# **Perpetual Investments** VOTING RECORD 2015/16

Meeting Dates: 1 July 2015 to 30 June 2016

Perpetual Investment Management Limited ABN 18 000 866 535 AFSL 234426



# INTRODUCTION

This document publicly discloses the voting record of Perpetual Investments ("PI") for the period of 1 July 2015 to 30 June 2016 inclusive. The voting information in this document has been prepared in accordance with the disclosure obligations contained in  $FSC^1$  Standard No. 13: Voting Policy, Voting Record and Disclosure ("the standard").

Information on PI's voting policies can be found at <u>http://www.perpetual.com.au/pdf/Proxy-voting-policy-flyer-wl.pdf</u>.

# **IMPORTANT INFORMATION**

Where possible, PI does not apply different voting decisions to different equity portfolios (or "schemes"). To maximise the influence of our vote and for practical reasons, we vote consistently across all schemes where PI retains the right to vote<sup>2</sup>. This means that we apply the same voting decision taken on every (listed company meeting) resolution to our entire shareholding across these schemes.

It is for this reason that in this report<sup>3</sup>, we:

- Exclude voting decisions on our discrete institutional equity mandates, as for these portfolios the voting decision is often taken by the client; and
- Disclose voting decisions on an "Operator level" (i.e. PI), rather than "entity and resolution level" (by individual portfolio); and

On this basis, only voting decisions taken on behalf the following schemes are included in this report:

Statutory Fund	Code
Perpetual's Australian Share Fund	PIGSFP
Perpetual Industrial Share Fund	PMISF
Perpetual Pure Equity Alpha Pool	PIWARX
Perpetual Pure Microcap Fund	PIWMCX
Perpetual Pure Value Share Fund	PIBIAS
Perpetual WealthFocus Investment Advantage Fund	PIICAP
Perpetual Wholesale Concentrated Equity Fund	PCEF
Perpetual Wholesale Ethical SRI Fund	PIWSRP
Perpetual Wholesale Geared Australian Fund	PIWGAP
Perpetual Wholesale SHARE-PLUS Long Short Fund	PIWSPP
Perpetual Wholesale Smaller Companies Fund	PMWSC
Perpetual's Select Australian Share Fund*	PCAEPR

\* Reflects only voting decisions where Perpetual Investment Management Limited, as one of the appointed investment managers, has voted on behalf of this multi-manager Fund.

For the purposes of the standard we also disclose that:

• Only Australian listed companies are included

<sup>&</sup>lt;sup>1</sup> Financial Services Council

<sup>&</sup>lt;sup>2</sup> Subject to practical considerations

<sup>&</sup>lt;sup>3</sup> As permitted by the standard

• The decisions shown were partly informed by a proxy advice firm (CGI Glass Lewis)

# **VOTING RECORD**

The following tables show PI's voting decisions. The tables include:

- Company ticker
- Company name
- Meeting type
- Meeting date
- Resolution no.
- Resolution description
- Resolution proponent
- PI vote decision
- Schemes voting

APE-AU	A.P. Eagers Ltd.	Annual Meeting	25/05/16
No.	Resolution	Proponent	Vote
2	Re-elect Peter Henley	Management	For
3	Re-elect Daniel Ryan	Management	For
4	Re-elect David Cowper	Management	For
5	Ratify Placement of Securities	Management	For
6	REMUNERATION REPORT	Management	For
Schemes*:	PIWSPP		

AGI-AU	Ainsworth Game Tech	Annual Meeting	17/11/15
No.	Resolution	Proponent	Vote
1	Re-elect Michael B Yates	Management	For
2	Remuneration Report	Management	For
3	Equity Grant (CEO Daniel Gladstone)	Management	For
Schemes*:	PIWSPP, PMWSC		

AQZ-AU	Alliance Aviation Services Limited	Annual Meeting	09/11/15
No.	Resolution	Proponent	Vote
2	Re-elect Peter Housden	Management	For
3	Remuneration Report	Management	For
Schemes*:	PIWMCX, PMWSC		

ALU-AU	Altium	Annual Meeting	17/11/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3	Re-elect Samuel S. Weiss	Management	For
4	Re-elect David M. Warren	Management	For
5	Equity Grant (CEO Aram Mirkazemi - FY2015)	Management	For
6	Equity Grant (CEO Aram Mirkazemi - FY2016)	Management	For
7	Approve Increase in NEDs' Fee Cap	Management	For
8	Renew Proportional Takeover Provisions	Management	For
Schemes*:	PMWSC		

Aoh-au	Altona Mining Limited	Annual Meeting	26/11/15
No.	Resolution	Proponent	Vote
1	Re-elect Kevin Maloney	Management	For
2	Renew Employee Awards Plan	Management	For
4	Approve Amendments to 2013	Management	For

	Performance Rights Plan		
5	Approve Cancellation of Performance Rights to Employees	Management	For
6	Remuneration Report	Management	For
Schemes*:	PIWMCX		

AWC-AU	Alumina Ltd.	Annual Meeting	06/05/16
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Re-elect ZENG Chen	Management	For
4	Equity Grant (MD/CEO Peter Wasow)	Management	For
5	Approve Increase in NEDs' Fee Cap	Management	For
Schemes*:	PIWARX, PIBIAS, PCEF, PIWSPP, PMWSC, PCAEPR, PIWGAP, PIGSFP, PIICAP		

AMA-AU	AMA Group Limited	Annual Meeting	27/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect Hugh W. Robertson	Management	For
3	Re-elect Simon Doyle	Management	For
4A	Ratify Placement of Securities (Listing Rule 7.1)	Management	For
4B	Ratify Placement of Securities (Listing Rule 7.1A)	Management	For
5A	Approve Issue of Securities (Gemini Vendors - Tranche A)	Management	For
5B	Approve Issue of Securities (Gemini Vendors - Tranche B)	Management	For
6	Ratify Placement of Securities (Employees)	Management	For
7	Approve New Employee Equity Plan	Management	For
8A	Equity Grant (Executive Chairman & MD/CEO - Ray Malone)	Management	For
8B	Equity Grant (COO - Ray Smith- Roberts)	Management	For
Schemes*:	PIWSRP		

amp-au	AMP Limited	Annual Meeting	12/05/16
No.	Resolution	Proponent	Vote
2.A	Re-elect Simon McKeon	Management	For
2.B	Elect Holly Kramer	Management	For
2.C	Elect Vanessa Wallace	Management	For
3	Remuneration Report	Management	For

PERPETUAL INVESTMENTS - VOTING RECORD 2015/16

4	Equity Grant (MD/CEO Craig Meller)	Management	For
Schemes*:	PMISF, PCEF, PIWSPP, PCAEPR		

APN-AU	APN News & Media	Annual Meeting	11/05/16
No.	Resolution	Proponent	Vote
2.A	Elect Christine Holman	Management	For
2.B	Re-elect Paul Connolly	Management	For
3	Remuneration Report	Management	For
4	Approve Financial Assistance (Radio 96FM)	Management	For
Schemes*:	PMWSC, PIWARX		

APN-AU	APN News & Media	Ordinary Meeting	16/06/16
No.	Resolution	Proponent	Vote
1.A	Share Consolidation	Management	For
1.B	Rounding of Fractional Entitlement in Share Consolidation	Management	For
2	Divestiture/Spin-off	Management	For
Schemes*:	PIWARX, PMWSC		

ARB-AU	ARB Corporation	Annual Meeting	15/10/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3.1	Re-elect John R. Forsyth	Management	For
3.2	Re-elect Andrew P. Stott	Management	For
Schemes*:	PMISF, PIWSRP, PMWSC, PIICAP		

AAD-AU	Ardent Leisure Group	Ordinary Meeting	05/11/15
No.	Resolution	Proponent	Vote
1	REMUNERATION REPORT	Management	For
2	Re-elect Neil R. Balnaves	Management	For
3	Re-elect George Venardos	Management	For
4	Elect David Haslingden	Management	For
5	Elect Melanie Willis	Management	For
6	Equity Grant (MD/CEO Deborah Thomas)	Management	For
Schemes*:	PMWSC		

ASX-AU	ASX Ltd	Annual Meeting	30/09/15
No.	Resolution	Proponent	Vote

3.B	Re-elect Peter R. Marriott	Management	For
3.C	Re-elect Heather Ridout	Management	For
3.D	Elect Yasmin A. Allen	Management	For
5	Equity Grant (MD/CEO Elmer Funke Kupper)	Management	For
Schemes*:	PMISF, PIICAP		

