

TEMPLETON EMERGING MARKETS FUND
Form N-PX
August 26, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

Investment Company Act file number 811-04985

Templeton Emerging Markets Fund

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(Exact name of registrant as specified in charter)

300 S.E. 2nd Street, Fort Lauderdale, Florida 33301-1923

(Address of principal executive offices) (Zip code)

**Craig S. Tyle, One Franklin Parkway, San
Mateo, CA 94403-1906**

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(Name and address of agent for service)

Registrant's telephone number, including area code: (954) 527-7500

Date of fiscal year end: 8/31

Date of reporting period: 6/30/14

Item 1. Proxy Voting Records.

AKBANK T.A.S.

Meeting Date: MAR 27, 2014

Record Date:

Meeting Type: ANNUAL

Ticker: AKBNK

Security ID: M0300L106

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Elect Presiding Council of Meeting | Management | For | For |
| 2 | Accept Board Report | Management | For | For |
| 3 | Accept Audit Report | Management | For | For |
| 4 | Accept Financial Statements | Management | For | For |
| 5 | Approve Discharge of Board | Management | For | For |
| 6 | Approve Allocation of Income | Management | For | For |
| 7 | Ratify Director Appointment | Management | For | For |
| 8 | Elect Directors | Management | For | For |
| 9 | Approve Director Remuneration | Management | For | For |
| 10 | Ratify External Auditors | Management | For | For |
| 11 | Amend Company Articles | Management | For | For |
| 12 | Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose | Management | For | For |
| 13 | Approve Upper Limit of Donations for 2014 | Management | For | For |
| 14 | Approve Profit Distribution Policy | Management | For | For |
| 15 | Receive Information on Remuneration Policy | Management | None | None |

ALUMINUM CORPORATION OF CHINA LTD.**Meeting Date: AUG 30, 2013****Record Date: JUL 30, 2013****Meeting Type: SPECIAL**

Ticker: 02600

Security ID: Y0094N109

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Elect Wu Zhenfang as Director | Management | For | For |
| 2a | Approve Provision of Guarantee by Chalco Ningxia Energy Group Limited to Ningxia Ning Electric PV Material Co., Ltd. in Respect of the Loan of RMB 30 Million | Management | For | For |
| 2b | Approve Provision of Guarantee by Chalco Ningxia Energy Group Limited to Ningxia Ning Electric PV Material Co., Ltd. in Respect of the Loan of RMB 20 Million | Management | For | For |
| 2c | Approve Provision of Guarantee by Chalco Ningxia Energy Group Limited to Ningxia Yinxing Polycrystalline Silicon Co., Ltd. in Respect of the Loan of RMB 40 Million | Management | For | For |
| 2d | Approve Provision of Guarantee by Chalco Ningxia Energy Group Limited to Ningxia Yinxing Polycrystalline Silicon Co., Ltd. in Respect of the Loan of RMB 25 Million | Management | For | For |
| 2e | Approve Provision of Guarantee by Chalco Ningxia Energy Group Limited to Ningxia Yinxing Polycrystalline Silicon Co., Ltd. in Respect of the Loan of RMB 15 Million | Management | For | For |
| 2f | Approve Provision of Guarantee by Ningxia Yinxing Energy Co., Ltd. to Ningxia Yinxing Energy Wind Power Equipment Manufacturing Co., Ltd. | Management | For | For |
| 2g | Approve Provision of Guarantee by Ningxia Yinxing Energy Co., Ltd. to Ningxia Yinxing Energy Photovoltaic Equipment Manufacturing Co., Ltd. | Management | For | For |
| 2h | Approve Provision of Guarantee by Ningxia Yinxing Energy Photovoltaic Equipment Manufacturing Co., Ltd. to | Management | For | For |

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|----|--|------------|-----|-----|
| 2i | Ishibashi Gearbox (Yinchuan) Co., Ltd. Approve Provision of Guarantee by Ningxia Yinxing Energy Co., Ltd. to Ningxia Ning Electric Silicon Materials Co., Ltd. | Management | For | For |
| 2j | Approve Provision of Guarantee by Chalco Ningxia Energy Group Limited to Ningxia Ning Electric PV Material Co., Ltd. | Management | For | For |
| 2k | Approve Provision of Guarantee by Chalco Ningxia Energy Group Limited to Ningxia Yinxing Energy Co., Ltd. in Respect of the Loan of RMB 30 Million | Management | For | For |
| 2l | Approve Provision of Guarantee by Chalco Ningxia Energy Group Limited to Ningxia Yinxing Energy Co., Ltd. in Respect of the Loan of RMB 20 Million | Management | For | For |
| 2m | Approve Provision of Guarantee by Chalco Ningxia Energy Group Limited to Ningxia Yinxing Energy Co., Ltd. in Respect of the Loan of RMB 60 Million | Management | For | For |
| 2n | Approve Provision of Guarantee by Chalco Ningxia Energy Group Limited to Zhongwei Ningdian New Energy Co., Ltd. | Management | For | For |
| 2o | Approve Provision of Guarantee by Ningxia Yinxing Energy Co., Ltd. to Ningxia Yinxing Energy Photovoltaic Equipment Manufacturing Co., Ltd. | Management | For | For |
| 2p | Approve Provision of Guarantee by Ningxia Yinxing Energy Co., Ltd. to Ishibashi Gearbox (Yinchuan) Co., Ltd. | Management | For | For |
| 2q | Approve Provision of Guarantee by Ningxia Yinyi Wind Power Co., Ltd. in Respect of the Loan for the Sunjiatan Phase II Project of Ningxia Yinxing Energy Co., Ltd. | Management | For | For |
| 2r | Approve Provision of Guarantee by Ningxia Yinxing Energy Co., Ltd. to Ningxia Yinyi Wind Power Co., Ltd. in Respect of the Loan of RMB 40 Million | Management | For | For |
| 2s | Approve Provision of Guarantee by Ningxia Yinxing Energy Co., Ltd. to Ningxia Yinyi Wind Power Co., Ltd. in Respect of the Loan of RMB 60 Million | Management | For | For |

ALUMINUM CORPORATION OF CHINA LTD.**Meeting Date: NOV 29, 2013****Record Date: OCT 29, 2013****Meeting Type: SPECIAL**

Ticker: 02600

Security ID: Y0094N109

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Proposed Disposal of the 65 Percent Equity Interest in Chalco Iron Ore Holdings Ltd. by Chalco Hong Kong Ltd. | Management | For | For |
| 2 | Approve Proposed Transfer of Bank Loans by Chalco Hong Kong Ltd. to Aluminum Corporation of China Overseas Holdings Ltd. | Management | For | For |

ALUMINUM CORPORATION OF CHINA LTD.**Meeting Date: JUN 27, 2014****Record Date: MAY 27, 2014****Meeting Type: ANNUAL**

Ticker: 02600

Security ID: Y0094N109

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Directors' Report | Management | For | For |
| 2 | Approve Supervisory Committee's Report | Management | For | For |
| 3 | Approve Independent Auditor's Report and Audited Financial Report | Management | For | For |
| 4 | Approve Non-Distribution of Final Dividend and Non-Transfer of Reserves to Increase Share Capital | Management | For | For |
| 5 | Reappoint Auditors and Authorize Audit Committee to Fix Their Remuneration | Management | For | For |
| 6 | Elect Sun Zhaoxue as Director | Management | For | For |
| 7 | Approve Remuneration Standards for Directors and Supervisors | Management | For | For |
| 8 | Approve Renewal of Liability Insurance for Directors, Supervisors and Other Senior Management Member | Management | For | For |
| 9 | Approve Extension of Term of Provision of Guarantees to Chalco Trading Hong Kong Co., Ltd. | Management | For | For |

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|----|--|------------|-----|-----|
| 10 | Approve Provision of Guarantees by Chalco Ningxia Energy Group Limited and Its Subsidiaries to Its Subsidiaries for Bank Loans | Management | For | For |
| 11 | Approve Provision of Guarantees to the Company's Subsidiary(ies) for Overseas Bonds | Management | For | For |
| 12 | Approve Provision of Guarantees by Shanxi Huasheng Aluminum Co., Ltd. to Huozhou Coal Group Xingshengyuan Coal Industrial Co., Ltd. for Bank Loans | Management | For | For |
| 13 | Approve Connected Transaction with Jiaozuo Wanfang Aluminum Company Limited | Management | For | For |
| 14 | Approve Issuance of Debt Financing Instruments | Management | For | For |
| 15 | Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights | Management | For | For |
| 16 | Approve Issuance of Overseas Bond(s) | Management | For | For |
| 17 | Approve Extension of the Period of Authorization for the Board to Deal with Specific Matters Relating to the Proposed A Share Issue | Management | For | For |

ALUMINUM CORPORATION OF CHINA LTD.**Meeting Date: JUN 27, 2014****Record Date: MAY 27, 2014****Meeting Type: SPECIAL**

Ticker: 02600

Security ID: Y0094N109

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Adjustment in Authorization Period of Resolutions Under the A Share Issue | Management | For | For |

ANHUI TIANDA OIL PIPE CO., LTD.**Meeting Date: MAY 23, 2014****Record Date: APR 22, 2014****Meeting Type: ANNUAL**

Ticker: 00839

Security ID: Y013AA102

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Report of the Board of Directors | Management | For | For |
| 2 | Approve Report of the Supervisory Committee | Management | For | For |
| 3 | Approve Financial Statements | Management | For | For |
| 4 | Reappoint Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 5 | Approve Profit Distribution Plan and Declare Final and Special Dividend | Management | For | For |
| 6 | Authorize Board to Fix Directors' and Supervisors' Remuneration | Management | For | For |
| 7 | Elect Fu Jun as Director | Management | For | For |
| 8 | Elect Wang Jie as Director | Management | For | For |
| 9 | Elect Huang Yao Qi as Supervisor | Management | For | For |
| 10 | Elect Didier Maurice Francis Hornet as Supervisor | Management | For | For |
| 11a | Amend Articles 45 of the Company's Articles of Association | Management | For | For |
| 11b | Amend Articles 60 of the Company's Articles of Association | Management | For | For |
| 11c | Amend Articles 62 of the Company's Articles of Association | Management | For | For |
| 11d | | Management | For | For |

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|-----|--|------------|-----|-----|
| | Amend Articles 64 of the Company's Articles of Association | | | |
| 11e | Amend Articles 93 of the Company's Articles of Association | Management | For | For |
| 12a | Approve Extension Agreement | Management | For | For |
| 12b | Approve Proposed Annual Cap under the Extension Agreement | Management | For | For |
| 12c | Authorize Board to Do such Other Acts and Things Necessary to Give Effect to the Extension Agreement and Related Transactions | Management | For | For |

BRILLIANCE CHINA AUTOMOTIVE HOLDINGS LTD.**Meeting Date: MAY 30, 2014****Record Date: MAY 27, 2014****Meeting Type: ANNUAL**

Ticker: 01114

Security ID: G1368B102

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2a | Elect Lei Xiaoyang as Director | Management | For | For |
| 2b | Elect Song Jian as Director | Management | For | For |
| 2c | Elect Jiang Bo as Director | Management | For | For |
| 2d | Authorize Board to Fix Directors' Remuneration | Management | For | For |
| 3 | Reappoint Grant Thornton Hong Kong Limited as Auditors and Authorize Board Management to Fix Their Remuneration | | For | For |
| 4a | Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights | Management | For | Against |
| 4b | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | Management | For | For |
| 4c | Authorize Reissuance of Repurchased Shares | Management | For | Against |

CHINA PETROLEUM & CHEMICAL CORP.**Meeting Date: NOV 26, 2013****Record Date: OCT 25, 2013****Meeting Type: SPECIAL**

Ticker: 00386

Security ID: Y15010104

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Extension of the Term of Validity of the Proposal Regarding the Issuance of A Share Convertible Bonds and Other Related Matters | Management | For | For |

CHINA PETROLEUM & CHEMICAL CORP.**Meeting Date: MAY 09, 2014****Record Date: APR 08, 2014****Meeting Type: ANNUAL**

Ticker: 00386

Security ID: Y15010104

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Report of the Board of Directors | Management | For | For |
| 2 | Approve Report of the Board of Supervisors | Management | For | For |
| 3 | Approve Financial Statements and Statutory Reports | Management | For | For |
| 4 | Approve Profit Distribution Plan for the Year Ended Dec. 31, 2013 | Management | For | For |
| 5 | Approve Interim Profit Distribution Plan for the Year 2014 | Management | For | For |
| 6 | Approve PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 7 | Amend Articles of Association | Management | For | For |
| 8 | Authorize Board to Determine the Proposed Plan for the Issuance of Debt Financing Instruments | Management | For | Against |
| 9 | Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights | Management | For | Against |

COMPANIA DE MINAS BUENAVENTURA S.A.

