Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## E. I. du Pont de Nemours and Company

Meeting Date: 07/20/2016	Country: USA	Primary Security ID: 263534109	Meeting ID: 1073533
Record Date: 06/02/2016	Meeting Type: Special	Ticker: DD	

Shares Instructed: 79,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1	Approve Merger Agreement	Mgmt	For	For	For	No
2	Adjourn Meeting	Mgmt	For	For	For	No
3	Advisory Vote on Golden Parachutes	Mgmt	For	Against	Against	Yes

Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company recently amended its executive severance plan to provide for problematic excise tax gross-up entitlements. The company estimates tax reimbursement payments in excess of \$17 million.

# CA, Inc.

Meeting Date: 08/03/2016	Country: USA	Primary Security ID: 12673P105	Meeting ID: 1074372
Record Date: 06/06/2016	Meeting Type: Annual	Ticker: CA	

Shares Instructed: 163,359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1A	Elect Director Jens Alder	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director ne	ominees are warranted.				
1B	Elect Director Raymond J. Bromark	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director ne	ominees are warranted.				
1C	Elect Director Michael P. Gregoire	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director ne	ominees are warranted.				
1D	Elect Director Rohit Kapoor	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director ne	ominees are warranted.				
1E	Elect Director Jeffrey G. Katz	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director ne	ominees are warranted.				
1F	Elect Director Kay Koplovitz	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director n	ominees are warranted.				
1G	Elect Director Christopher B. Lofgren	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director no	ominees are warranted.				

Voting Policy Rationale: Votes FOR all director nominees are warranted.

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## CA, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1H	Elect Director Richard Sulpizio	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director nominees	s are warranted.				
1I	Elect Director Laura S. Unger	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director nominees	s are warranted.				
1J	Elect Director Arthur F. Weinbach	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director nominees	s are warranted.				
1K	Elect Director Renato (Ron) Zambonini	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR all director nominees	s are warranted.				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Amend Omnibus Stock Plan	Mgmt	For	For	For	No
5	Amend Shareholder Rights Plan (Poison Pill)	Mgmt	For	For	For	No

## Johnson Controls, Inc.

Meeting Date: 08/17/2016 Record Date: 06/27/2016	Country: USA Meeting Type: Special	Primary Security ID: 47836610 Ticker: JCI	7	Mee	ting ID: 1077628	
				Share	es Instructed: 129,500	
Proposal Number Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt	

1	Approve Merger Agreement	Mgmt	For	For	For	No
2	Adjourn Meeting	Mgmt	For	For	For	No
3	Advisory Vote on Golden Parachutes	Mgmt	For	Against	Against	Yes

Voting Policy Rationale: A vote AGAINST this proposal is warranted. The basis for calculating most NEOs' (including the CEO's) potential cash severance includes long-term awards, which is unusual and could result in excessive severance payouts. Numerous additional pay opportunities further inflate NEOs' already large golden parachutes, including numerous special "merger retention" awards. Aggregate golden parachutes are estimated at nearly \$137 million, and the CEO's recently amended CIC employment agreement provides for an additional \$20 million RSU award, which seems gratuitous.

# **Cardinal Health, Inc.**

Meeting Date: 11/03/2016	Country: USA	Primary Security ID: 14149Y108	Meeting ID: 1090470
Record Date: 09/06/2016	Meeting Type: Annual	Ticker: CAH	

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Cardinal Health, Inc.**

Shares Instructed: 71,900

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt				
1.1	Elect Director David J. Anderson	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.								
1.2	Elect Director Colleen F. Arnold	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.								
1.3	Elect Director George S. Barrett	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.								
1.4	Elect Director Carrie S. Cox	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.								
1.5	Elect Director Calvin Darden	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director no	Voting Policy Rationale: A vote FOR the director nominees is warranted.								
1.6	Elect Director Bruce L. Downey	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director nominees is warranted.									
1.7	Elect Director Patricia A. Hemingway Hall	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director nominees is warranted.									
1.8	Elect Director Clayton M. Jones	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director nominees is warranted.									
1.9	Elect Director Gregory B. Kenny	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director nominees is warranted.									
1.10	Elect Director Nancy Killefer	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director nominees is warranted.									
1.11	Elect Director David P. King	Mgmt	For	For	For	No				
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.								
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	No				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For	No				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No				

Vote Summary Report Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Cisco Systems, Inc.**

Meeting Date: 12/12/2016	Country: USA	Primary Security ID: 17275R102	Meeting ID: 1096868
Record Date: 10/14/2016	Meeting Type: Annual	Ticker: CSCO	

Shares Instructed: 178,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Carol A. Bartz	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
1b	Elect Director M. Michele Burns	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
1c	Elect Director Michael D. Capellas	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
1d	Elect Director John T. Chambers	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
1e	Elect Director Amy L. Chang	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
1f	Elect Director John L. Hennessy	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
1g	Elect Director Kristina M. Johnson	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
1h	Elect Director Roderick C. McGeary	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
1i	Elect Director Charles H. Robbins	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
1j	Elect Director Arun Sarin	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
1k	Elect Director Steven M. West	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	ees are warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Cisco Systems, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
4	Report on Lobbying Payments and Policy	SH	Against	For	For	Yes
	Voting Policy Rationale: A vote FOR this resolution is and trade association payments and oversight mech company's management of its lobbying activities and	nanisms would give sha	reholders a comprehensive un			
5	Report on Arab and non-Arab Employees using EEO-1 Categories	SH	Against	Against	Against	No
6	Establish Board Committee on Operations in Israeli Settlements	SH	Against	Against	Against	No

# The Bank of New York Mellon Corporation

Meeting Date: 04/11/2017	Country: USA	Primary Security ID: 064058100	Meeting ID: 1122229
Record Date: 02/10/2017	Meeting Type: Annual	Ticker: BK	

Shares Instructed: 140,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt			
1.1	Elect Director Linda Z. Cook	Mgmt	For	For	For	No			
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.							
1.2	Elect Director Nicholas M. Donofrio	Mgmt	For	For	For	No			
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.							
1.3	Elect Director Joseph J. Echevarria	Mgmt	For	For	For	No			
	Voting Policy Rationale: A vote FOR the director nominees is warranted.								
1.4	Elect Director Edward P. Garden	Mgmt	For	For	For	No			
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.							
1.5	Elect Director Jeffrey A. Goldstein	Mgmt	For	For	For	No			
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.							
1.6	Elect Director Gerald L. Hassell	Mgmt	For	For	For	No			
	Voting Policy Rationale: A vote FOR the director nominees is warranted.								
1.7	Elect Director John M. Hinshaw	Mgmt	For	For	For	No			
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.							
1.8	Elect Director Edmund F. "Ted" Kelly	Mgmt	For	For	For	No			
	Voting Policy Rationale: A vote FOR the director	nominaac is warrantad							

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# The Bank of New York Mellon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1.9	Elect Director John A. Luke, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.10	Elect Director Jennifer B. Morgan	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.11	Elect Director Mark A. Nordenberg	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.12	Elect Director Elizabeth E. Robinson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.13	Elect Director Samuel C. Scott, III	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For	No
5	Report on and Assess Proxy Voting Policies in Relation to Climate Change Position	SH	Against	Against	Against	No

# The Kraft Heinz Company

Meeting Date: 04/19/2017	Country: USA	Primary Security ID: 500754106	Meeting ID: 1119279
Record Date: 02/21/2017	Meeting Type: Annual	Ticker: KHC	

Shares Instructed: 69,633

Proposal Number	Proposal Text	Proponent	Mgmt Rec		ting icy Rec	Vote Instruction	Vote Against Mgmt				
1a	Elect Director Gregory E. Abel	Mgmt	For	For		For	No				
	Voting Policy Rationale: A vote FOR the director nominees is warranted.										
1b	Elect Director Alexandre Behring	Mgmt	For	For		For	No				
	Voting Policy Rationale: A vote FOR the director nominees is warranted.										
1c	Elect Director Warren E. Buffett	Mgmt	For	For		For	No				
	Voting Policy Rationale: A vote FOR the director nominees is warranted.										
1d	Elect Director John T. Cahill	Mgmt	For	For		For	No				
	Voting Policy Rationale: 4 vote FOR the director por										