AZJ-AU	Aurizon Holdings Limited	Annual Meeting	12/11/15
No.	Resolution	Proponent	Vote
2.A	Re-elect John D. Cooper	Management	For
2.B	Re-elect Karen Field	Management	For
2.C	Elect Samantha Lewis	Management	For
2.D	Elect Timothy M. Poole	Management	For
3	Equity Grant (MD/CEO Lance Hockridge)	Management	For
4	REMUNERATION REPORT	Management	For
Schemes*:	PIWSPP		

INV-AU	Australasian Wealth Investments Limited	Annual Meeting	26/11/15
No.	Resolution	Proponent	Vote
1	Re-elect Paul Clitheroe	Management	For
2	Elect Ron Hodge	Management	For
3	Remuneration Report	Management	For
4	Board Spill Resolution	Management	Against
Schemes*:	PIWMCX		

INV-AU	Australasian Wealth Investments Limited	Special Meeting	18/05/16
No.	Resolution	Proponent	Vote
1	Change in Company Name	Management	For
Schemes*:	PIWMCX		

ANZ-AU	Australia & New Zealand Banking Group Ltd.	Annual Meeting	17/12/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	Against
3	Equity Grant (CEO Shayne Elliott)	Management	For
4.A	Approve convertible preference shares Buy-Back (First Buy-Back Scheme)	Management	For
4.B	Approve convertible preference shares Buy-Back (Second Buy- Back Scheme)	Management	For
5.A	Re-elect Paula Dwyer	Management	For
5.B	Re-elect Hsien Yang Lee	Management	For
6.A	Shareholder Proposal Regarding Facilitating Nonbinding Proposals	Shareholder	Against

6.B	Shareholder Proposal Regarding Reporting and Setting Reduction Goals for the Financing of Carbon Emissions	Shareholder	Against
Schemes*:	PMISF, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

ABA-AU	Auswide Bank Ltd	Annual Meeting	18/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect Gregory B. Kenny	Management	For
3	Elect Sandra Birkensleigh	Management	For
4	Amendments to Company Constitution	Management	For
Schemes*:	PIWSRP		

AOG-AU	Aveo Group Limited	Annual Meeting	17/11/15
No.	Resolution	Proponent	Vote
1	Re-elect Leonard R. McKinnon	Management	For
2	Re-elect Walter McDonald	Management	For
3	Remuneration Report	Management	For
4	Approve Performance Rights Plan	Management	For
5	Approve Short Term Incentive Plan	Management	For
6	Equity Grant (CEO Geoffrey Grady - Deferred STI)	Management	For
7	Equity Grant (CEO Geoffrey Grady - LTI)	Management	For
8	Equity Grant (CEO Geoffrey Grady - One-off grant)	Management	For
9	Ratify Placement of Securities	Management	For
Schemes*:	PCEF, PIWSRP, PIWSPP, PMWSC, PCAEPR, PIWARX		

BGA-AU	Bega Cheese Limited	Annual Meeting	27/10/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3.A	Re-elect Barry A. Irvin	Management	For
3.B	Re-elect Richard Cross	Management	For
3.C	Re-elect Jeff Odgers	Management	For
3.D	Elect Raelene Murphy	Management	For
4	Approve Amendments to Constitution (Shareholding Limit)	Management	Against
Schemes*:	PIWSRP, PIWGAP, PIGSFP, PIICAP		

BFG-AU Bell Financial Group Ltd	Annual Meeting	21/04/16
---------------------------------	-------------------	----------

PERPETUAL INVESTMENTS - VOTING RECORD
2015/16

No.	Resolution	Proponent	Vote
2.A	Re-elect Graham A. Cubbin	Management	For
2.B	Re-elect Brenda Shanahan	Management	For
3	REMUNERATION REPORT	Management	For
Schemes*:	PMWSC		

BHP-AU	BHP Billiton Limited	Annual Meeting	19/11/15
No.	Resolution	Proponent	Vote
1	Accounts and Reports (BHP Billiton plc & BHP Billiton Limited)	Management	For
2	Appointment of Auditor	Management	For
3	Authority to Set Auditor's Fees	Management	For
4	Authority to Issue Shares w/ Preemptive Rights	Management	For
5	Authority to Issue Shares w/o Preemptive Rights	Management	For
6	Authority to Repurchase Shares	Management	For
7	Remuneration Report (Advisory UK)	Management	For
8	Remuneration Report (Advisory AUS)	Management	For
9	Equity Grant (CEO Andrew Mackenzie)	Management	For
10	Amendments to Constitution Regarding DLC Dividend Share (BHP Billiton Limited)	Management	For
11	Amendments to Articles Regarding DLC Dividend Share (BHP Billiton Plc)	Management	For
12	Amendments to DLC Structure Sharing Agreement	Management	For
13	Amendments to Constitution Regarding Holding of Simultaneous General Meetings via Videolink (BHP Billiton Limited)	Management	For
14	Amendments to Articles Regarding Holding of Simultaneous General Meetings via Videolink (BHP Billiton plc)	Management	For
15	Elect Anita Frew	Management	For
16	Re-elect Malcolm Brinded	Management	For
17	Re-elect Malcolm Broomhead	Management	For
18	Re-elect Pat Davies	Management	For
19	Re-elect Carolyn Hewson	Management	For
20	Re-elect Andrew Mackenzie	Management	For
21	Re-elect Lindsay P. Maxsted	Management	For
22	Re-elect Wayne Murdy	Management	For
23	Re-elect John Schubert	Management	For
24	Re-elect Shriti Vadera	Management	For
25	Re-elect Jacques Nasser	Management	For
Schemes*:	PCEF, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

BSL-AU	BlueScope Steel Limited.	Annual Meeting	19/11/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3.a	Re-elect Daniel Grollo	Management	For
3.b	Re-elect Kenneth A. Dean	Management	For
4	Equity Grant (MD/CEO Paul O' Malley) (STIP)	Management	For
5	Equity Grant (MD/CEO Paul O' Malley) (LTIP)	Management	For
6	Approve Potential Termination Benefts	Management	For
Schemes*:	PMISF, PIWARX, PCEF, PIWSRP, PIWSPP, PMWSC, PCAEPR, PIWGAP, PIGSFP, PIICAP		

BLD-AU	Boral Ltd	Annual Meeting	05/11/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3.1	Re-elect John Marlay	Management	For
3.2	Re-elect Catherine M. Brenner	Management	For
4	Equity Grant (MD/CEO Mike Kane)	Management	For
5	Renew Proportional Takeover Provisions	Management	For
Schemes*:	PMISF, PIWARX, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

BKW-AU	Brickworks Ltd.	Annual Meeting	24/11/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	Against
3.a	Re-elect Robert D. Millner	Management	Against
3.b	Re-elect David N. Gilham	Management	Against
4	Elect Elizabeth Crouch	Management	For
5	Approve Increase in NEDs Fee Cap	Management	For
Schemes*:	PMISF, PCEF, PIWSPP, PMWSC, PCAEPR, PIICAP		

BAP-AU	Burson Group Limited	Annual Meeting	26/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect Andrew Harrison	Management	For
3	Ratify Placement of Securities	Management	For
4	Approve Financial Assistance	Management	For

#### Schemes\*: PIWSRP, PIWSPP, PMWSC

CTX-AU	Caltex Australia	Annual Meeting	05/05/16
No.	Resolution	Proponent	Vote
2.A	Elect Steven Gregg	Management	For
2.B	Elect Penny Winn	Management	For
3	Approve Increase in NEDs' Fee Cap	Management	For
4	Remuneration Report	Management	For
5	Equity Grant (MD/CEO Julian Segal)	Management	For
6	Adopt New Constitution	Management	For
Schemes*:	PMISF, PIBIAS, PCEF, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

CAA-AU	Capral Limited	Annual Meeting	14/04/16
No.	Resolution	Proponent	Vote
3	Re-elect Ian B. Blair	Management	For
4	Remuneration Report	Management	For
5	Equity Grant (MD/CEO Anthony Dragicevich)	Management	For
Schemes*:	PIWMCX		

CDD-AU	Cardno Limited	Annual Meeting	23/09/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3	Re-elect Elizabeth Fessenden	Management	For
4	Re-elect Grant Murdoch	Management	For
5	Re-elect Tony H. Barnes	Management	For
6A	Ratify Placement of Securities (Haynes Whaley)	Management	For
6B	Ratify Placement of Securities (Geotech)	Management	For
7	Renew Performance Equity Plan	Management	For
8A	Equity Grant (MD/CEO Richard Wankmuller)	Management	For
8B	Equity Grant (Executive Director Trevor Johnson)	Management	For
9	Equity Grant (Executive Director Trevor Johnson - Retention Rights)	Management	For
Schemes*:	PMWSC		

