

**CORPORATE GOVERNANCE: PROXY VOTING: QUARTER 3 OF 2008**

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b><i>Acucap Properties Limited :</i></b> <b>The PIC's total shareholding in ACP, held on behalf of its clients, is 11,89%.</b> <b>Annual General Meeting 29 August 2008</b>					
			<b>Ordinary Business</b>		
			Adoption of the annual financial statements for the financial year ended 31 March 2008	F	
			Re-election of FL Sekha as director	F	
			Re-election of JH Rens as director	F	
			Re-election of NDC Whale as director	F	
			Placing of the un-issued shares under the control of the directors	F	Following discussions with the company the PIC agreed to vote in favour of this resolution
			General authority to issue linked units for cash	F	Following discussions with the company the PIC agreed to vote in

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
					favour of this resolution
			Approval of the remuneration of the non-executive directors for the financial year ended 31 March 2008	A	Retrospective approval

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b><i>Allied Electronics Corporation Limited (Ordinary Shareholders and Preference Shareholders):</i></b>					
<b>The PIC's total shareholding in ATN, held on behalf of its clients, is 6,99% and in ATNP is 13,32%.</b>					
<b>Annual General Meeting 15 July 2008</b>					
			<b>Ordinary Business</b>		
			To receive and adopt the annual financial statements for the year ended 29 February 2008	F	
			Re-election of BJM Masekela as director	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Re-election of MJ Leeming as director	F	
			Re-election of MC Berzack as director	F	
			Re-election of CG Venter as director	F	
			Re-election of Dr PM Maduna as director	F	
			Re-appointment of KPMG as auditors	F	
			Approval of the fees for non-executive directors	F	
			General authority to make payments to ordinary shareholders	F	
			General authority to place the shares under the control of the directors	A	General authority
			General authority to issue shares for cash	A	
			Authority to any director or the company secretary to sign all documents necessary to give effect to these resolutions	F	
			<b>Special Business</b>		

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Authority to the company to purchase issued shares	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Allied Technologies Limited :</b>					
The PIC's total shareholding in ALT, held on behalf of its clients, is 10,23%.					
Annual General Meeting 8 July 2008					
			<b>Ordinary Business</b>		
			Approval of annual financial statements for the financial year ended 29 February 2008	F	
			Re-election of Dr WP Venter as director	F	
			Re-election of PMO Curle as director	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Re-election of RE Venter as director	F	
			Election of ZJ Sithole as director	F	
			Election of M Sindane as director	F	
			Ratification of the fees paid to the non-executive directors over the past year	A	Retrospective approval
			Re-appointment of PKF (JHB) Inc as the auditors of the company	F	
			Placing un-issued shares under the control of the directors	A	General authority
			General authority to issue shares for cash	A	
			Authority to any director or the company secretary to sign all documents necessary to give effect to these resolutions	F	
			<b>Special Business</b>		
			Re-purchase of company shares	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment

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<b>Alexander Forbes Equity Holdings Proprietary Limited:</b> The PIC's total shareholding in AFP, held on behalf of its clients, is 8,27%. <b>Annual General Meeting 4 September 2008 at 11:30</b> <b>Second Annual General Meeting 4 September 2008 at 14:00</b>					
	<b>Annual General Meeting</b>		<b>Ordinary Business</b>		
			Approval of the annual financial statements for the year ended 31 March 2008	F	
			Re-appointment of PriceWaterhouseCoopers as the auditors of the company	F	
			<b>Special Business</b>		

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Amendments to the memorandum and articles of association	F	
	<b>Second Annual General Meeting</b>		<b>Ordinary Business</b>		
			Approval of the annual financial statements for the year ended 31 March 2008	F	
			Re-election of B Campbell as director	F	
			Re-election of AJ Claerhout as director	F	
			Re-election of T Espiard as director	F	
			Re-election of Dr D Konar as director	F	
			Re-election of MS Moloko as director	F	
			Re-election of PG Nkadimeng as director	F	
			Re-election of MC Ramaphosa as director	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Re-election of A Roux as director	F	
			Re-election of P Schmid as director	F	
			Re-election of JA van Wyk as director	F	
			Re-election of DM Viljoen as director	F	
			Authority to any director or the company secretary to sign all documents necessary to give effect to these resolutions	F	
			<b>Special Business</b>		
			Approval for the company to provide financial assistance to Dreamworld Pty Ltd for the purchase of shares	A	The PIC was not in agreement with the conditions attached to the loan.