Meeting Date: MAR 27, 2014

Record Date: MAR 10, 2014

Meeting Type: ANNUAL

Ticker: BUENAVC1

Security ID: 204448104

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Annual Report | Management | For | For |
| 2 | Approve Financial Statements and Statutory Reports | Management | For | For |
| 3 | Appoint Auditors | Management | For | For |
| 4 | Ratify Amendments to Dividend Policy | Management | For | For |
| 5 | Approve Dividends | Management | For | For |
| 6 | Elect Directors | Management | For | For |

DAIRY FARM INTERNATIONAL HOLDINGS LTD.**Meeting Date: APR 08, 2014****Record Date:****Meeting Type: SPECIAL**

Ticker: D01

Security ID: G2624N153

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Transfer of Listing Segment from Premium to Standard on the London Stock Exchange | Management | For | For |

DAIRY FARM INTERNATIONAL HOLDINGS LTD.**Meeting Date: MAY 07, 2014****Record Date:****Meeting Type: ANNUAL**

Ticker: D01

Security ID: G2624N153

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Financial Statements and Statutory Reports and Declare Final Dividend | Management | For | For |
| 2 | Elect Neil Galloway as Director | Management | For | For |
| 3 | Reelect Simon Keswick as Director | Management | For | For |
| 4 | Reelect George Koo as Director | Management | For | For |
| 5 | Reelect Lord Leach of Fairford as Director | Management | For | For |
| 6 | Reelect James Riley as Director | Management | For | For |
| 7 | Approve Auditors and Authorise Board to Fix Their Remuneration | Management | For | For |
| 8 | Approve Issuance of Equity or Equity Linked Securities with or without Preemptive Rights | Management | For | For |
| 9 | Authorise Share Repurchase Program | Management | For | For |

GAZPROM OAO**Meeting Date: JUN 27, 2014****Record Date: MAY 08, 2014****Meeting Type: ANNUAL**

Ticker: GAZP

Security ID: 368287207

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Annual Report | Management | For | For |
| 2 | Approve Financial Statements | Management | For | For |
| 3 | Approve Allocation of Income | Management | For | For |
| 4 | Approve Dividends of RUB 7.20 per Share | Management | For | For |
| 5 | Ratify ZAO PricewaterhouseCoopers as Auditor | Management | For | For |
| 6 | Approve Remuneration of Directors | Management | For | Against |
| 7 | Approve Remuneration of Members of Audit Commission | Management | For | For |
| 8 | Amend Charter | Management | For | For |
| 9 | Amend Regulations on Board of Directors | Management | For | For |
| 10 | Approve Large-Scale Related-Party Transaction with South Stream Transport B.V.: Guarantee Agreement for Securing Obligations of LLC Gazprom Export | Management | For | For |
| 11.1 | Approve Related-Party Transaction with OAO Gazprombank Re: Loan Agreements | Management | For | For |
| 11.2 | Approve Related-Party Transaction with OAO Sberbank of Russia Re: Loan Agreements | Management | For | For |
| 11.3 | Approve Related-Party Transaction with OAO Bank VTB Re: Loan Agreements | Management | For | For |
| 11.4 | Approve Related-Party Transaction with OAO Gazprombank Re: Loan Facility Agreement | Management | For | For |
| 11.5 | Approve Related-Party Transaction with OAO Sberbank of Russia Re: Loan Facility Agreement | Management | For | For |
| 11.6 | Approve Related-Party Transaction with OAO Bank VTB Re: Loan Facility Agreement | Management | For | For |
| 11.7 | Approve Related-Party Transaction with OAO AB ROSSIYA Re: Loan Facility Agreement | Management | For | For |
| 11.8 | Approve Related-Party Transaction with OAO Gazprombank and OAO Sberbank of Russia Re: Agreements on Transfer of Funds and Maintaining Minimum Balance on Bank Accounts | Management | For | For |

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| 11.9 | Approve Related-Party Transaction with OAO AB ROSSIYA Re: Agreements on Transfer of Funds and Maintaining Minimum Balance On Bank Accounts | Management | For | For |
| 11.10 | Approve Related-Party Transaction with OAO Gazprombank, OAO Sberbank of Russia, and OAO AB ROSSIYA Re: Agreements on Using Electronic Payments System | Management | For | For |
| 11.11 | Approve Related-Party Transaction with OAO Gazprombank Re: Agreements on Foreign Currency Purchase/Sale | Management | For | For |
| 11.12 | Approve Related-Party Transaction with OAO Bank VTB Re: Agreements on Foreign Currency Purchase/Sale | Management | For | For |
| 11.13 | Approve Related-Party Transaction with OAO Bank VTB Re: Agreement on Forward/Swap Conversion Operations | Management | For | For |
| 11.14 | Approve Related-Party Transaction with OAO Sberbank of Russia Re: Agreements on Foreign Currency Purchase/Sale | Management | For | For |
| 11.15 | Approve Related-Party Transaction with OAO Bank VTB Re: Deposit Agreements | Management | For | For |
| 11.16 | Approve Related-Party Transaction with OAO Gazprombank Re: Deposit Agreements | Management | For | For |
| 11.17 | Approve Related-Party Transaction with OAO Sberbank of Russia Re: Deposit Agreements | Management | For | For |
| 11.18 | Approve Related-Party Transaction with OAO Gazprombank Re: Guarantee Agreements for Securing Obligations of Gazprom's Subsidiaries | Management | For | For |
| 11.19 | Approve Related-Party Transaction with OAO Sberbank of Russia Re: Guarantee Agreements for Securing Obligations of Gazprom's Subsidiaries | Management | For | For |
| 11.20 | Approve Related-Party Transaction with OAO Bank VTB Re: Guarantee Agreements for Securing Obligations of Gazprom's Subsidiaries | Management | For | For |
| 11.21 | Approve Related-Party Transaction with OAO Gazprombank Re: Agreements on Guarantees to Tax Authorities | Management | For | For |
| 11.22 | Approve Related-Party Transaction with OAO Bank VTB Re: Agreements on Guarantees to Tax Authorities | Management | For | For |
| 11.23 | Approve Related-Party Transaction with OAO Sberbank of Russia Re: Agreements on Guarantees to Tax Authorities | Management | For | For |
| 11.24 | | Management | For | For |

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|-------|--|------------|-----|-----|
| | Approve Related-Party Transaction with DOAO Tsentrenergogaz Re: Agreements on Temporary Possession and Use of Building and Equipment | | | |
| 11.25 | Approve Related-Party Transaction with OAO Tsentrغاز Re: Agreements on Temporary Possession and Use of Software and Hardware Solutions | Management | For | For |
| 11.26 | Approve Related-Party Transaction with OAO Gazprombank Re: Agreements on Temporary Possession and Use of Non-residential Premises | Management | For | For |
| 11.27 | Approve Related-Party Transaction with OOO Gazprom Export Re: Agreements on Temporary Possession and Use of Software and Hardware Solutions | Management | For | For |
| 11.28 | Approve Related-Party Transaction with OAO Gazpromneft Re: Agreements on Temporary Possession and Use of Software and Hardware Solutions, and Special-Purpose Telecommunications | Management | For | For |
| 11.29 | Approve Related-Party Transaction with OAO Gazprom Kosmicheskiye Sistemy Re: Agreements on Temporary Possession and Use of Software and Hardware Solutions | Management | For | For |
| 11.30 | Approve Related-Party Transaction with OOO Gazprom Mezhhregiongaz Re: Agreements on Temporary Possession and Use of Software and Hardware Solutions | Management | For | For |
| 11.31 | Approve Related-Party Transaction with OOO Gazprom Export Re: Agreements on Sale of Commercial Products Owned by Gazprom | Management | For | For |
| 11.32 | Approve Related-Party Transaction with OOO Gazprom Tsentremont Re: Agreements on Temporary Possession and Use of Software and Hardware Solutions | Management | For | For |
| 11.33 | Approve Related-Party Transaction with OAO Gazprom Gazoraspredeleniye Re: Agreements on Temporary Possession and Use of Gas Distribution System, Software and Hardware Solutions | Management | For | For |
| 11.34 | Approve Related-Party Transaction with OAO Druzhba Re: Agreements on Temporary Possession and Use of Facilities of Druzhba Vacation Center | Management | For | For |
| 11.35 | Approve Related-Party Transaction with OOO Gazprom Investproyekt Re: Provision of Consulting Services | Management | For | For |
| 11.36 | Approve Related-Party Transaction with OAO NOVATEK Re: Agreements on | Management | For | For |

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|-------|---|------------|-----|-----|
| 11.37 | Arranging of Injection and Storage of Gas Approve Related-Party Transaction with OOO Gazprom Komplektatsiya Re: Agreements on Temporary Possession and Use of Software and Hardware Solutions | Management | For | For |
| 11.38 | Approve Related-Party Transaction with OAO Severneftegazprom Re: Agreements on Delivery of Gas | Management | For | For |
| 11.39 | Approve Related-Party Transaction with OAO Tomskgazprom Re: Agreements on Transportation of Gas | Management | For | For |
| 11.40 | Approve Related-Party Transaction with OOO Gazprom Mezhhregiongaz Re: Agreements on Transportation of Gas | Management | For | For |
| 11.41 | Approve Related-Party Transaction with OAO SOGAZ Re: Agreement on Environment, Life, Health, and Individual Property Insurance | Management | For | For |
| 11.42 | Approve Related-Party Transaction with OOO Gazprom Mezhhregiongaz Re: Agreements on Sale/Purchase of Gas | Management | For | For |
| 11.43 | Approve Related-Party Transaction with A/S Latvijas Gaze Re: Agreements on Sale of Gas, Arranging of Injection, and Storage of Gas | Management | For | For |
| 11.44 | Approve Related-Party Transaction with OAO Rosselkhozbank Re: Agreements on Transfer of Funds | Management | For | For |
| 11.45 | Approve Related-Party Transaction with AB Lietuvos Dujos Re: Agreements on Sale of Gas | Management | For | For |
| 11.46 | Approve Related-Party Transaction with AO Moldovagaz Re: Agreements on Sale and Transportation of Gas | Management | For | For |
| 11.47 | Approve Related-Party Transaction with KazRosGaz LLP Re: Agreements on Transportation of Gas | Management | For | For |
| 11.48 | Approve Related-Party Transaction with OAO Gazprom Neft Re: Agreements on Transportation of Gas | Management | For | For |
| 11.49 | Approve Related-Party Transaction with OAO AK Transneft Re: Agreements on Transportation of Oil and Storage of Oil | Management | For | For |
| 11.50 | Approve Related-Party Transaction with Gubkin Russian State University of Oil and Gas Re: Agreements on Research and Development Work | Management | For | For |
| 11.51 | Approve Related-Party Transaction with Gubkin Russian State University of Oil and Gas Re: Agreements on Research and Development Work | Management | For | For |

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| 11.52 | Approve Related-Party Transaction with Gubkin Russian State University of Oil and Gas Re: Agreements on Research and Development Work | Management | For | For |
| 11.53 | Approve Related-Party Transaction with Gubkin Russian State University of Oil and Gas Re: Agreements on Research and Development Work | Management | For | For |
| 11.54 | Approve Related-Party Transaction with Gubkin Russian State University of Oil and Gas Re: Agreements on Research and Development Work | Management | For | For |
| 11.55 | Approve Related-Party Transaction with Gubkin Russian State University of Oil and Gas Re: Agreements on Research and Development Work | Management | For | For |
| 11.56 | Approve Related-Party Transaction with OAO Bank VTB Re: Agreements on Transfer of Funds and Maintaining Minimum Balance On Bank Accounts Work | Management | For | For |
| 11.57 | Approve Related-Party Transaction with Gubkin Russian State University of Oil and Gas Re: Agreements on Research and Development Work | Management | For | For |
| 11.58 | Approve Related-Party Transaction with Gubkin Russian State University of Oil and Gas Re: Agreements on Research and Development Work | Management | For | For |
| 11.59 | Approve Related-Party Transaction with Gubkin Russian State University of Oil and Gas Re: Agreements on Research and Development Work | Management | For | For |
| 11.60 | Approve Related-Party Transaction with OOO Gazprom Tsentrremont Re: License to Use Software | Management | For | For |
| 11.61 | Approve Related-Party Transaction with OAO Gazprom Kosmicheskiye Sistemy Re: Agreements on Investment Projects | Management | For | For |
| 11.62 | Approve Related-Party Transaction with OOO Gazprom Tsentrremont Re: Agreements on Investment Projects | Management | For | For |
| 11.63 | Approve Related-Party Transaction with OOO Gazprom Tsentrremont Re: Agreements on Works Related to Cost Estimate Documentation and On-Load Pre-Commissioning Tests | Management | For | For |
| 11.64 | Approve Related-Party Transaction with Multiple Parties Re: Agreements on Arranging Stocktaking of Property | Management | For | For |
| 11.65 | | Management | For | For |