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **The Kraft Heinz Company**

oposal mber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
e	Elect Director Tracy Britt Cool	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
f	Elect Director Feroz Dewan	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
g	Elect Director Jeanne P. Jackson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
h	Elect Director Jorge Paulo Lemann	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
i	Elect Director Mackey J. McDonald	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
j	Elect Director John C. Pope	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
.k	Elect Director Marcel Herrmann Telles	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
<u>!</u>	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
1	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No
	Report on Sustainability	SH	Against	For	For	Yes
	Voting Policy Rationale: A vote FOR this proposal is a comprehensive sustainability report. Such inform sustainability performance and its management of	ation would allow shareh	olders to better evaluate the com			
	Assess Environmental Impact of Non-Recyclable Packaging	SH	Against	For	For	Yes
	Voting Policy Rationale: A vote FOR this resolution regarding the company's current packaging reduct		lders would benefit from addition	nal information		
	Report on Supply Chain Impact on Deforestation	SH	Against	For	For	Yes

# **BB&T Corporation**

Meeting Date: 04/25/2017	Country: USA	Primary Security ID: 054937107	Meeting ID: 1123856
Record Date: 02/15/2017	Meeting Type: Annual	Ticker: BBT	

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **BB&T Corporation**

Shares Instructed: 132,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1.1	Elect Director Jennifer S. Banner	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.2	Elect Director K. David Boyer, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.3	Elect Director Anna R. Cablik	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.4	Elect Director James A. Faulkner	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.5	Elect Director I. Patricia Henry	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.6	Elect Director Eric C. Kendrick	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.7	Elect Director Kelly S. King	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.8	Elect Director Louis B. Lynn	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.9	Elect Director Charles A. Patton	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.10	Elect Director Nido R. Qubein	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.11	Elect Director William J. Reuter	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.12	Elect Director Tollie W. Rich, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.13	Elect Director Christine Sears	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				
1.14	Elect Director Thomas E. Skains	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	nees is warranted.				

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **BB&T** Corporation

Proposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1.15	Elect Director Thomas N. Thompson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director no	minees is warranted.				
1.16	Elect Director Stephen T. Williams	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director no	minees is warranted.				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
5	Amend Omnibus Stock Plan	Mgmt	For	For	For	No
6	Reduce Supermajority Vote Requirement	SH	Against	For	For	Yes

Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of supermajority vote requirements would enhance shareholder rights.

# **Edison International**

Meeting Date: 04/27/2017	Country: USA	Primary Security ID: 281020107	Meeting ID: 1125315
Record Date: 03/03/2017	Meeting Type: Annual	Ticker: EIX	
			Shares Instructed: 81,300

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Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt		
Elect Director Vanessa C.L. Chang	Mgmt	For	For	For	No		
Voting Policy Rationale: A vote FOR the direct	or nominees is warranted.						
Elect Director Louis Hernandez, Jr.	Mgmt	For	For	For	No		
Voting Policy Rationale: A vote FOR the director nominees is warranted.							
Elect Director James T. Morris	Mgmt	For	For	For	No		
Voting Policy Rationale: A vote FOR the direct	or nominees is warranted.						
Elect Director Pedro J. Pizarro	Mgmt	For	For	For	No		
Voting Policy Rationale: A vote FOR the direct	or nominees is warranted.						
Elect Director Linda G. Stuntz	Mgmt	For	For	For	No		
	Elect Director Vanessa C.L. Chang Voting Policy Rationale: A vote FOR the direct Elect Director Louis Hernandez, Jr. Voting Policy Rationale: A vote FOR the direct Elect Director James T. Morris Voting Policy Rationale: A vote FOR the direct Elect Director Pedro J. Pizarro Voting Policy Rationale: A vote FOR the direct	Elect Director Vanessa C.L. Chang       Mgmt         Voting Policy Rationale: A vote FOR the director nominees is warranted.         Elect Director Louis Hernandez, Jr.       Mgmt         Voting Policy Rationale: A vote FOR the director nominees is warranted.         Elect Director James T. Morris       Mgmt         Voting Policy Rationale: A vote FOR the director nominees is warranted.         Elect Director James T. Morris       Mgmt         Voting Policy Rationale: A vote FOR the director nominees is warranted.         Elect Director Pedro J. Pizarro       Mgmt         Voting Policy Rationale: A vote FOR the director nominees is warranted.         Elect Director Pedro J. Pizarro       Mgmt	Elect Director Vanessa C.L. Chang       Mgmt       For         Voting Policy Rationale: A vote FOR the director nominees is warranted.       Elect Director Louis Hernandez, Jr.       Mgmt       For         Voting Policy Rationale: A vote FOR the director nominees is warranted.       Elect Director James T. Morris       Mgmt       For         Voting Policy Rationale: A vote FOR the director nominees is warranted.       Elect Director James T. Morris       Mgmt       For         Voting Policy Rationale: A vote FOR the director nominees is warranted.       Elect Director Pedro J. Pizarro       Mgmt       For         Voting Policy Rationale: A vote FOR the director nominees is warranted.       Elect Director Pedro J. Pizarro       Mgmt       For	Proposal TextProponentMgmt RecPolicy RecElect Director Vanessa C.L. ChangMgmtForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForElect Director Louis Hernandez, Jr.MgmtForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForElect Director James T. MorrisMgmtForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForElect Director James T. MorrisMgmtForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForLect Director Pedro J. PizarroMgmtForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForFor	Proposal TextProponentMgmt RecPolicy RecInstructionElect Director Vanessa C.L. ChangMgmtForForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForForElect Director Louis Hernandez, Jr.MgmtForForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForForElect Director James T. MorrisMgmtForForForElect Director Pedro J. PizarroMgmtForForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForForVoting Policy Rationale: A vote FOR the director nominees is warranted.ForForFor		

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Edison International**

Proposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1.6	Elect Director William P. Sullivan	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.7	Elect Director Ellen O. Tauscher	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.8	Elect Director Peter J. Taylor	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.9	Elect Director Brett White	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
5	Amend Proxy Access Right	SH	Against	For	For	Yes

Voting Policy Rationale: Increasing the aggregation limit would enhance the company's existing right for shareholders while maintaining safeguard on the nomination process. As such, a vote FOR this proposal is warranted.

## **Johnson & Johnson**

-	Date: 04/27/2017 Date: 02/28/2017	Country: USA Meeting Type: An	nual	Primary Security ID Ticker: JNJ	: 478160104	Mee	ting ID: 1123715
						Share	es Instructed: 53,600
Proposal Number	Proposal Text		Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Mary C. Becke	erle	Mgmt	For	For	For	No
	Voting Policy Rationale: A vol	te FOR the director nomin	nees is warranted.				
1b	Elect Director D. Scott Davis	3	Mgmt	For	For	For	No
	Voting Policy Rationale: A voi	te FOR the director nomin	nees is warranted.				
1c	Elect Director Ian E. L. Davi	s	Mgmt	For	For	For	No
	Voting Policy Rationale: A vol	te FOR the director nomin	nees is warranted.				
1d	Elect Director Alex Gorsky		Mgmt	For	For	For	No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Johnson & Johnson**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1e	Elect Director Mark B. McClellan	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director n	ominees is warranted.				
1f	Elect Director Anne M. Mulcahy	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director n	ominees is warranted.				
1g	Elect Director William D. Perez	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director n	ominees is warranted.				
1h	Elect Director Charles Prince	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director n	ominees is warranted.				
1i	Elect Director A. Eugene Washington	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director n	ominees is warranted.				
1j	Elect Director Ronald A. Williams	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director n	ominees is warranted.				
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Amend Omnibus Stock Plan	Mgmt	For	For	For	No
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No
6	Require Independent Board Chairman	SH	Against	For	For	Yes

Voting Policy Rationale: A vote FOR this proposal is warranted. Given the company's size and complexity, history of material settlements, and significant ongoing litigation, shareholders would benefit from the strongest possible form of independent oversight, which an independent chair could facilitate.

