FRANKLIN UNIVERSAL TRUST Form N-PX August 29, 2018 UNITED STATES

# SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

#### FORM N-PX

# ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-05569

## Franklin Universal Trust

(Exact name of registrant as specified in charter)

## One Franklin Parkway, San Mateo, CA 94403-1906

(Address of principal executive offices) (Zip code)

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

(Name and address of agent for service)

Registrant's telephone number, including area code: (650) 312-2000

Date of fiscal year end: 8/31

Date of reporting period: 6/30/18

Item 1. Proxy Voting Records.

Franklin Universal Trust

ALLIANT ENERGY CORPORATION Meeting Date: MAY 17, 2018 Record Date: MAR 23, 2018

Meeting Type: ANNUAL

Ticker: LNT

Security ID: 018802108

Proposal No Proposal Proposed By Management Vote Cast Recommendation

1.1 Management For For

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

|     | Elect Director Dean C.    |               |         |         |
|-----|---------------------------|---------------|---------|---------|
|     | Oestreich                 |               |         |         |
| 1.2 | Elect Director Carol P.   | Managamant    | For     | For     |
| 1.2 | Sanders                   | Management    | LOT     | LOT     |
|     | Advisory Vote to Ratify   |               |         |         |
| 2   | Named Executive Officers' | Management    | For     | For     |
|     | Compensation              |               |         |         |
| 2   | Ratify Deloitte & Touche  | Managamant    | For     | For     |
| 3   | LLP as Auditors           | Management    | LOT     | FOL     |
| 4   | Report on Political       | Shareholder   | Against | Against |
| 4   | Contributions             | Silarellorder | Against | Against |

AMERICAN ELECTRIC POWER COMPANY, INC.

Meeting Date: APR 24, 2018 Record Date: FEB 26, 2018

Meeting Type: ANNUAL

Ticker: AEP

| Proposal No | oProposal  | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--|-------------|------------------------------|-----------|
| 1.1         | Elect Director Nicholas K.<br>Akins                            | Management  | For                          | For       |
| 1.2         | Elect Director David J.<br>Anderson                            | Management  | For                          | For       |
| 1.3         | Elect Director J. Barnie Beasley, Jr.                          | Management  | For                          | For       |
| 1.4         | Elect Director Ralph D. Crosby, Jr.                            | Management  | For                          | For       |
| 1.5         | Elect Director Linda A. Goodspeed                              | Management  | For                          | For       |
| 1.6         | Elect Director Thomas E. Hoaglin                               | Management  | For                          | For       |
| 1.7         | Elect Director Sandra Beach<br>Lin                             | Management  | For                          | For       |
| 1.8         | Elect Director Richard C. Notebaert                            | Management  | For                          | For       |
| 1.9         | Elect Director Lionel L. Nowell, III                           | Management  | For                          | For       |
| 1.10        | Elect Director Stephen S.<br>Rasmussen                         | Management  | For                          | For       |
| 1.11        | Elect Director Oliver G. Richard, III                          | Management  | For                          | For       |
| 1.12        | Elect Director Sara Martinez<br>Tucker                         | Management  | For                          | For       |
| 2           | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management  | For                          | For       |
| 3           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                          | For       |

BHP BILLITON PLC

Meeting Date: OCT 19, 2017 Record Date: SEP 15, 2017

Meeting Type: ANNUAL

Ticker: BLT

Security ID: 05545E209

| Proposal No | Proposal  | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|---|-------------|------------------------------|-----------|
| 1           | Accept Financial<br>Statements and Statutory<br>Reports                       | Management  | For                          | For       |
| 2           | Reappoint KPMG LLP as<br>Auditors   | Management  | For                          | For       |
| 3           | Authorise the Risk and<br>Audit Committee to Fix<br>Remuneration of Auditors  | Management  | For                          | For       |
| 4           | Authorise Issue of Equity with Pre-emptive Rights                             | Management  | For                          | For       |
| 5           | Authorise Issue of Equity without Pre-emptive Rights                          | Management  | For                          | For       |
| 6           | Authorise Market Purchase of Ordinary Shares                                  | Management  | For                          | For       |
| 7           | Approve Remuneration Policy   | Management  | For                          | For       |
| 8           | Approve Remuneration<br>Report for UK Law Purposes<br>Approve Remuneration    | Management  | For                          | For       |
| 9           | Report for Australian Law<br>Purposes   | Management  | For                          | For       |
| 10          | Approve Leaving Entitlements  | Management  | For                          | For       |
| 11          | Approve Grant of Awards under the Group's Incentive Plans to Andrew Mackenzie | Management  | For                          | For       |
| 12          | Elect Terry Bowen as<br>Director  | Management  | For                          | For       |
| 13          | Elect John Mogford as<br>Director   | Management  | For                          | For       |
| 14          | Re-elect Malcolm Broomhead as Director  | Management  | For                          | For       |
| 15          | Re-elect Anita Frew as<br>Director  | Management  | For                          | For       |
| 16          | Re-elect Carolyn Hewson as<br>Director  | Management  | For                          | For       |
| 17          | Re-elect Andrew Mackenzie as Director   | Management  | For                          | For       |

| 18 | Re-elect Lindsay Maxsted as Director               | Management  | For     | For     |
|----|--|-------------|---------|---------|
| 19 | Re-elect Wayne Murdy as Director                   | Management  | For     | For     |
| 20 | Re-elect Shriti Vadera as<br>Director              | Management  | For     | For     |
| 21 | Re-elect Ken MacKenzie as Director                 | Management  | For     | For     |
| 22 | Amend the Constitution<br>Review the Public Policy | Shareholder | Against | Against |
| 23 | Advocacy on Climate Change and Energy              | Shareholder | Against | Against |

Management

CENTERPOINT ENERGY, INC.
Meeting Date: APR 26, 2018
Record Date: MAR 01, 2018

Meeting Type: ANNUAL

Ticker: CNP

Security ID: 15189T107

| Proposal No | Proposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--|-------------|------------------------------|-----------|
| 1a          | Elect Director Leslie D.<br>Biddle                             | Management  | For                          | For       |
| 1b          | Elect Director Milton Carroll                                  | Management  | For                          | For       |
| 1c          | Elect Director Scott J.<br>McLean                              | Management  | For                          | For       |
| 1d          | Elect Director Martin H.<br>Nesbitt                            | Management  | For                          | For       |
| 1e          | Elect Director Theodore F. Pound                               | Management  | For                          | For       |
| 1f          | Elect Director Scott M.<br>Prochazka                           | Management  | For                          | For       |
| 1g          | Elect Director Susan O. Rheney                                 | Management  | For                          | For       |
| 1h          | Elect Director Phillip R. Smith                                | Management  | For                          | For       |
| 1i          | Elect Director John W. Somerhalder, II                         | Management  | For                          | For       |
| 1j          | Elect Director Peter S.<br>Wareing                             | Management  | For                          | For       |
| 2           | Ratify Deloitte & Touche<br>LLP as Auditors                    | Management  | For                          | For       |
| 3           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                          | For       |