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|-------|--|------------|-----|-----|
| | Approve Related-Party Transaction with OAO SOGAZ Re: Agreements on Insurance of Property | | | |
| 11.66 | Approve Related-Party Transaction with OAO SOGAZ Re: Agreement on Liability Insurance to Members of Board of Directors and Management Board | Management | For | For |
| 11.67 | Approve Related-Party Transaction with OAO SOGAZ Re: Agreements on Insurance of Property | Management | For | For |
| 11.68 | Approve Related-Party Transaction with OAO SOGAZ Re: Agreements on Insurance of Gazprom's Employees | Management | For | For |
| 11.69 | Approve Related-Party Transaction with OAO SOGAZ Re: Agreements on Insurance of Gazprom's Employees, Their Family Members, and Retired Former Employees | Management | For | For |
| 11.70 | Approve Related-Party Transaction with OAO SOGAZ Re: Agreements on Insurance of Transportation Vehicles Owned By Gazprom | Management | For | For |
| 11.71 | Approve Related-Party Transaction with OAO SOGAZ Re: Agreements on Insurance of Gazprom's Employees Travelling On Official Business | Management | For | For |
| 11.72 | Approve Related-Party Transaction with OAO Bank VTB Re: Agreements on Using Electronic Payments System | Management | For | For |
| 11.73 | Approve Related-Party Transaction with OOO Gazprom Gazomotornoye Toplivo Re: License to Use OAO Gazprom's Trademarks Electronic Payments System | Management | For | For |
| 11.74 | Approve Related-Party Transaction with Equipment Manufacturers Association Novye Technologii Gazovoy Otrastli Re: License to Use OAO Gazprom's Trademarks Electronic Payments System | Management | For | For |
| 11.75 | Approve Related-Party Transaction with OAO Gazprom Neft Re: Exclusive License to Use OAO Gazprom's Trademarks Electronic Payments System | Management | For | For |
| 11.76 | Approve Related-Party Transaction with OAO Rosselkhozbank Re: Agreements on Using Electronic Payments System | Management | For | For |
| 11.77 | Approve Related-Party Transaction with OOO Gazprom Mezhhregiongaz Re: Gas Supply Agreements | Management | For | For |
| 11.78 | Approve Related-Party Transaction with OAO Gazprom Neft Re: Crude Oil Supply Agreements | Management | For | For |

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|-------|---|------------|------|---------|
| 11.79 | Approve Related-Party Transaction with OAO NOVATEK Re: Agreements on Transportation of Gas | Management | For | For |
| 11.80 | Approve Related-Party Transaction with OAO Gazprom Transgaz Belarus Re: Agreements on Sale of Gas and Transit Transportation of Gas | Management | For | For |
| 12.1 | Elect Andrey Akimov as Director | Management | None | Against |
| 12.2 | Elect Farit Gazizullin as Director | Management | None | Against |
| 12.3 | Elect Viktor Zubkov as Director | Management | None | Against |
| 12.4 | Elect Elena Karpel as Director | Management | None | Against |
| 12.5 | Elect Timur Kulibayev as Director | Management | None | Against |
| 12.6 | Elect Vitaliy Markelov as Director | Management | None | Against |
| 12.7 | Elect Viktor Martynov as Director | Management | None | Against |
| 12.8 | Elect Vladimir Mau as Director | Management | None | Against |
| 12.9 | Elect Aleksey Miller as Director | Management | None | Against |
| 12.10 | Elect Valery Musin as Director | Management | None | Against |
| 12.11 | Elect Seppo Remes as Director | Management | None | For |
| 12.12 | Elect Oleg Saveliev as Director | Management | None | Against |
| 12.13 | Elect Andrey Sapelin as Director | Management | None | Against |
| 12.14 | Elect Mikhail Sereda as Director | Management | None | Against |
| 13.1 | Elect Vladimir Alisov as Member of Audit Commission | Management | For | Against |
| 13.2 | Elect Dmitry Arkhipov as Member of Audit Commission | Management | For | For |
| 13.3 | Elect Aleksey Afonyashin as Member of Audit Commission | Management | For | Against |
| 13.4 | Elect Irina Babenkova as Member of Audit Commission | Management | For | Against |
| 13.5 | Elect Andrey Belobrov as Member of Audit Commission | Management | For | Against |
| 13.6 | Elect Vadim Bikulov as Member of Audit Commission | Management | For | For |
| 13.7 | Elect Larisa Vitj as Member of Audit Commission | Management | For | Against |
| 13.8 | Elect Aleksandr Ivanninkov as Member of Audit Commission | Management | For | Against |
| 13.9 | Elect Marina Mikhina as Member of Audit Commission | Management | For | For |
| 13.10 | Elect Yuriy Nosov as Member of Audit Commission | Management | For | For |
| 13.11 | Elect Karen Oganyan as Member of Audit Commission | Management | For | Against |
| 13.12 | Elect Oleg Osipenko as Member of Audit Commission | Management | For | Against |
| 13.13 | Elect Sergey Platonov as Member of Audit Commission | Management | For | Against |
| 13.14 | Elect Svetlana Ray as Member of Audit Commission | Management | For | Against |
| 13.15 | Elect Mikhail Rosseyev as Member of Audit Commission | Management | For | Against |

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|-------|--|------------|-----|---------|
| 13.16 | Elect Tatyana Fisenko as Member of Audit Commission | Management | For | Against |
| 13.17 | Elect Alan Khadziev as Member of Audit Commission | Management | For | Against |
| 13.18 | Elect Aleksandr Shevchuk as Member of Audit Commission | Management | For | For |

GUANGZHOU AUTOMOBILE GROUP CO., LTD.**Meeting Date: AUG 29, 2013****Record Date: JUL 30, 2013****Meeting Type: SPECIAL**

Ticker: 601238

Security ID: Y2931M104

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|-------------------------------|--------------------|----------------------------------|------------------|
| 1 | Amend Articles of Association | Management | For | For |

GUANGZHOU AUTOMOBILE GROUP CO., LTD.**Meeting Date: DEC 16, 2013****Record Date: NOV 15, 2013****Meeting Type: SPECIAL**

Ticker: 601238

Security ID: Y2931M104

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Issuance of Short-term Financing Bonds | Management | For | For |
| 2a | Elect Fu Yuwu as Director | Shareholder | For | For |
| 2b | Elect Lan Hailin as Director | Shareholder | For | For |
| 2c | Elect Wang Susheng as Director | Shareholder | For | For |
| 2d | Elect Leung Lincheong as Director | Shareholder | For | For |
| 2e | Elect Li Fangjin as Director | Shareholder | For | For |

GUANGZHOU AUTOMOBILE GROUP CO., LTD.**Meeting Date: JUN 30, 2014****Record Date: MAY 30, 2014****Meeting Type: ANNUAL**

Ticker: 601238

Security ID: Y2931M104

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Accept 2013 Annual Report | Management | For | For |
| 2 | Accept Report of the Board of Directors | Management | For | For |
| 3 | Accept Report of the Supervisory Committee | Management | For | For |
| 4 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 5 | Approve Profit Distribution Plan and the Proposed Distribution of Final Dividend | Management | For | For |
| 6 | Approve Proposed Adjustment of Allowance of Independent Directors | Management | For | For |
| 7 | Appoint PricewaterhouseCoopers as the Overseas Auditor of the Company and BDO China Shu Lun Pan Certified Public Accountants LLP as the Domestic Auditor of the Company and Authorize Management to Fix Their Remuneration | Management | For | For |
| 8 | Appoint BDO China Shu Lun Pan Certified Public Accountants LLP as Internal Control Auditor of the Company and Authorize Management to Fix Their Remuneration | Management | For | For |

HYUNDAI DEVELOPMENT CO. - ENGINEERING & CONSTRUCTION**Meeting Date: MAR 21, 2014****Record Date: DEC 31, 2013****Meeting Type: ANNUAL**

Ticker: 012630

Security ID: Y38397108

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Financial Statements, Disposition of Loss, and Dividend of KRW 50 per Share | Management | For | For |
| 2.1 | Reelect Park Chang-Min as Inside Director | Management | For | For |
| 2.2 | Reelect Kim Jong-Soo as Inside Director | Management | For | For |

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|-----|--|------------|-----|-----|
| 2.3 | Reelect Choi Myung-Hae as Outside Director | Management | For | For |
| 3 | Reelect Choi Myung-Hae as a Member of Audit Committee | Management | For | For |
| 4 | Approve Total Remuneration of Inside Directors and Outside Directors | Management | For | For |

IMPALA PLATINUM HOLDINGS LTD**Meeting Date: OCT 23, 2013****Record Date: OCT 18, 2013****Meeting Type: ANNUAL**

Ticker: IMP

Security ID: S37840113

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Reappoint PricewaterhouseCoopers Inc as Auditors of the Company | Management | For | For |
| 2.1 | Re-elect Hugh Cameron as Chairman of the Audit Committee | Management | For | For |
| 2.2 | Re-elect Almorie Maule as Member of the Audit Committee | Management | For | For |
| 2.3 | Elect Thabo Mokgatlha as Member of the Audit Committee | Management | For | For |
| 2.4 | Re-elect Babalwa Ngonyama as Member of the Audit Committee | Management | For | For |
| 3 | Approve Remuneration Policy | Management | For | Against |
| 4.1 | Re-elect Hugh Cameron as Director | Management | For | For |
| 4.2 | Elect Peter Davey as Director | Management | For | For |
| 4.3 | Re-elect Mandla Gantsho as Director | Management | For | For |
| 4.4 | Elect Albertinah Kekana as Director | Management | For | For |
| 4.5 | Elect Alastair Macfarlane as Director | Management | For | For |
| 4.6 | Re-elect Thabo Mokgatlha as Director | Management | For | For |
| 4.7 | Elect Brett Nagle as Director | Management | For | For |
| 1 | Authorise Repurchase of Up to Five Percent of Issued Share Capital | Management | For | For |
| 2 | Approve Financial Assistance to Related or Inter-related Company | Management | For | For |

INFOSYS LTD.**Meeting Date: AUG 03, 2013****Record Date:****Meeting Type: SPECIAL**

Ticker: 500209

Security ID: Y4082C133

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Appointment and Remuneration of N.R.N. Murthy as Executive Director | Management | For | For |

INFOSYS LTD.**Meeting Date: JUN 14, 2014****Record Date:****Meeting Type: ANNUAL**

Ticker: 500209

Security ID: Y4082C133

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Approve Final Dividend of INR 43.00 Per Share and Confirm Interim Dividend of INR 20.00 Per Share | Management | For | For |
| 3 | Reelect B.G. Srinivas as Director | Management | None | None |
| 4 | Reelect S. Gopalakrishnan as Director | Management | For | For |
| 5 | Approve BSR & Co. LLP as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 6 | Elect U.B.P. Rao as Director and Approve Appointment and Remuneration of U.B.P. Rao as Executive Director | Management | For | For |
| 7 | Elect K. Mazumdar-Shaw as Independent Non-Executive Director | Management | For | For |
| 8 | Elect C.M. Browner as Independent Non-Executive Director | Management | For | For |
| 9 | Elect R. Venkatesan as Independent Non-Executive Director | Management | For | For |
| 10 | Approve Sale, Transfer, and/or Disposal of the Products, Platforms and Solutions Business to Edgeverve Systems Ltd., a Wholly-Owned Subsidiary of the Company, for a Consideration of USD 80 Million | Management | For | For |
| 11 | Approve Vacancy on the Board Resulting from the Retirement of A.M. Fudge | Management | For | For |

KASIKORNBANK PCL**Meeting Date: APR 04, 2014****Record Date: MAR 13, 2014****Meeting Type: ANNUAL**