CCV-AU	Cash Converters	Annual Meeting	18/11/15
No.	Resolution	Proponent	Vote
2	Re-elect Lachlan Given	Management	For

7

PERPETUAL INVESTMENTS - VOTING RECORD 2015/16

3	Elect Kevin A. Dundo	Management	For
4	Remuneration Report	Management	For
5	Approve Performance Rights Plan	Management	For
6	Equity Grant (MD/CEO Peter Cumins)	Management	For
7	Approve Increase in NEDs' Fee Cap	Management	For
8	Board Spill Resolution	Management	Against
Schemes*:	PMISF, PIWMCX		

CHC-AU	Charter Hall Group.	Annual Meeting	11/11/15
No.	Resolution	Proponent	Vote
2.1	Re-elect David M. Deverall	Management	For
2.2	Re-elect Phil Garling	Management	For
3	Remuneration Report	Management	For
4.1	Equity Grant (Joint MD David Southon)	Management	For
4.2	Equity Grant (Joint MD David Harrison)	Management	For
Schemes*:	PMWSC, PMISF, PIICAP		

CHC-AU	Charter Hall Group.	Special Meeting	07/08/15
No.	Resolution	Proponent	Vote
1	Ratify Placement of Securities	Management	For
Schemes*:	PMWSC		

CCL-AU	Coca-Cola Amatil	Annual Meeting	18/05/16
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2.A	Re-elect Catherine M. Brenner	Management	For
2.B	Re-elect Anthony (Tony) G. Froggatt	Management	For
2.C	Elect John Borghetti	Management	For
3	Approve Increase in NEDs' Fee Cap	Management	For
4	Equity Grant (MD Alison Watkins)	Management	For
Schemes*:	PMISF, PCEF, PCAEPR		

CBA-AU	Commonwealth Bank of Australia	Annual Meeting	17/11/15
No.	Resolution	Proponent	Vote
2.a	Re-elect David Turner	Management	For
2.b	Re-elect Harrison Young	Management	For
2.c	Elect Wendy Stops	Management	For
3	REMUNERATION REPORT	Management	For
4.a	Equity Grant (MD/CEO Ian Narev	Management	For

Schemes*:	PMISF, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		
5	Approve Increase in NED's Fee Cap	Management	For
4.b	Equity Grant (MD/CEO Ian Narev - Additional Reward Rights)	Management	For
	- FY2015 GLRP)		

CGC-AU	Costa Group Holdings Limited	Annual Meeting	19/11/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Re-elect Kevin M. Schwartz	Management	For
4	Re-elect Francis A. Costa	Management	For
5	Elect Peter Margin	Management	For
6	Elect Tiffany L. Fuller	Management	For
7	Re-elect Neil G. Chatfield	Management	For
8	Equity Grant (MD/CEO Harry Debney)	Management	For
Schemes*:	PIWSPP		

CWN-AU	Crown Resorts Limited	Annual Meeting	21/10/15
No.	Resolution	Proponent	Vote
2.a	Elect Andrew Demetriou	Management	For
2.b	Elect Robert John Rankin	Management	For
2.c	Re-elect Benjamin A. Brazil	Management	For
2.d	Re-elect Michael R. Johnston	Management	For
2.e	Re-elect Harold C. Mitchell	Management	For
3	REMUNERATION REPORT	Management	For
Schemes*:	PMISF, PIWARX, PCEF, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

CSR-AU	CSR Ltd.	Annual Meeting	14/07/15
No.	Resolution	Proponent	Vote
2A	Re-elect Michael F. Ihlein	Management	For
2B	Re-elect Rebecca McGrath	Management	For
2C	Re-elect Jeremy L. Sutcliffe	Management	For
3	Remuneration Report	Management	For
4	Equity Grant (MD Rob Sindel)	Management	For
5	Renew Proportional Takeover Provisions	Management	For
Schemes*:	PMWSC, PMISF, PIICAP		

CSR-AU	CSR Ltd.	Annual Meeting	24/06/16
No.	Resolution	Proponent	Vote

2.A	Elect Penny Winn	Management	For
2.B	Re-elect Matthew Quinn	Management	For
3	Remuneration Report	Management	For
4	Equity Grant (MD Rob Sindel)	Management	For
Schemes*:	PMISF, PIICAP		

DSH-AU	Dick Smith Holdings Limited	Annual Meeting	28/10/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3.A	Re-elect Robert Murray	Management	For
3.B	Re-elect Jamie Tomlinson	Management	For
4.A	Equity Grant (MD/CEO Nick Abboud)	Management	For
4.B	Equity Grant (Financial Director/CFO Micheal Potts)	Management	For
Schemes*:	PMWSC		

dna-au	Donaco International Limited	Annual Meeting	26/11/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Re-elect Stuart James McGregor	Management	For
4	Re-elect Benjamin LIM Keong Hoe	Management	For
Schemes*:	PIBIAS, PMWSC		

DOW-AU	Downer EDI Limited	Annual Meeting	04/11/15
No.	Resolution	Proponent	Vote
2A	Re-elect Phil Garling	Management	For
2B	Re-elect Eve Howell	Management	For
3	Remuneration Report	Management	For
4	Equity Grant (MD/CEO Grant A. Fenn)	Management	For
Schemes*:	PIWSRP		

DLX-AU	DuluxGroup Limited	Annual Meeting	16/12/15
No.	Resolution	Proponent	Vote
2.1	Re-elect Garry A. Hounsell	Management	For
2.2	Re-elect Stuart Boxer	Management	For
3	Remuneration Report	Management	For
4	Equity Grant (MD/CEO Patrick Houlihan)	Management	For
5	Equity Grant (CFO/Executive Director Stuart Boxer)	Management	For
6	Renew Proportional Takeover Provisions	Management	For

Schemes\*:

PIWSRP, PIWGAP, PIGSFP, PIICAP

ITQ-AU	Ebet Limited	Annual Meeting	24/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect Paul N. Oneile	Management	For
3	Re-elect Allan C. Sullivan	Management	For
4	Change in Company Name	Management	For
5	Adoption of New Constitution	Management	For
6	Approve Executive Share and Option Plan	Management	For
7	Ratify Placement of Securities	Management	For
8	Equity Grant (MD/CEO Kenneth Carr)	Management	For
9	Equity Grant (Executive director and deputy chairman Anthony Toohey)	Management	For
Schemes*:	PIWMCX		

SGR-AU	Echo Entertainment Group Limited	Annual Meeting	04/11/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3	Elect Sally A.M. Pitkin	Management	For
4	Elect Greg Hayes	Management	For
5	Re-elect Katie Lahey	Management	For
6	Grant of Performance Rights (MD/CEO)	Management	For
7	Change in Company Name	Management	For
Schemes*:	PMISF, PIWSPP, PIWGAP, PIGSFP, PIICAP		

EGG-AU	Enero Group Limited	Annual Meeting	20/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Elect Russel Howcroft	Management	For
3	Re-elect Roger Amos	Management	For
4	Equity Grant (MD/CEO Matthew Melhuish)	Management	For
Schemes*:	PIWMCX		

EVO-NZ	Evolve Education Group Ltd	Annual Meeting	04/09/15
No.	Resolution	Proponent	Vote
1	Appoint Auditor	Management	For
2	Authorise Board to Set Auditor's Fees	Management	For

PERPETUAL INVESTMENTS - VOTING	RECORD
	2015/16

3	Elect Greg Kern	Management	For
4	Elect Mark Finlay	Management	Against
5	Amendment to Constitution	Management	For
Schemes*:	PIWMCX		

FXJ-AU	Fairfax Media Ltd	Annual Meeting	05/11/15
No.	Resolution	Proponent	Vote
1	Elect Nick Falloon	Management	For
2	Re-elect Michael E. Anderson	Management	For
3	Re-elect Jack J. Cowin	Management	For
4	Re-elect James Millar	Management	For
5	Equity Grant (MD/CEO Gregory Hywood)	Management	For
6	Remuneration Report	Management	For
Schemes*:	PMWSC, PMISF, PIICAP		

Fan-au	Fantastic Holdings Limited	Annual Meeting	27/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Elect Robyn Watts	Management	For
3	Re-elect Geoffrey Squires	Management	For
Schemes*:	PIWSRP		

FBU-NZ	Fletcher Building Limited	Annual Meeting	17/11/15
No.	Resolution	Proponent	Vote
1	Elect Steve Vamos	Management	For
2	Re-elect John F. Judge	Management	For
3	Re-elect Kathryn D. Spargo	Management	For
4	Authorise Board to Set Auditor's Fees	Management	For
5	Transaction of Other Business	Management	Against
Schemes*:	PIWSRP, PMWSC, PMISF, PIWGAP, PIGSFP, PIICAP		

