

## Introduction

Standard Life Investments is a strong supporter of the principles of good stewardship that are set out in the UK Stewardship Code published by the Financial Reporting Council in July 2010. We believe that it is mutually beneficial for companies and long-term investors such as Standard Life Investments to have a relationship based on accountability, engagement and trust. Such a relationship helps to ensure that each has a good understanding of the other's views and expectations and it enables us to exercise constructive influence as and when appropriate. We believe that this serves to enhance the long-term value of our clients' investments and to protect their interests when necessary.

## Voting Profile

We vote our clients' shares at all General Meetings and other shareholder meetings unless, for practical reasons (such as share blocking), this is not appropriate. We implement considered policies based on the Corporate Governance Guidelines approved by our board when voting our clients' shares.

In the event that we vote our clients' shares against a resolution at a UK shareholder meeting, we will always use best endeavours to discuss this with the company beforehand and explain the reasons. We will use reasonable endeavours to do so in respect of abstentions.

Although it is not practical for us to attend the General Meetings of all companies in which we have a major holding, we will attend and speak at shareholder meetings when it is in our clients' best interests. Also, we shall make public statements at appropriate times when we deem such statements as consistent with our responsibilities.

To enable a clear audit trail, we have a bespoke database that allows us to record both our engagement and the details of our voting analysis in contentious situations. Full records of votes cast are available on the proxy voting platforms provided by our proxy voting providers.

## Voting Summary

Number of shareholder meetings at which our clients' shares were voted	157
Number of resolutions voted	1,581
Shareholder meetings at which our clients' shares were voted against management recommendations on one or more resolution	33
Number of resolutions voted against management recommendations	99
Shareholder meetings at which our clients' shares abstained on one or more resolution	9
Number of resolutions abstained	21

Breakdown of votes against management	Total
Remuneration and Share Schemes	19
Pre-emption/Dilution Matters	7
Board Matters	65
Other*	8

\* Please note that 'Other' votes against management can include areas such as auditor appointment/remuneration, political donations, changes to articles of association and shareholder proposals.

Regional breakdown of votes against management	%
UK	20
Europe ex UK	7
Canada	3
US	14
Pacific Basin	6
Japan	45
Rest of World	4

### Commentary

There were a significant number of votes against director elections in the first quarter of 2013. This was due to the fact that a number of Japanese companies held their Annual General Meetings during this period, and director independence is still an ongoing issue in this market. Elsewhere, remuneration continues to be a prominent issue, with one in every five votes against during the quarter relating to remuneration matters.

## Contact us

To find out more about our fund range, visit our website [standardlifeinvestments.com](http://standardlifeinvestments.com). Alternatively, please speak to your usual contact at Standard Life Investments.

### Useful numbers



**Market information**

**0845 60 60 062**

**Customer information**

**0845 27 93 003**



**[standardlifeinvestments.co.uk](http://standardlifeinvestments.co.uk)**

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