Ticker: KBANK

Security ID: Y4591R118

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Minutes of Previous Meeting | Management | For | For |
| 2 | Acknowledge Operations Report | Management | None | None |
| 3 | Accept Financial Statements | Management | For | For |
| 4 | Approve Allocation of Income and Dividend of THB 3.50 Per Share | Management | For | For |
| 5.1 | Elect Pairash Thajchayapong as Director | Management | For | For |
| 5.2 | Elect Kobkarn Wattanavrangkul as Director | Management | For | For |
| 5.3 | Elect Krisada Lamsam as Director | Management | For | For |
| 5.4 | Elect Teeranun Srihong as Director | Management | For | For |
| 5.5 | Elect Rapee Sucharitakul as Director | Management | For | For |
| 6 | Elect Puntip Surathin as Director | Management | For | For |
| 7 | Approve Remuneration of Directors | Management | For | For |
| 8 | Approve KPMG Phoomchai Audit Limited as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 9 | Other Business | Management | None | None |

KIATNAKIN BANK PUBLIC CO LTD**Meeting Date: APR 24, 2014****Record Date: MAR 13, 2014****Meeting Type: ANNUAL**

Ticker: KKP

Security ID: Y47675114

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Minutes of Previous Meeting | Management | For | For |
| 2 | Acknowledge 2013 Bank's Activities | Management | None | None |
| 3 | Accept Financial Statements | Management | For | For |
| 4 | Approve Allocation of Income and Dividend of THB 2.65 Per Share | Management | For | For |
| 5.1 | Elect Manop Bongsadadt as Director | Management | For | For |
| 5.2 | Elect Suraphol Kulsiri as Director | Management | For | For |
| 5.3 | Elect Suvit Mapaisansin as Director | Management | For | For |
| 5.4 | Elect Aphinant Klewpatinond as Director | Management | For | For |
| 5.5 | Elect Krittiya Veeraburus as Director | Management | For | For |
| 6 | Approve Remuneration of Directors | Management | For | For |
| 7 | Approve Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 8 | Other Business | Management | For | Against |

LAND & HOUSES PUBLIC CO. LTD.**Meeting Date: APR 24, 2014****Record Date: MAR 14, 2014****Meeting Type: ANNUAL**

Ticker: LH

Security ID: Y5172C198

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Minutes of Previous Meeting | Management | For | For |
| 2 | Acknowledge 2013 Operating Results | Management | For | For |
| 3 | Accept Financial Statements | Management | For | For |
| 4 | Approve Allocation of Income and Dividend of THB 0.40 Per Share | Management | For | For |
| 5.1 | Elect Pakhawat Kovithvathanaphong as Director | Management | For | For |
| 5.2 | Elect Wisanu Subsompon as Director | Management | For | For |
| 5.3 | Elect Adisorn Thananan-narapool as Director | Management | For | For |

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|----|---|------------|-----|---------|
| 6 | Approve Remuneration of Directors | Management | For | For |
| 7 | Approve Ernst and Young as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 8 | Authorize Issuance of Debentures | Management | For | For |
| 9 | Approve Issuance of Warrants to Existing Shareholders | Management | For | For |
| 10 | Reduce Registered Capital and Amend Memorandum of Association to Reflect the Decrease in Registered Capital | Management | For | For |
| 11 | Increase Registered Capital and Amend Memorandum of Association to Reflect Increase in Registered Capital | Management | For | For |
| 12 | Approve Issuance of Shares on Conversion of the Warrants | Management | For | For |
| 13 | Other Business | Management | For | Against |

LUKOIL OAO**Meeting Date: SEP 30, 2013****Record Date: AUG 15, 2013****Meeting Type: SPECIAL**

Ticker: LKOH

Security ID: 677862104

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Interim Dividends of RUB 50 per Share for First Six Months of Fiscal 2013 | Management | For | For |
| 2 | Amend Charter | Management | For | For |
| 3 | Amend Regulations on Board of Directors | Management | For | For |

LUKOIL OAO**Meeting Date: JUN 26, 2014****Record Date: MAY 12, 2014****Meeting Type: ANNUAL**

Ticker: LKOH

Security ID: 677862104

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Annual Report, Financial Statements, and Allocation of Income, Including Dividends of RUB 110 Per Share for 2013 | Management | For | For |
| 2.1 | Elect Vagit Alekperov as Director | Management | None | Against |
| 2.2 | Elect Viktor Blazheev as Director | Management | None | For |
| 2.3 | Elect Valery Grayfer as Director | Management | None | Against |
| 2.4 | Elect Igor Ivanov as Director | Management | None | For |
| 2.5 | Elect Sergey Kochkurov as Director | Management | None | Against |
| 2.6 | Elect Ravil Maganov as Director | Management | None | Against |
| 2.7 | Elect Richard Matzke as Director | Management | None | Against |
| 2.8 | Elect Sergey Mikhaylov as Director | Management | None | Against |
| 2.9 | Elect Mark Mobius as Director | Management | None | For |
| 2.10 | Elect Guglielmo Antonio Claudio Moscato as Director | Management | None | For |
| 2.11 | Elect Ivan Pictet as Director | Management | None | For |
| 2.12 | Elect Leonid Fedun as Director | Management | None | Against |
| 3.1 | Elect Mikhail Maksimov as Member of Audit Commission | Management | For | For |
| 3.2 | | Management | For | For |

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|-----|---|------------|-----|-----|
| | Elect Pavel Suloev as Member of Audit Commission | | | |
| 3.3 | Elect Aleksandr Surkov as Member of Audit Commission | Management | For | For |
| 4.1 | Approve Remuneration of Directors for Their Service until 2014 AGM | Management | For | For |
| 4.2 | Approve Remuneration of Newly Elected Directors | Management | For | For |
| 5.1 | Approve Remuneration of Members of Audit Commission for Their Service until 2014 AGM | Management | For | For |
| 5.2 | Approve Remuneration of Newly Elected Members of Audit Commission | Management | For | For |
| 6 | Ratify ZAO KPMG as Auditor | Management | For | For |
| 7 | Amend Charter | Management | For | For |
| 8 | Amend Regulations on General Meetings | Management | For | For |
| 9.1 | Approve Related-Party Transaction with OAO Kapital Strakhovanie Re: Liability Insurance for Directors, Officers, and Corporations | Management | For | For |
| 9.2 | Approve Related-Party Transaction Re: Supplement to Loan Agreement with OAO RITEK | Management | For | For |

MCB BANK LIMITED**Meeting Date: MAR 27, 2014****Record Date:****Meeting Type: ANNUAL**

Ticker: MCB

Security ID: Y61898105

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Minutes of Previous Meeting | Management | For | For |
| 2 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 3 | Approve A.F. Ferguson & Co. as Auditors and Authorize Board to Fix Their Remuneration | Management | For | Against |
| 4 | Approve Final Cash Dividend of PKR 3.50 Per Share | Management | For | For |
| 5 | Approve Bonus Issue | Management | For | For |
| 6.1 | Approve Charitable Donation to Prime Minister's Earthquake Relief Fund, 2013 for Baluchistan | Management | For | For |
| 6.2 | Approve Expenses Incurred Towards Security Measures for Chairman | Management | For | For |
| 7.1 | Amend Articles of Association | Management | For | For |
| 7.2 | Amend Articles of Association | Management | For | For |
| 8 | Other Business | Management | For | Against |

MMC NORILSK NICKEL**Meeting Date: DEC 20, 2013****Record Date: NOV 01, 2013****Meeting Type: SPECIAL**

Ticker: GMKN

Security ID: X40407102

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Interim Dividends of RUB 220.70 per Share for First Nine Months of Fiscal 2013 | Management | For | For |
| 2.1 | Approve Related-Party Transaction with OJSC Kola MMC Re: Processing of Industrial Products | Management | For | For |
| 2.2 | Approve Related-Party Transaction with OJSC Kola MMC Re: Security Services | Management | For | For |
| 2.3 | Approve Related-Party Transaction with Norilskpromtransport LLC Re: Transportation and Construction Services, Remodeling and Technologic Assignments | Management | For | For |
| 2.4 | Approve Related-Party Transaction with Norilskpromtransport LLC Re: Construction Services | Management | For | For |
| 2.5 | Approve Related-Party Transaction with Norilskpromtransport LLC Re: Transfer of Ownership of Materials to MMC Norilsk Nickel | Management | For | For |
| 2.6 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Mechanized Services | Management | For | For |
| 2.7 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Servicing of Fixed Assets and Metrological Services | Management | For | For |
| 2.8 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Drafting Project and Estimate Documentation | Management | For | For |
| 2.9 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Services Related to Weighing Mine Cars | Management | For | For |
| 2.10 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Repair Works at the Facilities of the Polar Division of MMC Norilsk Nickel | Management | For | For |
| 2.11 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Transfer of Ownership of Materials to MMC Norilsk Nickel | Management | For | For |

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| 2.12 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Supply of Energy Resources | Management | For | For |
| 2.13 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Cargo Handling and Goods Storage Services | Management | For | For |
| 2.14 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Water Treatment and Transportation Services | Management | For | For |
| 2.15 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Construction and Installation Works | Management | For | For |
| 2.16 | Approve Related-Party Transaction with CJSC Taimyr Fuel Company Re: Mechanized Services | Management | For | For |
| 2.17 | Approve Related-Party Transaction with CJSC Taimyr Fuel Company Re: Supply of Fuel Resources | Management | For | For |
| 2.18 | Approve Related-Party Transaction with CJSC Taimyr Fuel Company Re: Lease of Equipment | Management | For | For |
| 2.19 | Approve Related-Party Transaction with CJSC Taimyr Fuel Company Re: Information and Automation Systems Services | Management | For | For |
| 2.20 | Approve Related-Party Transaction with CJSC Taimyr Fuel Company Re: Services on Tinting of Diesel Fuel | Management | For | For |
| 2.21 | Approve Related-Party Transaction with CJSC Taimyr Fuel Company Re: Services on Laboratory Analyses of Waste Oil Products | Management | For | For |
| 2.22 | Approve Related-Party Transaction with Polar Construction Company Re: Services Related to Operation of Fixed Assets | Management | For | For |
| 2.23 | Approve Related-Party Transaction with Polar Construction Company Re: Shaft Sinking Services | Management | For | For |
| 2.24 | Approve Related-Party Transaction with Polar Construction Company Re: Repair Works | Management | For | For |
| 2.25 | Approve Related-Party Transaction with Polar Construction Company Re: Transfer of Ownership of Materials and Equipment to MMC Norilsk Nickel | Management | For | For |
| 2.26 | Approve Related-Party Transaction with Polar Construction Company Re: Health and Safety Services | Management | For | For |
| 2.27 | Approve Related-Party Transaction with Polar Construction Company Re: Transfer of Ownership of Buildings, Constructions | Management | For | For |

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| 2.28 | and Equipment to MMC Norilsk Nickel Approve Related-Party Transaction with Polar Construction Company Re: Commissioning Works at Facilities | Management | For | For |
| 2.29 | Approve Related-Party Transaction with Polar Construction Company Re: Construction and Installation Works | Management | For | For |
| 2.30 | Approve Related-Party Transaction withGipronickel Institute LLC Re: Prepare Land Plots Cadaster Catalogues | Management | For | For |
| 2.31 | Approve Related-Party Transaction withGipronickel Institute LLC Re: Services Related to Drafting Project, Estimate and Technical Documentation | Management | For | For |
| 2.32 | Approve Related-Party Transaction withGipronickel Institute LLC Re: Design Works at the Facility Komsomolsky Mine Management Office | Management | For | For |
| 2.33 | Approve Related-Party Transaction with Gipronickel Institute LLC Re: Scientific and Technical Services | Management | For | For |
| 2.34 | Approve Related-Party Transaction with Gipronickel Institute LLC Re: Accreditation, Certification and Control Services | Management | For | For |
| 2.35 | Approve Related-Party Transaction with Gipronickel Institute LLC Re: Subscription Information and Library Services | Management | For | For |
| 2.36 | Approve Related-Party Transaction with Gipronickel Institute LLC Re: Design, Exploration, Technology, Scientific Research and Feasibility Studies | Management | For | For |
| 2.37 | Approve Related-Party Transaction with OJSC NTEK Re: Services Related to Operation of Fixed Assets | Management | For | For |
| 2.38 | Approve Related-Party Transaction with OJSC NTEK Re: Transfer of Ownership of Materials to MMC Norilsk Nickel | Management | For | For |
| 2.39 | Approve Related-Party Transaction with OJSC NTEK Re: Supply of Energy Resources | Management | For | For |
| 2.40 | Approve Related-Party Transaction with OJSC NTEK Re: Cargo Handling and Goods Storage Services | Management | For | For |
| 2.41 | Approve Related-Party Transaction with OJSC Norilskgazprom Re: Supply of Fuel Resources | Management | For | For |
| 2.42 | Approve Related-Party Transaction with OJSC Taimyrgaz Re: Supply of Fuel Resources | Management | For | For |
| 2.43 | | Management | For | For |