FNP-AU	Freedom Foods Group Limited	Annual Meeting	29/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect Ronald Perich	Management	For
3	Re-elect Trevor Allen	Management	For
Schemes*:	PIWSRP		

FSA-AU	FSA Group Ltd.	Annual Meeting	27/11/15
No.	Resolution	Proponent	Vote

1	Remuneration Report	Management	For
2	Re-elect Stan Kalinko	Management	For
3	Re-elect Deborah L. Southon	Management	For
4	Elect David Bower	Management	For
Schemes*:	PIWARX		

GBT-AU	GBST Holdings Ltd.	Annual Meeting	15/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2.A	Re-elect Allan J. Brackin	Management	For
2.B	Re-elect Ian Thomas	Management	For
2.C	Elect Christine N. Bartlett	Management	For
3	Renew Performance Rights and Option Plan	Management	For
Schemes*:	PIWMCX, PMWSC		

GFY-AU	Godfreys Group Limited	Annual Meeting	21/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2A	Elect Jonathon Keith Brett	Management	For
2B	Elect Brendan Fleiter	Management	For
2C	Elect Thomas Krulis	Management	For
2D	Elect Rodney (Rod) Walker	Management	For
2E	Elect Sue Marguerite Morphet	Management	For
3	Approve Issue of Securities (10% Placement Facility)	Management	For
Schemes*:	PIWMCX, PIWSRP		

GNC-AU	Graincorp Limited	Annual Meeting	18/12/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3.1	Re-elect Don C. Taylor	Management	For
3.2	Re-elect Donald G. McGauchie	Management	For
3.3	Elect Peter Richards	Management	For
4	Equity Grant (MD/CEO Mark Palmquist)	Management	For
Schemes*:	PMISF, PIBIAS, PIWSRP, PIWSPP, PMWSC, PIWGAP, PIGSFP, PIICAP		

GEG-AU	Grays eCommerce Group Limited	Annual Meeting	25/11/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Elect Bernie Campbell	Management	For
4	Re-elect Naseema Sparks	Management	For

PERPETUAL INVESTMENTS - VOTING REC	ORD
20'	15/16

5	Ratify Placement of Securities	Management	For
6	Approve Issue of Securities (10% Placement Facility)	Management	For
Schemes*:	PIWARX, PIWMCX		

HVN-AU	Harvey Norman	Annual Meeting	24/11/15
No.	Resolution	Proponent	Vote
1	Accounts and Reports	Management	For
2	Remuneration Report	Management	For
3	Declare Dividends	Management	For
4	Re-elect Michael J. Harvey	Management	For
5	Re-elect Christopher H. Brown	Management	For
6	Re-elect John E. Slack-Smith	Management	For
7	Equity Grant (Executive Chairman Gerry Harvey)	Management	For
8	Equity Grant (CEO Kay Page)	Management	For
9	Equity Grant (Executive Director/ COO John Slack-Smith)	Management	For
10	Equity Grant (Executive Director David Ackery)	Management	For
11	Equity Grant (Executive Director/CFO/ Company Secretary Chris Mentis)	Management	For
12	Spill Resolution	Management	Against
Schemes*:	PIWSRP, PIWSPP, PIWGAP, PIGSFP, PIICAP		

HSO-AU	Healthscope Limited	Annual Meeting	23/11/15
No.	Resolution	Proponent	Vote
2.1	Re-elect Paula Dwyer	Management	For
2.2	Re-elect Simon Moore	Management	For
3	REMUNERATION REPORT	Management	For
4	Equity Grant (MD/CEO Robert Cooke)	Management	For
5	Appoint Auditor	Management	For
Schemes*:	PIWARX, PCEF, PCAEPR, PMISF, PIICAP		

huo-au	Huon Aquaculture Group Limited	Annual Meeting	25/11/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Equity Grant (MD/CEO Peter Bender)	Management	For
4A	Re-elect Frances Bender	Management	For
4B	Re-elect Neil A. Kearney	Management	For
Schemes*:	PMWSC		

IMD-AU	Imdex Limited	Ordinary Meeting	24/09/15
No.	Resolution	Proponent	Vote
1	Ratify Placement of Securities (Tranche 1)	Management	For
2	Approve Issue of Securities (Tranche 2)	Management	For
3	Approve Issue of Securities (Alternate Placement)	Management	For
4	Approve Issue of Securities (Shortfall Shares)	Management	For
5	Approve Issue of Securities (Shortfall Shares under ASX Listing Rule 10.11)	Management	For
Schemes*:	PIWSPP		

IMF-AU	IMF Bentham Limited	Annual Meeting	20/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Elect Michael Kay	Management	For
3	Re-elect Hugh McLernon	Management	For
4	Re-elect Alden Halse	Management	For
5	Re-elect Wendy McCarthy	Management	For
6	Approve Increase in NEDs' Fee cap	Management	For
7	Approve Long Term Incentive Plan	Management	For
8	Equity Grant (MD/CEO Andrew Saker)	Management	For
9	Equity Grant (Executive Director Hugh McLernon)	Management	For
10	Deeds of Indemnity, Access and Insurance	Management	For
11	SECTION 195 APPROVAL	Management	For
Schemes*:	PIWARX, PIWSPP		

IGO-AU	Independence Group NL.	Annual Meeting	16/12/15
No.	Resolution	Proponent	Vote
1	Elect Keith Spence	Management	For
2	Elect Mark Bennett	Management	For
3	Elect Neil Warburton	Management	For
4	Re-elect Peter Bilbe	Management	For
5	REMUNERATION REPORT	Management	For
6	Equity Grant (MD/CEO Peter Bradford)	Management	For
7	Approve Increase in NEDs' Fee Cap	Management	For
8	Approve Financial Assistance (Sirius Resources NL)	Management	For
Schemes*:	PMWSC		

IFM-AU	Infomedia Ltd	Annual Meeting	22/10/15
No.	Resolution	Proponent	Vote
1	Elect Anne O'Driscoll	Management	For
2	Elect Bart Vogel	Management	For
3	Elect Jonathan Pollard	Management	Against
4	Elect Richard D. Graham	Management	Against
5	Re-elect Frances Hernon	Management	For
6	Remuneration Report	Management	For
Schemes*:	PMWSC		

IAG-AU	Insurance Australia Group Limited	Annual Meeting	21/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Equity Grant (MD/CEO Michael Wilkins)	Management	For
3	Re-elect Alison C. Deans	Management	For
4	Re-elect Raymond LIM Siang Keat	Management	For
5	Elect Elizabeth B. Bryan	Management	For
6	Elect Thomas W. Pockett	Management	For
7	Elect Jonathan Nicholson	Management	For
8	Ratify Placement of Securities (Shares)	Management	For
9	Approve of Placement of Securities (Options)	Management	For
Schemes*:	PMISF, PIWARX, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

IPH-AU	IPH Limited	Annual Meeting	20/11/15
No.	Resolution	Proponent	Vote
3	Elect Robin J. Low	Management	For
4A	Ratify Placement of Securities (Practice Insight and WiseTime - Completion Shares)	Management	For
4B	Ratify Placement of Securities (Practice Insight and WiseTime - Post-completion Shares)	Management	For
4C	Ratify Placement of Securities (FAK - Completion Shares)	Management	For
4D	Ratify Placement of Securities (FAK - Post-completion Shares)	Management	For
4E	Ratify Placement of Securities (Pizzeys - Completion Shares)	Management	For
5	Approve Financial Assistance (Pizzeys)	Management	For
6	Remuneration Report	Management	For
Schemes*:	PIWSPP		

ISU-AU	iSelect Limited	Annual Meeting	17/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect Christopher Knoblanche	Management	For
3	Re-elect Damien Waller	Management	For
4	Equity Grant (CEO Scott Wilson)	Management	For
5	Approve Long Term Incentive Plan	Management	For
6	Approve Performance Rights Plan	Management	For
Schemes*:	PIBIAS, PMWSC		

ISU-AU	iSelect Limited	Ordinary Meeting	16/03/16
No.	Resolution	Proponent	Vote
1	Approve Share Buy-Back	Management	For
Schemes*:	PIWMCX, PIBIAS, PMWSC		

ISD-AU	iSentia Group Limited	Annual Meeting	19/11/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Re-elect Geoff Raby	Management	For
4	Re-elect Pat O'Sullivan	Management	For
5	Equity Grant (MD/CEO John Croll)	Management	For
Schemes*:	PMWSC		