#### CHAPARRAL ENERGY, INC.

Meeting Date: MAR 06, 2018 Record Date: FEB 01, 2018

Meeting Type: SPECIAL

Ticker:

Security ID: 15942R208

| Proposal No | Proposal                    | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|-----------------------------|-------------|------------------------------|-----------|
|             | Approve the First Amendment |             |                              |           |
| 1           | to the Stockholders         | Management  | For                          | For       |
|             | Agreement                   |             |                              |           |

CHAPARRAL ENERGY, INC.

Meeting Date: MAR 06, 2018 Record Date: FEB 01, 2018 Meeting Type: SPECIAL

Ticker:

Security ID: 15942R307

Proposal No Proposal Proposed By Management Recommendation Vote Cast

Approve the First Amendment

1 to the Stockholders Management For For

Agreement

CHAPARRAL ENERGY, INC.

Meeting Date: MAR 06, 2018 Record Date: FEB 01, 2018 Meeting Type: SPECIAL

Ticker:

Security ID: 15942R406

Proposal No Proposal Proposed By Management Vote Cast

Approve the First Amendment

1 to the Stockholders Management For For

Agreement

CHAPARRAL ENERGY, INC.

Meeting Date: JUN 29, 2018 Record Date: MAY 22, 2018

Meeting Type: ANNUAL

Ticker:

Security ID: 15942R307

| Proposal No | Proposal                              | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|---------------------------------------|-------------|------------------------------|-----------|
| 1.1         | Elect Director K. Earl<br>Reynolds    | Management  | For                          | For       |
| 1.2         | Elect Director Robert F.<br>Heinemann | Management  | For                          | For       |
| 1.3         | Elect Director Douglas E. Brooks      | Management  | For                          | For       |
| 1.4         | Elect Director Matthew D. Cabell      | Management  | For                          | For       |
| 1.5         | Elect Director Samuel Langford        | Management  | For                          | For       |
| 1.6         |                                       | Management  | For                          | For       |

|     | Elect Director Kenneth W. Moore       |            |     |     |
|-----|---------------------------------------|------------|-----|-----|
| 1.7 | Elect Director Gysle<br>Shellum       | Management | For | For |
| 1.8 | Elect Director David<br>Geenberg      | Management | For | For |
| 2   | Ratify Grant Thornton LLP as Auditors | Management | For | For |

CHAPARRAL ENERGY, INC.

Meeting Date: JUN 29, 2018 Record Date: MAY 22, 2018

Meeting Type: ANNUAL

Ticker:

Security ID: 15942R406

| Proposal No | Proposal                              | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|---------------------------------------|-------------|------------------------------|-----------|
| 1.1         | Elect Director K. Earl<br>Reynolds    | Management  | For                          | For       |
| 1.2         | Elect Director Robert F.<br>Heinemann | Management  | For                          | For       |
| 1.3         | Elect Director Douglas E. Brooks      | Management  | For                          | For       |
| 1.4         | Elect Director Matthew D. Cabell      | Management  | For                          | For       |
| 1.5         | Elect Director Samuel<br>Langford     | Management  | For                          | For       |
| 1.6         | Elect Director Kenneth W. Moore       | Management  | For                          | For       |
| 1.7         | Elect Director Gysle<br>Shellum       | Management  | For                          | For       |
| 1.8         | Elect Director David<br>Geenberg      | Management  | For                          | For       |
| 2           | Ratify Grant Thornton LLP as Auditors | Management  | For                          | For       |

#### CMS ENERGY CORPORATION

Meeting Date: MAY 04, 2018 Record Date: MAR 06, 2018

Meeting Type: ANNUAL

Ticker: CMS

| Proposal<br>No | Proposal                       |             | Proposed By | Management<br>Recommendation | Vote Cast |
|----------------|--------------------------------|-------------|-------------|------------------------------|-----------|
| 1a             | Elect Director Jon<br>Barfield | Ε.          | Management  | For                          | For       |
| 1b             | Elect Director Debo<br>Butler  | orah H.     | Management  | For                          | For       |
| 1c             | Elect Director Kurt            | t L. Darrow | Management  | For                          | For       |
| 1d             | Elect Director Step<br>Ewing   | phen E.     | Management  | For                          | For       |
| 1e             | Elect Director Will Harvey     | liam D.     | Management  | For                          | For       |
| 1f             |                                |             | Management  | For                          | For       |

|    | Elect Director Patricia K.                                     |             |         |         |
|----|--|-------------|---------|---------|
|    | Poppe  |             |         |         |
| 1g | Elect Director John G.<br>Russell                              | Management  | For     | For     |
| 1h | Elect Director Myrna M. Soto                                   | Management  | For     | For     |
| 1i | Elect Director John G.<br>Sznewajs                             | Management  | For     | For     |
| 1j | Elect Director Laura H. Wright                                 | Management  | For     | For     |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For     | For     |
| 3  | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management  | For     | For     |
| 4  | Report on Political<br>Contributions                           | Shareholder | Against | Against |

CONSOLIDATED EDISON, INC.
Meeting Date: MAY 21, 2018
Record Date: MAR 23, 2018
Meeting Type: ANNUAL

Ticker: ED

| Proposal N | oProposal  | Proposed By         | Management Recommendation | Vote Cast |
|------------|--|---------------------|---------------------------|-----------|
| 1a         | Elect Director George Campbell, Jr.                            | Management          | For                       | For       |
| 1b         | Elect Director Ellen V. Futter                                 | Management          | For                       | For       |
| 1c         | Elect Director John F. Killian                                 | n Management        | For                       | For       |
| 1d         | Elect Director John McAvoy                                     | Management          | For                       | For       |
| 1e         | Elect Director William J.<br>Mulrow                            | Management          | For                       | For       |
| 1f         | Elect Director Armando J.<br>Olivera                           | Management          | For                       | For       |
| 1g         | Elect Director Michael W.<br>Ranger                            | Management          | For                       | For       |
| 1h         | Elect Director Linda S.<br>Sanford                             | Management          | For                       | For       |
| 1i         | Elect Director Deirdre Stanley                                 | <i>y</i> Management | For                       | For       |
| 1j         | Elect Director L. Frederick<br>Sutherland                      | Management          | For                       | For       |
| 2          | Ratify PricewaterhouseCoopers<br>LLP as Auditors               | Management          | For                       | For       |
| 3          | Advisory Vote to Ratify Named Executive Officers' Compensation | Management          | For                       | For       |

DOMINION ENERGY, INC.

