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NIKKO ASSET MANAGEMENT CO., LTD.

# Nikko Asset Management Votes at 2015/16 Shareholder Meetings

Total opposition votes increase over last year

At the shareholder meetings of 2,157 companies in which Nikko Asset Management invests, the firm cast 2,163 negative votes against 23,657 proposals from July 2015 through June 2016. This translates to 9.1% of total votes, a slight increase over the 8.7% of total votes in 2014/15. See the tables on the following page (*Votes by Proposal Type*) for further details.

The ratio of nay votes against proposals for *appropriation of surpluses* rose to 4.3% from 1.2% in 2014/15. Japan's introduction of its Corporate Governance Code has raised awareness of ROE and increasing shareholder returns, but this has not yet fully lead to sufficient changes at all firms. The ratio of nay votes against proposals for *anti-takeover defense* remained high, dropping only slightly to 89.6% from 92.9% in 2014/15. Finally, the ratio of nay votes against proposals for *election/dismissal of directors* and *election/dismissal of corporate auditors* changed by only about 1% from 2014/15.

Nikko Asset Management has <u>announced its adoption of the "Principles for Responsible Institutional Investors"</u> (also known as Japan's Stewardship Code), emphasizing the importance of fully exercising its voting rights in the companies in which it invests as an opportunity to make its voice heard. Nikko Asset Management's Stewardship & Voting Rights Policy Committee exercises voting rights appropriately and in accordance with the firm's related Guidelines.

Nikko Asset Management is committed to fulfilling its fiduciary duty through engaging the companies in which it invests.

## Votes by Proposal Type

#### 1. Company-generated Proposals

Proposal	July 2015 – June 2016				(For Ref.) July 2014 – June 2015			
	Yea	Nay	Subtotal	Nay ratio	Yea	Nay	Subtotal	Nay ratio
Appropriation of surpluses	1,426	64	1,490	4.3%	1,440	17	1,457	1.2%
Partial revision to articles of incorporation	855	85	940	9.0%	1,031	71	1,102	6.4%
Election/Dismissal of directors	15,085	1,412	16,497	8.6%	14,680	1,265	15,945	7.9%
Election/Dismissal of corporate auditors	2,566	360	2,926	12.3%	2,949	391	3,340	11.7%
Retirement benefit payments	177	65	242	26.9%	195	82	277	29.6%
Revision of executive remuneration amount	898	16	914	1.8%	561	22	583	3.8%
Granting of stock acquisition rights (Stock Option Plan)	238	51	289	17.6%	142	58	200	29.0%
Granting of stock acquisition rights (anti-takeover measures)	12	103	115	89.6%	7	91	98	92.9%
Restructuring	49	2	51	3.9%	36	6	42	14.3%
Selection of corporate auditors	46	1	47	2.1%	20	1	21	4.8%
Other	142	4	146	2.7%	52	0	52	0.0%
Total	21,494	2,163	23,657	9.1%	21,113	2,004	23,117	8.7%

### 2. Shareholder Proposals

Proposal	July 2015 – June 2016				(For Ref.) July 2014 – June 2015			
	Yea	Nay	Subtotal	Yea ratio	Yea	Nay	Subtotal	Yea ratio
Appropriation of surpluses	8	4	12	66.7%	5	7	12	41.7%
Election/Dismissal of officers	1	33	34	2.9%	0	36	36	0.0%
Other proposals (incl. revision to articles of incorporation)	11	104	115	9.6%	3	120	123	2.4%
Total	20	141	161	12.4%	8	163	171	4.7%



#### **About Nikko Asset Management**

Nikko Asset Management is positioning itself to be Asia's premier global asset manager. The firm offers world-class asset management solutions for global investors, and has US\$154.9 billion (17.42 trillion yen) in assets under management\*. With more than 200 investment professionals\*\*, the firm leverages its extensive global resources representing over 30 nationalities across 11 countries. Headquartered in Asia for over 55 years, Nikko Asset Management's vantage point, extending east to west, distinguishes its investment approach.

For more information, please visit <a href="http://en.nikkoam.com/">http://en.nikkoam.com/</a>

Nikko Asset Management Co., Ltd.

Registration Number: Director of the Kanto Local Finance Bureau (Financial instruments firms) No. 368 Member Associations: The Investment Trusts Association, Japan/Japan Investment Advisers Association/Japan Securities Dealers Association

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<sup>\*</sup> Consolidated assets under management and sub-advisory of Nikko Asset Management and its subsidiaries as of March 31, 2016.

<sup>\*\*</sup> As of March 31, 2016, including employees of Nikko Assét Management and its subsidiaries.