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<b>Astrapak Limited:</b>					
The PIC's total shareholding in APK, held on behalf of its clients, is 1,45%.					
<b>Annual General Meeting 25 September 2008</b>					
			<b>Ordinary Business</b>		
			To receive and adopt the annual financial statements for the year ended 29 February 2008	F	
			Re-election of HA Todd as director	F	
			Re-election of M Diedloff as director	F	
			Re-election of DC Noko as director	F	
			Re-election of JF Buchanan as director	F	
			Re-election of KP Seopela as director	F	
			Re-appointment of Deloitte and Touche as auditors	F	
			Approval of the directors fees for the period ending 29 February 2008	A	Retrospective approval

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Placing of 10% of the unissued shares under the control of the directors	A	General authority
			<b>Special Business</b>		
			General authority for the company to purchase its own shares	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Brait SA Limited:</b>					
The PIC's total shareholding in BAT, held on behalf of its clients is 12,44%.					
<b>Annual General Meeting 30 July 2008</b>					
			<b>Ordinary Business</b>		
			Ratification and confirmation of interim dividend announced on 3 December 2007	F	
			Adoption of the annual financial statements for the year ended 31 March 2008	F	
			Adoption of the auditors' and directors' reports contained in the annual financial statements	F	
			Granting of discharge to the directors in respect of the execution of their mandates to 31 March 2008	F	This is a requirement in terms of Luxembourg Law.
			Re-election of the following directors: <ul style="list-style-type: none"> <li>AC Ball</li> </ul>	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			<ul style="list-style-type: none"> <li>• PAB Beercroft</li> <li>• JE Bodini</li> <li>• AC Campbell</li> <li>• BJ Childs</li> <li>• JA Gnodde</li> <li>• ME King</li> <li>• RJ Koch</li> <li>• MS Masithela</li> <li>• AM Rozenzweig</li> <li>• HRW Troskie</li> <li>• SJP Weber</li> <li>• PL Wilmot</li> </ul>		
			Re-appointment of the external auditors	F	
			Allocation of the company's profit	F	In terms of Luxemburg Law the company is required to transfer to a legal reserve a minimum of 5% of the unconsolidated net earnings for each

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
					financial year until the reserve equals 10% of its issued share capital. This reserve is kept for distribution upon dissolution of the company.
			Approval of the declaration and payment of a final dividend	F	
			<b>Special Business</b>		
			General authority for the company to repurchase shares	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Enaleni Pharmaceuticals Limited:</b>					
The PIC's total shareholding in ENL, held on behalf of its clients, is 1,37%.					
<b>Annual General Meeting 24 July 2008</b>					
			<b>Ordinary Business</b>		
			Adoption of the annual financial statements for the financial year ended 31 December 2007	F	
			Re-election of C Aucamp as director	F	
			Re-election of BM Caga as director	F	
			Re-election of MD Mokone as director	F	
			Re-election of PCS Lethuli as director	F	
			Re-election of Dr GS Mahlati as director	F	
			Re-election of JS Smith as director	F	
			Appointment of Mazars Moores Rowland as auditors of the company	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			General authority for the directors over the unissued shares of the company	A	General authority
			General authority to issue shares for cash	A	
			Amendments to the Enaleni Share Incentive Scheme	F	
			Approval to perform limited secretarial duties	F	This resolution dealt with permission to the external auditors to give limited advice regarding company secretarial duties
			Resolved that any director of the company may take any steps necessary to give effect to these resolutions	F	
			<b>Special Business</b>		
			Authority for the company to re-purchase its own shares	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Foschini Limited:</b>					
<b>The PIC's total shareholding in FOS, held on behalf of its clients, is 6,16%.</b>					
<b>Annual General Meeting 3 September 2008</b>					
			<b>Ordinary Business</b>		
			Approval of the annual financial statements for the financial year ended 31 March 2008	F	
			Re-appointment of KPMG Inc as auditors	F	
			Approval for the remuneration payable to non-executive directors for the year ending 31 March 2009	F	
			Re-appointment of R Stein as director	F	
			Re-appointment of NH Goodwin as director	F	
			Re-appointment of MK Lewis as director	F	
			Resolved that any director of the company may take any steps necessary to give effect	F	





Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			to these resolutions		
			<b>Special Business</b>		
			Authority to purchase own shares	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Illovo Sugar Limited:</b>					
<b>The PIC's total shareholding in ILV, held on behalf of its clients, is 4,33%.</b>					
<b>Annual General Meeting 10 July 2008</b>					
			<b>Ordinary Business</b>		
			Adoption of annual financial statements for the financial year ended 31 March 2008	F	
			Election of MJ Hankinson as director	F	
			Re-election of BP Connellan as director	F	
			Re-election of PM Madi as director	F	
			Re-election of IN Mikhize as director	F	
			Re-election of JT Russel as director	F	
			Re-election of MJ Shaw as director	F	
			Re-election of K Zarnack as director	F	
			Re-appointment of Deloitte & Touche as the company's auditors	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Approval of the directors' fees for the ensuing financial year	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Investec PLC:</b>					
The PIC's total shareholding in INP, held on behalf of its clients, is 9,52%.					
<b>Annual General Meeting 7 August 2008 (UK)</b>					
			<b>Ordinary Business</b>		
			Re-election of SE Abrahams as director	F	
			Re-election of CA Carolus as director	F	
			Re-election of H Fakuda (OBE) as director	F	
			Re-election of HS Herman as director	F	
			Re-election of GMT Howe as director	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Re-election of B Kantor as director	F	
			Re-election of IR Kantor as director	F	
			Re-election of Sir C Keswick as director	F	
			Re-election of MP Malungani as director	F	
			Re-election of PRS Thomas as director	F	
			Placing of 10% of the unissued shares ordinary shares of the company under the control of the directors	F	Following discussions with the company the PIC voted in favour of this resolution
			Placing of 10% of the unissued class A preference shares under the control of the directors	F	
			Authority for the directors to issue the above shares for cash	F	Following discussions with the company the PIC voted in favour of this resolution
			Directors authority to take action in terms of the resolutions	F	
			Receive and adopt the annual financial statements for the year ended 31 March	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			2008		
			Approval of the directors remuneration for the year ended 31 March 2008	A	Retrospective
			Sanction the interim dividend for the six month period ended 30 September 2007	F	
			Approval for the declaration of the final dividend	F	
			Re-appointment of Ernst and Young LLP as auditors	F	
			Authority for company to make political donations	F	
			<b>Special Business</b>		
			Directors authority to purchase ordinary shares	F	
			Amendments to the articles of association	F	Deal with technical matters on

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
					shareholder meetings

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<b>Investec Limited:</b>					
The PIC's total shareholding in INL, held on behalf of its clients, is 11,18%.					
<b>Annual General Meeting 7 August 2008 (RSA)</b>					
			<b>Ordinary Business</b>		
			Re-election of SE Abrahams as director	F	
			Re-election of CA Carolus as director	F	
			Re-election of H Fakuda (OBE) as director	F	
			Re-election of HS Herman as director	F	
			Re-election of GMT Howe as director	F	
			Re-election of B Kantor as director	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Re-election of IR Kantor as director	F	
			Re-election of Sir C Keswick as director	F	
			Re-election of MP Malungani as director	F	
			Re-election of PRS Thomas as director	F	
			Receive and adopt the annual financial statements for the year ended 31 March 2008	F	
			Approval of the directors remuneration for the year ended 31 March 2008	A	Retrospective
			Sanction the interim dividend for the six month period ended 30 September 2007	F	
			Sanctioning of the interim dividend paid by Investec Ltd on the dividend access (SA residents) redeemable preference shares	F	
			Approval for the declaration of the final dividend	F	
			Re-appointment of Ernst and Young and KPMG as joint auditors	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Approval for the directors to set the auditors' remuneration	F	
			Placing of 10% of the unissued shares ordinary shares of the company under the control of the directors	F	Following discussions with the company the PIC voted in favour of this resolution
			Placing of 10% of the unissued class A preference shares under the control of the directors	F	
			Authority for the directors to issue the above shares for cash	F	Following discussions with the company the PIC voted in favour of this resolution
			<b>Special Business</b>		
			Authority to the company to acquire its own shares	F	
			Amendments to the articles of association	F	Deal with technical matters on shareholder meetings



Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Adoption of new articles of association should the amendment above be approved	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Lewis Group Limited:</b>					
The PIC's total shareholding in LEW, held on behalf of its clients, is 17,56%.					
<b>Annual General Meeting 15 August 2008</b>					
			<b>Ordinary Business</b>		
			Receive and adopt the annual financial statements for the financial year ended 31 March 2008	F	
			Re-election of H Saven as director of the company	F	
			Re-election of AJ Smart as director of the	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			company		
			Approval of the directors fees for the year ended 31 March 2008 and the approval of the proposed remuneration for the ensuing financial year	F	
			Re-appointment of PriceWaterhouse Coopers as auditors	F	
			Authority to directors to act on and implement the resolutions	F	
			<b>Special Resolutions</b>		
			General authority to repurchase shares	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Medi-Clinic Corporation Limited:</b>					
The PIC's total shareholding in MDC, held on behalf of its clients, is 3,25%.					
Annual General Meeting 25 April 2008.					
			<b>Ordinary Business</b>		
			To receive and adopt the annual financial statements for the financial year ending 31 March 2008	F	
			Re-appointment of PriceWaterhouseCoopers as auditors	F	
			Approval for the directors fees for the financial year ended 31 March 2008	A	Retrospective approval
			Election of RH Bider as a director	F	
			Election of JC Cohen as director	F	
			Election of DK Smith as director	F	
			Re-election of LJ Alberts as director	F	
			Re-election of VE Msibi as director	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Re-election of AA Raath as director	F	
			Re-election of JG Swiegers as director	F	
			Re-election of MH Visser as director	F	
			General authority to directors to allot and issue ordinary shares	A	General authority
			General authority to directors to issue shares for cash	A	
			<b>Special Business</b>		
			General authority for the company or any of its subsidiaries to repurchase Company shares	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Mr Price Group Limited :</b>					
<b>The PIC's total shareholding in MPC, held on behalf of its clients, is 8,34%.</b>					
<b>Annual General Meeting 20 May 2008</b>					
			<b>Ordinary Business</b>		
			Adoption of the annual financial statements for the financial year ended 31 March 2008	F	
			Re-election of SA Ellis as director	F	
			Re-election of K Getz as director	F	
			Re-election of S van Niekerk as director	F	
			Re-election of WR Jardine as director	F	
			Re-election of NG Payne as director	F	
			Re-election of MJD Ruck as director	F	
			Approval of the remuneration of the non-executive directors for the ensuing financial year	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Approval of amendments to the Mr Price share option schemes	F	
			<b>Special Business</b>		
			Approval for the company to acquire its own shares	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Nedbank Limited:</b>					
The PIC's total shareholding in NED, held on behalf of its clients, is 6,74%.					
<b>Annual General Meeting 25 July 2008</b>					
			<b>Ordinary Business</b>		
			To receive and adopt the annual financial statements for the year ended 31 December 2007 together with the directors' and auditors' reports	F	
			Note and confirm the dividend declared	F	
			Note and confirm the preference share dividend declared and paid on 31 March 2008	F	
			Re-election of TA Boardman as director	F	
			Re-election of MWT Brown as director	F	
			Re-election of Prof B de L Figaji as director	F	
			Re-election of RM Head as director	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Re-election of ML Ndlovu as director	F	
			Election of R Harris as director	F	
			Approval of the non-executive directors' fees	F	
			Approval of the total remuneration paid to executive directors	F	
			Re-appointment of Deloitte & Touche as auditors	F	
			Approval for the Nedbank audit committee to set the remuneration of the auditors	F	
			Placing of the unissued shares under the control of the directors	F	Following discussions with the company the PIC supported this resolution