Meeting Date: MAY 09, 2018 Record Date: MAR 02, 2018

Meeting Type: ANNUAL

Ticker: D

Security ID: 25746U109

| Proposal No | Proposal   | Proposed By | Management     | Vote Cast |
|-------------|--|-------------|----------------|-----------|
|             | _  |             | Recommendation |           |
| 1.1         | Elect Director William P.<br>Barr                                  | Management  | For            | For       |
| 1.2         | Elect Director Helen E.<br>Dragas                                  | Management  | For            | For       |
| 1.3         | Elect Director James O. Ellis, Jr.                                 | Management  | For            | For       |
| 1.4         | Elect Director Thomas F. Farrell, II                               | Management  | For            | For       |
| 1.5         | Elect Director John W.<br>Harris                                   | Management  | For            | For       |
| 1.6         | Elect Director Ronald W. Jibson                                    | Management  | For            | For       |
| 1.7         | Elect Director Mark J.<br>Kington                                  | Management  | For            | For       |
| 1.8         | Elect Director Joseph M.<br>Rigby                                  | Management  | For            | For       |
| 1.9         | Elect Director Pamela J.<br>Royal                                  | Management  | For            | For       |
| 1.10        | Elect Director Robert H. Spilman, Jr.                              | Management  | For            | For       |
| 1.11        | Elect Director Susan N.<br>Story                                   | Management  | For            | Against   |
| 1.12        | Elect Director Michael E.<br>Szymanczyk                            | Management  | For            | For       |
| 2           | Ratify Deloitte & Touche<br>LLP as Auditors                        | Management  | For            | For       |
| 3           | Advisory Vote to Ratify Named Executive Officers' Compensation     | Management  | For            | For       |
| 4           | Report on Methane<br>Emissions Management and<br>Reduction Targets | Shareholder | Against        | Against   |
| 5           | Provide Right to Act by<br>Written Consent                         | Shareholder | Against        | For       |

DTE ENERGY COMPANY

Meeting Date: MAY 03, 2018 Record Date: MAR 06, 2018

Meeting Type: ANNUAL

Ticker: DTE

Security ID: 233331107

| Proposal<br>No | Proposal  | Proposed By | Management<br>Recommendation | Vote Cast |
|----------------|---|-------------|------------------------------|-----------|
| 1.1            | Elect Director Gerard M. Anderson   | Management  | For                          | For       |
| 1.2            | Elect Director David A. Brandon   | Management  | For                          | For       |
| 1.3            | Elect Director W. Frank Fountain, Jr.                                     | Management  | For                          | For       |
| 1.4            | Elect Director Charles G. McClure, Jr.                                    | Management  | For                          | For       |
| 1.5            | Elect Director Gail J.<br>McGovern  | Management  | For                          | For       |
| 1.6            | Elect Director Mark A. Murray   | Management  | For                          | For       |
| 1.7            | Elect Director James B.<br>Nicholson                                      | Management  | For                          | For       |
| 1.8            | Elect Director Josue Robles, Jr.  | Management  | For                          | For       |
| 1.9            | Elect Director Ruth G. Shaw   | Management  | For                          | For       |
| 1.10           | Elect Director Robert C. Skaggs, Jr.                                      | Management  | For                          | For       |
| 1.11           | Elect Director David A. Thomas  | Management  | For                          | For       |
| 1.12           | Elect Director James H. Vandenberghe                                      | Management  | For                          | For       |
| 2              | Ratify PricewaterhouseCoopers LLP as Auditors                             | Management  | For                          | For       |
|                | Advisory Vote to Ratify Named   |             |                              |           |
| 3              | Executive Officers' Compensation  | Management  | For                          | For       |
| 4              | Amend Omnibus Stock Plan<br>Independent Economic Analysis                 | Management  | For                          | For       |
| 5              | of Early Closure of Fermi 2<br>Nuclear Plant                              |             | Against                      | Against   |
| 6              | Reduce Ownership Threshold<br>for Shareholders to Call<br>Special Meeting | Shareholder | Against                      | For       |

DUKE ENERGY CORPORATION
Meeting Date: MAY 03, 2018

Record Date: MAR 09, 2018

Meeting Type: ANNUAL

Ticker: DUK

Security ID: 26441C204

| Proposal No | Proposal   |         | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|---------|-------------|---------------------------|-----------|
| 1.1         | Elect Director Micha<br>Browning                             | el G.   | Management  | For                       | For       |
| 1.2         | Elect Director Theod<br>Craver, Jr.                          | lore F. | Management  | For                       | For       |
| 1.3         | Elect Director Rober Davis                                   | t M.    | Management  | For                       | For       |
| 1.4         | Elect Director Danie<br>DiMicco                              | el R.   | Management  | For                       | For       |
| 1.5         | Elect Director John Forsgren                                 | Н.      | Management  | For                       | For       |
| 1.6         | Elect Director Lynn  | J. Good | Management  | For                       | For       |
| 1.7         | Elect Director John<br>Herron                                | Τ.      | Management  | For                       | For       |
| 1.8         | Elect Director James Hyler, Jr.                              | В.      | Management  | For                       | For       |
| 1.9         | Elect Director Willi<br>Kennard                              | am E.   | Management  | For                       | For       |
| 1.10        | Elect Director E. Ma<br>McKee                                | rie     | Management  | For                       | For       |
| 1.11        | Elect Director Charl<br>Moorman, IV                          | es W.   | Management  | For                       | For       |
| 1.12        | Elect Director Carlo<br>Saladrigas                           | s A.    | Management  | For                       | For       |
| 1.13        | Elect Director Thoma<br>Skains                               | s E.    | Management  | For                       | For       |
| 1.14        | Elect Director Willi Webster, Jr.                            | am E.   | Management  | For                       | For       |
| 2           | Ratify Deloitte & To<br>LLP as Auditors                      | ouche   | Management  | For                       | For       |
| 3           | Advisory Vote to Rat<br>Named Executive Offi<br>Compensation | -       | Management  | For                       | For       |
| 4           | Eliminate Supermajor<br>Vote Requirement                     | ity     | Management  | For                       | For       |
| 5           | Report on Benefits o<br>Lobbying                             | f       | Shareholder | Against                   | For       |

