

Agenda Item No. 4 (b)**DERBYSHIRE COUNTY COUNCIL
PENSIONS and INVESTMENTS COMMITTEE****12 March 2019****Report of the Director of Finance & ICT****VOTING ACTIVITY****1 Purpose of the Report**

To review the Fund's voting activity for the period 24 November 2018 to 27 February 2019.

2 Information and Analysis

Details of the Fund's voting activity for the period 24 November 2018 to 27 February 2019 are shown in Appendix 1. Votes against management proposals are shown in Appendix 2. Each of the resolutions shown in Appendix 2 was subsequently passed as follows.

Resolution	Votes For	Votes Against
Target Healthcare REIT Limited: Resolution 4	79.5%	20.5%
Target Healthcare REIT Limited: Resolution 8	79.5%	20.5%
CC Japan Income & Growth Trust Plc: Resolution 2	80.4%	19.6%

3 Other Considerations

In preparing this report the relevance of the following factors has been considered: financial, legal and human rights, human resources, equality and diversity, health, environmental, transport, property and prevention of crime and disorder considerations.

4 Officer's Recommendation

That the report be noted.

PETER HANDFORD**Director of Finance & ICT**

Company	Meeting Date	Meeting Type
Target Healthcare REIT Ltd.	28-Nov-18	Annual
Ferguson Plc	29-Nov-18	Annual
Shire Plc	05-Dec-18	Court
Shire Plc	05-Dec-18	Special
Associated British Foods Plc	07-Dec-18	Annual
Aberdeen Frontier Markets Investment Co. Ltd.	12-Dec-18	Annual
Bellway Plc	12-Dec-18	Annual
JPMorgan Japanese Investment Trust Plc	13-Dec-18	Annual
Edinburgh Dragon Trust Plc	17-Dec-18	Annual
InterContinental Hotels Group Plc	11-Jan-19	Special
Edinburgh Dragon Trust Plc	16-Jan-19	Special
Standard Life Private Equity Trust Plc	22-Jan-19	Annual
Marston's Plc	23-Jan-19	Annual
CC Japan Income & Growth Trust Plc	04-Feb-19	Special
BlackRock Frontiers Investment Trust Plc	05-Feb-19	Annual
Imperial Brands Plc	06-Feb-19	Annual
Royal Bank of Scotland Group Plc	06-Feb-19	Special
Compass Group Plc	07-Feb-19	Annual
Shaftesbury Plc	08-Feb-19	Annual
Greencoat UK Wind Plc	25-Feb-19	Special
River & Mercantile UK Micro Cap Investment Co. Ltd.	27-Feb-19	Annual
The Sage Group Plc	27-Feb-19	Annual

Votes Against Management Report

Reporting Period: 11/24/2018 to 02/27/2019

Target Healthcare REIT Ltd.

Meeting Date: 11/28/2018

Country: Jersey

Meeting Type: Annual

Voting Policy: ISS

Proposal Number	Proposal Text	Mgmt Rec	ISS Rec	Voting Policy Rec	Vote Instruction
4	Elect Craig Stewart as Director	For	Against	Against	Against
<i>Voting Policy Rationale: Items 4 and 8A vote AGAINST the election of Craig Stewart and Hilary Jones is warranted because: * Potential independence issues have been identified and they currently sit on the Audit Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. Items 5 to 7 and 9A vote FOR the re-election of June Andrews, Gordon Coull, Thomas Hutchison III, and Malcolm Naish is warranted because no significant concerns have been identified.</i>					
8	Re-elect Hilary Jones as Director	For	Against	Against	Against
<i>Voting Policy Rationale: Items 4 and 8A vote AGAINST the election of Craig Stewart and Hilary Jones is warranted because: * Potential independence issues have been identified and they currently sit on the Audit Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. Items 5 to 7 and 9A vote FOR the re-election of June Andrews, Gordon Coull, Thomas Hutchison III, and Malcolm Naish is warranted because no significant concerns have been identified.</i>					

CC Japan Income & Growth Trust Plc

Meeting Date: 02/04/2019

Country: United Kingdom

Meeting Type: Special

Voting Policy: ISS

Proposal Number	Proposal Text	Mgmt Rec	ISS Rec	Voting Policy Rec	Vote Instruction
2	Authorise Issue of Equity without Pre-emptive Rights	For	Against	Against	Against
<i>Voting Policy Rationale: Item 1A vote FOR this resolution is warranted, although it is not without concern for shareholders for the following reason: * The proposed authority will be in addition to the existing authority previously granted to the Directors at the 2018 AGM. Mitigating, the main reasons for support are: * The resulting amount for share issuance will be equivalent to 20% of the Company's share capital which is within the recommended limits of 33% of the issued share capital; * The proposed duration is within the recommended limits; and * The Company has clearly explained the rationale behind the proposal. Item 2 Although the rationale of the transaction has been explained and the proposed duration is within the recommended limits, a vote AGAINST this resolution is warranted because: * The proposed amount exceeds recommended limits of 10 percent of issued share capital; and * Combined with the existing authority granted during the 2018 AGM, the proposal will allow the Company to disapply pre-emption rights up to 20 percent of the issued share capital.</i>					