TEKLA HEALTHCARE INVESTORS Form N-PX August 29, 2016

# **UNITED STATES** SECURITIES AND EXCHANGE Expires: March 31, 2018 **COMMISSION**

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Washington, D.C. 20549

### **FORM N-PX**

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

**Investment Company Act file number 811-04889** 

### **Tekla Healthcare Investors**

(Exact name of registrant as specified in charter)

100 Federal Street, 19th Floor, Boston, MA

(Address of principal executive offices)

02110 (Zip code)

Laura Woodward

**Tekla Healthcare Investors** 

100 Federal Street, 19th Floor, Boston MA 02110

(Name and address of agent for service)

Registrant s telephone number, including area code: 617-772-8500

Date of fiscal year end: September 30

Date of reporting period: 7/1/15-6/30/16

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss.239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant s proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget (OMB) control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

Item 1. Proxy Voting Record.

#### Vote Summary

#### ACADIA PHARMACEUTICALS INC.

Security004225108Meeting TypeAnnualTicker SymbolACADMeeting Date10-Jun-2016Record Date22-Apr-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 LAURA BREGE		For	For
	2 STEPHEN DAVIS		For	For
2	TO APPROVE AN AMENDMENT TO OUR 2004 EMPLOYEE STOCK PURCHASE PLAN TO, AMONG OTHER THINGS, INCREASE THE AGGREGATE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER THE PLAN BY 400,000 SHARES.	Management	For	For
3	TO APPROVE AN AMENDMENT TO OUR 2010 EQUITY INCENTIVE PLAN, AS AMENDED, TO, AMONG OTHER THINGS, INCREASE THE AGGREGATE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER THE PLAN BY 3,000,000 SHARES.	Management	For	For
4	TO APPROVE, ON AN ADVISORY BASIS, OUR EXECUTIVE COMPENSATION.	Management	For	For
5	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For

#### **AETNA INC.**

Security00817Y108Meeting TypeSpecialTicker SymbolAETMeeting Date19-Oct-2015Record Date16-Sep-2015

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO APPROVE THE ISSUANCE OF AETNA INC. COMMON SHARES, PAR VALUE \$0.01 PER SHARE ( AETNA COMMON SHARES ), TO HUMANA INC. STOCKHOLDERS IN THE MERGER BETWEEN ECHO MERGER SUB, INC., A DELAWARE CORPORATION AND WHOLLY OWNED SUBSIDIARY OF AETNA INC., AND HUMANA INC. PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 2, 2015, AMONG AETNA INC., ECHO MERGER SUB, INC., ECHO MERGER SUB, LLC, A DELAWARE LIMITED LIABILITY COMPANY AND	Management	For	For

	WHOLLY OWNED SUBSIDIARY OF AETNA INC., AND HUMANA INC., AS IT MAY BE AMENDED FROM TIME TO TIME (THE MERGER AGREEMENT	).		
2	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING OF SHAREHOLDERS OF AETNA INC. IF NECESSARY TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE ISSUANCE OF AETNA COMMON SHARES PURSUANT TO THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING OF SHAREHOLDERS OF AETNA INC.	Management	For	For

### AGILENT TECHNOLOGIES, INC.

Security00846U101Meeting TypeAnnualTicker SymbolAMeeting Date16-Mar-2016Record Date19-Jan-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR TO A 3-YEAR TERM: PAUL N. CLARK	Management	For	For
1B	ELECTION OF DIRECTOR TO A 3-YEAR TERM: JAMES G. CULLEN	Management	For	For
1C	ELECTION OF DIRECTOR TO A 3-YEAR TERM: TADATAKA YAMADA, M.D.	Management	For	For
2	TO RATIFY THE AUDIT AND FINANCE COMMITTEE S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AGILENT S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF AGILENT S NAMED EXECUTIVE OFFICERS.	Management	For	For
4	TO APPROVE AMENDMENTS TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND BYLAWS TO DECLASSIFY THE BOARD.	Management	For	For