#### EDISON INTERNATIONAL

Meeting Date: APR 26, 2018 Record Date: MAR 01, 2018

Meeting Type: ANNUAL

Ticker: EIX

| Proposal<br>No | Proposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|----------------|--|-------------|------------------------------|-----------|
| 1a             | Elect Director Michael C.<br>Camunez                           | Management  | For                          | For       |
| 1b             | Elect Director Vanessa C.L. Chang                              | Management  | For                          | For       |
| 1c             | Elect Director James T.<br>Morris                              | Management  | For                          | For       |
| 1d             | Elect Director Timothy T. O'Toole                              | Management  | For                          | For       |
| 1e             | Elect Director Pedro J.<br>Pizarro                             | Management  | For                          | For       |
| 1f             | Elect Director Linda G.<br>Stuntz                              | Management  | For                          | For       |
| 1g             | Elect Director William P.<br>Sullivan                          | Management  | For                          | For       |
| 1h             | Elect Director Ellen O.<br>Tauscher                            | Management  | For                          | For       |
| 1i             | Elect Director Peter J. Taylor                                 | Management  | For                          | For       |
| 1 ј            | Elect Director Brett White                                     | Management  | For                          | For       |
| 2              | Ratify PricewaterhouseCoopers<br>LLP as Auditors               | Management  | For                          | For       |
| 3              | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                          | For       |
| 4              | Amend Proxy Access Right                                       | Shareholder | Against                      | Against   |

ENBRIDGE INC.

Meeting Date: MAY 09, 2018 Record Date: MAR 12, 2018

Meeting Type: ANNUAL

Ticker: ENB

Security ID: 29250N105

| Management |   |                 |                              |           |  |  |
|------------|---|-----------------|------------------------------|-----------|--|--|
| Proposal   | No Proposal   | Proposed By     | Management<br>Recommendation | Vote Cast |  |  |
| 1.1        | Elect Director Pamela L.<br>Carter  | Management      | For                          | For       |  |  |
| 1.2        | Elect Director Clarence P. Cazalot, Jr.   | Management      | For                          | For       |  |  |
| 1.3        | Elect Director Marcel R. Cout   | u Management    | For                          | For       |  |  |
| 1.4        | Elect Director Gregory L. Ebe.  | l Management    | For                          | For       |  |  |
| 1.5        | Elect Director J. Herb England  | d Management    | For                          | For       |  |  |
| 1.6        | Elect Director Charles W.<br>Fischer  | Management      | For                          | For       |  |  |
| 1.7        | Elect Director V. Maureen<br>Kempston Darkes  | Management      | For                          | For       |  |  |
| 1.8        | Elect Director Michael McShan   | e Management    | For                          | For       |  |  |
| 1.9        | Elect Director Al Monaco  | Management      | For                          | For       |  |  |
| 1.10       | Elect Director Michael E.J. Phelps  | Management      | For                          | For       |  |  |
| 1.11       | Elect Director Dan C. Tutcher   | Management      | For                          | For       |  |  |
| 1.12       | Elect Director Catherine L. Williams  | Management      | For                          | For       |  |  |
| 2          | Approve PricewaterhouseCooper:<br>LLP as Auditors and Authorize<br>Board to Fix Their<br>Remuneration | s<br>Management | For                          | For       |  |  |
| 3          | Advisory Vote on Executive<br>Compensation Approach   | Management      | For                          | For       |  |  |
| 4          | Advisory Vote on Say on Pay<br>Frequency  | Management      | One Year                     | One Year  |  |  |

#### ENTERGY CORPORATION

Meeting Date: MAY 04, 2018 Record Date: MAR 05, 2018

Meeting Type: ANNUAL

Ticker: ETR

Security ID: 29364G103

| Proposal No | Proposal                       | Proposed By | Management Recommendation | Vote Cast |
|-------------|--------------------------------|-------------|---------------------------|-----------|
| 1a          | Elect Director John R. Burbank | Management  | For                       | For       |

| 1b | Elect Director Patrick J.<br>Condon                                  | Management  | For     | For     |
|----|--|-------------|---------|---------|
| 1c | Elect Director Leo P.<br>Denault                                     | Management  | For     | For     |
| 1d | Elect Director Kirkland H. Donald                                    | Management  | For     | For     |
| 1e | Elect Director Philip L.<br>Frederickson                             | Management  | For     | For     |
| 1f | Elect Director Alexis M.<br>Herman                                   | Management  | For     | For     |
| 1g | Elect Director Stuart L. Levenick                                    | Management  | For     | For     |
| 1h | Elect Director Blanche<br>Lambert Lincoln                            | Management  | For     | For     |
| 1i | Elect Director Karen A. Puckett                                      | Management  | For     | For     |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation       | Management  | For     | For     |
| 3  | Ratify Deloitte & Touche<br>LLP as Auditors<br>Report on Distributed | Management  | For     | For     |
| 4  | Renewable Generation Resources                                       | Shareholder | Against | Against |

#### **EXELON CORPORATION**

Meeting Date: MAY 01, 2018 Record Date: MAR 02, 2018

Meeting Type: ANNUAL

Ticker: EXC

Security ID: 30161N101

| Proposal | NoProposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|----------|--|-------------|------------------------------|-----------|
| 1a       | Elect Director Anthony K. Anderson                                   | Management  | For                          | For       |
| 1b       | Elect Director Ann C. Berzin   | Management  | For                          | For       |
| 1c       | Elect Director Christopher M. Crane                                  | Management  | For                          | For       |
| 1d       | Elect Director Yves C. de<br>Balmann                                 | Management  | For                          | For       |
| 1e       | Elect Director Nicholas<br>DeBenedictis                              | Management  | For                          | For       |
| 1f       | Elect Director Linda P. Jojo   | Management  | For                          | For       |
| 1g       | Elect Director Paul L. Joskow  | Management  | For                          | For       |
| 1h       | Elect Director Robert J.<br>Lawless                                  | Management  | For                          | For       |
| 1i       | Elect Director Richard W. Mies                                       | Management  | For                          | For       |
| 1 j      | Elect Director John W.<br>Rogers, Jr.                                | Management  | For                          | For       |
| 1k       | Elect Director Mayo A. Shattuck, III                                 | Management  | For                          | For       |
| 11       | Elect Director Stephen D.<br>Steinour                                | Management  | For                          | Against   |
| 2        | Ratify PricewaterhouseCoopers<br>LLP as Auditors                     | Management  | For                          | For       |
| 3        | Advisory Vote to Ratify Named<br>Executive Officers'<br>Compensation | Management  | For                          | For       |

