



## **REPORT ON THE EXERCISE OF VOTING RIGHTS**

**2018**

<b>1</b>	<b>Principles of voting policy</b> .....	<b>2</b>
<b>2</b>	<b>Exercise of voting rights</b> .....	<b>2</b>
2.1	Votes effectively exercised at General Meetings .....	2
2.2	Analysis of votes against.....	3
2.3	Exceptions to our voting policy.....	4
2.4	General Meetings where votes were not cast .....	4
2.5	Management of conflicts of interest.....	4

In accordance with the regulatory provisions to which it is subject (see articles 319-22 and 321-133 of the General Regulation of the French financial regulator Autorité des Marchés Financiers (AMF) and its Position-recommendation no. 2005-19), METROPOLE Gestion hereby informs you of the conditions on which it exercises voting rights at the General Meetings of issuers on behalf of the UCITS and AIFs under its management.

Please note that when the asset management company has voted on a resolution in accordance with the principles set out in its "Voting Policy" document and with the proposals of the Management Board or Board of Directors, it is not required to reply to a request for information made by an investor concerning the grounds for its vote.

## 1 Principles of voting policy

METROPOLE Gestion considers the effective exercise of voting rights as an essential element of the relationship between a company and its shareholders.

METROPOLE Gestion therefore exercises its voting rights in all the companies whose securities it holds in its portfolio, in accordance with its voting policy.

This voting policy sets out the principles applied by METROPOLE Gestion when exercising voting rights.

We examine all the resolutions subject to shareholder vote and determine our vote with the sole interest of our clients as our objective, by following the principles and recommendations of our sector association AFG (Association Française de la Gestion financière) or locally accepted best practices.

As signatory to the UNPRI (United Nations-supported Principles for Responsible Investment), we ensure that our voting policy endorses the environmental, social and governance criteria defined in our transparency code, and with the CSR (Corporate Social Responsibility) policy implemented by METROPOLE Gestion, both of which are available on our website.

We reserve the right not to vote in certain specific cases where voting would not be to the advantage of our clients. Examples would include votes leading to prohibitive administrative costs or when exercising a vote would require blocking securities, thereby limiting their liquidity and penalising the portfolio management flexibility.

Barring exceptions, METROPOLE Gestion exercises the voting rights over all securities held in the UCIs (UCITS/AIFs) under its management and for which it holds the voting rights, or for which it has been delegated the voting rights, provided that the regulatory provisions and technical constraints imposed by markets and custodians allow for the optimised exercise of the vote in the sole interest of the shareholders.

## 2 Exercise of voting rights

### 2.1 Votes effectively exercised at General Meetings

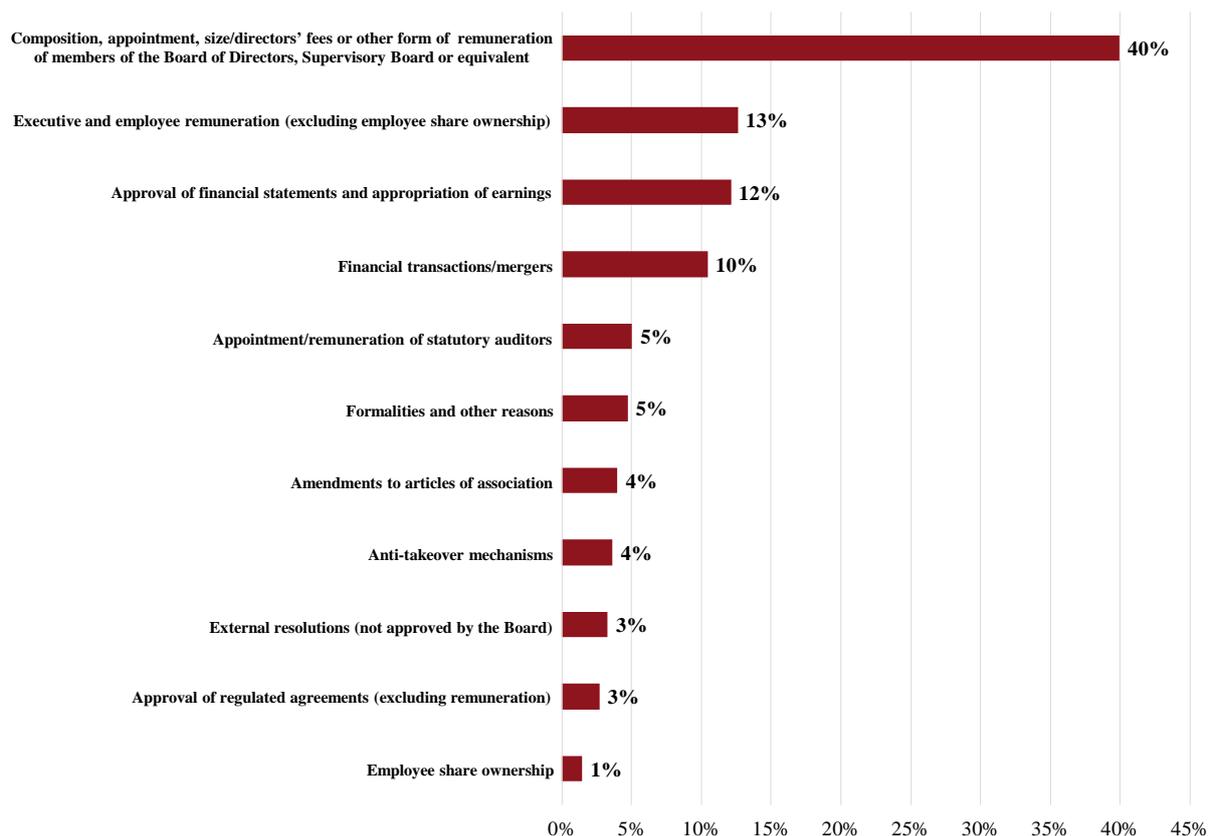
In **2018**, the asset management company exercised its voting rights at **148** out of **160** General Meetings (in which it had an interest at the date on which the voting right was exercisable).