# **Pfizer Inc.**

<b>deeting Date:</b> 04/27/2017 <b>Record Date:</b> 02/28/2017		Country: USA Meeting Type: Annual		Primary Security ID: 717081103 Ticker: PFE		Meeting ID: 1124423		
						Share	es Instructed: 189,200	
roposal lumber	Proposal Text	Pro	oponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt	
1.1	Elect Director Dennis A. Ausiello	Mg	jmt	For	For	For	No	

Vote Summary Report Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Pfizer Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1.2	Elect Director Ronald E. Blaylock	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.3	Elect Director W. Don Cornwell	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.4	Elect Director Joseph J. Echevarria	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.5	Elect Director Frances D. Fergusson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.6	Elect Director Helen H. Hobbs	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.7	Elect Director James M. Kilts	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.8	Elect Director Shantanu Narayen	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.9	Elect Director Suzanne Nora Johnson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.10	Elect Director Ian C. Read	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.11	Elect Director Stephen W. Sanger	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.12	Elect Director James C. Smith	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
5	Adopt Holy Land Principles	SH	Against	Against	Against	No
6	Amend Bylaws - Call Special Meetings	SH	Against	For	Against	No
	Voting Policy Rationale: A vote FOR this proposal is war meetings.	rranted as it would enhand	te the existing shareholder right to call specie	al		
7	Require Independent Board Chairman	SH	Against	Against	Against	No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Abbott Laboratories**

Meeting Date: 04/28/2017	Country: USA	Primary Security ID: 002824100	Meeting ID: 1124732
Record Date: 03/01/2017	Meeting Type: Annual	Ticker: ABT	

Shares Instructed: 138,600

oposal mber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
l.1	Elect Director Robert J. Alpern	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.2	Elect Director Roxanne S. Austin	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.3	Elect Director Sally E. Blount	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
L.4	Elect Director Edward M. Liddy	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
L.5	Elect Director Nancy McKinstry	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.6	Elect Director Phebe N. Novakovic	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
L.7	Elect Director William A. Osborn	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.8	Elect Director Samuel C. Scott, III	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.9	Elect Director Daniel J. Starks	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
L.10	Elect Director Glenn F. Tilton	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
l.11	Elect Director Miles D. White	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
ł	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
i	Approve Omnibus Stock Plan	Mgmt	For	For	For	No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Abbott Laboratories**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
6	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For	For	No
7	Require Independent Board Chairman	SH	Against	For	Against	No

Voting Policy Rationale: A vote FOR this proposal is warranted. Given the company's short- and long-term stock price underperformance, shareholders would benefit from stronger independent board oversight in the form of an independent chair. In addition, this non-binding proposal would not require an immediate change in the board leadership structure as it would allow the board discretion to phase in the policy requiring an independent chair at the next CEO transition.

## AT&T Inc.

Meeting Date: 04/28/2017	Country: USA	Primary Security ID: 00206R102	Meeting ID: 1122261
Record Date: 02/28/2017	Meeting Type: Annual	Ticker: T	
			Shares Instructed: 152,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1.1	Elect Director Randall L. Stephenson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.				
1.2	Elect Director Samuel A. Di Piazza, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.				
1.3	Elect Director Richard W. Fisher	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.				
1.4	Elect Director Scott T. Ford	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.				
1.5	Elect Director Glenn H. Hutchins	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.				
1.6	Elect Director William E. Kennard	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.				
1.7	Elect Director Michael B. McCallister	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.				
1.8	Elect Director Beth E. Mooney	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.				
1.9	Elect Director Joyce M. Roche	Mgmt	For	For	For	No
	Voting Policy Pationalo: A vote EOP the director	nominees is warranted				

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## AT&T Inc.

oposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1.10	Elect Director Matthew K. Rose	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	minees is warranted.				
.11	Elect Director Cynthia B. Taylor	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	minees is warranted.				
.12	Elect Director Laura D'Andrea Tyson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	minees is warranted.				
.13	Elect Director Geoffrey Y. Yang	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	minees is warranted.				
	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	No
	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
	Report on Indirect Political Contributions	SH	Against	For	For	Yes
	Voting Policy Rationale: A vote FOR this resolution regarding the company's trade association participation partic		hareholders would benefit from mo	re information		
	Report on Lobbying Payments and Policy	SH	Against	For	For	Yes
	Voting Policy Rationale: A vote FOR this proposal is policies and oversight mechanisms, along with trac assess the risks and benefits associated with the co	e association membersl	hips and payments, would help sha	-		
7	Amend Proxy Access Right	SH	Against	For	For	Yes
	Voting Policy Rationale: On balance, the proposed while maintaining safeguards on the nomination pr			for shareholders		
3	Provide Right to Act by Written Consent	SH	Against	For	For	Yes

Voting Policy Rationale: A vote FOR this proposal is warranted as it would result in an improvement in the company's overall governance practices and could enhance shareholders' rights.

# **Archer-Daniels-Midland Company**

Meeting Date: 05/04/2017	Country: USA	Primary Security ID: 039483102	Meeting ID: 1127949
Record Date: 03/13/2017	Meeting Type: Annual	Ticker: ADM	
			Shares Instructed: 150,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1.1	Elect Director Alan L. Boeckmann	Mgmt	For	For	For	No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Archer-Daniels-Midland Company**

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.2	Elect Director Terrell K. Crews	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.3	Elect Director Pierre Dufour	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.4	Elect Director Donald E. Felsinger	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.5	Elect Director Suzan F. Harrison	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.6	Elect Director Juan R. Luciano	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.7	Elect Director Patrick J. Moore	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.8	Elect Director Francisco J. Sanchez	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.9	Elect Director Debra A. Sandler	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.10	Elect Director Daniel T. Shih	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1.11	Elect Director Kelvin R. Westbrook	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	minees is warranted.				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No

# **Verizon Communications Inc.**

Meeting Date: 05/04/2017	Country: USA	Primary Security ID: 92343V104	Meeting ID: 1125536
Record Date: 03/06/2017	Meeting Type: Annual	Ticker: VZ	

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Verizon Communications Inc.**

Shares Instructed: 127,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1.1	Elect Director Shellye L. Archambeau	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.2	Elect Director Mark T. Bertolini	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.3	Elect Director Richard L. Carrion	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.4	Elect Director Melanie L. Healey	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.5	Elect Director M. Frances Keeth	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.6	Elect Director Karl-Ludwig Kley	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.7	Elect Director Lowell C. McAdam	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.8	Elect Director Clarence Otis, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.9	Elect Director Rodney E. Slater	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.10	Elect Director Kathryn A. Tesija	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.11	Elect Director Gregory D. Wasson	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
1.12	Elect Director Gregory G. Weaver	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomine	ee are warranted.				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## Verizon Communications Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt	
5	Approve Omnibus Stock Plan	Mgmt	For	For	For	No	
6	Establish Board Committee on Human Rights	SH	Against	Against	Against	No	
7	Report on Feasibility of Adopting GHG Emissions Targets	SH	Against	Against	Against	No	
8	Amend Bylaws - Call Special Meetings	SH	Against	For	For	Yes	
9	Voting Policy Rationale: A vote FOR this proposal is wan is reasonable for a company of this size and ownership the current threshold for multiple shareholders to call a Amend Clawback Policy	, structure. This proposal w		5	For	Yes	
5	Voting Policy Rationale: A vote FOR this proposal is war the disclosure of the amounts and circumstances surrou	ranted as the company's c	current clawback policy does not provide for				
10	Stock Retention/Holding Period	SH	Against	For	For	Yes	
Voting Policy Rationale: A vote FOR this proposal is warranted. The CEO beneficially owns a meaningful stake in the company and the NEOs are subject to ownership guidelines. However, this proposal would materially enhance executives' retention of company equity, and shareholders may benefit from implementation of a holding requirement for a reasonable portion of equity-based compensation.							
11	Limit Matching Contributions to Executive Retirement Plans	SH	Against	Against	Against	No	