#### FIRSTENERGY CORP.

Meeting Date: MAY 15, 2018 Record Date: MAR 16, 2018

Meeting Type: ANNUAL

Ticker: FE

| Proposal 1 | NoPropos | al       |      |    | Proposed By       | Management<br>Recommendation | Vote Cast |
|------------|----------|----------|------|----|-------------------|------------------------------|-----------|
| 1.1        | Elect    | Director | Paul | Τ. | AddisonManagement | For                          | For       |
| 1.2        |          |          |      |    | Management        | For                          | For       |

|      | Elect Director Michael J.<br>Anderson                       |             |         |     |
|------|---|-------------|---------|-----|
| 1.3  | Elect Director Steven J. Demetriou                          | Management  | For     | For |
| 1.4  | Elect Director Julia L.<br>Johnson                          | Management  | For     | For |
| 1.5  | Elect Director Charles E.<br>Jones                          | Management  | For     | For |
| 1.6  | Elect Director Donald T.<br>Misheff                         | Management  | For     | For |
| 1.7  | Elect Director Thomas N. Mitchell                           | Management  | For     | For |
| 1.8  | Elect Director James F. O'Neil, III                         | Management  | For     | For |
| 1.9  | Elect Director Christopher D. Pappas                        | Management  | For     | For |
| 1.10 | Elect Director Sandra Pianalt                               | oManagement | For     | For |
| 1.11 | Elect Director Luis A. Reyes                                | Management  | For     | For |
| 1.12 | Elect Director Jerry Sue<br>Thornton                        | Management  | For     | For |
| 2    | Ratify PricewaterhouseCoopers LLP as Auditors               | Management  | For     | For |
|      | Advisory Vote to Ratify Named                               |             |         |     |
| 3    | Executive Officers' Compensation                            | Management  | For     | For |
| 4    | Eliminate Supermajority Vote Requirement                    | Management  | For     | For |
| 5    | Adopt Majority Voting for Uncontested Election of Directors | Management  | For     | For |
| 6    | Provide Proxy Access Right Reduce Ownership Threshold fo    | Management  | For     | For |
| 7    | Shareholders to Call Special Meeting                        |             | Against | For |

FREEPORT-MCMORAN INC.

Meeting Date: JUN 05, 2018 Record Date: APR 10, 2018

Meeting Type: ANNUAL

Ticker: FCX

Security ID: 35671D857

| Proposal No | Proposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--|-------------|------------------------------|-----------|
| 1.1         | Elect Director Richard C. Adkerson                             | Management  | For                          | For       |
| 1.2         | Elect Director Gerald J. Ford                                  | Management  | For                          | For       |
| 1.3         | Elect Director Lydia H.<br>Kennard                             | Management  | For                          | For       |
| 1.4         | Elect Director Jon C.<br>Madonna                               | Management  | For                          | For       |
| 1.5         | Elect Director Courtney<br>Mather                              | Management  | For                          | For       |
| 1.6         | Elect Director Dustan E. McCoy                                 | Management  | For                          | For       |
| 1.7         | Elect Director Frances<br>Fragos Townsend                      | Management  | For                          | For       |
| 2           | Ratify Ernst & Young LLP as Auditors                           | Management  | For                          | For       |
| 3           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                          | For       |

GOODRICH PETROLEUM CORPORATION

Meeting Date: MAY 23, 2018 Record Date: APR 02, 2018

Meeting Type: ANNUAL

Ticker: GDP

Security ID: 382410843

| Proposal No | Proposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--|-------------|------------------------------|-----------|
| 1.1         | Elect Director Ronald F. Coleman                                     | Management  | For                          | For       |
| 1.2         | Elect Director K. Adam<br>Leight                                     | Management  | For                          | For       |
| 1.3         | Elect Director Thomas M. Souers                                      | Management  | For                          | For       |
| 2           | Ratify Moss Adams LLP as<br>Auditors                                 | Management  | For                          | For       |
| 3           | Advisory Vote to Ratify<br>Named Executive Officers'<br>Compensation | Management  | For                          | Abstain   |
| 4           | Amend Omnibus Stock Plan *Withdrawn Resolution*                      | Management  | None                         | None      |

GREAT PLAINS ENERGY INCORPORATED

Meeting Date: NOV 21, 2017 Record Date: OCT 06, 2017 Meeting Type: SPECIAL

Ticker: GXP

Security ID: 391164100

| Proposal No | Proposal                           | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|------------------------------------|-------------|------------------------------|-----------|
| 1           | Approve Merger Agreement           | Management  | For                          | For       |
| 2           | Advisory Vote on Golden Parachutes | Management  | For                          | For       |
| 3           | Adjourn Meeting                    | Management  | For                          | For       |

HALCON RESOURCES CORPORATION Meeting Date: MAY 14, 2018 Record Date: MAR 16, 2018

Meeting Type: ANNUAL

Ticker: HK

Security ID: 40537Q605

| Proposal No | Proposal                           | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|------------------------------------|-------------|------------------------------|-----------|
| 1.1         | Elect Director William J. Campbell | Management  | For                          | For       |

| 1.2 | Elect Director James W. Christmas           | Management | For | For |
|-----|---|------------|-----|-----|
| 1.3 | Elect Director Michael L. Clark             | Management | For | For |
| 1.4 | Elect Director Ronald D. Scott              | Management | For | For |
| 2   | Ratify Deloitte & Touche<br>LLP as Auditors | Management | For | For |

INSTITUTIONAL FIDUCIARY TRUST
Meeting Date: OCT 30, 2017
Record Date: AUG 21, 2017
Meeting Type: SPECIAL

Ticker:

| Proposal No | Proposal  | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|---|-------------|------------------------------|-----------|
| 1.1         | Elect Director Harris J. Ashton   | Management  | For                          | For       |
| 1.2         | Elect Director Terrence J. Checki   | Management  | For                          | For       |
| 1.3         | Elect Director Mary C.<br>Choksi  | Management  | For                          | For       |
| 1.4         | Elect Director Edith E. Holiday   | Management  | For                          | For       |
| 1.5         | Elect Director Gregory E. Johnson   | Management  | For                          | For       |
| 1.6         | Elect Director Rupert H. Johnson, Jr.   | Management  | For                          | For       |
| 1.7         | Elect Director J. Michael Luttig  | Management  | For                          | For       |
| 1.8         | Elect Director Larry D. Thompson  | Management  | For                          | For       |
| 1.9         | Elect Director John B. Wilson   | Management  | For                          | For       |
| 3           | Amend Fundamental Investment Restriction Regarding Investments in Commodities | Management  | For                          | For       |

MIDSTATES PETROLEUM COMPANY, INC.