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|------|---|------------|-----|-----|
| | Approve Related-Party Transaction with OJSC Arkhangelsk Commercial Sea Port Re: Transportation Services | | | |
| 2.44 | Approve Related-Party Transaction with Norilskpromtransport LLC Re: Cargo Transportation, Mechanized Construction and Remodeling Works, Logistic Cargo Handling | Management | For | For |
| 2.45 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Services Related to Adjusting and Repair of Measurement Instruments | Management | For | For |
| 2.46 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Works Related to Repair of Mechanical and Power equipment | Management | For | For |
| 2.47 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Transfer of Materials and Equipment to MMC Norilsk Nickel | Management | For | For |
| 2.48 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Equipment Installation Services | Management | For | For |
| 2.49 | Approve Related-Party Transaction with CJSC Taimyr Fuel Company Re: Supply of Fuel Resources; Refueling, Transportation and Dispensing of Fuels and Lubricants | Management | For | For |
| 2.50 | Approve Related-Party Transaction with CJSC Taimyr Fuel Company Re: Information and Automation Systems Services | Management | For | For |
| 2.51 | Approve Related-Party Transaction with Polar Construction Company Re: Transfer of Ownership of Materials to MMC Norilsk Nickel | Management | For | For |
| 2.52 | Approve Related-Party Transaction with Polar Construction Company Re: Health and Safety Services | Management | For | For |
| 2.53 | Approve Related-Party Transaction Re: Providing Goods Transportation and Mechanized Services to Norilsknickelremont LLC | Management | For | For |
| 2.54 | Approve Related-Party Transaction Re: Transfer of Ownership of Goods to Norilsknickelremont LLC | Management | For | For |
| 2.55 | Approve Related-Party Transaction Re: Provide Goods Transportation and Mechanized Services to CJSC Taimyr Fuel Company | Management | For | For |
| 2.56 | Approve Related-Party Transaction Re: Provide Goods Transportation and | Management | For | For |

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| | Mechanized Services to Polar Construction Company | | | |
| 2.57 | Approve Related-Party Transaction Re: Provide Goods Transportation and Mechanized Services to OJSC NTEK | Management | For | For |
| 2.58 | Approve Related-Party Transaction Re: Lease of Property to OJSC NTEK | Management | For | For |
| 2.59 | Approve Related-Party Transaction Re: Transfer of Ownership of Coal and Other Goods to OJSC Yenisey River Shipping Company | Management | For | For |
| 2.60 | Approve Related-Party Transaction Re: Transfer of Ownership of Fixed Assets, Unfinished Construction Objects, Goods and Other Products to Norilskpromtransport LLC | Management | For | For |
| 2.61 | Approve Related-Party Transaction Re: Providing Road Rransportation, Mechanized Services and Railway Transportation to Norilskpromtransport LLC | Management | For | For |
| 2.62 | Approve Related-Party Transaction Re: Lease of Property to Norilskpromtransport LLC | Management | For | For |
| 2.63 | Approve Related-Party Transaction Re: Transfer of Ownership of Fixed Assets, Unfinished Construction Objects, Goods and Other Products to Norilsknickelremont LLC | Management | For | For |
| 2.64 | Approve Related-Party Transaction Re: Providing Road Rransportation, Mechanized Services and Railway Transportation to Norilsknickelremont LLC | Management | For | For |
| 2.65 | Approve Related-Party Transaction Re: Lease of Property to Norilsknickelremont LLC | Management | For | For |
| 2.66 | Approve Related-Party Transaction Re: Transfer of Ownership of Fixed Assets, Unfinished Construction Objects, Goods and Other Products to CJSC Taimyr Fuel Company | Management | For | For |
| 2.67 | Approve Related-Party Transaction Re: Providing Road Rransportation, Mechanized Services and Railway Transportation to CJSC Taimyr Fuel Company | Management | For | For |
| 2.68 | Approve Related-Party Transaction Re: Lease of Property to CJSC Taimyr Fuel Company | Management | For | For |
| 2.69 | Approve Related-Party Transaction Re: Transfer of Ownership of Fixed Assets, | Management | For | For |

| | | | | |
|------|---|------------|-----|-----|
| | Unfinished Construction Objects, Goods and Other Products to Polar Construction Company | | | |
| 2.70 | Approve Related-Party Transaction Re: Providing Loading and Unloading of Materials, Fire Safety Services, and Transportation Services to Polar Construction Company | Management | For | For |
| 2.71 | Approve Related-Party Transaction Re: Lease of Property to Polar Construction Company | Management | For | For |
| 2.72 | Approve Related-Party Transaction Re: Transfer of Ownership of Equipment, Unfinished Construction Objects and Goods to Gipronickel Institute LLC | Management | For | For |
| 2.73 | Approve Related-Party Transaction Re: Provide Services on Fire Safety Supervision to Gipronickel Institute LLC | Management | For | For |
| 2.74 | Approve Related-Party Transaction Re: Lease of Property to Gipronickel Institute LLC | Management | For | For |
| 2.75 | Approve Related-Party Transaction Re: Transfer of Ownership of Equipment and Unfinished Construction Objects OJSC NTEK | Management | For | For |
| 2.76 | Approve Related-Party Transaction Re: Transportation and Weightbridge Services; Fire Safety Supervision and Road Maintenance Services to OJSC NTEK | Management | For | For |
| 2.77 | Approve Related-Party Transaction Re: Transfer of Ownership of Goods to OJSC Norilskgazprom | Management | For | For |
| 2.78 | Approve Related-Party Transaction Re: Providing Technical Railway Transportation Services to OJSC Norilskgazprom | Management | For | For |
| 2.79 | Approve Related-Party Transaction Re: Transfer of Ownership of Goods and Other Products to OJSC Taimyrgaz | Management | For | For |

MMC NORILSK NICKEL**Meeting Date: JUN 06, 2014****Record Date: APR 29, 2014****Meeting Type: ANNUAL**

Ticker: GMKN

Security ID: X40407102

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Annual Report | Management | For | For |
| 2 | Approve Financial Statements | Management | For | For |
| 3 | Approve Consolidated Financial Statements | Management | For | For |
| 4 | Approve Allocation of Income and Dividends of RUB 248.48 | Management | For | For |
| 5.1 | Elect Sergey Barbashev as Director | Management | None | Against |
| 5.2 | Elect Alexey Bashkirov as Director | Management | None | Against |
| 5.3 | Elect Sergey Bratukhin as Director | Management | None | Against |
| 5.4 | Elect Andrey Bugrov as Director | Management | None | Against |
| 5.5 | Elect Marianna Zakharova as Director | Management | None | Against |
| 5.6 | Elect Egor Ivanov as Director | Management | None | Against |
| 5.7 | Elect Stalbek Mishakov as Director | Management | None | Against |
| 5.8 | Elect Ardavan Moshiri as Director | Management | None | Against |
| 5.9 | Elect Gareth Penny as Director | Management | None | For |
| 5.10 | Elect Cornelis J.G. Prinsloo as Director | Management | None | For |
| 5.11 | Elect Sergey Skvortsov as Director | Management | None | Against |
| 5.12 | Elect Maxim Sokov as Director | Management | None | Against |
| 5.13 | Elect Vladislav Solovyev as Director | Management | None | Against |
| 5.14 | Elect Robert Edwards as Director | Management | None | For |
| 6.1 | Elect Ekaterina Voziyanova as Member of Audit Commission | Management | For | For |
| 6.2 | Elect Anna Masalova as Member of Audit Commission | Management | For | For |
| 6.3 | Elect Georgiy Svanidze as Member of Audit Commission | Management | For | For |
| 6.4 | Elect Vladimir Shilkov as Member of Audit Commission | Management | For | For |
| 6.5 | Elect Elena Yanevich as Member of Audit Commission | Management | For | For |
| 7 | Ratify Rosekspertiza LLC as Auditor of Company's Financial Statements Prepared in Accordance with Russian Accounting Standards (RAS) | Management | For | For |
| 8 | Ratify CJSC KPMG as Auditor of Company's Financial Statements Prepared in Accordance with International Financial | Management | For | For |

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| | Reporting Standards (IFRS) | | | |
|-------|--|------------|-----|---------|
| 9 | Approve Remuneration of Directors | Management | For | Against |
| 10 | Approve Remuneration of Members of Audit Commission | Management | For | For |
| 11 | Approve Related-Party Transactions Re: Indemnification Agreements with Directors and Executives | Management | For | For |
| 12 | Approve Related-Party Transaction Re: Liability Insurance for Directors and Executives | Management | For | For |
| 13 | Approve New Edition of Charter | Management | For | Against |
| 14 | Approve New Edition of Regulations on General Meetings | Management | For | For |
| 15a1 | Approve Related-Party Transaction with OJSC Arkhangelsk Commercial Sea Port Re: Lease of Equipment | Management | For | For |
| 15a2 | Approve Related-Party Transaction with OJSC Arkhangelsk Commercial Sea Port Re: Supply of Heat Energy and/or Heat-Carriers | Management | For | For |
| 15a3 | Approve Related-Party Transaction with OJSC Arkhangelsk Commercial Sea Port Re: Lease of Equipment | Management | For | For |
| 15a4 | Approve Related-Party Transaction with CJSC Taymyr Fuel Company Re: Provision of Petroleum Products | Management | For | For |
| 15a5 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Supply of Materials Required for Maintenance of Machinery, and Hoisting Mechanisms | Management | For | For |
| 15a6 | Approve Related-Party Transaction with OJSC NTEK Re: Rendition of Sewage Network Maintenance, and Operation Services | Management | For | For |
| 15a7 | Approve Related-Party Transaction with Polar Construction Company LLC Re: Lease of Movable and Immovable Property for Production, and Operation Activities | Management | For | For |
| 15a8 | Approve Related-Party Transaction with Polar Construction Company LLC Re: Sale of Fixed Assets, Goods, Miscellaneous Products, and Materials | Management | For | For |
| 15a9 | Approve Related-Party Transaction with Gipronickel Institute LLC Re: Lease of Movable and Immovable Property for Production, and Operation Activities | Management | For | For |
| 15a10 | Approve Related-Party Transaction with Gipronickel Institute LLC Re: Transfer of Machinery, WIP Products, and Goods | Management | For | For |
| 15a11 | | Management | For | For |

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| | | | | |
|-------|---|------------|-----|-----|
| | Approve Related-Party Transaction with OJSC Norilskgazprom Re: Land Plot Lease Agreement | | | |
| 15a12 | Approve Related-Party Transaction with OJSC Norilskgazprom Re: Sale of Fixed Assets, Goods, Miscellaneous Products, and Materials | Management | For | For |
| 15a13 | Approve Related-Party Transaction with Norilsk Industrial Transport LLC Re: Lease of Movable and Immovable Property for Production and Operation Activities | Management | For | For |
| 15a14 | Approve Related-Party Transaction with Norilsk Industrial Transport LLC Re: Sale of Fixed Assets, Goods, Miscellaneous Products, and Materials | Management | For | For |
| 15a15 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Lease of Movable and Immovable Property for Production and Operation Activities | Management | For | For |
| 15a16 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Sale of Fixed Assets, Goods, Miscellaneous Products, and Materials | Management | For | For |
| 15a17 | Approve Related-Party Transaction with CJSC Taymyr Fuel Company Re: Lease of Movable and Immovable Property for Production and Operation Activities | Management | For | For |
| 15a18 | Approve Related-Party Transaction with CJSC Taymyr Fuel Company Re: Sale of Fixed Assets, Goods, Miscellaneous Products, and Materials | Management | For | For |
| 15a19 | Approve Related-Party Transaction with OJSC NTEK Re: Sale of Goods | Management | For | For |
| 15a20 | Approve Related-Party Transaction with OJSC Taimyrgas Re: Transfer of Inventories, Other Products, and Materials | Management | For | For |
| 15a21 | Approve Related-Party Transaction with OJSC Yenisey River Shipping Company Re: Transfer of Coal | Management | For | For |
| 15a22 | Approve Related-Party Transaction with OJSC Norilskgazprom Re: Placement of Industrial Wastes | Management | For | For |
| 15a23 | Approve Related-Party Transaction with Polar Construction Company LLC Re: Agency Services for Organization of Training Employees | Management | For | For |
| 15a24 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Agency Services for Organization of Training Employees | Management | For | For |