# **CVS Health Corporation**

Meeting Date: 05/10/2017	Country: USA	Primary Security ID: 126650100	Meeting ID: 1132251
Record Date: 03/14/2017	Meeting Type: Annual	Ticker: CVS	

Shares Instructed: 83,000

oposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Richard M. Bracken	Mgmt	For	For	For	No
	Voting Policy Rationale: Vote AGAINST Anne Fin that were scheduled over the past year without	-		-		
1b	Elect Director C. David Brown, II	Mgmt	For	For	For	No
	Voting Policy Rationale: Vote AGAINST Anne Fin that were scheduled over the past year without	-		•		
1c	Elect Director Alecia A. DeCoudreaux	Mgmt	For	For	For	No
	Voting Policy Rationale: Vote AGAINST Anne Fin that were scheduled over the past year without	-		•		
	Elect Director Nancy-Ann M. DeParle	Mamt	For	For	For	No

Voting Policy Rationale: Vote AGAINST Anne Finucane for attending less than 75 percent of the board and committee meetings that were scheduled over the past year without a valid excuse. A vote FOR the remaining directors is warranted.

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **CVS Health Corporation**

posal nber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
e	Elect Director David W. Dorman	Mgmt	For	For	For	No
	Voting Policy Rationale: Vote AGAINST Anne Finuca that were scheduled over the past year without a va					
f	Elect Director Anne M. Finucane	Mgmt	For	Against	Against	Yes
	Voting Policy Rationale: Vote AGAINST Anne Finuca. that were scheduled over the past year without a va			ttee meetings		
J	Elect Director Larry J. Merlo	Mgmt	For	For	For	No
	Voting Policy Rationale: Vote AGAINST Anne Finuca that were scheduled over the past year without a va	-	-	ttee meetings		
ı	Elect Director Jean-Pierre Millon	Mgmt	For	For	For	No
	Voting Policy Rationale: Vote AGAINST Anne Finuca that were scheduled over the past year without a va			ttee meetings		
	Elect Director Mary L. Schapiro	Mgmt	For	For	For	No
	Voting Policy Rationale: Vote AGAINST Anne Finuca. that were scheduled over the past year without a va	-	-	ttee meetings		
	Elect Director Richard J. Swift	Mgmt	For	For	For	No
	Voting Policy Rationale: Vote AGAINST Anne Finuca that were scheduled over the past year without a va			ttee meetings		
	Elect Director William C. Weldon	Mgmt	For	For	For	No
	Voting Policy Rationale: Vote AGAINST Anne Finuca that were scheduled over the past year without a va	-	-	ttee meetings		
	Elect Director Tony L. White	Mgmt	For	For	For	No
	Voting Policy Rationale: Vote AGAINST Anne Finuca that were scheduled over the past year without a va			ttee meetings		
	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	No
	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against	Yes
	Voting Policy Rationale: A vote AGAINST this propose performance-based. The majority is delivered in tim performance 2016-2018 LTIP are not disclosed. The information, shareholders are unable to fully assess results, STI awards can be increased by committee	e-vesting equity awards are is also incomplete go the rigor of the program	s, and the specific goals applicable to the specific goals applicable to the spal disclosure for other LTIP cycles. With the committee references are specified while the committee references.	he thout this		
	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
	Approve Omnibus Stock Plan	Mgmt	For	For	For	No
	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For	Yes
	Voting Policy Rationale: A vote FOR this proposal is enhance the current shareholder right to call special	-	wering the threshold to call a special n	neeting would		
	Report on Pay Disparity	SH	Against	Against	Against	No
	Report of Fuy Disparity		5	5	<b>J</b> • • •	

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Express Scripts Holding Company**

Meeting Date: 05/11/2017	Country: USA	Primary Security ID: 30219G108	Meeting ID: 1125358
Record Date: 03/13/2017	Meeting Type: Annual	Ticker: ESRX	

Shares Instructed: 97,290

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Red	Vote Instruction	Vote Against Mgmt
1a	Elect Director Maura C. Breen	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
1b	Elect Director William J. DeLaney	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
1c	Elect Director Elder Granger	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
1d	Elect Director Nicholas J. LaHowchic	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
1e	Elect Director Thomas P. Mac Mahon	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
1f	Elect Director Frank Mergenthaler	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
1g	Elect Director Woodrow A. Myers, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
1h	Elect Director Roderick A. Palmore	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
1i	Elect Director George Paz	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
1j	Elect Director William L. Roper	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
1k	Elect Director Seymour Sternberg	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
11	Elect Director Timothy Wentworth	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nom	inees is warranted.				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Express Scripts Holding Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
5	Require Independent Board Chairman	SH	Against	For	For	Yes
	Voting Policy Rationale: A vote FOR this proposal is war and eliminate a potentially confusing multi-headed lead non-independent chairman. Moreover, while there are r underperformed its peer group on a short- and long-ter by a non-independent chairman on a prospective basis.					
6	Report on Gender Pay Gap	SH	Against	Against	Against	No

# **Occidental Petroleum Corporation**

Meeting Date: 05/12/2017	Country: USA	Primary Security ID: 674599105	Meeting ID: 1128171
Record Date: 03/14/2017	Meeting Type: Annual	Ticker: OXY	

Shares Instructed: 109,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Spencer Abraham	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director non	ninees are warranted.				
1b	Elect Director Howard I. Atkins	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director non	ninees are warranted.				
1c	Elect Director Eugene L. Batchelder	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director non	ninees are warranted.				
1d	Elect Director John E. Feick	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director non	ninees are warranted.				
1e	Elect Director Margaret M. Foran	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director non	ninees are warranted.				
1f	Elect Director Carlos M. Gutierrez	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director non	ninees are warranted.				
1g	Elect Director Vicki Hollub	Mgmt	For	For	For	No
	Voting Policy Pationale: Votes EOP the director non	ninees are warranted				

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Occidental Petroleum Corporation**

oposal mber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt	
h	Elect Director William R. Klesse	Mgmt	For	For	For	No	
	Voting Policy Rationale: Votes FOR the director non	ninees are warranted.					
	Elect Director Jack B. Moore	Mgmt	For	For	For	No	
	Voting Policy Rationale: Votes FOR the director non	ninees are warranted.					
	Elect Director Avedick B. Poladian	Mgmt	For	For	For	No	
	Voting Policy Rationale: Votes FOR the director nominees are warranted.						
C	Elect Director Elisse B. Walter	Mgmt	For	For	For	No	
	Voting Policy Rationale: Votes FOR the director non	ninees are warranted.					
	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No	
	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No	
	Ratify KPMG LLP as Auditors	Mgmt	For	For	For	No	
	Assess Portfolio Impacts of Policies to Meet 2 Degree Scenario	SH	Against	For	For	Yes	
	Voting Policy Rationale: A vote FOR this proposal is about the impact that climate change-related regul the company is taking to mitigate these risks.						
	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For	Yes	
	Voting Policy Rationale: A vote FOR this proposal is percent would improve shareholders' ability to use unilaterally to call a special meeting at the proposed	the special meeting rigi					
	Report on Methane Emissions and Flaring Targets	SH	Against	For	For	Yes	
	Voting Policy Rationale: A vote FOR this resolution and flaring emissions performance would allow share any related risks.						
	Report on Political Contributions and	SH	Against	Against	Against	No	

# Waste Management, Inc.

Meeting Date: 05/12/2017	Country: USA	Primary Security ID: 94106L109	Meeting ID: 1128046
Record Date: 03/15/2017	Meeting Type: Annual	Ticker: WM	

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## Waste Management, Inc.