JBH-AU	JB HI-FI	Annual Meeting	29/10/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3A	Elect Wai Tang	Management	For
3B	Re-elect Gary Levin	Management	For
3C	Re-elect Beth Laughton	Management	For
4	Equity Grant (CEO Richard Murray)	Management	For
Schemes*:	PMISF, PIICAP		

KSL-AU	Kina Securities Limited	Annual Meeting	18/05/16
No.	Resolution	Proponent	Vote
1	Elect Isikeli Reuben Taureka	Management	For
2	Re-elect Jim Yap	Management	Against
3	Appointment of Auditor and Authority to Set Fees	Management	For
Schemes*:	PIWMCX		

PERPETUAL INVESTMENTS - VOTING RECORD 2015/16

KOV-AU	Korvest Ltd	Annual Meeting	23/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect Peter Brodribb	Management	For
3	Elect Gerard Hutchinson	Management	For
4	Adopt New Constitution	Management	For
5	Equity Grant (MD Alexander H.W. Kachellek)	Management	For
6	Equity Grant (Finance Director Steven J.W. McGregor)	Management	For
Schemes*:	PMWSC		

MLD-AU	MACA Limited	Annual Meeting	18/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Elect Robert Ryan	Management	For
3	Re-elect Linton Kirk	Management	For
4	Approve Performance Rights Plan	Management	For
5	Equity Grant (MD/CEO Chris Tuckwell)	Management	For
6	Equity Grant (Operations Director Geoff Baker)	Management	For
Schemes*:	PIWMCX, PMWSC		

MQG-AU	Macquarie Group Ltd	Annual Meeting	23/07/15
No.	Resolution	Proponent	Vote
2.A	Re-elect Peter H. Warne	Management	For
2.B	Elect Gordon Cairns	Management	For
3	Elect Stephen Mayne	Management	Against
4	Remuneration Report	Management	For
5	Equity Grant (MD/CEO Nicholas Moore)	Management	For
6	Approve Increase in NEDs' Fee Cap	Management	For
7	Ratify Placement of Securities	Management	For
Schemes*:	PMISF		

MYE-AU	Mastermyne Group Limited	Annual Meeting	16/11/15
No.	Resolution	Proponent	Vote
1	REMUNERATION REPORT	Management	For
2	Re-elect Darren Hamblin	Management	For
3	Elect Gabriel Meena	Management	For
4	Employee Performance Rights Plan	Management	For
5	Equity Grant (MD/CEO Anthony Caruso)	Management	For

6	Renew Proportional Takeover Provisions	Management	For
7	Approve Issue of Securities (10% Placement Facility)	Management	Against
Schemes*:	PIWMCX		

MEL-NZ	Meridian Energy Limited	Annual Meeting	06/11/15
No.	Resolution	Proponent	Vote
1	Re-elect Mark Cairns	Management	For
2	Re-elect Anake Goodall	Management	For
3	Re-elect Peter Wilson	Management	For
Schemes*:	PMISF, PIICAP		

MIN-AU	Mineral Resources Ltd	Annual Meeting	19/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2.1	Re-elect Joe Ricciardo	Management	For
2.2	Elect James McClements	Management	For
Schemes*:	PMWSC		

MVF-AU	Monash IVF Group Limited	Annual Meeting	26/11/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3.a	Re-elect Josef Czyzewski	Management	For
3.b	Re-elect Christina Boyce	Management	For
Schemes*:	PIWARX		

MYR-AU	Myer Holdings Ltd	Annual Meeting	20/11/15
No.	Resolution	Proponent	Vote
3	Re-elect Chris Froggatt	Management	Against
4	REMUNERATION REPORT	Management	For
5	Equity Grant (MD/CEO Richard Umbers)	Management	For
Schemes*:	PCEF, PIWSPP, PCAEPR, PIWARX		

NAB-AU	National Australia Bank	Annual Meeting	17/12/15
No.	Resolution	Proponent	Vote
2	Elect Anne Loveridge	Management	For
3	REMUNERATION REPORT	Management	For
4	Equity Grant (MD/CEO Andrew Thorburn)	Management	For
Schemes*:	PMISF, PIBIAS, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

13

NAB-AU	National Australia Bank	Ordinary Meeting	27/01/16
No.	Resolution	Proponent	Vote
1	NAB Capital Reduction	Management	For
2	CYBG Capital Reduction	Management	For
Schemes*:	PMISF, PIBIAS, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

NAB-AU	National Australia Bank	Special Meeting	27/01/16
No.	Resolution	Proponent	Vote
1	Demerger	Management	For
Schemes*:	PMISF, PIBIAS, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

NHC-AU	New Hope Corp. Ltd	Annual Meeting	19/11/15
No.	Resolution	Proponent	Vote
1	REMUNERATION REPORT	Management	For
2	Re-elect Robert D. Millner	Management	Against
3	Re-elect William H. Grant	Management	For
4	Elect Shane Stephan	Management	For
5	Elect Todd Barlow	Management	For
6	Equity Grant (MD/CEO Shane Stephan)	Management	For
Schemes*:	PIWARX, PCEF, PIWSPP, PMWSC, PCAEPR, PIWGAP, PIGSFP, PIICAP		

NHF-AU	NIB Holdings Limited	Annual Meeting	04/11/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Re-elect Philip Gardner	Management	For
4	Equity Grant (MD/CEO Mark Fitzgibbon)	Management	For
Schemes*:	PIWSRP, PMWSC, PMISF, PIWGAP, PIGSFP, PIICAP		

NCK-AU	Nick Scali	Annual Meeting	29/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect Gregory R. Laurie	Management	For
3	Approve Increase in NEDs' Fee Cap	Management	For
Schemes*:	PIBIAS, PIWSRP, PMWSC		

NEC-AU	Nine Entertainment Co. Holdings Limited	Annual Meeting	17/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Elect Holly Kramer	Management	For
3	Re-elect Hugh Marks	Management	For
4	Re-elect Kevin E. Crowe	Management	Against
5	Approve Share Buy-back	Management	For
Schemes*:	PMISF, PCEF, PIWSRP, PCAEPR, PIGSFP, PIICAP		

OSH-AU	Oil Search Ltd	Annual Meeting	13/05/16
No.	Resolution	Proponent	Vote
0.2	Elect Eileen J. Doyle	Management	For
0.3	Re-elect Keith Spence	Management	For
0.4	Re-elect Ziggy E. Switkowski	Management	For
0.5	Appoint Auditor and Authorise Board to Set Fees	Management	For
S.1	Equity Grant (MD Peter Botten - Performance Rights)	Management	For
S.2	Equity Grant (Executive Director Gerea Aopi - Performance Rights)	Management	For
S.3	Equity Grant (MD Peter Botten - Restricted Shares)	Management	For
S.4	Equity Grant (Executive Director Gerea Aopi - Restricted Shares)	Management	For
Schemes*:	PCEF, PIWSRP, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

OVH-AU	OneVue Holdings Limited	Annual Meeting	05/11/15
No.	Resolution	Proponent	Vote
2	Re-elect Karen Gibson	Management	For
3	Re-elect Greta Thomas	Management	For
4	Remuneration Report	Management	For
5	Approve Long-Term Incentive and Rights Plan	Management	For
6	Equity Grant (MD Connie Mckeage)	Management	For
Schemes*:	PIWARX, PIWMCX		

OTH-AU	Onthehouse Holdings Limited	Annual Meeting	29/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect Tony Scotton	Management	For
3	Elect Daniel Dempsey	Management	For
4	Elect Angus Johnson	Management	For
5	Elect Michael Dempsey	Management	For

14

\* votes on behalf of these Schemes

6	Elect Lisa Hickson	Management	For
7	Approve Increase in NEDs' Fee Cap	Management	For
8	Approve Employee Share Option Plan	Management	For
9.A	Equity Grant (Chairman Tony Scotton)	Management	Against
9.B	Equity Grant (NED Daniel Dempsey)	Management	Against
9.C	Equity Grant (NED Angus Johnson)	Management	Against
9.D	Equity Grant (NED Michael Dempsey)	Management	Against
9.E	Equity Grant (NED Lisa Hickson)	Management	Against
Schemes*:	РІШМСХ		

OML-AU	oOh media Limited	Annual Meeting	03/05/16
No.	Resolution	Proponent	Vote
1	Re-elect Debra Goodin	Management	For
2	Re-elect Tony Faure	Management	For
3	REMUNERATION REPORT	Management	For
4	Equity Grant (MD/CEO Brendon Cook)	Management	For
5	Approve Financial Assistance (Inlink)	Management	For
6	Approve Financial Assistance (Café Screen)	Management	For
Schemes*:	PMWSC		

ori-au	Orica Ltd.	Annual Meeting	29/01/16
No.	Resolution	Proponent	Vote
2.1	Re-elect Ian Cockerill	Management	For
2.2	Elect Malcolm Broomhead	Management	For
3	Remuneration Report	Management	For
4	Equity Grant (MD/CEO Alberto Calderon)	Management	For
Schemes*:	PCEF, PCAEPR		