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| | | | | |
|-------|---|------------|-----|-----|
| 15a25 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Organization of Storage and Destruction of Documents, Making Copies, Submission of Information Requested in Course of Inspection | Management | For | For |
| 15a26 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: Design Work on Projects | Management | For | For |
| 15a27 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: Geodetic Survey Works | Management | For | For |
| 15a28 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: Quantitative Chemical Assay of Samples of Raw Materials and Process Cycle Products for Quality Control | Management | For | For |
| 15a29 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: External Quality Control of Results of Quantitative Chemical Assay | Management | For | For |
| 15a30 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: R&D Services | Management | For | For |
| 15a31 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: Design Works, Development of Working and Non-Standard Equipment Design Documentation for Production Units | Management | For | For |
| 15a32 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: R&D Works for Production Units | Management | For | For |
| 15a33 | Approve Related-Party Transaction with Gipronikel Institut LLC : Feasibility Study for Nadezhda Metallurgical Plant and for Production Association of Concentrators | Management | For | For |
| 15a34 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: R&D Works for NMP Facilities and Nickel Plant Shutdown | Management | For | For |
| 15a35 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: Unforeseen Design and Survey Works | Management | For | For |
| 15a36 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: Development and Approval of Design Documents for Non-Standard Equipment, Approval of Estimates for Start-Up Operations | Management | For | For |
| 15a37 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: Cadastral Works | Management | For | For |
| 15a38 | | Management | For | For |

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| | | | | |
|-------|--|------------|-----|-----|
| 15a39 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: Design Works | Management | For | For |
| 15a40 | Approve Related-Party Transaction with Gipronikel Institut LLC Re: Design Works, Approval of Budgeting Documentation and Engineering Documentation for Non-Standardized Equipment, Engineering Documentation Development | Management | For | For |
| 15a41 | Approve Related-Party Transaction with Polar Construction Company LLC Re: Execution of Civil, Assembly and Specialized Works | Management | For | For |
| 15a42 | Approve Related-Party Transaction with Polar Construction Company LLC Re: Preassembly Equipment Audit Works | Management | For | For |
| 15a43 | Approve Related-Party Transaction with Norilsknickelremont LLC Re: Preassembly Equipment Audit Works | Management | For | For |
| 15a44 | Approve Related-Party Transaction Norilsknickelremont LLC Re: Transfer of Goods | Management | For | For |
| 15a45 | Approve Related-Party Transaction with Polar Contraction Company LLC Re: Lease of Movable Property | Management | For | For |
| 15a46 | Approve Related-Party Transaction with CJSC Taimyr Fuel Company Re: Lease of Movable Property | Management | For | For |
| 15b1 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Opening Accounts and Debiting of Monetary Funds | Management | For | For |
| 15b2 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Maintenance of Security Deposit on Accounts | Management | For | For |
| 15b3 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Services of Systems of Information Electronic Transfer and Electronic Payment Systems | Management | For | For |
| 15b4 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Agreements on Procedures and Terms of Interest Rate Charging | Management | For | For |
| 15b5 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Agreements on Procedures of Issuance and Maintenance of International Bank Cards for Employees | Management | For | For |
| 15b6 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Services on | Management | For | For |

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| | | | |
|-------|---|------------|---------|
| | Management of Financial Flows of MMC Norilsk Nickel and Its Subsidiaries | | |
| 15b7 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Opening of Letters of Credit | Management | For For |
| 15b8 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Contracts on Placing Deposits | Management | For For |
| 15b9 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Guarantee Agreements | Management | For For |
| 15b10 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Agreements on Loan Funds in Form of Credits, Credit Lines, and Overdrafts | Management | For For |
| 15b11 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Agreements on Promissory Notes | Management | For For |
| 15b12 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Sale and Purchase of Foreign Currency | Management | For For |
| 15b13 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Agreements on Derivative Financial Instruments | Management | For For |
| 15b14 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Sale and Purchase of Precious Metals | Management | For For |
| 15b15 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Joint Implementation of Corporate Social Programs | Management | For For |
| 15b16 | Approve Related-Party Transactions with OJSC Sberbank of Russia Re: Sale and Purchase of Securities | Management | For For |
| 15c | Approve Related-Party Transactions with OJSC Sberbank of Russia, and/or SIB (Cyprus) Ltd., and/or Sberbank CIB (UK) Ltd., and/or Sberbank (Switzerland) AG Re: Guarantee Agreements to Secure Fulfillment of Obligations of Subsidiaries | Management | For For |

NATIONAL ALUMINIUM COMPANY LTD

Meeting Date: SEP 27, 2013

Record Date:

Meeting Type: ANNUAL

Ticker: 532234

Security ID: Y6211M130

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Approve Final Dividend of INR 0.50 Per Share | Management | For | For |
| 3 | Reelect P.C. Sharma as Director | Management | For | For |
| 4 | Reelect G.P. Joshi as Director | Management | For | For |
| 5 | Reelect S.S. Khurana as Director | Management | For | For |
| 6 | Elect S.C. Padhy as Director | Management | For | For |
| 7 | Elect D.S. Mishra as Director | Management | For | For |

NEOPHARM CO.**Meeting Date: MAR 21, 2014****Record Date: DEC 31, 2013****Meeting Type: ANNUAL**

Ticker: 092730

Security ID: Y62459105

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Financial Statements, Allocation of Income, and Dividend of KRW 100 per Share | Management | For | For |
| 2 | Elect Kim Yoon as Inside Director | Management | For | For |
| 3 | Approve Total Remuneration of Inside Directors and Outside Director | Management | For | For |
| 4 | Authorize Board to Fix Remuneration of Internal Auditor | Management | For | For |

OIL & NATURAL GAS CORPORATION LTD.**Meeting Date: SEP 25, 2013****Record Date:****Meeting Type: ANNUAL**

Ticker: 500312

Security ID: Y64606133

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Confirm Interim Dividends of INR 9.00 Per Share and Approve Final Dividend of INR 0.50 Per Share | Management | For | For |
| 3 | Reelect D. Chandrasekharam as Director | Management | For | For |
| 4 | Reelect K.S. Jamestin as Director | Management | For | Against |
| 5 | Authorize Board to Fix Remuneration of Auditors | Management | For | For |
| 6 | Elect P.K. Borthakur as Director | Management | For | Against |
| 7 | Elect S. Shanker as Director | Management | For | Against |
| 8 | Elect K.N. Murthy as Director | Management | For | For |
| 9 | Elect N.K. Verma as Director | Management | For | Against |

OMV AG**Meeting Date: MAY 14, 2014**

Record Date: MAY 04, 2014**Meeting Type: ANNUAL**

Ticker: OMV

Security ID: A51460110

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Receive Financial Statements and Statutory Reports (Non-Voting) | Management | None | None |
| 2 | Approve Allocation of Income and Dividends of EUR 1.25 per Share | Management | For | For |
| 3 | Approve Discharge of Management Board | Management | For | For |
| 4 | Approve Discharge of Supervisory Board | Management | For | For |
| 5 | Approve Remuneration of Supervisory Board Members | Management | For | For |
| 6 | Ratify Ernst & Young as Auditors | Management | For | For |
| 7.1 | Approve Performance Share Plan for Key Employees | Management | For | For |
| 7.2 | Approve Matching Share Plan for Management Board Members | Management | For | Against |
| 8.1 | Elect Supervisory Board Member Murtadha Al Hashmi | Management | For | Against |
| 8.2 | Elect Supervisory Board Member Alyazia Ali Saleh Al Kuwaiti | Management | For | Against |
| 8.3 | Elect Supervisory Board Member Wolfgang C. Berndt | Management | For | For |
| 8.4 | Elect Supervisory Board Member Elif Bilgi Zapparoli | Management | For | For |
| 8.5 | Elect Supervisory Board Member Helmut Draxler | Management | For | Against |
| 8.6 | Elect Supervisory Board Member Roy Franklin | Management | For | For |
| 8.7 | Elect Supervisory Board Member Rudolf Kemler | Management | For | Against |
| 8.8 | Elect Supervisory Board Member Wolfram Littich | Management | For | Against |
| 8.9 | Elect Supervisory Board Member Herbert Stepic | Management | For | For |
| 8.10 | Elect Supervisory Board Member Herbert Werner | Management | For | Against |
| 9 | Approve Creation of EUR 32.7 Million Pool of Capital without Preemptive Rights to Guarantee Conversion Rights for Share Plans | Management | For | For |

PENINSULA LAND LIMITED**Meeting Date: AUG 08, 2013****Record Date:****Meeting Type: ANNUAL**

Ticker: 503031

Security ID: Y6600P108

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Approve Dividend on Preference Share of INR 0.50 Per Share and Dividend on Equity Shares of INR 1.50 Per Share | Management | For | For |
| 3 | Reelect D.M. Popat as Director | Management | For | For |
| 4 | Reelect A. Ghosh as Director | Management | For | For |
| 5 | Reelect D. Summanwar as Director | Management | For | For |
| 6 | Approve Haribhakti & Co. as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 7 | Elect A. Dua as Director | Management | For | For |
| 8 | Approve Appointment and Remuneration of R.A. Piramal as Executive Vice Chairman | Management | For | For |

PETROCHINA COMPANY LIMITED**Meeting Date: MAY 22, 2014****Record Date: MAY 13, 2014****Meeting Type: ANNUAL**

Ticker: 00857

Security ID: Y6883Q104

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Report of the Board of Directors | Management | For | For |
| 2 | Approve Report of the Supervisory Committee | Management | For | For |
| 3 | Approve Audited Financial Statements | Management | For | For |
| 4 | Declare Final Dividend | Management | For | For |
| 5 | Authorize Board to Determine the Distribution of Interim Dividends for the Year 2014 | Management | For | For |
| 6 | Appoint KPMG Huazhen as Domestic Auditors and KPMG as International Auditors, and Authorize Board to Fix Their Remuneration | Management | For | For |
| 7a | Elect Zhou Jiping as Director | Management | For | For |
| 7b | Elect Liao Yongyuan as Director | Management | For | For |
| 7c | Elect Wang Dongjin as Director | Management | For | For |
| 7d | Elect Yu Baocai as Director | Management | For | For |
| 7e | Elect Shen Diancheng as Director | Management | For | For |
| 7f | Elect Liu Yuezhen as Director | Management | For | For |
| 7g | Elect Liu Hongbin as Director | Management | For | For |
| 7h | Elect Chen Zhiwu as Director | Management | For | For |
| 7i | Elect Richard H. Matzke as Director | Management | For | For |
| 7j | Elect Lin Boqiang as Director | Shareholder | None | For |
| 8a | Elect Wang Lixin as Supervisor | Management | For | For |
| 8b | Elect Guo Jinping as Supervisor | Management | For | For |
| 8c | Elect Li Qingyi as Supervisor | Management | For | For |
| 8d | Elect Jia Yimin as Supervisor | Management | For | For |
| 8e | Elect Zhang Fengshan as Supervisor | Management | For | For |
| 9 | Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights | Management | For | For |

PETROLEO BRASILEIRO SA-PETROBRAS**Meeting Date: APR 02, 2014****Record Date: MAR 14, 2014****Meeting Type: ANNUAL**

Ticker: PETR4

Security ID: 71654V101

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 4.b.1 | Elect Jose Guimaraes Monforte as Director Nominated by Preferred Shareholders | Shareholder | None | For |
| 4.b.2 | Elect Jose Gerdau Johannpeter as Director Nominated by Preferred Shareholders | Shareholder | None | Against |
| 6.b.1 | Elect Walter Luis Bernardes Albertoni and Roberto Lamb (Alternate) as Fiscal Council Members Nominated by Preferred Shareholders | Shareholder | None | For |

POLNORD S.A.**Meeting Date: AUG 23, 2013****Record Date: AUG 08, 2013****Meeting Type: SPECIAL**

Ticker: PND

Security ID: X6671C102

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Open Meeting; Elect Meeting Chairman | Management | For | For |
| 2 | Acknowledge Proper Convening of Meeting | Management | None | None |
| 3 | Approve Agenda of Meeting | Management | For | For |
| 4 | Approve Issuance of Series R Shares without Preemptive Rights for Private Placement | Management | For | Against |
| 5 | Approve Issuance of Series S1 Shares without Preemptive Rights for Private Placement | Management | For | Against |
| 6 | Approve Issuance of Series S2 Shares with Preemptive Rights | Management | For | For |
| 7 | Amend Statute to Reflect Changes in Capital | Management | For | Against |
| 8 | Approve Conditional Increase in Share Capital in Connection with Issuance of Convertible Warrants Proposed under Item 9, and Related Statute Amendments | Management | For | Against |
| 9 | Approve Issuance of Warrants without Preemptive Rights Convertible into Series T Shares | Management | For | Against |
| 10 | Close Meeting | Management | None | None |