Shares	Instructed: 9	94,200
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roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Bradbury H. Anderson	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director no	minees are warranted.				
1b	Elect Director Frank M. Clark, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director no	minees are warranted.				
1c	Elect Director James C. Fish, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director no	minees are warranted.				
1d	Elect Director Andres R. Gluski	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director no	minees are warranted.				
1e	Elect Director Patrick W. Gross	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director no	minees are warranted.				
1f	Elect Director Victoria M. Holt	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director no	minees are warranted.				
1g	Elect Director Kathleen M. Mazzarella	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director no	minees are warranted.				
1h	Elect Director John C. Pope	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director no	minees are warranted.				
1i	Elect Director Thomas H. Weidemeyer	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director no	minees are warranted.				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
5	Pro-rata Vesting of Equity Awards	SH	Against	For	For	Yes

Voting Policy Rationale: A vote FOR this proposal is warranted because a policy requiring pro-rata vesting of equity and the elimination of replacement awards upon a change in control would further align the interests of executives with shareholders.

# ConocoPhillips

Meeting Date: 05/16/2017	Country: USA	Primary Security ID: 20825C104	Meeting ID: 1133349
Record Date: 03/20/2017	Meeting Type: Annual	Ticker: COP	

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **ConocoPhillips**

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Shares Instructed: 155,6	00
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Proposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt	
1a	Elect Director Richard L. Armitage	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director no						
1b	Elect Director Richard H. Auchinleck	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.					
1c	Elect Director Charles E. Bunch	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.					
1d	Elect Director John V. Faraci	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director nominees is warranted.						
1e	Elect Director Jody L. Freeman	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.					
1f	Elect Director Gay Huey Evans	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.					
1g	Elect Director Ryan M. Lance	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.					
1h	Elect Director Arjun N. Murti	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.					
1i	Elect Director Robert A. Niblock	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.					
1j	Elect Director Harald J. Norvik	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	No	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against	Yes	

Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company utilizes a very large number of metrics to assess performance for both annual and long-term incentives, yet there is almost no disclosure of the target goals associated with these metrics. Without this information, shareholders are unable to assess the rigor of the programs, which is crucial in light of the CEO's consistently elevated pay levels and the company's underwhelming financial and long-term stock price performance. The application of negative discretion to awards no longer mitigates these concerns.

 Advisory Vote on Say on Pay Frequency
 Mgmt
 None
 One Year
 One Year
 No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## ConocoPhillips

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt	
5	Report on Lobbying Payments and Policy	SH	Against	For	For	Yes	
	Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's lobbying-related expenditures, trade association payments, and board-level oversight mechanisms would help shareholders to better assess the risks and benefits associated with the company's participation in the public policy process.						
6	Report on Executive Compensation Incentives Aligned with Low Carbon Scenarios	SH	Against	Against	Against	No	

# **Quest Diagnostics Incorporated**

Meeting Date: 05/16/2017	Country: USA	Primary Security ID: 74834L100	Meeting ID: 1134742
Record Date: 03/17/2017	Meeting Type: Annual	Ticker: DGX	

Shares Instructed: 71,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt	
1.1	Elect Director Jenne K. Britell	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director i	nominees is warranted.					
1.2	Elect Director Vicky B. Gregg	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director i	nominees is warranted.					
1.3	Elect Director Jeffrey M. Leiden	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director i	nominees is warranted.					
1.4	Elect Director Timothy L. Main	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director i	nominees is warranted.					
1.5	Elect Director Gary M. Pfeiffer	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director nominees is warranted.						
1.6	Elect Director Timothy M. Ring	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director nominees is warranted.						
1.7	Elect Director Stephen H. Rusckowski	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director nominees is warranted.						
1.8	Elect Director Daniel C. Stanzione	Mgmt	For	For	For	No	
	Voting Policy Rationale: A vote FOR the director	nominees is warranted.					
1.9	Elect Director Gail R. Wilensky	Mgmt	For	For	For	No	
	/oting Policy Rationale: A vote FOR the director nominees is warranted.						

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Quest Diagnostics Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No
5	Amend Non-Employee Director Omnibus Stock Plan	Mgmt	For	For	For	No

# **Halliburton Company**

Meeting Date: 05/17/2017	Country: USA	Primary Security ID: 406216101	Meeting ID: 1135931
Record Date: 03/20/2017	Meeting Type: Annual	Ticker: HAL	

Shares Instructed: 138,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Abdulaziz F. Al Khayyal	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	r nominees is warranted.				
1b	Elect Director William E. Albrecht	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	r nominees is warranted.				
1c	Elect Director Alan M. Bennett	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	r nominees is warranted.				
1d	Elect Director James R. Boyd	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	r nominees is warranted.				
1e	Elect Director Milton Carroll	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	r nominees is warranted.				
1f	Elect Director Nance K. Dicciani	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	r nominees is warranted.				
1g	Elect Director Murry S. Gerber	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	r nominees is warranted.				
1h	Elect Director Jose C. Grubisich	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director	r nominees is warranted.				

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Halliburton Company**

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Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1i	Elect Director David J. Lesar	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nom	inees is warranted.				
1j	Elect Director Robert A. Malone	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nom	inees is warranted.				
1k	Elect Director J. Landis Martin	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nom	inees is warranted.				
11	Elect Director Jeffrey A. Miller	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nom	inees is warranted.				
1m	Elect Director Debra L. Reed	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nom	inees is warranted.				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
5	Amend Omnibus Stock Plan	Mgmt	For	For	For	No

# Mondelez International, Inc.

Meeting Date: 05/17/2017	Country: USA	Primary Security ID: 609207105	Meeting ID: 1129727
Record Date: 03/08/2017	Meeting Type: Annual	Ticker: MDLZ	

#### Shares Instructed: 141,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec		/oting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Lewis W.K. Booth	Mgmt	For	F	For	For	No
	Voting Policy Rationale: A vote FOR the director nom	inees is warranted.					
1b	Elect Director Charles E. Bunch	Mgmt	For	F	For	For	No
	Voting Policy Rationale: A vote FOR the director nom	inees is warranted.					
1c	Elect Director Lois D. Juliber	Mgmt	For	F	For	For	No
	Voting Policy Rationale: A vote FOR the director nom	inees is warranted.					
1d	Elect Director Mark D. Ketchum	Mgmt	For	F	For	For	No
	Voting Policy Rationale: A vote FOR the director nom	inees is warranted					

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# Mondelez International, Inc.

oposal Imber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1e	Elect Director Jorge S. Mesquita	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1f	Elect Director Joseph Neubauer	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
g	Elect Director Nelson Peltz	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1h	Elect Director Fredric G. Reynolds	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
1i	Elect Director Irene B. Rosenfeld	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
lj	Elect Director Christiana S. Shi	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
k	Elect Director Patrick T. Siewert	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
.I	Elect Director Ruth J. Simmons	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
lm	Elect Director Jean-Francois M. L. van Boxmeer	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director no	ominees is warranted.				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
5	Assess Environmental Impact of Non-Recyclable Packaging	SH	Against	For	Against	No

6	Create a Committee to Prepare a Report	SH	Against	Against	Against	No
	Regarding the Impact of Plant Closures on					
	Communities and Alternatives					

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Northrop Grumman Corporation**

Meeting Date: 05/17/2017	Country: USA	Primary Security ID: 666807102	Meeting ID: 1132253
Record Date: 03/21/2017	Meeting Type: Annual	Ticker: NOC	