Meeting Date: JUN 01, 2018 Record Date: APR 30, 2018

Meeting Type: ANNUAL

Ticker: MPO

Security ID: 59804T407

| Proposal No | Proposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--|-------------|------------------------------|-----------|
| 1.1         | Elect Director David J. Sambrooks                              | Management  | For                          | For       |
| 1.2         | Elect Director Alan J. Carr                                    | Management  | For                          | For       |
| 1.3         | Elect Director Frederic F. Brace                               | Management  | For                          | For       |
| 1.4         | Elect Director Patrice D. Douglas                              | Management  | For                          | For       |
| 1.5         | Elect Director Neal P. Goldman                                 | Management  | For                          | For       |
| 1.6         | Elect Director Michael S. Reddin                               | Management  | For                          | For       |
| 1.7         | Elect Director Todd R.<br>Snyder                               | Management  | For                          | For       |
| 1.8         | Elect Director Bruce H. Vincent                                | Management  | For                          | For       |
| 2           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                          | For       |
| 3           | Ratify Grant Thornton LLP as Auditors                          | Management  | For                          | For       |

NEXTERA ENERGY, INC.

Meeting Date: MAY 24, 2018 Record Date: MAR 26, 2018

Meeting Type: ANNUAL

Ticker: NEE

Security ID: 65339F101

| Proposal No | Proposal                              | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|---------------------------------------|-------------|------------------------------|-----------|
| 1a          | Elect Director Sherry S.<br>Barrat    | Management  | For                          | For       |
| 1b          | Elect Director James L. Camaren       | Management  | For                          | For       |
| 1c          | Elect Director Kenneth B. Dunn        | Management  | For                          | For       |
| 1d          | Elect Director Naren K.<br>Gursahaney | Management  | For                          | For       |

| 1e | Elect Director Kirk S.<br>Hachigian                                  | Management  | For     | For     |
|----|--|-------------|---------|---------|
| 1f | Elect Director Toni<br>Jennings                                      | Management  | For     | For     |
| 1g | Elect Director Amy B. Lane   | Management  | For     | For     |
| 1h | Elect Director James L.<br>Robo                                      | Management  | For     | For     |
| 1i | Elect Director Rudy E. Schupp  | Management  | For     | For     |
| 1j | Elect Director John L.<br>Skolds                                     | Management  | For     | For     |
| 1k | Elect Director William H. Swanson                                    | Management  | For     | For     |
| 11 | Elect Director Hansel E. Tookes, II                                  | Management  | For     | For     |
| 2  | Ratify Deloitte & Touche<br>LLP as Auditors                          | Management  | For     | For     |
| 3  | Advisory Vote to Ratify<br>Named Executive Officers'<br>Compensation | Management  | For     | For     |
| 4  | Provide Right to Act by Written Consent                              | Shareholder | Against | Against |
| 5  | Report on Political<br>Contributions                                 | Shareholder | Against | Against |

NISOURCE INC.

Meeting Date: MAY 08, 2018 Record Date: MAR 13, 2018

Meeting Type: ANNUAL

Ticker: NI

Security ID: 65473P105

| Proposal No | Proposal   | Proposed By  | Management<br>Recommendation | Vote Cast |
|-------------|--|--------------|------------------------------|-----------|
| 1.1         | Elect Director Peter A. Altabef                                | Management   | For                          | For       |
| 1.2         | Elect Director Eric L.<br>Butler                               | Management   | For                          | For       |
| 1.3         | Elect Director Aristides S. Candris                            | • Management | For                          | For       |
| 1.4         | Elect Director Wayne S.<br>DeVeydt                             | Management   | For                          | For       |
| 1.5         | Elect Director Joseph<br>Hamrock                               | Management   | For                          | For       |
| 1.6         | Elect Director Deborah A.<br>Henretta                          | Management   | For                          | For       |
| 1.7         | Elect Director Michael E. Jesanis                              | Management   | For                          | For       |
| 1.8         | Elect Director Kevin T.<br>Kabat                               | Management   | For                          | For       |
| 1.9         | Elect Director Richard L. Thompson                             | Management   | For                          | For       |
| 1.10        | Elect Director Carolyn Y. Woo                                  | Management   | For                          | For       |
| 2           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management   | For                          | For       |
| 3           | Ratify Deloitte & Touche<br>LLP as Auditors                    | Management   | For                          | For       |
| 4           | Provide Right to Act by<br>Written Consent                     | Shareholder  | Against                      | For       |
|             |  |              |                              |           |

#### PG&E CORPORATION

Meeting Date: MAY 22, 2018 Record Date: MAR 23, 2018

Meeting Type: ANNUAL

Ticker: PCG

Security ID: 69331C108

| Proposal No | Proposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--|-------------|------------------------------|-----------|
| 1.1         | Elect Director Lewis Chew                                      | Management  | For                          | For       |
| 1.2         | Elect Director Fred J.<br>Fowler                               | Management  | For                          | For       |
| 1.3         | Elect Director Richard C. Kelly                                | Management  | For                          | For       |
| 1.4         | Elect Director Roger H.<br>Kimmel                              | Management  | For                          | For       |
| 1.5         | Elect Director Richard A. Meserve                              | Management  | For                          | For       |
| 1.6         | Elect Director Forrest E. Miller                               | Management  | For                          | For       |
| 1.7         | Elect Director Eric D.<br>Mullins                              | Management  | For                          | For       |
| 1.8         | Elect Director Rosendo G.<br>Parra                             | Management  | For                          | For       |
| 1.9         | Elect Director Barbara L.<br>Rambo                             | Management  | For                          | For       |
| 1.10        | Elect Director Anne Shen<br>Smith                              | Management  | For                          | For       |
| 1.11        | Elect Director Geisha J. Williams                              | Management  | For                          | For       |
| 2           | Ratify Deloitte & Touche<br>LLP as Auditors                    | Management  | For                          | For       |
| 3           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                          | For       |
| 4           | Cease Charitable Contributions                                 | Shareholder | Against                      | Against   |
| 5           | Amend Proxy Access Right                                       | Shareholder | Against                      | Against   |