### AKORN, INC.

Security009728106Meeting TypeAnnualTicker SymbolAKRXMeeting Date01-Jul-2016Record Date11-May-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management	Vote	Management
	1 JOHN KAPOOR, PHD	Č	For	For
	2 KENNETH ABRAMOWITZ		For	For
	3 ADRIENNE GRAVES, PHD		For	For
	4 RONALD JOHNSON		For	For
	5 STEVEN MEYER		For	For
	6 TERRY ALLISON RAPPUHN		For	For
	7 BRIAN TAMBI		For	For
	8 ALAN WEINSTEIN		For	For
2	PROPOSAL TO RATIFY THE APPOINTMENT OF BDO USA, LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR YEAR ENDING DECEMBER 31, 2016.	Management	For	For
3	PROPOSAL TO APPROVE, THROUGH A NON- BINDING ADVISORY VOTE, THE COMPANY S EXECUTIVE COMPENSATION PROGRAM AS DESCRIBED IN THE COMPANY S 2016 PROXY STATEMENT.	Management	For	For

#### ALERE INC.

Security01449J105Meeting TypeAnnualTicker SymbolALRMeeting Date22-Jul-2015Record Date05-Jun-2015

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: GREGG J. POWERS	Management	For	For
1B	ELECTION OF DIRECTOR: HAKAN BJORKLUND, PHD.	Management	For	For
1C	ELECTION OF DIRECTOR: GEOFFREY S. GINSBURG	Management	For	For
1D	ELECTION OF DIRECTOR: CAROL R. GOLDBERG	Management	For	For
1E	ELECTION OF DIRECTOR: JOHN F. LEVY	Management	For	For
1F	ELECTION OF DIRECTOR: BRIAN A. MARKISON	Management	For	For
1G	ELECTION OF DIRECTOR: SIR THOMAS F. WILSON	Management	For	For
1H	ELECTION OF DIRECTOR: JOHN A. QUELCH	Management	For	For
1I	ELECTION OF DIRECTOR: JAMES ROOSEVELT, JR.	Management	For	For
1J	ELECTION OF DIRECTOR: NAMAL NAWANA	Management	For	For
2	APPROVE AMENDMENTS TO OUR 2010 STOCK OPTION AND INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK AVAILABLE FOR (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Management	For	For

3	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
4	HOLD AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For	For

### ALEXION PHARMACEUTICALS, INC.

Security015351109Meeting TypeAnnualTicker SymbolALXNMeeting Date11-May-2016Record Date15-Mar-2016

		Proposed		For/Against
Item	Proposal	by	Vote	Management
1A	ELECTION OF DIRECTOR: LEONARD BELL	Management	For	For
1B	ELECTION OF DIRECTOR: FELIX BAKER	Management	For	For
1C	ELECTION OF DIRECTOR: DAVID R. BRENNAN	Management	For	For
1D	ELECTION OF DIRECTOR: M. MICHELE BURNS	Management	For	For
1E	ELECTION OF DIRECTOR: CHRISTOPHER J.	Management	For	For
	COUGHLIN			
1F	ELECTION OF DIRECTOR: DAVID L. HALLAL	Management	For	For
1G	ELECTION OF DIRECTOR: JOHN T. MOLLEN	Management	For	For
1H	ELECTION OF DIRECTOR: R. DOUGLAS NORBY	Management	For	For
1I	ELECTION OF DIRECTOR: ALVIN S. PARVEN	Management	For	For
1 <b>J</b>	ELECTION OF DIRECTOR: ANDREAS RUMMELT	Management	For	For
1K	ELECTION OF DIRECTOR: ANN M. VENEMAN	Management	For	For
2	APPROVAL OF A NON-BINDING ADVISORY VOTE	Management	For	For
	OF THE 2015 COMPENSATION PAID TO ALEXION S			
	NAMED EXECUTIVE OFFICERS.			
3	RATIFICATION OF APPOINTMENT BY BOARD OF	Management	For	For
	PRICEWATERHOUSECOOPERS LLP AS ALEXION S	_		
	INDEPENDENT REGISTERED PUBLIC			
	ACCOUNTING FIRM.			
4	TO REQUEST THE BOARD TO AMEND ALEXION S	Shareholder	Against	For
	GOVERNING DOCUMENTS TO GIVE			
	SHAREHOLDERS OWNING 10% OF ALEXION			
	STOCK THE POWER TO CALL A SPECIAL			
	MEETING.			