ORA-AU	Orora Limited	Annual Meeting	15/10/15
No.	Resolution	Proponent	Vote
2.A	Re-elect Chris I. Roberts	Management	For
2.B	Re-elect John Pizzey	Management	For
3	Equity Grant (MD/CEO Nigel Garrard)	Management	For
4	REMUNERATION REPORT	Management	For
5	Approve Increase in NEDs' Fee Cap	Management	For
Schemes*:	PMISF, PIWSRP, PIWGAP,		

#### PIGSFP, PIICAP

ORL-AU	OrotonGroup Ltd.	Annual Meeting	27/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect J. Will Vicars	Management	For
3	Elect Maria Martin	Management	For
4	Equity Grant (MD/CEO Mark Newman)	Management	For
Schemes*:	PIWSPP		

PEP-AU	Pepper Group Limited	Annual Meeting	26/05/16
No.	Resolution	Proponent	Vote
2	Re-elect Des O'Shea	Management	For
3	Remuneration Report	Management	For
4	Appoint Auditor	Management	For
Schemes*:	PIWSRP, PIWSPP, PMWSC, PMISF, PIICAP		

PTM-AU	Platinum Asset Management Limited	Annual Meeting	05/11/15
No.	Resolution	Proponent	Vote
1	Re-elect Michael Cole	Management	For
2	Elect Stephen Menzies	Management	For
3	Elect Andrew Stannard	Management	For
4	Remuneration Report	Management	For
Schemes*:	PMISF, PIICAP		

PMV-AU	Premier Investments	Annual Meeting	27/11/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3.A	Re-elect Gary Weiss	Management	For
3.B	Re-elect Sally Herman	Management	For
4	Equity Grant (CEO Premier Retail Mark McInnes)	Management	For
Schemes*:	PCEF, PCAEPR, PIWGAP, PIGSFP, PIICAP		

PMV-AU	Premier Investments	Special Meeting	15/06/16
No.	Resolution	Proponent	Vote
1	Approve Termination Payments (CEO Premier Retail Mark McInnes)	Management	For
2	Approve Amendments to Performance Rights (CEO Premier Retail Mark McInnes)	Management	For

Schemes*:	PCEF, PCAEPR, PIWGAP, PIGSFP, PIICAP		
PRT-AU	Prime Media Group Limited	Annual Meeting	10/11/15
No.	Resolution	Proponent	Vote
1	REMUNERATION REPORT	Management	For
2	Elect Cass A. O'Connor	Management	For
3	Elect Michael H. Hill	Management	For
4	Equity Grant (CEO Ian Audsley)	Management	For

PIWMCX, PIWSRP, PMWSC Schemes\*:

PME-AU	Pro Medicus	Annual Meeting	20/11/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Re-elect Peter T. Kempen	Management	For
Schemes*:	PIWMCX, PMWSC		

QBE-AU	QBE Insurance Group	Annual Meeting	04/05/16
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Equity Grant (CEO John Neal)	Management	For
4	Equity Grant (CFO Patrick Regan)	Management	For
5.A	Re-elect John M. Green	Management	For
5.B	Elect Rolf A. Tolle	Management	For
Schemes*:	PMISF, PIBIAS, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWARX, PIWGAP, PIGSFP, PIICAP		

QMS-AU	QMS Media Limited	Annual Meeting	26/11/15
No.	Resolution	Proponent	Vote
2	Appoint Auditor	Management	For
3	REMUNERATION REPORT	Management	For
4	Re-elect David Edmonds	Management	For
5	Approve Issue of Securities (10% Placement Facility)	Management	For
Schemes*:	PIBIAS		

QUB-AU	Qube Logistics	Annual Meeting	24/11/15
No.	Resolution	Proponent	Vote
1	Re-elect Chris D. Corrigan	Management	For
2	Re-elect Sam Kaplan	Management	For
3	Re-elect Ross Burney	Management	For
4	REMUNERATION REPORT	Management	For
5	Equity Grant (MD Maurice James	Management	For

Schemes*:	PIBIAS, PCEF, PIWSRP, PMWSC, PCAEPR, PMISF, PIWARX, PIWGAP, PIGSFP, PIICAP		
8	Approve Short-Term Incentive Plan	Management	For
7	Approve Long-Term Incentive Plan	Management	For
6	Equity Grant (MD Maurice James - STIP)	Management	For
	- LTIP)		

RCR-AU	RCR Tomlinson	Annual Meeting	06/11/15
No.	Resolution	Proponent	Vote
2A	Re-elect Paul Dippie	Management	For
2B	Re-elect Roderick J.M. Brown	Management	For
3	Remuneration Report	Management	For
4	Approve Performance Incentive Plan	Management	For
5	Equity Grant (MD/CEO Paul Dalgleish)	Management	For
Schemes*:	PMWSC		

rkn-au	Reckon Ltd.	Annual Meeting	25/05/16
No.	Resolution	Proponent	Vote
1	Elect Chris Woodforde	Management	For
2	Remuneration Report	Management	Against
Schemes*:	PMISF, PIWSRP		

RDH-AU	RedHill Education Limited	Annual Meeting	26/11/15
No.	Resolution	Proponent	Vote
1	Re-elect William Deane	Management	For
2	Re-elect Caroline Trotman	Management	For
3	Remuneration Report	Management	For
4	Board Spill Resolution	Management	Against
Schemes*:	PIWMCX		

REH-AU	Reece Australia Ltd.	Annual Meeting	28/10/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Re-elect Bruce W.C. Wilson	Management	For
4	Re-elect Ronald G. Pitcher	Management	For
5	Change in Company Name	Management	For
Schemes*:	PMISF, PCEF, PIWSRP, PIWSPP, PMWSC, PCAEPR, PIWGAP, PIGSFP, PIICAP		

RIO-AU	RIO Tinto Ltd.	Annual Meeting	05/05/16
No.	Resolution	Proponent	Vote
1	Accounts and Reports	Management	For
2	Remuneration Report (Advisory - UK)	Management	Against
3	Remuneration Report (Advisory - AUS)	Management	Against
4	Elect Robert E. Brown	Management	For
5	Elect Megan Clark	Management	For
6	Elect Jan du Plessis	Management	For
7	Elect Ann Godbehere	Management	For
8	Elect Anne Lauvergeon	Management	For
9	Elect Michael L'Estrange	Management	For
10	Elect Chris J. Lynch	Management	For
11	Elect Paul M. Tellier	Management	For
12	Elect Simon R. Thompson	Management	For
13	Elect John S. Varley	Management	For
14	Elect Samuel M.C. Walsh	Management	For
15	Appointment of Auditor	Management	For
16	Authority to Set Auditor's Fees	Management	For
17	Shareholder Proposal Regarding Climate Change Reporting	Shareholder	For
18	Renew Authority to Repurchase Shares	Management	For
Schemes*:	PIWSPP, PIWGAP, PIGSFP, PIICAP		

RWH-AU	Royal Wolf Holdings Limited	Annual Meeting	22/10/15
No.	Resolution	Proponent	Vote
2	Re-elect Daryl (Darce) W. Corsie	Management	For
3	Re-elect Peter Dexter	Management	For
4	Equity Grant (CEO Robert Allan)	Management	For
5	Remuneration Report	Management	For
Schemes*:	PIWSRP, PIWGAP, PIGSFP, PIICAP		

sai-au	Sai Global Ltd	Annual Meeting	27/10/15
No.	Resolution	Proponent	Vote
1	REMUNERATION REPORT	Management	For
2	Re-elect Robert M. Aitken	Management	For
3	Re-elect Andrew Dutton	Management	For
4	Approve Increase in NEDs' Fee Cap	Management	For
5	Equity Grant (MD/CEO Peter Mullins)	Management	For
6	Renew Executive Incentive Plan	Management	For
Schemes*:	PMWSC		

SFC-AU	Schaffer Corporation Ltd.	Annual Meeting	18/11/15
No.	Resolution	Proponent	Vote
1	Re-elect Danielle Blain	Management	For
2	Re-elect Anton Mayer	Management	For
3	Remuneration Report	Management	For
Schemes*:	PIWMCX		•