Shares Instructed: 29,200

Proposal				Voting	Vote	Vote Against
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruction	Mgmt
1.1	Elect Director Wesley G. Bush	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.2	Elect Director Marianne C. Brown	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.3	Elect Director Victor H. Fazio	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.4	Elect Director Donald E. Felsinger	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.5	Elect Director Ann M. Fudge	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.6	Elect Director Bruce S. Gordon	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.7	Elect Director William H. Hernandez	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.8	Elect Director Madeleine A. Kleiner	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.9	Elect Director Karl J. Krapek	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.10	Elect Director Gary Roughead	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.11	Elect Director Thomas M. Schoewe	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.12	Elect Director James S. Turley	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1.13	Elect Director Mark A. Welsh, III	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Northrop Grumman Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For	No

# **Intel Corporation**

Meeting Date: 05/18/2017	Country: USA	Primary Security ID: 458140100	Meeting ID: 1135150
Record Date: 03/20/2017	Meeting Type: Annual	Ticker: INTC	

Shares Instructed: 201,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Charlene Barshefsky	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the directo	or nominees is warranted.				
1b	Elect Director Aneel Bhusri	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the directo	or nominees is warranted.				
1c	Elect Director Andy D. Bryant	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the directo	or nominees is warranted.				
1d	Elect Director Reed E. Hundt	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the directo	or nominees is warranted.				
1e	Elect Director Omar Ishrak	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the directo	or nominees is warranted.				
1f	Elect Director Brian M. Krzanich	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the directo	or nominees is warranted.				
1g	Elect Director Tsu-Jae King Liu	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the directo	or nominees is warranted.				
1h	Elect Director David S. Pottruck	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the directo	or nominees is warranted.				
1i	Elect Director Gregory D. Smith	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the directo	or nominees is warranted				

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Intel Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1j	Elect Director Frank D. Yeary	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	es is warranted.				
1k	Elect Director David B. Yoffie	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	es is warranted.				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Amend Omnibus Stock Plan	Mgmt	For	For	For	No
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
6	Political Contributions Disclosure	SH	Against	Against	Against	No
7	Provide Vote Counting to Exclude Abstentions	SH	Against	Against	Against	No

# Marsh & McLennan Companies, Inc.

Meeting Date: 05/18/2017	Country: USA	Primary Security ID: 571748102	Meeting ID: 1132342
Record Date: 03/20/2017	Meeting Type: Annual	Ticker: MMC	

					Shar	es Instructed: 95,800
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Anthony K. Anderson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director	nominees is warranted.				
1b	Elect Director Oscar Fanjul	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director	nominees is warranted.				
1c	Elect Director Daniel S. Glaser	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director	nominees is warranted.				
1d	Elect Director H. Edward Hanway	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director	nominees is warranted.				
1e	Elect Director Deborah C. Hopkins	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director	nominees is warranted.				
1f	Elect Director Elaine La Roche	Mgmt	For	For	For	No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## Marsh & McLennan Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1g	Elect Director Steven A. Mills	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomined					
1h	Elect Director Bruce P. Nolop	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomined	es is warranted.				
1i	Elect Director Marc D. Oken	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomined	es is warranted.				
1j	Elect Director Morton O. Schapiro	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nominee	es is warranted.				
1k	Elect Director Lloyd M. Yates	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nominee	es is warranted.				
11	Elect Director R. David Yost	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nominee	es is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For	No
5	Adopt Holy Land Principles	SH	Against	Against	Against	No

# Merck & Co., Inc.

Meeting Date: 05/23/2017	Country: USA	Primary Security ID: 58933Y105	Meeting ID: 1137151
Record Date: 03/27/2017	Meeting Type: Annual	Ticker: MRK	

Shares Instructed: 111,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Leslie A. Brun	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the dire					
1b	Elect Director Thomas R. Cech	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the dire					
1c	Elect Director Pamela J. Craig	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the dire	ctor nominees is warranted				

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## Merck & Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1d	Elect Director Kenneth C. Frazier	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.				
1e	Elect Director Thomas H. Glocer	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.				
1f	Elect Director Rochelle B. Lazarus	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.				
1g	Elect Director John H. Noseworthy	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.				
1h	Elect Director Carlos E. Represas	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.				
1i	Elect Director Paul B. Rothman	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.				
1j	Elect Director Patricia F. Russo	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.				
1k	Elect Director Craig B. Thompson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.				
11	Elect Director Wendell P. Weeks	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.				
1m	Elect Director Peter C. Wendell	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No
5	Require Independent Board Chairman	SH	Against	For	For	Yes
6	Adopt Holy Land Principles	SH	Against	Against	Against	No
7	Report on Risks of Doing Business in Conflict-Affected Areas	SH	Against	For	For	Yes

Voting Policy Rationale: A vote FOR this resolution is warranted as:\* Merck does not disclose policies governing its

decision-making process to invest or operate in politically or socially unstable markets; and\* The company has business ties to countries with histories of political instability and human rights issues.

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## Merck & Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
8	Report on Board Oversight of Product Safety and Quality	SH	Against	Against	Against	No

.

# E. I. du Pont de Nemours and Company

-	Date: 05/24/2017 Date: 03/28/2017	Country: USA Meeting Type	: Annual	Primary Security ID: 263534109 Ticker: DD		<b>Meeting ID:</b> 1139620	
						Shar	es Instructed: 87,300
roposal lumber	Proposal Text		Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Lamberto An	Idreotti	Mgmt	For	For	For	No
	Eleuthere du Pont, Marillyn I	Hewson, Lois Juliber, a	and Lee Thomas for failing	ompensation committee: Alexander Cutler, to adequately respond to shareholder concerns OR the remaining director nominees is warranted.			
1b	Elect Director Edward D. Br	reen	Mgmt	For	For	For	No
	Eleuthere du Pont, Marillyn H	Hewson, Lois Juliber, a	and Lee Thomas for failing	ompensation committee: Alexander Cutler, to adequately respond to shareholder concerns iOR the remaining director nominees is warranted.			
1c	Elect Director Robert A. Bro	own	Mgmt	For	For	For	No
	Eleuthere du Pont, Marillyn I	Hewson, Lois Juliber, a	and Lee Thomas for failing	ompensation committee: Alexander Cutler, to adequately respond to shareholder concerns OR the remaining director nominees is warranted.			
			Mamt	For	Against	Against	Yes
1d	Elect Director Alexander M.	. Cutler	Mgmt	101	5	5	165
1d	Voting Policy Rationale: A vo Eleuthere du Pont, Marillyn I	ote AGAINST is warran Hewson, Lois Juliber, a	nted for members of the co and Lee Thomas for failing	ompensation committee: Alexander Cutler, to adequately respond to shareholder concerns OR the remaining director nominees is warranted.			
	Voting Policy Rationale: A vo Eleuthere du Pont, Marillyn I	ote AGAINST is warran Hewson, Lois Juliber, a oport for the 2016 say-	nted for members of the co and Lee Thomas for failing	ompensation committee: Alexander Cutler, to adequately respond to shareholder concerns		Against	Yes
	Voting Policy Rationale: A vo Eleuthere du Pont, Marillyn H that led to relatively low sup Elect Director Eleuthere I. d Voting Policy Rationale: A vo Eleuthere du Pont, Marillyn H	ote AGAINST is warran Hewson, Lois Juliber, a oport for the 2016 say- du Pont ote AGAINST is warran Hewson, Lois Juliber, a	ted for members of the co and Lee Thomas for failing on-pay proposal. A vote f Mgmt ted for members of the co and Lee Thomas for failing	ompensation committee: Alexander Cutler, to adequately respond to shareholder concerns OR the remaining director nominees is warranted.	Against		
1e	Voting Policy Rationale: A vo Eleuthere du Pont, Marillyn H that led to relatively low sup Elect Director Eleuthere I. d Voting Policy Rationale: A vo Eleuthere du Pont, Marillyn H	ote AGAINST is warran Hewson, Lois Juliber, a oport for the 2016 say- du Pont Dete AGAINST is warran Hewson, Lois Juliber, a port for the 2016 say-	ted for members of the co and Lee Thomas for failing on-pay proposal. A vote f Mgmt ted for members of the co and Lee Thomas for failing	ompensation committee: Alexander Cutler, to adequately respond to shareholder concerns OR the remaining director nominees is warranted. For pompensation committee: Alexander Cutler, to adequately respond to shareholder concerns	Against		
1d 1e 1f	Voting Policy Rationale: A vo Eleuthere du Pont, Marillyn H that led to relatively low sup Elect Director Eleuthere I. d Voting Policy Rationale: A vo Eleuthere du Pont, Marillyn H that led to relatively low sup Elect Director James L. Gal Voting Policy Rationale: A vo Eleuthere du Pont, Marillyn H	ote AGAINST is warran Hewson, Lois Juliber, a oport for the 2016 say- du Pont ote AGAINST is warran Hewson, Lois Juliber, a oport for the 2016 say- llogly ote AGAINST is warran Hewson, Lois Juliber, a	ted for members of the co and Lee Thomas for failing on-pay proposal. A vote f Mgmt ted for members of the co and Lee Thomas for failing on-pay proposal. A vote f Mgmt ted for members of the co and Lee Thomas for failing	ompensation committee: Alexander Cutler, to adequately respond to shareholder concerns OR the remaining director nominees is warranted. For pompensation committee: Alexander Cutler, to adequately respond to shareholder concerns OR the remaining director nominees is warranted.	Against For	Against	Yes