POLNORD S.A.**Meeting Date: OCT 25, 2013****Record Date: OCT 09, 2013****Meeting Type: SPECIAL**

Ticker: PND

Security ID: X6671C102

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Open Meeting; Elect Meeting Chairman | Management | For | Did Not Vote |
| 2 | Acknowledge Proper Convening of Meeting | Management | For | Did Not Vote |
| 3 | Approve Agenda of Meeting | Management | For | Did Not Vote |

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| | | | | |
|---|---|------------|------|--------------|
| 4 | Elect Members of Vote Counting Commission | Management | For | Did Not Vote |
| 5 | Approve Conditional Increase in Share Capital in Connection with Issuance of Convertible Warrants Proposed under Item 6, and Related Statute Amendments | Management | For | Did Not Vote |
| 6 | Approve Issuance of Warrants without Preemptive Rights Convertible into Series S Shares | Management | For | Did Not Vote |
| 7 | Close Meeting | Management | None | None |

POLNORD S.A.**Meeting Date: DEC 03, 2013****Record Date: NOV 17, 2013****Meeting Type: SPECIAL**

Ticker: PND

Security ID: X6671C102

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Open Meeting; Elect Meeting Chairman | Management | For | For |
| 2 | Acknowledge Proper Convening of Meeting | Management | None | None |
| 3 | Approve Agenda of Meeting | Management | For | For |
| 4 | Elect Members of Vote Counting Commission | Management | For | For |
| 5 | Amend Statute | Management | For | For |
| 6 | Amend Regulations on General Meetings | Management | For | For |
| 7 | Approve Changes in Composition of Supervisory Board | Management | For | For |
| 8 | Close Meeting | Management | None | None |

POLNORD S.A.**Meeting Date: JAN 29, 2014****Record Date: JAN 13, 2014****Meeting Type: SPECIAL**

Ticker: PND

Security ID: X6671C102

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Open Meeting; Elect Meeting Chairman | Management | For | For |
| 2 | Acknowledge Proper Convening of Meeting | Management | None | None |
| 3 | Approve Agenda of Meeting; Approve Meeting Procedures | Management | For | For |
| 4 | Elect Members of Vote Counting Commission | Management | For | For |
| 5 | Approve Changes in Composition of Supervisory Board | Management | For | For |
| 6 | Close Meeting | Management | None | None |

PT ASTRA INTERNATIONAL TBK**Meeting Date: APR 29, 2014****Record Date: APR 11, 2014****Meeting Type: ANNUAL**

Ticker: ASII

Security ID: Y7117N172

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Approve Allocation of Income | Management | For | For |
| 3 | Elect Directors and Commissioners and Approve Their Remuneration | Management | For | Against |
| 4 | Approve Auditors | Management | For | For |

PT BANK CENTRAL ASIA TBK**Meeting Date: APR 07, 2014****Record Date: MAR 13, 2014****Meeting Type: ANNUAL**

Ticker: BBKA

Security ID: Y7123P138

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Financial Statements and Statutory Reports and Discharge Directors and Commissioners | Management | For | For |
| 2 | Approve Allocation of Income | Management | For | For |
| 3 | Elect Directors and/or Commissioners | Management | For | For |
| 4 | Approve Remuneration of Directors and Commissioners | Management | For | For |
| 5 | Approve Auditors | Management | For | For |
| 6 | Approve Interim Dividends | Management | For | For |

PT BANK DANAMON INDONESIA TBK**Meeting Date: MAY 07, 2014****Record Date: APR 14, 2014****Meeting Type: ANNUAL**

Ticker: BDMN

Security ID: Y71188190

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|-----------------|--------------------|----------------------------------|------------------|
|--------------------|-----------------|--------------------|----------------------------------|------------------|

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| | | | | |
|---|--|------------|-----|-----|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Approve Allocation of Income | Management | For | For |
| 3 | Approve Auditors | Management | For | For |
| 4 | Elect Directors and/or Commissioners | Management | For | For |
| 5 | Approve Remuneration of Directors, Commissioners, and Sharia Members | Management | For | For |

PTT EXPLORATION & PRODUCTION PCL**Meeting Date: MAR 27, 2014****Record Date: FEB 13, 2014****Meeting Type: ANNUAL**

Ticker: PTTEP

Security ID: Y7145P165

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Acknowledge 2013 Performance Result and 2014 Work Plan | Management | None | None |
| 2 | Accept Financial Statements | Management | For | For |
| 3 | Approve Dividend of THB 6.00 Per Share | Management | For | For |
| 4 | Approve Office of the Auditor General of Thailand as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 5 | Approve Remuneration of Directors and Sub-Committees | Management | For | For |
| 6.1 | Elect Suthep Liumsirijarearn as Director | Management | For | For |
| 6.2 | Elect Ampon Kittiampon as Director | Management | For | For |
| 6.3 | Elect Pailin Chuchottaworn as Director | Management | For | For |
| 6.4 | Elect Manas Jamveha as Director | Management | For | For |
| 6.5 | Elect Tevin Vongvanich as Director | Management | For | For |

PTT PCL**Meeting Date: APR 10, 2014****Record Date: MAR 10, 2014****Meeting Type: ANNUAL**

Ticker: PTT

Security ID: Y6883U113

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Minutes of Previous Meeting | Management | For | For |
| 2 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 3 | Approve Allocation of Income and Dividend THB 13 Per Share | Management | For | For |
| 4.1 | Elect Prajin Jantong as Director | Management | For | For |
| 4.2 | Elect Montri Sotangkul as Director | Management | For | For |
| 4.3 | Elect Thosaporn Sirisumphand as Director | Management | For | For |
| 4.4 | Elect Sihasak Phuangkitkeow as Director | Management | For | For |
| 4.5 | Elect Athapol Yaisawang as Director | Management | For | For |
| 5 | Approve Remuneration of Directors | Management | For | For |

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| | | | | |
|---|---|------------|-----|---------|
| 6 | Approve Office of The Auditor General of Thailand as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 7 | Other Business | Management | For | Against |

SESA STERLITE LTD.**Meeting Date: JAN 18, 2014****Record Date: DEC 06, 2013****Meeting Type: SPECIAL**

Ticker: 500295

Security ID: Y7673N111

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Increase in Borrowing Powers | Management | For | Against |
| 2 | Approve Pledging of Assets for Debt | Management | For | Against |
| 3 | Approve Appointment and Remuneration of N. Agarwal as Executive Vice-Chairman | Management | For | For |
| 4 | Approve Appointment and Remuneration of M.S. Mehta as CEO | Management | For | For |
| 5 | Approve Change in Designation of P.K. Mukherjee from Managing Director to Executive Director (Iron Ore Business) and Approve His Remuneration | Management | For | For |

SHENZHEN CHIWAN WHARF HOLDINGS LTD.**Meeting Date: SEP 16, 2013****Record Date: SEP 09, 2013****Meeting Type: SPECIAL**

Ticker: 200022

Security ID: Y1565S106

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve to Extend the Validity Period of the Resolution for the Company's Issuance of Corporate Bond | Management | For | For |

SHENZHEN CHIWAN WHARF HOLDINGS LTD.**Meeting Date: MAY 22, 2014****Record Date: MAY 14, 2014****Meeting Type: ANNUAL**

Ticker: 200022

Security ID: Y1565S106

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|-----------------|--------------------|----------------------------------|------------------|
| 1 | | Management | For | For |

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| | | | | |
|-----|---|-------------|------|---------|
| | Approve 2013 Report of the Board of Directors | | | |
| 2 | Approve 2013 Annual Report and Summary | Management | For | For |
| 3 | Approve 2013 Report of the Board of Supervisors | Management | For | Against |
| 4 | Approve 2013 Financial Statements | Management | For | For |
| 5 | Approve 2013 Profit Distribution and Dividend Plan | Management | For | For |
| 6.1 | Elect Non-independent Director Zheng Shaoping | Shareholder | None | For |
| 6.2 | Elect Non-independent Director Zhang Rizhong | Shareholder | None | For |
| 6.3 | Elect Non-independent Director Deng Weidong | Shareholder | None | For |
| 6.4 | Elect Non-independent Director Wang Zhixian | Shareholder | None | For |
| 6.5 | Elect Non-independent Director Li Yubin | Shareholder | None | For |
| 6.6 | Elect Non-independent Director Zhang Jianguo | Shareholder | None | For |
| 7.1 | Elect Independent Director Yan Kesheng | Management | For | For |
| 7.2 | Elect Independent Director Su Qiyun | Management | For | For |
| 7.3 | Elect Independent Director Li Changqing | Management | For | For |
| 8 | Approve Allowance of Independent Directors and Expense Fees | Management | For | For |
| 9.1 | Elect Supervisor Yu Liming | Shareholder | None | For |
| 9.2 | Elect Supervisor Wen Ling | Shareholder | None | For |
| 9.3 | Elect Supervisor Zhao Jianli | Shareholder | None | For |
| 10 | Approve Appointment of 2014 External Auditor | Management | For | For |
| 11 | Approve Financial Services Agreement Between the Company and Zhongkai Finance Co., Ltd. | Management | For | Against |
| 12 | Approve Amendments to Articles of Association | Management | For | For |
| 13 | Amend Rules and Procedures Regarding General Meetings of Shareholders | Management | For | For |
| 14 | Amend Rules and Procedures Regarding Meetings of Board of Directors | Management | For | For |
| 15 | Amend Working System for Independent Directors | Management | For | For |
| 16 | Amend Rules and Procedures Regarding Meetings of Board of Supervisors | Management | For | For |
| 17 | Amend Related-Party Transaction Management System | Management | For | For |

SIAM COMMERCIAL BANK PCL**Meeting Date: APR 03, 2014****Record Date: MAR 13, 2014****Meeting Type: ANNUAL**

Ticker: SCB

Security ID: Y7905M113

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Acknowledge Directors' Report | Management | None | None |
| 2 | Accept Financial Statements | Management | For | For |
| 3 | Approve Allocation of Income and Dividend of THB 5.25 Per Share | Management | For | For |
| 4 | Approve Remuneration and Bonus of Directors | Management | For | For |
| 5.1 | Elect Khunying Jada Wattanasiritham as Director | Management | For | For |
| 5.2 | Elect Disnadda Diskul as Director | Management | For | For |
| 5.3 | Elect Chirayu Isarangkun Na Ayuthaya as Director | Management | For | For |
| 5.4 | Elect Ekamol Kiriwat as Director | Management | For | For |
| 5.5 | Elect Apisak Tantivorawong as Director | Management | For | For |
| 6 | Approve KPMG Poomchai Audit Co. Ltd. as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 7 | Approve Sale of All Ordinary Shares in The Siam Commercial Samaggi Insurance Public Co. Ltd. to ACE INA International Holdings Ltd. | Management | For | For |
| 8 | Authorize Executive Committee, or the Chairman of the Executive Committee, or the President to Execute Any Actions Relating to the Share Sale and Purchase Agreement | Management | For | For |
| 9 | Amend Memorandum of Association to Reflect Changes in Registered Capital | Management | For | For |

SK INNOVATION CO., LTD.**Meeting Date: MAR 21, 2014****Record Date: DEC 31, 2013****Meeting Type: ANNUAL**

Ticker: 096770

Security ID: Y8063L103

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Financial Statements, Allocation of Income, and Dividend of KRW 3,200 per Share | Management | For | For |
| 2 | Approve Total Remuneration of Inside Directors and Outside Directors | Management | For | Against |

TATA CONSULTANCY SERVICES LTD.**Meeting Date: JUN 27, 2014****Record Date:****Meeting Type: ANNUAL**

Ticker: 532540

Security ID: Y85279100

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Confirm Interim Dividend of INR 12.00 Per Equity Share and Approve Final Dividend of INR 20.00 Per Equity Share | Management | For | For |
| 3 | Approve Dividend on Redeemable Preference Shares | Management | For | For |
| 4 | Reelect P. Vandrevala as Director | Management | For | For |
| 5 | Approve Deloitte Haskins & Sells LLP as Auditors and Authorize Board to Fix Their Remuneration | Management | For | Against |
| 6 | Elect V. Thyagarajan as Independent Non-Executive Director | Management | For | For |
| 7 | Elect C.M. Christensen as Independent Non-Executive Director | Management | For | Against |
| 8 | Elect R. Sommer as Independent Non-Executive Director | Management | For | For |
| 9 | Elect O.P. Bhatt as Independent Non-Executive Director | Management | For | For |
| 10 | Elect V. Kelkar as Independent Non-Executive Director | Management | For | For |