SDM-AU	Sedgman	Annual Meeting	19/11/15
No.	Resolution	Proponent	Vote
1	REMUNERATION REPORT	Management	For
2	Re-elect Peter I. Richards	Management	For
3	Re-elect Tony Jacobs	Management	For
4	Elect Bart Vogel	Management	For
5	Elect Philippe Etienne	Management	For
6	Approve Long Term Incentive Plan	Management	For
7	Equity Grant (MD/CEO Peter Watson)	Management	For
Schemes*:	PIWMCX		

SRV-AU	Servcorp Ltd.	Annual Meeting	11/11/15
No.	Resolution	Proponent	Vote
2	Re-elect Rick Holliday-Smith	Management	For
3	Remuneration Report	Management	For
Schemes*:	PIWARX, PCEF, PIWSPP, PCAEPR		

SVW-AU	Seven Group Holdings Limited	Annual Meeting	18/11/15
No.	Resolution	Proponent	Vote
2	Elect David McEvoy	Management	For
3	Re-elect Richard Uechtritz	Management	For
4	Remuneration Report	Management	For
5	Board Spill Resolution	Management	Against
Schemes*:	PIWSPP		

SGF-AU	SG Fleet Group Limited	Annual Meeting	14/10/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3	Elect Edwin M. Jankelowitz	Management	For
4	Elect Kevin Wundram	Management	For
Schemes*:	PMWSC		

SGF-AU	SG Fleet Group Limited	Ordinary Meeting	21/12/15
No.	Resolution	Proponent	Vote
1	Approve Financial Assistance	Management	For
Schemes*:	PMWSC		

Shj-au	Shine Corporate Ltd	Annual Meeting	22/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Re-elect Tony G. Bellas	Management	For
3	Re-elect Carolyn Barker	Management	For
4	Ratify Placement of Securities	Management	For
Schemes*:	PMWSC		

sio-au	Simonds Group Limited	Annual Meeting	18/11/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3	Re-elect Matthew Chun	Management	For
4	Re-elect Susan M. Oliver	Management	For
5	Approve Increase in NEDs' Fee Cap	Management	Against
6	Equity Grant (MD/CEO Paul McMahon)	Management	For
Schemes*:	PIWSPP		

SGM-AU	Sims Metal Management Limited	Annual Meeting	12/11/15
No.	Resolution	Proponent	Vote
1	Re-elect Jim Thompson	Management	For
2	Re-elect Geoffrey N. Brunsdon	Management	For
3	Approve Increase in NED's Fee Cap	Management	For
4	Remuneration Report	Management	For
5	Equity Grant (MD/CEO Galdino Claro)	Management	For
Schemes*:	PMISF, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWARX, PIICAP		

SKT-NZ	Sky Network Television Ltd.	Annual Meeting	21/10/15
No.	Resolution	Proponent	Vote
1	Appoint Auditor and Authorise Board to Set Auditor's Fees	Management	For
2	Elect Susan M. Paterson	Management	For
3	Approve Increase in NEDs' Fee Cap	Management	For
Schemes*:	PMISF, PCEF, PMWSC, PCAEPR, PIWGAP, PIGSFP,		

#### PIICAP

SKC-NZ	Skycity Entertainment Group Limited	Annual Meeting	13/11/15
No.	Resolution	Proponent	Vote
1	Elect Richard Tsiang	Management	For
2	Re-elect Richard Didsbury	Management	For
3	Authorise Board to Set Auditor's Fees	Management	For
Schemes*:	PMISF, PIWARX, PCEF, PIWSPP, PCAEPR		

SKB-AU	Skydive the Beach Group Limited	Annual Meeting	27/11/15
No.	Resolution	Proponent	Vote
1	Elect Nigel Finch	Management	For
2	Re-elect John F. Diddams	Management	For
3	Re-elect Anthony Ritter	Management	For
4	Remuneration Report	Management	For
5	Approve Increase in NEDs' Fee Cap	Management	For
Schemes*:	PIWARX, PIWMCX, PIWSPP		

S32-AU	South32 Limited	Annual Meeting	18/11/15
No.	Resolution	Proponent	Vote
2	Elect Xolani Mkhwanazi	Management	For
3	Re-elect David Crawford	Management	For
4	Appointment of Auditor	Management	For
5	Remuneration Report	Management	For
6	Equity Grant (CEO Graham Kerr)	Management	For
7	Approve Termination Benefits	Management	For
Schemes*:	PIWGAP, PIGSFP, PIICAP		

SDF-AU	Steadfast Group Limited	Annual Meeting	30/10/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3	Equity Grant (CEO Robert Kelly)	Management	For
4	Ratify Placement of Securities	Management	For
5	Re-elect David Liddy	Management	For
6	Re-elect Phillip Purcell	Management	For
Schemes*:	PIBIAS		

SGP-AU	Stockland	Annual Meeting	27/10/15
No.	Resolution	Proponent	Vote
2	Elect Nora Scheinkestel	Management	For

PERPETUAL	INVESTMENTS -	VOTING RECORD
		2015/16

Schemes*:	PIWSRP, PIWGAP, PIGSFP, PIICAP		
5	Equity Grant (MD/CEO Mark Steinert)	Management	For
4	Remuneration Report	Management	For
3	Re-elect Carolyn Hewson	Management	For

SUN-AU	Suncorp Group Limited	Annual Meeting	24/09/15
No.	Resolution	Proponent	Vote
1	REMUNERATION REPORT	Management	For
2	Equity Grant (MD/CEO Michael Cameron - Performance Rights)	Management	For
3	Equity Grant (MD/CEO Michael Cameron - Restricted Shares)	Management	For
4.A	Re-elect Ziggy E. Switkowski	Management	For
4.B	Re-elect Douglas McTaggart	Management	For
4.C	Elect Christine McLoughlin	Management	For
Schemes*:	PMISF, PIBIAS, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

SUL-AU	Super Retail Group Limited	Annual Meeting	21/10/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3	Re-elect Sally A.M. Pitkin	Management	For
4	Equity Grant (MD/CEO Peter Birtles)	Management	For
Schemes*:	PIWSRP, PMWSC, PMISF, PIWGAP, PIGSFP, PIICAP		

SRF-AU	SurfStitch Group Limited	Annual Meeting	10/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2	Elect Justin Stone	Management	For
3	Elect Jane Huxley	Management	For
4	Appointment of Auditor	Management	For
5	Equity Grant (MD/CEO Justin Cameron)	Management	For
6	Equity Grant (MD & President of Swell Lex Pedersen)	Management	For
7	Equity Grant (MD Europe Justin Stone)	Management	For
8	Ratify Placement of Securities	Management	For
Schemes*:	PIBIAS, PMWSC		

tah-au	Tabcorp Holdings Ltd.	Annual Meeting	29/10/15
No.	Resolution	Proponent	Vote

2.A	Re-elect Elmer Funke Kupper	Management	For
2.B	Re-elect Steven Gregg	Management	For
3	Remuneration Report	Management	For
4	Equity Grant (MD/CEO David Attenborough - Performance Rights)	Management	For
5	Equity Grant (MD/CEO David Attenborough - Additional Performance Rights and Shares)	Management	For
Schemes*:	PMISF, PIICAP		

TTS-AU	Tatts Group Ltd	Annual Meeting	30/10/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For
2.A	Re-elect Harry Boon	Management	For
2.B	Re-elect Lyndsey Cattermole	Management	For
3	Equity Grant (MD/CEO Robbie Cooke)	Management	For
Schemes*:	PMISF, PIWARX, PCEF, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

ATM-NZ	The a2 Milk Company Limited	Annual Meeting	17/11/15
No.	Resolution	Proponent	Vote
1	Appoint Auditor and Authorise Board to Set Auditor's Fees	Management	For
2	Re-elect Julia Hoare	Management	For
3	Re-elect Richard Le Grice	Management	For
Schemes*:	PIWARX, PIWSRP, PIWSPP, PMWSC		

TNK-AU	Think Childcare Limited	Annual Meeting	06/05/16
No.	Resolution	Proponent	Vote
1	Re-elect Paul Gwilym	Management	For
2	Remuneration Report	Management	For
3	Equity Grant (MD/CEO Mathew Edwards)	Management	For
4	Equity Grant (CFO Paul Gwilym)	Management	For
5	Equity Grant (Chairman Mark Kerr)	Management	For
6	Equity Grant (NED Andrew Hanson)	Management	For
Schemes*:	PIWMCX		

RIC-AU	Touchcorp Limited	Annual Meeting	13/04/16
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For

PERPETUAL INVESTMENTS - VOTING R	ECORD
	2015/16

2	Elect Michael Jefferies	Management	For
3	Elect Hatim A. Tyabji	Management	For
4	Elect Duncan P. Saville	Management	For
5	Elect Elana Rubin	Management	For
Schemes*:	PIWMCX, PIWSPP		