that led to relatively low support for the 2016 say-on-pay proposal. A vote FOR the remaining director nominees is warranted.

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# E. I. du Pont de Nemours and Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1h	Elect Director Lois D. Juliber	Mgmt	For	Against	Against	Yes
	Voting Policy Rationale: A vote AGAINST is warrant Eleuthere du Pont, Marillyn Hewson, Lois Juliber, a that led to relatively low support for the 2016 say-	nd Lee Thomas for failing	, to adequately respond to sharehol	lder concerns		
1i	Elect Director Lee M. Thomas	Mgmt	For	Against	Against	Yes
	Voting Policy Rationale: A vote AGAINST is warrant Eleuthere du Pont, Marillyn Hewson, Lois Juliber, a that led to relatively low support for the 2016 say-	nd Lee Thomas for failing	, to adequately respond to sharehol	lder concerns		
1j	Elect Director Patrick J. Ward	Mgmt	For	For	For	No
2	Voting Policy Rationale: A vote AGAINST is warrant Eleuthere du Pont, Marillyn Hewson, Lois Juliber, a that led to relatively low support for the 2016 say-o Ratify PricewaterhouseCoopers LLP as	nd Lee Thomas for failing	, to adequately respond to sharehol	lder concerns	For	No
3	Auditors Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against	Yes
	Voting Policy Rationale: A vote AGAINST this proposi- shareholders' concerns that drove low support for provision applicable to participants in the Senior Ex- merger with Dow Chemical.	the 2016 say-on-pay prop	posal. The committee did not remov	<i>ie an excise tax</i>		
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
5	Report on Pay Disparity	SH	Against	Against	Against	No
					For	

Voting Policy Rationale: A vote FOR this resolution is warranted, as additional disclosure related to the company's health and safety policies and initiatives, including facility audits, would allow shareholders to understand the company's management of related risks.

# **Raytheon Company**

Meeting Date: 05/25/2017 Record Date: 04/04/2017					Primary Security ID: 755111507 Ticker: RTN		Meet	Meeting ID: 1141969	
			Shares Instructed: 44,500						
Proposal Number	Proposal Text		Proponent	Mgmt Rec		Voting Policy Rec	Vote Instruction	Vote Against Mgmt	
1a	Elect Director Tracy A. Atkinson	<u>וווווווווווווווווווווווווווווווווווו</u>	Mgmt	For		For	For	No	
	Voting Policy Rationale: Votes FC	OR the director nominee:	s are warranted.						
1b	Elect Director Robert E. Beauch	ıamp	Mgmt	For		For	For	No	

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Raytheon Company**

						Vote
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Against Mgmt
1c	Elect Director Vernon E. Clark	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin					
1d	Elect Director Stephen J. Hadley	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nominees are warranted.					
1e	Elect Director Thomas A. Kennedy	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	nees are warranted.				
1f	Elect Director Letitia A. Long	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	nees are warranted.				
1g	Elect Director George R. Oliver	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	nees are warranted.				
1h	Elect Director Dinesh C. Paliwal	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	nees are warranted.				
1i	Elect Director William R. Spivey	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	nees are warranted.				
1j	Elect Director James A. Winnefeld, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: Votes FOR the director nomin	nees are warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
4	Approve Executive Incentive Bonus Plan	Mgmt	For	For	For	No
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No

# **The Allstate Corporation**

Elect Director Kermit R. Crawford

1a

Meeting Date: 05/25/2017 Record Date: 03/27/2017	Country: USA Meeting Type: Annual	Primary Security ID: 020002101 Ticker: ALL		Mee	ting ID: 1138323
				Share	es Instructed: 86,100
Proposal Number Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt

For

For

No

For

Voting Policy Rationale: A vote FOR all director nominees is warranted.

Mgmt

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **The Allstate Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1b	Elect Director Michael L. Eskew	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	ees is warranted.				
1c	Elect Director Siddharth N. (Bobby) Mehta	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	ees is warranted.				
1d	Elect Director Jacques P. Perold	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	ees is warranted.				
1e	Elect Director Andrea Redmond	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	ees is warranted.				
1f	Elect Director John W. Rowe	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	ees is warranted.				
1g	Elect Director Judith A. Sprieser	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	ees is warranted.				
1h	Elect Director Mary Alice Taylor	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	ees is warranted.				
1i	Elect Director Perry M. Traquina	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	ees is warranted.				
1j	Elect Director Thomas J. Wilson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR all director nomin	ees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
4	Approve Non-Employee Director Omnibus Stock Plan	Mgmt	For	For	For	No
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For	No
6	Require Independent Board Chairman	SH	Against	Against	Against	No
7	Lead Director Qualifications	SH	Against	Against	Against	No
8	Political Contributions Disclosure	SH	Against	Against	Against	No

# **Chevron Corporation**

Meeting Date: 05/31/2017	Country: USA	Primary Security ID: 166764100	Meeting ID: 1137427
Record Date: 04/03/2017	Meeting Type: Annual	Ticker: CVX	

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# **Chevron Corporation**

Shares Instructed: 62,800

oposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1a	Elect Director Wanda M. Austin	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1b	Elect Director Linnet F. Deily	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1c	Elect Director Robert E. Denham	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1d	Elect Director Alice P. Gast	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1e	Elect Director Enrique Hernandez, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1f	Elect Director Jon M. Huntsman, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1g	Elect Director Charles W. Moorman, IV	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1h	Elect Director Dambisa F. Moyo	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1i	Elect Director Ronald D. Sugar	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1j	Elect Director Inge G. Thulin	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1k	Elect Director John S. Watson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
11	Elect Director Michael K. Wirth	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Chevron Corporation**