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| | | | | |
|----|--|------------|-----|---------|
| 11 | Elect A. Mehta as Independent Non-Executive Director | Management | For | For |
| 12 | Approve Commission Remuneration for Non-Executive Directors | Management | For | For |
| 13 | Approve Branch Auditors and Authorize Board to Fix Their Remuneration | Management | For | Against |

THE ARAB POTASH COMPANY**Meeting Date: APR 29, 2014****Record Date: APR 27, 2014****Meeting Type: ANNUAL**

Ticker: APOT

Security ID: M1461V107

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Minutes of Previous Meeting | Management | For | Did Not Vote |
| 2 | Approve Board Report on Company Operations and Future Business Plan | Management | For | Did Not Vote |
| 3 | Approve Auditors' Report on Company Financial Statements | Management | For | Did Not Vote |
| 4 | Accept Consolidated Financial Statements | Management | For | Did Not Vote |
| 5 | Accept Solidarity and Mutual Support of Arab Potash and Jordan Bromine in Their Obligations Regarding The Natural Gas Purchase Agreement | Management | For | Did Not Vote |
| 6 | Approve Allocation of Income and Dividends | Management | For | Did Not Vote |
| 7 | Ratify Auditors and Fix Their Remuneration | Management | For | Did Not Vote |
| 8 | Other Business | Management | For | Did Not Vote |

TMK OAO**Meeting Date: NOV 11, 2013****Record Date: OCT 04, 2013****Meeting Type: SPECIAL**

Ticker: TRMK

Security ID: 87260R201

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Approve Interim Dividends of RUB 1.04 per Share for First Six Months of Fiscal 2013 | Management | For | For |

TMK OAO**Meeting Date: JUN 19, 2014****Record Date: MAY 05, 2014****Meeting Type: ANNUAL**

Ticker: TRMK

Security ID: 87260R201

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Annual Report and Financial Statements | Management | For | For |
| 2 | Approve Allocation of Income and Dividends of RUB 0.78 | Management | For | For |
| 3.1 | Elect Dmitry Pumpyansky as Director | Management | None | Against |
| 3.2 | Elect Aleksandr Shiryayev as Director | Management | None | Against |
| 3.3 | Elect Andrey Kaplunov as Director | Management | None | Against |
| 3.4 | Elect Igor Khmelevsky as Director | Management | None | Against |
| 3.5 | Elect Mikhail Alekseev as Director | Management | None | For |
| 3.6 | Elect Aleksandr Shokhin as Director | Management | None | For |
| 3.7 | Elect Robert Foresman as Director | Management | None | For |
| 3.8 | Elect Peter O'Brien as Director | Management | None | For |
| 3.9 | Elect Elena Blagova as Director | Management | None | Against |
| 3.10 | Elect Oleg Shchegolev as Director | Management | None | For |
| 3.11 | Elect Sergey Papin as Director | Management | None | Against |
| 3.12 | Elect Anatoly Chubays as Director | Management | None | Against |
| 4.1 | Elect Aleksandr Maksimenko as Member of Audit Commission | Management | For | For |
| 4.2 | Elect Aleksandr Vorobyev as Member of Audit Commission | Management | For | For |
| 4.3 | Elect Nina Pozdnyakova as Member of Audit Commission | Management | For | For |
| 5 | Ratify OOO Ernst & Young as Auditor | Management | For | For |
| 6 | Approve Related-Party Transactions Re: Loan and Guarantee Agreements | Management | For | For |

TUPRAS TURKIYE PETROL RAFINERILERI A.S.**Meeting Date: MAR 31, 2014****Record Date:****Meeting Type: ANNUAL**

Ticker: TUPRS

Security ID: M8966X108

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|-----------------|--------------------|----------------------------------|------------------|
| 1 | | Management | For | For |

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| | | | | |
|----|--|------------|------|---------|
| | Open Meeting and Elect Presiding Council of Meeting | | | |
| 2 | Accept Board Report | Management | For | For |
| 3 | Accept Audit Reports | Management | For | For |
| 4 | Accept Financial Statements | Management | For | For |
| 5 | Approve Discharge of Board | Management | For | For |
| 6 | Approve Profit Distribution Policy | Management | For | For |
| 7 | Approve Allocation of Income | Management | For | For |
| 8 | Elect Directors | Management | For | For |
| 9 | Receive Information on Remuneration Policy | Management | None | None |
| 10 | Approve Director Remuneration | Management | For | For |
| 11 | Ratify External Auditors | Management | For | For |
| 12 | Receive Information on Related Party Transactions | Management | None | None |
| 13 | Approve Upper Limit of Donations for 2014 | Management | For | Against |
| 14 | Receive Information on the Guarantees, Pledges, and Mortgages Provided by the Company to Third Parties | Management | None | None |
| 15 | Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose | Management | For | For |
| 16 | Wishes | Management | None | None |

UNILEVER PLC**Meeting Date: MAY 14, 2014****Record Date: MAY 12, 2014****Meeting Type: ANNUAL**

Ticker: ULVR

Security ID: G92087165

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Approve Remuneration Policy | Management | For | For |
| 3 | Approve Remuneration Report | Management | For | For |
| 4 | Re-elect Paul Polman as Director | Management | For | For |
| 5 | Re-elect Jean-Marc Huet as Director | Management | For | For |
| 6 | Re-elect Laura Cha as Director | Management | For | For |
| 7 | Re-elect Louise Fresco as Director | Management | For | For |
| 8 | Re-elect Ann Fudge as Director | Management | For | For |
| 9 | Re-elect Dr Byron Grote as Director | Management | For | For |
| 10 | Re-elect Mary Ma as Director | Management | For | For |
| 11 | Re-elect Hixonia Nyasulu as Director | Management | For | For |
| 12 | Re-elect Sir Malcolm Rifkind as Director | Management | For | For |
| 13 | Re-elect John Rishton as Director | Management | For | For |
| 14 | Re-elect Kees Storm as Director | Management | For | For |
| 15 | Re-elect Michael Treschow as Director | Management | For | For |
| 16 | Re-elect Paul Walsh as Director | Management | For | For |
| 17 | Elect Feike Sijbesma as Director | Management | For | For |
| 18 | Appoint KPMG LLP as Auditors | Management | For | For |
| 19 | Authorise Board to Fix Remuneration of Auditors | Management | For | For |
| 20 | Authorise Issue of Equity with Pre-emptive Rights | Management | For | For |
| 21 | Authorise Issue of Equity without Pre-emptive Rights | Management | For | For |
| 22 | Authorise Market Purchase of Ordinary Shares | Management | For | For |
| 23 | Authorise EU Political Donations and Expenditure | Management | For | Against |
| 24 | Authorise the Company to Call EGM with Two Weeks' Notice | Management | For | For |

VALE S.A.**Meeting Date: APR 17, 2014****Record Date: MAR 24, 2014****Meeting Type: ANNUAL/SPECIAL**

Ticker: VALE5

Security ID: 91912E204

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2013 | Management | For | For |
| 2 | Approve Allocation of Income and Dividends | Management | For | For |
| 3 | Elect Alternate Directors | Management | None | None |
| 4 | Elect Fiscal Council Member(s) Nominated by Preferred Shareholders | Shareholder | None | Abstain |
| 5 | Approve Remuneration of Company's Management | Management | For | Against |
| 1 | Approve Cancellation of Treasury Shares | Management | For | For |
| 2 | Authorize Capitalization of Reserves | Management | For | For |
| 3 | Amend Article 5 to Reflect Changes in Capital | Management | For | For |

VICTORY CITY INTERNATIONAL HOLDINGS LTD**Meeting Date: AUG 20, 2013****Record Date:****Meeting Type: ANNUAL**

Ticker: 00539

Security ID: G9358Q146

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Declare Final Dividend by Way of Scrip Dividend Scheme | Management | For | For |
| 3a | Elect Choi Lin Hung as Director | Management | For | For |
| 3b | Elect Kan Ka Hon as Director | Management | For | For |
| 3c | Elect Phaisalakani Vichai as Director | Management | For | For |
| 3d | Authorize Board to Fix Remuneration of Directors | Management | For | For |
| 4 | Reappoint Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 5 | | Management | For | For |

| | | | | |
|---|--|------------|-----|-----|
| | Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights | | | |
| 6 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | Management | For | For |
| 7 | Authorize Reissuance of Repurchased Shares | Management | For | For |

VTECH HOLDINGS LTD**Meeting Date: JUL 12, 2013****Record Date: JUL 08, 2013****Meeting Type: ANNUAL**

Ticker: 00303

Security ID: G9400S132

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Declare Final Dividend | Management | For | For |
| 3a | Elect Pang King Fai as Director | Management | For | For |
| 3b | Elect Michael Tien Puk Sun as Director | Management | For | For |
| 3c | Elect Wong Kai Man as Director | Management | For | For |
| 3d | Authorize Board to Fix Remuneration of Directors | Management | For | For |
| 4 | Reappoint KPMG as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 5 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | Management | For | For |
| 6 | Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights | Management | For | For |
| 7 | Authorize Reissuance of Repurchased Shares | Management | For | For |

WAL-MART DE MEXICO S.A.B. DE C.V.**Meeting Date: MAR 20, 2014****Record Date: MAR 11, 2014****Meeting Type: ANNUAL**

Ticker: WALMEXV

Security ID: P98180105

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1a | Approve Board of Directors' Report | Management | For | For |
| 1b | Approve CEO's Reports | Management | For | For |
| 1c | Approve Report of Audit and Corporate Practices Committees | Management | For | For |
| 1d | Approve Report on Adherence to Fiscal Obligations | Management | For | For |
| 1e | Approve Report Re: Employee Stock Purchase Plan | Management | For | For |

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| | | | | |
|----|--|------------|-----|-----|
| 1f | Approve Report on Share Repurchase Reserves | Management | For | For |
| 1g | Approve Report on Wal-Mart de Mexico Foundation | Management | For | For |
| 2 | Approve Consolidated Financial Statements | Management | For | For |
| 3 | Approve Allocation of Income and Dividends | Management | For | For |
| 4 | Approve Reduction in Share Capital via Cancellation of Treasury Shares | Management | For | For |
| 5 | Elect or Ratify Directors, Chairmen of Audit and Corporate Governance Committees; Approve Their Remuneration | Management | For | For |
| 6 | Authorize Board to Ratify and Execute Approved Resolutions | Management | For | For |

WIN HANVERKY HOLDINGS LTD.**Meeting Date: FEB 13, 2014****Record Date:****Meeting Type: SPECIAL**

Ticker: 03322

Security ID: G9716W108

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Approve Grant of Options to Li Kwok Tung Roy Under the Share Option Scheme | Management | For | Against |
| 2 | Approve Grant of Options to Lai Ching Ping Under the Share Option Scheme | Management | For | Against |
| 3 | Approve Grant of Options to Lee Kwok Leung Under the Share Option Scheme | Management | For | Against |
| 4 | Approve Grant of Options to Lai Ho Man Under the Share Option Scheme | Management | For | Against |

WIN HANVERKY HOLDINGS LTD.**Meeting Date: JUN 05, 2014****Record Date: MAY 30, 2014****Meeting Type: ANNUAL**

Ticker: 03322

Security ID: G9716W108

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1 | Accept Financial Statements and Statutory Reports | Management | For | For |
| 2 | Declare Final Dividend | Management | For | For |
| 3a1 | Elect Lee Kwok Leung as Director | Management | For | For |
| 3a2 | Elect Chow Chi Wai as Director | Management | For | For |
| 3a3 | Elect Chan Kwong Fai as Director | Management | For | For |
| 3b | Authorize Board to Fix Directors' Remuneration | Management | For | For |
| 4 | Reappoint PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For |
| 5a | Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights | Management | For | For |
| 5b | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | Management | For | For |
| 5c | | Management | For | For |

Authorize Reissuance of Repurchased
Shares

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.

(Registrant) Templeton Emerging Markets Fund

By (Signature and Title)*/s/LAURA F. FERGERSON

Laura F. Ferguson,

Chief Executive Officer - Finance and Administration

Date August 25, 2014

** Print the name and title of each signing officer under his or her signature.*