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Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b><i>Omnia Holdings Limited:</i></b> <b>The PIC's total shareholding in OMN, held on behalf of its clients is 3,29%.</b> <b>Annual General Meeting 25 September 2008</b>					
			<b>Ordinary Business</b>		
			To consider the financial statements for the year ended 31 March 2008	F	
			Approval for the re-appointment of PriceWaterhouseCoopers as auditors	F	
			Re-election of NJ Crosse as director	F	
			Re-election of JG Pretorius as director	F	
			Re-election of DC Radley as director	F	
			Appointment of R Havenstein as director	F	
			Appointment of H Hickey as director	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Approval of the non-executive directors' fees for 2008 and 2009	F	
			General authority to place all the un-issued shares under the control of the directors	A	General authority
			General authority to issue shares for cash	A	
			Permission for the directors to do all necessary to give effect to the resolutions	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Compagnie Financiere Richemont SA (Richemont):</b> <b>The PIC's total shareholding in Reunert is 6,35%.</b> <b>Annual General Meeting 10 September 2008</b>					
			<b>Ordinary Business</b>		
			Receive and adopt the annual financial statements and the statement of the directors for the for the financial year ended 31 March 2008	F	
			Approval for the payment of a dividend	F	
			Granting of discharge to the directors in respect of the execution of their mandates to 31 March 2008	F	This is a requirement in terms of Luxembourg Law.
			Re-election of Johann Rupert as director	F	
			Re-election of JP Aeschmann as director	F	
			Re-election of F Cologni as director	F	
			Re-election of Lord Douro as director	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Re-election of YA Istel as director	F	
			Re-election of R Lepeu as director	F	
			Re-election of R Magnoni as director	F	
			Re-election of S Murray as director	F	
			Re-election of AD Perrin as director	F	
			Re-election of N Platt as director	F	
			Re-election of A Quasha as director	F	
			Re-election of Lord Renwick as director	F	
			Re-election of Jan Rupert as director	F	
			Re-election of J Schrempp as director	F	
			Re-election of M Wikstrom as director	F	
			Re-appointment of the auditors for the ensuing financial year	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>SAB Miller PLC:</b> <b>The PIC's total shareholding in SAB is 3,73%.</b> <b>Annual General Meeting 31 July 2008</b>					
			<b>Ordinary Business</b>		
			Adoption of the annual financial statements for the financial year ended 31 March 2008	F	
			Appointment of R Pieterse as director	F	
			Appointment of M Ramos as director	F	
			Re-election of Lord Fellowes as director	F	
			Re-election of EAG Mackay as director	F	
			Re-election of JA Manzoni as director	F	
			Re-election of MQ Morland as director	F	
			Re-election of MC Ramaphosa as director	F	
			Re-election of JM Khan as director	F	
			Declaration of a final dividend of 42 US	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Cents per share		
			Re-appointment of PriceWaterhouseCoopers as auditors of the company	F	
			Approval for the directors to fix the remuneration of the auditors	F	
			Approval of the renewal of the company's share incentive plans	F	
			General authority over un-issued share capital	A	General authority
			Authority to issue shares for cash	A	
			<b>Special Business</b>		
			General authority to the company and its subsidiaries to repurchase the company's shares	F	

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			Amendments to the company's articles of association	F	

Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Telkom SA Limited:</b> <b>The PIC's total shareholding in TKG is 18,01%.</b> <b>Annual General Meeting 15 September 2008</b>					
			<b>Ordinary Business</b>		
			Receive, consider and approve the annual financial statements for the year ended 31 March 2008	F	
			Election of PG Joubert as director	F	
			Election of B du Plessis as director	F	



Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			Re-appointment of Ernst & Young as auditors of the company	F	
			<b>Special Business</b>		
			Repurchase by the company of its own shares	F	



Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
<b>Trans Hex Group Limited:</b> <b>The PIC's total shareholding in TSX is 2,66%.</b> <b>Annual General Meeting 1 August 2008</b>					
			<b>Ordinary Business</b>		
			Receive, consider and approve the annual financial statements for the year ended 31 March 2008	F	
			Approval of the directors' fees for the past financial year	A	Retrospective approval
			Re-election of E de la H Hertzog	F	
			Re-election of DM Falck	F	
			Appointment of AG Muller as director	F	
			Appointment of T de Bruyn as director	F	
			Approval for the re-appointment of PriceWaterhouseCoopers as auditors	F	



Company Name	Shareholding	Meeting Date	Resolutions	Vote Cast	Comment
			General authority over 10% of the un-issued shares of the company	A	General authority
			General authority to issue shares for cash	A	
			<b>Special Business</b>		
			Repurchase by the company of its own shares	F	

\* F = FOR

\* A = AGAINST

\*AB = ABSTAIN