PINNACLE WEST CAPITAL CORPORATION

Meeting Date: MAY 16, 2018 Record Date: MAR 09, 2018

Meeting Type: ANNUAL

Ticker: PNW

| Proposal No Proposal | Proposed By | Management<br>Recommendation | Vote Cast |
|----------------------|-------------|------------------------------|-----------|
| 1.1                  | Management  | For                          | For       |

|      | Elect Director Donald E.<br>Brandt                             |            |     |     |
|------|--|------------|-----|-----|
| 1.2  | Elect Director Denis A. Cortese                                | Management | For | For |
| 1.3  | Elect Director Richard P. Fox                                  | Management | For | For |
| 1.4  | Elect Director Michael L.<br>Gallagher                         | Management | For | For |
| 1.5  | Elect Director Dale E.<br>Klein                                | Management | For | For |
| 1.6  | Elect Director Humberto S. Lopez                               | Management | For | For |
| 1.7  | Elect Director Kathryn L.<br>Munro                             | Management | For | For |
| 1.8  | Elect Director Bruce J.<br>Nordstrom                           | Management | For | For |
| 1.9  | Elect Director Paula J.<br>Sims                                | Management | For | For |
| 1.10 | Elect Director David P. Wagener                                | Management | For | For |
| 2    | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 3    | Ratify Deloitte & Touche<br>LLP as Auditors                    | Management | For | For |

Management

PPL CORPORATION

Meeting Date: MAY 16, 2018 Record Date: FEB 28, 2018

Meeting Type: ANNUAL

Ticker: PPL

Security ID: 69351T106

| Proposal No | Proposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--|-------------|------------------------------|-----------|
| 1.1         | Elect Director Rodney C.<br>Adkins                             | Management  | For                          | For       |
| 1.2         | Elect Director John W. Conway                                  | Management  | For                          | For       |
| 1.3         | Elect Director Steven G.<br>Elliott                            | Management  | For                          | For       |
| 1.4         | Elect Director Raja<br>Rajamannar                              | Management  | For                          | For       |
| 1.5         | Elect Director Craig A. Rogerson                               | Management  | For                          | For       |
| 1.6         | Elect Director William H. Spence                               | Management  | For                          | For       |
| 1.7         | Elect Director Natica von Althann                              | Management  | For                          | For       |
| 1.8         | Elect Director Keith H. Williamson                             | Management  | For                          | For       |
| 1.9         | Elect Director Phoebe A. Wood                                  | Management  | For                          | For       |
| 1.10        | Elect Director Armando<br>Zagalo de Lima                       | Management  | For                          | For       |
| 2           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                          | For       |
| 3           | Ratify Deloitte & Touche LLP as Auditors                       | Management  | For                          | For       |

#### PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED

Meeting Date: APR 17, 2018 Record Date: FEB 16, 2018

Meeting Type: ANNUAL

Ticker: PEG

| Proposal No | Proposal                       | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--------------------------------|-------------|------------------------------|-----------|
| 1.1         | Elect Director Willie A. Deese | Management  | For                          | For       |
| 1.2         |                                | Management  | For                          | For       |

|      | Elect Director William V. Hickey                                     |                  |     |     |
|------|--|------------------|-----|-----|
| 1.3  | Elect Director Ralph Izzo  | Management       | For | For |
| 1.4  | Elect Director Shirley Ar Jackson                                    | nn<br>Management | For | For |
| 1.5  | Elect Director David Lill  | ey Management    | For | For |
| 1.6  | Elect Director Barry H.<br>Ostrowsky                                 | Management       | For | For |
| 1.7  | Elect Director Thomas A. Renyi                                       | Management       | For | For |
| 1.8  | Elect Director Hak Cheol (H.C.) Shin                                 | Management       | For | For |
| 1.9  | Elect Director Richard J. Swift                                      | Management       | For | For |
| 1.10 | Elect Director Susan<br>Tomasky                                      | Management       | For | For |
| 1.11 | Elect Director Alfred W. Zollar                                      | Management       | For | For |
| 2    | Advisory Vote to Ratify<br>Named Executive Officers'<br>Compensation | Management       | For | For |
| 3    | Ratify Deloitte & Touche<br>LLP as Auditors                          | Management       | For | For |

SEMPRA ENERGY

Meeting Date: MAY 10, 2018 Record Date: MAR 16, 2018

Meeting Type: ANNUAL

Ticker: SRE

Security ID: 816851109

| Proposal No | o Proposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--|-------------|------------------------------|-----------|
| 1.1         | Elect Director Alan L.<br>Boeckmann                                  | Management  | For                          | For       |
| 1.2         | Elect Director Kathleen L.<br>Brown                                  | Management  | For                          | For       |
| 1.3         | Elect Director Andres<br>Conesa                                      | Management  | For                          | For       |
| 1.4         | Elect Director Maria<br>Contreras-Sweet                              | Management  | For                          | For       |
| 1.5         | Elect Director Pablo A.<br>Ferrero                                   | Management  | For                          | For       |
| 1.6         | Elect Director William D.<br>Jones                                   | Management  | For                          | For       |
| 1.7         | Elect Director Jeffrey W.<br>Martin                                  | Management  | For                          | For       |
| 1.8         | Elect Director Bethany J.<br>Mayer                                   | Management  | For                          | For       |
| 1.9         | Elect Director William G.<br>Ouchi                                   | Management  | For                          | For       |
| 1.10        | Elect Director Debra L.<br>Reed                                      | Management  | For                          | For       |
| 1.11        | Elect Director William C.<br>Rusnack                                 | Management  | For                          | For       |
| 1.12        | Elect Director Lynn Schenk   | Management  | For                          | For       |
| 1.13        | Elect Director Jack T.<br>Taylor                                     | Management  | For                          | For       |
| 1.14        | Elect Director James C.<br>Yardley                                   | Management  | For                          | For       |
| 2           | Ratify Deloitte & Touche<br>LLP as Auditors                          | Management  | For                          | For       |
| 3           | Advisory Vote to Ratify<br>Named Executive Officers'<br>Compensation | Management  | For                          | For       |
| 4           | Amend Proxy Access Right   | Shareholder | Against                      | Against   |

