3c	Elect John C. Van Scoter as Member of Management Development & Compensation Committee	For	For	Management
4	Designate Rene Schwarzenbach as Independent Proxy	For	For	Management
5.1	Accept Annual Report for Fiscal Year Ended September 30, 2016	For	For	Management
5.2	Accept Statutory Financial Statements for Fiscal Year Ended September 30, 2016	For	For	Management
5.3	Approve Consolidated Financial Statements for Fiscal Year Ended	For	For	Management

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September 30, 2016

6	Approve Discharge of Board and Senior Management	For	For	Management
7.1	Ratify Deloitte & Touche LLP as Independent Registered Public Accounting Firm for Fiscal Year 2017	For	For	Management
7.2	Ratify Deloitte AG as Swiss Registered Auditors	For	For	Management
7.3	Ratify PricewaterhouseCoopers AG as Special Auditors	For	For	Management
8	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
9	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
10	Amend Omnibus Stock Plan	For	For	Management
11	Approve the Increase in Maximum Aggregate Remuneration of Executive Management	For	For	Management
12	Approve the Increase in Maximum Aggregate Remuneration of Board of Directors	For	For	Management
13	Approve Allocation of Available Earnings at September 30, 2016	For	For	Management
14	Approve Declaration of Dividend	For	For	Management
15	Authorize Share Repurchase Program	For	For	Management
16	Approve Reduction of Share Capital	For	For	Management
17	Adjourn Meeting	For	For	Management

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THERMO FISHER SCIENTIFIC INC.

Ticker: TMO Security ID: 883556102

Meeting Date: MAY 17, 2017 Meeting Type: Annual

Record Date: MAR 27, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Marc N. Casper	For	For	Management
1b	Elect Director Nelson J. Chai	For	For	Management
1c	Elect Director C. Martin Harris	For	For	Management
1d	Elect Director Tyler Jacks	For	For	Management
1e	Elect Director Judy C. Lewent	For	For	Management
1f	Elect Director Thomas J. Lynch	For	For	Management
1g	Elect Director Jim P. Manzi	For	For	Management
1h	Elect Director William G. Parrett	For	For	Management
1i	Elect Director Lars R. Sorensen	For	For	Management
1j	Elect Director Scott M. Sperling	For	For	Management
1k	Elect Director Elaine S. Ullian	For	For	Management
1l	Elect Director Dion J. Weisler	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

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UNILEVER NV

Ticker: UNA Security ID: N8981F271

Meeting Date: APR 26, 2017 Meeting Type: Annual

Record Date: MAR 29, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Discussion of the Annual Report and Accounts for the 2016 financial year	None	None	Management
2	Approve Financial Statements and Allocation of Income	For	For	Management
3	Approve Discharge of Executive Board Members	For	For	Management
4	Approve Discharge of Non-Executive Board Members	For	For	Management
5	Approve Remuneration Policy for Management Board Members	For	For	Management
6	Approve Unilever Share Plan 2017	For	For	Management
7	Elect N.S. Andersen as Non-Executive Board Member	For	For	Management
8	Elect L.M. Cha as Non-Executive Board Member	For	For	Management
9	Elect V. Colao as Non-Executive Board Member	For	For	Management
10	Elect M Dekkers as Non-Executive Board Member	For	For	Management

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11	Elect A.M. Fudge as Non-Executive Board Member	For	For	Management
12	Elect J. Hartmann as Non-Executive Board Member	For	For	Management
13	Elect M. Ma as Non-Executive Board Member	For	For	Management
14	Elect S Masiyiwa as Non-Executive Board Member	For	For	Management
15	Elect Y.Moon as Non-Executive Board Member	For	For	Management
16	Elect G. Pitkethly as Executive Board Member	For	For	Management
17	Elect P.G.J.M. Polman as Executive Board Member	For	For	Management
18	Elect J. Rishton as Non-Executive Board Member	For	For	Management
19	Elect F. Sijbesma as Non-Executive Board Member	For	For	Management
20	Ratify KPMG as Auditors	For	For	Management
21	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Takeover/Merger	For	For	Management
22	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	Management
23	Approve Cancellation of Repurchased Shares	For	For	Management

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UNITED TECHNOLOGIES CORPORATION

Ticker: UTX Security ID: 913017109

Meeting Date: APR 24, 2017 Meeting Type: Annual

Record Date: FEB 28, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Lloyd J. Austin, III	For	For	Management
1b	Elect Director Diane M. Bryant	For	For	Management
1c	Elect Director John V. Faraci	For	For	Management
1d	Elect Director Jean-Pierre Garnier	For	For	Management
1e	Elect Director Gregory J. Hayes	For	For	Management
1f	Elect Director Edward A. Kangas	For	For	Management
1g	Elect Director Ellen J. Kullman	For	For	Management
1h	Elect Director Marshall O. Larsen	For	For	Management
1i	Elect Director Harold McGraw, III	For	For	Management
1j	Elect Director Fredric G. Reynolds	For	For	Management
1k	Elect Director Brian C. Rogers	For	For	Management
1l	Elect Director Christine Todd Whitman	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

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WPP PLC

Ticker: WPP Security ID: G9788D103

Meeting Date: JUN 07, 2017 Meeting Type: Annual

Record Date: JUN 05, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Final Dividend	For	For	Management
3	Approve Remuneration Report	For	For	Management
4	Approve Remuneration Policy	For	For	Management
5	Approve Sustainability Report	For	For	Management
6	Re-elect Roberto Quarta as Director	For	For	Management
7	Re-elect Dr Jacques Aigrain as Director	For	For	Management
8	Re-elect Ruigang Li as Director	For	For	Management
9	Re-elect Paul Richardson as Director	For	For	Management
10	Re-elect Hugo Shong as Director	For	For	Management
11	Re-elect Sir Martin Sorrell as Director	For	For	Management
12	Re-elect Sally Susman as Director	For	For	Management
13	Re-elect Solomon Trujillo as Director	For	For	Management
14	Re-elect Sir John Hood as Director	For	For	Management
15	Re-elect Nicole Seligman as Director	For	For	Management
16	Re-elect Daniela Riccardi as Director	For	For	Management
17	Elect Tarek Farahat as Director	For	For	Management

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18	Reappoint Deloitte LLP as Auditors	For	For	Management
19	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For	Management
20	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
21	Authorise Market Purchase of Ordinary Shares	For	For	Management
22	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
23	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For	Management

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.

SOURCE CAPITAL, INC.

By: */s/ J. Richard Atwood*
J. Richard Atwood
President

Date: August 18, 2017