THL-NZ	Tourism Holdings	Annual Meeting	23/11/15
No.	Resolution	Proponent	Vote
1	Elect Grainne Troute	Management	For
2	Re-elect Rob Campbell	Management	For
3	Re-elect David Neidhart	Management	For
4	Approve Increase in NEDs' Fee Cap	Management	For
5	Authorise Board to Set Auditor's Fees	Management	For
Schemes*:	PIWARX, PIWSPP		

CWY-AU	Transpacific Industries Group Ltd (now Cleanaway)	Annual Meeting	30/10/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3A	Re-elect Ray M. Smith	Management	For
3B	Re-elect Emma R. Stein	Management	For
4	Equity Grant (Executive Director & CEO Vik Bansal)	Management	For
5	Renewal of proportional takeover provisions	Management	For
6	Change in Company Name	Management	For
Schemes*:	PMISF, PIWARX, PCEF, PIWSRP, PIWSPP, PMWSC, PCAEPR, PIWGAP, PIGSFP, PIICAP		

PAC-AU	Treasury Group Ltd	Annual Meeting	15/10/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3.A	Elect Jeffrey Vincent	Management	For
3.B	Elect Gilles Guérin	Management	For
3.C	Elect Joseph Ferragina	Management	For
3.D	Elect Paul Greenwood	Management	For
3.E	Elect Anthony Robinson	Management	For
3.F	Re-elect Melda Donnelly	Management	For
4.A	Renew Employee Long-Term Incentive Plan	Management	For
4.B	Ratify Placement of Securities	Management	For
5	Change in Company Name	Management	For
Schemes*:	PIWMCX, PIWSRP, PMWSC		

TWE-AU	Treasury Wine Estates Limited	Annual Meeting	12/11/15
No.	Resolution	Proponent	Vote
2A	Re-elect Ed Chan	Management	For
2B	Re-elect Michael Cheek	Management	For
2C	Re-elect Garry A. Hounsell	Management	For
3	REMUNERATION REPORT	Management	For
4	Approve Share Cellar Plan	Management	For
5	Equity Grant (MD/CEO Michael Clarke)	Management	For
Schemes*:	PIBIAS, PMWSC, PMISF, PIICAP		

UGL-AU	UGL Ltd	Annual Meeting	28/10/15
No.	Resolution	Proponent	Vote
2.A	Re-elect Guy M. Cowan	Management	For
2.B	Elect John D. Cooper	Management	For
2.C	Elect Jane M. Harvey	Management	For
2.D	Elect Robert Kaye	Management	For
3	Ratify Placement of Securities (Employee Performance Rights)	Management	For
4	REMUNERATION REPORT	Management	For
5	Spill Resolution	Management	Against
Schemes*:	PIWSPP		

VED-AU	Veda Group Limited	Annual Meeting	28/10/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3	Elect Steven Sargent	Management	For
4	Re-elect Bruce G. Beeren	Management	For
5	Re-elect Peter Shergold	Management	For
6	Equity Grant (MD/CEO Nerida Caesar)	Management	For
Schemes*:	PIWARX, PCEF, PIWSRP, PMWSC, PCAEPR		

VED-AU	Veda Group Limited	Special Meeting	08/02/16
No.	Resolution	Proponent	Vote
1	Merger	Management	For
Schemes*:	PIWARX, PCEF, PMWSC, PCAEPR		

VOC-AU	Vocus Communications Limited	Annual Meeting	25/11/15
No.	Resolution	Proponent	Vote
1	Remuneration Report	Management	For

2	Elect Tony Grist	Management	For
3	Elect Anthony Davies	Management	For
4	Elect Paul Brandling	Management	For
5	Approve Increase in NEDs' Fee Cap	Management	For
6	Approve Employee Loan Funded Share Plan (LFSP)	Management	For
7	Equity Grant (CEO James Spenceley)	Management	For
8	Approve Termination Payments	Management	For
Schemes*:	PIBIAS, PMWSC		

SOL-AU	Washington H. Soul Pattinson and Company Limited	Annual Meeting	04/12/15
No.	Resolution	Proponent	Vote
2	Remuneration Report	Management	For
3.A	Re-elect Michael Hawker	Management	Against
3.B	Re-elect Robert Westphal	Management	Against
3.C	Re-elect David Wills	Management	Against
4	Appoint Auditor	Management	For
5	Approve Long Term Incentive Plan	Management	For
6	Equity Grant (MD/CEO Todd Barlow)	Management	For
7	Equity Grant (Finance Director Melinda Roderick)	Management	For
Schemes*:	PMISF, PIBIAS, PCEF, PMWSC, PCAEPR, PIWGAP, PIGSFP, PIICAP		

WBA-AU	Webster Ltd	Annual Meeting	19/11/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3	Re-elect David Cushing	Management	For
4	Elect David Robinson	Management	For
Schemes*:	PIWARX		•

WES-AU	Wesfarmers Limited	Annual Meeting	12/11/15
No.	Resolution	Proponent	Vote
2.a	Re-elect Paul M. Bassat	Management	For
2.b	Re-elect James P. Graham	Management	For
2.c	Re-elect Diane Smith-Gander	Management	For
2.d	Elect Michael A. Chaney	Management	For
3	Increase in NED's Fees Cap	Management	For
4	Remuneration Report	Management	For
5	Equity Grant (MD/CEO Richard Goyder)	Management	For
6	Equity Grant (Finance Director	Management	For

	Terry Bowen)	
Schemes*:	PMISF, PCEF, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP	

WSA-AU	Western Areas Limited	Annual Meeting	25/11/15
No.	Resolution	Proponent	Vote
1	Re-elect Rick Yeates	Management	For
2	Re-elect Julian Hanna	Management	For
3	Remuneration Report	Management	For
4	Equity Grant (MD/CEO Daniel Lougher - FY2016 PRP Grant)	Management	For
5	Equity Grant (Executive Director David Southam - FY2016 PRP Grant)	Management	For
6	Equity Grant (Executive Director David Southam - Shortfall Performance Rights)	Management	For
7	Renew Proportional Takeover Provisions	Management	For
Schemes*:	PMWSC		

WBC-AU	Westpac Banking Corp	Annual Meeting	11/12/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	Against
3	Equity Grant (MD/CEO Brian Hartzer)	Management	For
4.a	Re-elect Elizabeth B. Bryan	Management	For
4.b	Re-elect Peter J.O. Hawkins	Management	For
4.c	Elect Craig Dunn	Management	For
Schemes*:	PMISF, PCEF, PIWSRP, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

WIG-AU	Wilson Group Limited	Annual Meeting	23/11/15
No.	Resolution	Proponent	Vote
2	REMUNERATION REPORT	Management	For
3	R-elect Steven M. Skala	Management	For
Schemes*:	PIWARX, PIWMCX		•

WOW-AU	Woolworths Limited	Annual Meeting	26/11/15
No.	Resolution	Proponent	Vote
2.a	Elect Gordon Cairns	Management	For
2.b	Re-elect Michael Ullmer	Management	For
3	Remuneration Report	Management	For
Schemes*:	PMISF, PIWARX, PCEF, PIWSPP, PCAEPR, PIWGAP, PIGSFP, PIICAP		

21 \* votes on behalf of these Schemes

ZEL-NZ	Z Energy Ltd	Annual Meeting	01/07/15
No.	Resolution	Proponent	Vote
1	Appoint Auditor	Management	For
2	Authorise Board to Set Auditor's Fees	Management	For
3	Re-elect Alan Dunn	Management	For
4	Re-elect Paul Fowler	Management	For
Schemes*:	PMWSC, PMISF, PIWGAP, PIGSFP, PIICAP		

This information was prepared by Perpetual Investment Management Limited (Perpetual Investments) ABN 18 000 866 535, AFSL 234426. The information is believed to be accurate at the time of compilation and is provided in good faith. To the extent permitted by law, no liability is accepted for any loss or damage as a result of any reliance on this information.

#### **NEW SOUTH WALES**

Angel Place Level 12 123 Pitt Street Sydney NSW 2000

# AUSTRALIAN CAPITAL

**TERRITORY** Level 6 10 Rudd Street Canberra ACT 2601

## VICTORIA

Rialto South Tower Level 35 525 Collins Street Melbourne VIC 3000

### SOUTH AUSTRALIA

Level 11 101 Grenfell Street Adelaide SA 5000

### WESTERN AUSTRALIA

Exchange Plaza Level 29 2 The Esplanade Perth WA 6000

### QUEENSLAND

Central Plaza 1 Level 15 345 Queen Street Brisbane QLD 4000

#### www.perpetual.com.au