In total, METROPOLE Gestion voted on **2,186** out of **2,331** resolutions representing, across all the portfolios, **7,761** out of **7,951** resolutions, giving a participation rate of **98%**.

Geographical breakdown of General Meetings at which votes were exercised:

	Number of general meetings	%
France	31	21%
Europe (excluding France)	103	70%
Rest of world	14	9%
<b>Total</b>	<b>148</b>	<b>100%</b>

Votes resolutions' topics breakdown:



## 2.2 Analysis of votes against

The analysis of votes against includes votes given "against" or "abstentions" on resolutions proposed by the Management Board or Board of Directors of the issuer, as well as votes "in favour of" resolutions not approved by the Board.

In 2018, METROPOLE Gestion, acting on behalf of the UCITS/AIFs under its management, voted against **325 different resolutions (15% of the total number of resolutions voted upon)** at **111 General Meetings**.

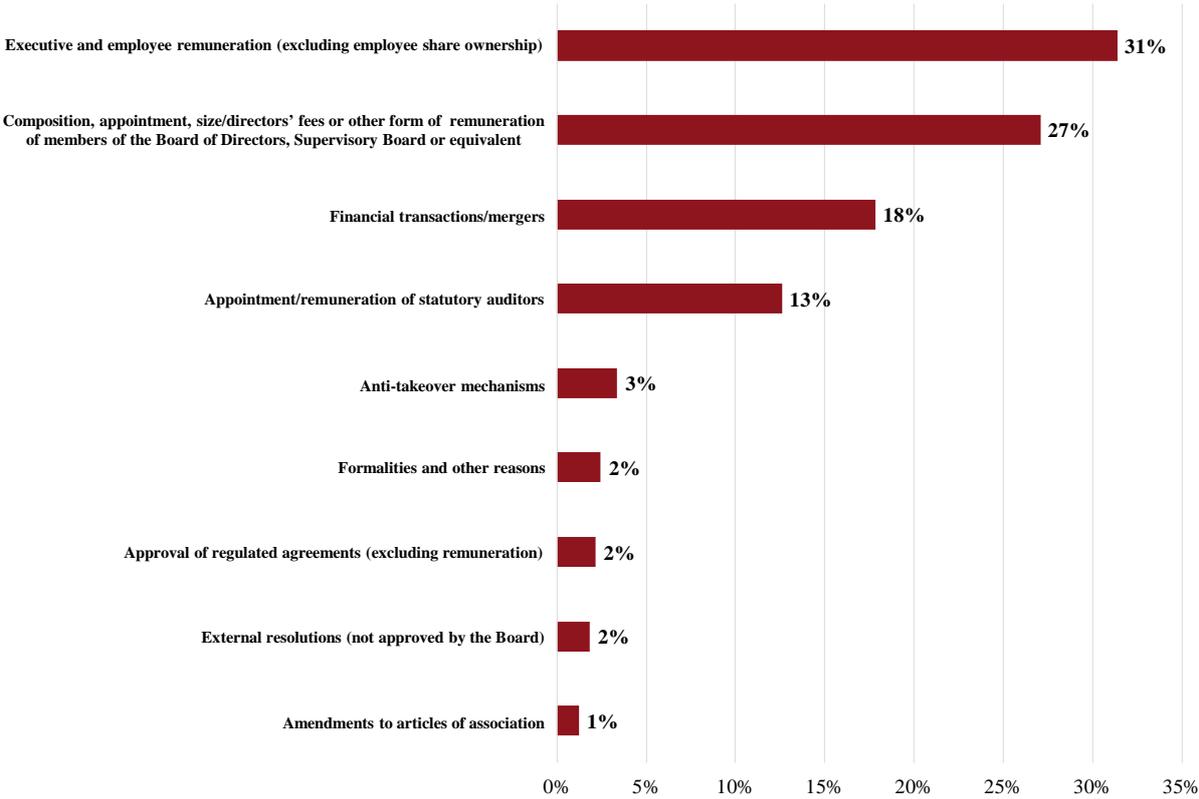
Geographical breakdown of General Meetings at which at least one vote against was cast:

	Number of General Meetings	%
France	30	27%
Europe (excluding France)	67	60%
Rest of world	14	13%
<b>Total</b>	<b>111</b>	<b>100%</b>

Geographical breakdown of votes against:

	Number of resolutions voted upon	%
France	129	40%
Europe (excluding France)	128	39%
Rest of world	68	21%
<b>Total</b>	<b>325</b>	<b>100%</b>

Topics votes against breakdown



2.3 Exceptions to our voting policy:

In 2018, 3 votes were cast in opposition to our policy. These votes against were due to a technical issue with a custodian.

2.4 General Meetings where votes were not cast:

In 2018, votes were not cast at 12 General Meetings.

- In nine of these instances, we were unable to update the necessary voting documentation in due time.
- Votes could not be cast at two other General Meetings due to problems encountered with a custodian.
- Lastly, votes could not be cast at one General Meeting due to a securities transfer problem during a change of custodian at the beginning of the year.

2.5 Management of conflicts of interest:

METROPOLE Gestion identified no conflict of interest in the case of votes cast during the 2018 financial year.