#### ALKERMES PLC

SecurityG01767105Meeting TypeAnnualTicker SymbolALKSMeeting Date25-May-2016Record Date17-Mar-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: DAVID W. ANSTICE	Management	For	For
1.2	ELECTION OF DIRECTOR: ROBERT A. BREYER	Management	For	For
1.3	ELECTION OF DIRECTOR: WENDY L. DIXON, PH.D.	Management	For	For
2	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY S NAMED EXECUTIVE OFFICERS.	Management	For	For
3	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT AUDITOR OF THE COMPANY AND TO AUTHORIZE THE AUDIT AND RISK COMMITTEE TO SET THE INDEPENDENT AUDITOR S REMUNERATION(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Management	For	For
4	TO APPROVE THE ALKERMES PLC 2011 STOCK OPTION AND INCENTIVE PLAN, AS AMENDED.	Management	For	For
5	TO GRANT THE BOARD THE AUTHORITY TO ISSUE SHARES UNDER IRISH LAW.	Management	For	For
6A	TO APPROVE CERTAIN AMENDMENTS TO THE COMPANY S ARTICLES OF ASSOCIATION THAT ADDRESS THE ADOPTION OF THE IRISH COMPANIES ACT 2014.	Management	For	For
6B	TO APPROVE CERTAIN AMENDMENTS TO THE COMPANY S MEMORANDUM OF ASSOCIATION THAT ADDRESS THE ADOPTION OF THE IRISH COMPANIES ACT 2014.	Management	For	For
7	TO GRANT THE BOARD THE AUTHORITY TO OPT-OUT OF STATUTORY PRE-EMPTION RIGHTS UNDER IRISH LAW.	Management	For	For

### ALLERGAN PLC

SecurityG0177J108Meeting TypeAnnualTicker SymbolAGNMeeting Date05-May-2016Record Date07-Mar-2016

			Proposed		For/Against
Item		Proposal	by	Vote	Management
1	DIRECTOR		Management		
	1	NESLI BASGOZ, M.D.		For	For
	2	PAUL M. BISARO		For	For
	3	JAMES H. BLOEM		For	For