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
5	Report on Lobbying Payments and Policy	SH	Against	For	For	Yes
	Voting Policy Rationale: A vote FOR this proposal is expenditures and trade association payments, would company's participation in the public policy process.	d help shareholders bet		-		
6	Report on Risks of Doing Business in Conflict-Affected Areas	SH	Against	Against	Against	No
7	Annually Assess Portfolio Impacts of Policies to Meet 2-degree Scenario *Withdrawn Resolution*	SH				
3	Assess and Report on Transition to a Low Carbon Economy	SH	Against	For	For	Yes
	Voting Policy Rationale: A vote FOR this proposal is about the impact that climate change-related regula degrees Celsius, might have on the company and its	tions, including those a				
١	about the impact that climate change-related regula	tions, including those a			For	Yes
)	about the impact that climate change-related regula degrees Celsius, might have on the company and its	tions, including those a s operations. SH warranted as sharehold of the proposed policy i insition. In addition, the	imed at limiting global temperature i Against lers could benefit from more indepen s not overly prescriptive and provide. a lead independent director may not i	For For Ident oversight s flexibility such	For	Yes
9	about the impact that climate change-related regula degrees Celsius, might have on the company and its Require Independent Board Chairman Voting Policy Rationale: A vote FOR this proposal is by having an independent chairman. The language of that the policy can be phased in at the next CEO tra	tions, including those a s operations. SH warranted as sharehold of the proposed policy i insition. In addition, the	imed at limiting global temperature i Against lers could benefit from more indepen s not overly prescriptive and provide. a lead independent director may not i	For For Ident oversight s flexibility such	For	Yes
	about the impact that climate change-related regula degrees Celsius, might have on the company and its Require Independent Board Chairman Voting Policy Rationale: A vote FOR this proposal is by having an independent chairman. The language that the policy can be phased in at the next CEO tra effectively counter-balance both the CEO/chairman Require Director Nominee with Environmental	tions, including those a s operations. SH warranted as sharehold of the proposed policy i nsition. In addition, the and the non-independe SH s warranted, as Chevron	imed at limiting global temperature i Against lers could benefit from more indepen is not overly prescriptive and provide e lead independent director may not i nt vice-chairman. Against n does not appear to have an indepen	For For Ident oversight Is flexibility such be able to For Indent board		

# **Marathon Oil Corporation**

Meeting Date: 05/31/2017 Record Date: 04/03/2017	Country: USA Meeting Type: Annual	Primary Security ID: 565849106 Ticker: MRO	Meeting ID: 1139505
			Shares Instructed: 240,200
Dreneed		Vation	Vote Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Against Mgmt
1a	Elect Director Gaurdie E. Banister, Jr.	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	es is warranted.				
1b	Elect Director Gregory H. Boyce	Mgmt	For	For	For	No

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Marathon Oil Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
1c	Elect Director Chadwick C. Deaton	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1d	Elect Director Marcela E. Donadio	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1e	Elect Director Philip Lader	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1f	Elect Director Michael E. J. Phelps	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1g	Elect Director Dennis H. Reilley	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
1h	Elect Director Lee M. Tillman	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomine	ees is warranted.				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No

# Lowe's Companies, Inc.

Meeting Date: 06/02/2017	Country: USA	Primary Security ID: 548661107	Meeting ID: 1142227
Record Date: 03/24/2017	Meeting Type: Annual	Ticker: LOW	

Shares Instructed: 84,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt		
1.1	Elect Director Raul Alvarez	Mgmt	For	For	For	No		
	Voting Policy Rationale: A vote FOR the director nor	minees is warranted.						
1.2	Elect Director Angela F. Braly	Mgmt	For	For	For	No		
	Voting Policy Rationale: A vote FOR the director nominees is warranted.							
1.3	Elect Director Sandra B. Cochran	Mgmt	For	For	For	No		
	Voting Policy Rationale: A vote FOR the director no	minees is warranted						

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

# Lowe's Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
Number	Proposal Text	Proponent	Mgint Ket	Policy Rec	Instruction	Myint
1.4	Elect Director Laurie Z. Douglas	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.5	Elect Director Richard W. Dreiling	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.6	Elect Director Robert L. Johnson	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.7	Elect Director Marshall O. Larsen	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.8	Elect Director James H. Morgan	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.9	Elect Director Robert A. Niblock	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.10	Elect Director Bertram L. Scott	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
1.11	Elect Director Eric C. Wiseman	Mgmt	For	For	For	No
	Voting Policy Rationale: A vote FOR the director nomin	ees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For	No
5	Assess Climate Benefits and Feasibility of Adopting Quantitative Renewable Production Goals	SH	Against	Against	Against	No

# **Equity Residential**

		Country: USA Meeting Type: Annual	nnual Primary Security ID: 29476L107 Ticker: EQR		<b>Meeting ID:</b> 1143234		
					Share	es Instructed: 107,800	
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt	
1.1	Elect Director John W. Alexande	- Mgmt	For	Withhold	For	No	

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Equity Residential**

roposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
	Voting Policy Rationale: WITHHOLD votes from Charles A Shapiro for a material governance failure. The company's A vote FOR the remaining director nominees is warranted	s charter restricts share				
1.2	Elect Director Charles L. Atwood	Mgmt	For	Withhold	For	No
	Voting Policy Rationale: WITHHOLD votes from Charles A Shapiro for a material governance failure. The company A vote FOR the remaining director nominees is warranted	s charter restricts share				
1.3	Elect Director Linda Walker Bynoe	Mgmt	For	Withhold	For	No
	Voting Policy Rationale: WITHHOLD votes from Charles A Shapiro for a material governance failure. The company A vote FOR the remaining director nominees is warranted	s charter restricts share				
1.4	Elect Director Connie K. Duckworth	Mgmt	For	For	For	No
	Voting Policy Rationale: WITHHOLD votes from Charles A Shapiro for a material governance failure. The company A vote FOR the remaining director nominees is warranted	s charter restricts share				
1.5	Elect Director Mary Kay Haben	Mgmt	For	Withhold	For	No
	Voting Policy Rationale: WITHHOLD votes from Charles A Shapiro for a material governance failure. The company's A vote FOR the remaining director nominees is warranted	s charter restricts share				
1.6	Elect Director Bradley A. Keywell	Mgmt	For	For	For	No
	Voting Policy Rationale: WITHHOLD votes from Charles A Shapiro for a material governance failure. The company A vote FOR the remaining director nominees is warranted	s charter restricts share				
1.7	Elect Director John E. Neal	Mgmt	For	For	For	No
	Voting Policy Rationale: WITHHOLD votes from Charles A Shapiro for a material governance failure. The company's A vote FOR the remaining director nominees is warranted	s charter restricts share				
1.8	Elect Director David J. Neithercut	Mgmt	For	For	For	No
	Voting Policy Rationale: WITHHOLD votes from Charles A Shapiro for a material governance failure. The company's A vote FOR the remaining director nominees is warranted	s charter restricts share				
1.9	Elect Director Mark S. Shapiro	Mgmt	For	Withhold	For	No
	Voting Policy Rationale: WITHHOLD votes from Charles A Shapiro for a material governance failure. The company A vote FOR the remaining director nominees is warranted	s charter restricts share				
1.10	Elect Director Gerald A. Spector	Mgmt	For	For	For	No
	Voting Policy Rationale: WITHHOLD votes from Charles A Shapiro for a material governance failure. The company's A vote FOR the remaining director nominees is warranted	s charter restricts share				

Voting Policy Rationale: WITHHOLD votes from Charles Atwood, John Alexander, Linda Bynoe, Mary Kay Haben, and Mark Shapiro for a material governance failure. The company's charter restricts shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.

Reporting Period: 07/01/2016 to 06/30/2017 Location(s): Delaware Management Company Institution Account(s): DI-UCITS U.S. Large Cap Value Fund

## **Equity Residential**

Proposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	Vote Against Mgmt
	Elect Director Samuel Zell	Mgmt	For	For	For	No
	Voting Policy Rationale: WITHHOLD votes from Charles Atwood, John Alexander, Linda Bynoe, Mary Kay Haben, and Mark Shapiro for a material governance failure. The company's charter restricts shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	No
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	No
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year	No
5	Provide Shareholders the Right to Amend Bylaws	SH	Against	For	For	Yes

Voting Policy Rationale: A vote FOR this proposal is warranted given the ability to amend the company's governing documents by a majority vote standard enhances shareholder rights.