THE SOUTHERN COMPANY

Meeting Date: MAY 23, 2018 Record Date: MAR 26, 2018

Meeting Type: ANNUAL

Ticker: SO

| Proposal No | Proposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--|-------------|------------------------------|-----------|
| 1a          | Elect Director Juanita Powell Baranco                                | Management  | For                          | For       |
| 1b          | Elect Director Jon A. Boscia   | Management  | For                          | For       |
| 1c          | Elect Director Henry A. "Hal" Clark, III                             | Management  | For                          | For       |
| 1d          | Elect Director Thomas A. Fanning                                     | Management  | For                          | For       |
| 1e          | Elect Director David J. Grain  | Management  | For                          | For       |
| 1f          | Elect Director Veronica M. Hagen                                     | Management  | For                          | For       |
| 1g          | Elect Director Linda P. Hudson                                       | Management  | For                          | For       |
| 1h          | Elect Director Donald M. James                                       | Management  | For                          | For       |
| 1i          | Elect Director John D. Johns   | Management  | For                          | For       |
| 1j          | Elect Director Dale E.<br>Klein                                      | Management  | For                          | For       |
| 1k          | Elect Director Ernest J.<br>Moniz                                    | Management  | For                          | For       |
| 11          | Elect Director William G. Smith, Jr.                                 | Management  | For                          | For       |
| 1m          | Elect Director Steven R. Specker                                     | Management  | For                          | For       |
| 1n          | Elect Director Larry D. Thompson                                     | Management  | For                          | For       |
| 10          | Elect Director E. Jenner Wood, III                                   | Management  | For                          | For       |
| 2           | Advisory Vote to Ratify<br>Named Executive Officers'<br>Compensation | Management  | For                          | For       |
| 3           | Ratify Deloitte & Touche LLP as Auditors                             | Management  | For                          | For       |
| 4           | Amend Proxy Access Right   | Shareholder | Against                      | Against   |

WEC ENERGY GROUP, INC.

Meeting Date: MAY 03, 2018 Record Date: FEB 22, 2018

Meeting Type: ANNUAL

Ticker: WEC

Security ID: 92939U106

| Proposal No | Proposal   | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|--|-------------|------------------------------|-----------|
| 1.1         | Elect Director John F. Bergstrom                                     | Management  | For                          | For       |
| 1.2         | Elect Director Barbara L.<br>Bowles                                  | Management  | For                          | For       |
| 1.3         | Elect Director William J.<br>Brodsky                                 | Management  | For                          | For       |
| 1.4         | Elect Director Albert J. Budney, Jr.                                 | Management  | For                          | For       |
| 1.5         | Elect Director Patricia W. Chadwick                                  | Management  | For                          | For       |
| 1.6         | Elect Director Curt S.<br>Culver                                     | Management  | For                          | For       |
| 1.7         | Elect Director Danny L.<br>Cunningham                                | Management  | For                          | For       |
| 1.8         | Elect Director William M. Farrow, III                                | Management  | For                          | For       |
| 1.9         | Elect Director Thomas J. Fischer                                     | Management  | For                          | For       |
| 1.10        | Elect Director Gale E.<br>Klappa                                     | Management  | For                          | For       |
| 1.11        | Elect Director Henry W.<br>Knueppel                                  | Management  | For                          | For       |
| 1.12        | Elect Director Allen L.<br>Leverett                                  | Management  | For                          | For       |
| 1.13        | Elect Director Ulice Payne, Jr.                                      | Management  | For                          | For       |
| 1.14        | Elect Director Mary Ellen<br>Stanek                                  | Management  | For                          | For       |
| 2           | Ratify Deloitte & Touche<br>LLP as Auditors                          | Management  | For                          | For       |
| 3           | Advisory Vote to Ratify<br>Named Executive Officers'<br>Compensation | Management  | For                          | For       |

WESTAR ENERGY, INC.

Meeting Date: OCT 25, 2017 Record Date: SEP 11, 2017

Meeting Type: ANNUAL

Ticker: WR

Security ID: 95709T100

| Proposal N | o Proposal   | Proposed By             | Management<br>Recommendation | Vote Cast |
|------------|--|-------------------------|------------------------------|-----------|
| 1.1        | Elect Director Mollie H. Carter                                      | Management              | For                          | For       |
| 1.2        | Elect Director Sandra A.J.<br>Lawrence                               | Management              | For                          | For       |
| 1.3        | Elect Director Mark A. Ruelle  | Management              | For                          | For       |
| 2          | Advisory Vote to Ratify<br>Named Executive Officers'<br>Compensation | Management              | For                          | For       |
| 3          | Advisory Vote on Say on Pay<br>Frequency                             | <sup>Y</sup> Management | One Year                     | One Year  |
| 4          | Ratify Deloitte & Touche<br>LLP as Auditors                          | Management              | For                          | For       |

WESTAR ENERGY, INC.

Meeting Date: NOV 21, 2017 Record Date: OCT 06, 2017 Meeting Type: SPECIAL

Ticker: WR

Security ID: 95709T100

| Proposal No | Proposal                           | Proposed By | Management<br>Recommendation | Vote Cast |
|-------------|------------------------------------|-------------|------------------------------|-----------|
| 1           | Approve Merger Agreement           | Management  | For                          | For       |
| 2           | Advisory Vote on Golden Parachutes | Management  | For                          | For       |
| 3           | Adjourn Meeting                    | Management  | For                          | For       |

XCEL ENERGY INC.

Meeting Date: MAY 16, 2018 Record Date: MAR 20, 2018

Meeting Type: ANNUAL

Ticker: XEL

Security ID: 98389B100

Proposal No Proposal Proposed By Management Vote Cast Recommendation

| 1a  | Elect Director Richard K.                                      | Management | For | For |
|-----|--|------------|-----|-----|
| 1b  | Elect Director Ben Fowke                                       | Management | For | For |
| 1c  | Elect Director Richard T. O'Brien                              | Management | For | For |
| 1d  | Elect Director David K. Owens                                  | Management | For | For |
| 1e  | Elect Director Christopher J. Policinski                       | Management | For | For |
| 1f  | Elect Director James T. Prokopanko                             | Management | For | For |
| 1g  | Elect Director A. Patricia Sampson                             | Management | For | For |
| 1h  | Elect Director James J. Sheppard                               | Management | For | For |
| 1i  | Elect Director David A. Westerlund                             | Management | For | For |
| 1 j | Elect Director Kim Williams                                    | Management | For | For |
| 1k  | Elect Director Timothy V. Wolf                                 | Management | For | For |
| 11  | Elect Director Daniel<br>Yohannes                              | Management | For | For |
| 2   | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 3   | Ratify Deloitte & Touche<br>LLP as Auditors                    | Management | For | For |

| CT      | GNA  | TTT1 | ЮE | C |
|---------|------|------|----|---|
| $\circ$ | GIVA | LLU  |    | 5 |

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