	4 CHRISTOPHER W. BODINE		For	For
	5 CHRISTOPHER J. COUGHLIN		For	For
	6 MICHAEL R. GALLAGHER		For	For
	7 CATHERINE M. KLEMA		For	For
	8 PETER J. MCDONNELL, M.D		For	For
	9 PATRICK J. O SULLIVAN		For	For
	10 BRENTON L. SAUNDERS		For	For
	11 RONALD R. TAYLOR		For	For
	12 FRED G. WEISS		For	For
2	TO APPROVE, IN A NON-BINDING VOTE, NAMED	Management	For	For
	EXECUTIVE OFFICER COMPENSATION			
3	TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S	Management	For	For
	INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING	•		
	DECEMBER 31, 2016 AND TO AUTHORIZE, IN A BINDING			
	VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH			
	THE AUDIT AND COMPLIANCE COMMITTEE, TO			
	DETERMINE PRICEWATERHOUSECOOPERS LLP S			
	REMUNERATION			
4A	TO APPROVE THE AMENDMENT OF THE COMPANY S:	Management	For	For
12.1	MEMORANDUM OF ASSOCIATION TO MAKE CERTAIN	management.	101	101
	ADMINISTRATIVE AMENDMENTS			
4B	TO APPROVE THE AMENDMENT OF THE COMPANY S:	Management	For	For
	ARTICLES OF ASSOCIATION TO MAKE CERTAIN	8		
	ADMINISTRATIVE AMENDMENTS			
5A	TO APPROVE THE AMENDMENT OF THE COMPANY S	Management	For	For
	ARTICLES OF ASSOCIATION IN ORDER TO: PROVIDE FOR			
	A PLURALITY VOTING STANDARD IN THE EVENT OF A			
	CONTESTED ELECTION			
5B	TO APPROVE THE AMENDMENT OF THE COMPANY S	Management	For	For
	ARTICLES OF ASSOCIATION IN ORDER TO: GRANT THE	C		
	BOARD OF DIRECTORS SOLE AUTHORITY TO DETERMINE			
	ITS SIZE			
6	TO APPROVE THE REDUCTION OF COMPANY CAPITAL	Management	For	For
7	TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING	Shareholder	Against	For
	AN ANNUAL REPORT ON LOBBYING ACTIVITIES, IF		Ü	
	PROPERLY PRESENTED AT THE MEETING			
8	TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING	Shareholder	Against	For
	AN INDEPENDENT BOARD CHAIRMAN, IF PROPERLY		J	
	PRESENTED AT THE MEETING			

#### ALLIQUA BIOMEDICAL, INC.

Security019621200Meeting TypeAnnualTicker SymbolALQAMeeting Date06-May-2016Record Date11-Mar-2016

Item		Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR		Management		
	1	DAVID JOHNSON		For	For
	2	WINSTON KUNG		For	For
	3	JOSEPH LEONE		For	For
	4	GARY RESTANI		For	For
	5	JEFFREY SKLAR		For	For
	6	MARK WAGNER		For	For
	7	JEROME ZELDIS, MD, PHD.		For	For
2	INCORPORATION	N AMENDMENT TO OUR CERTIFICATE OF N TO INCREASE THE NUMBER OF NARES OF COMMON STOCK FROM 1000,000.	Management	For	For
3	AS OUR INDEPEN	OF THE APPOINTMENT OF MARCUM LLP NDENT REGISTERED PUBLIC RM FOR THE FISCAL YEAR ENDING 116.	Management	For	For

#### ALNYLAM PHARMACEUTICALS, INC.

Security02043Q107Meeting TypeAnnualTicker SymbolALNYMeeting Date03-May-2016Record Date11-Mar-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF CLASS III DIRECTOR: STEVEN M. PAUL, M.D.	Management	For	For
1.2	ELECTION OF CLASS III DIRECTOR: AMY W. SCHULMAN	Management	For	For
1.3	ELECTION OF CLASS III DIRECTOR: KEVIN P. STARR	Management	For	For
2	TO APPROVE, IN A NON-BINDING ADVISORY VOTE, THE COMPENSATION OF ALNYLAM S NAMED EXECUTIVE OFFICERS.	Management	For	For
3	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, AN INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS ALNYLAM S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For

### ALTERG, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date1-Feb-2016Record DateN/A

		Proposed		For/Against
Item	Proposal	by	Vote	Management
1	WAIVER OF REQUIREMENT FOR AUDITED	Management	For	For
	FINANCIAL STATEMENTS			
2	ADDITIONAL PROVISIONS	Management	For	For

#### AMGEN INC.

Security031162100Meeting TypeAnnualTicker SymbolAMGNMeeting Date19-May-2016Record Date21-Mar-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
IA	AT 2017: DR. DAVID BALTIMORE	Management	FOI	гог
1B	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
1D	AT 2017: MR. FRANK J. BIONDI, JR.	Management	101	1 01
1C	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
	AT 2017: MR. ROBERT A. BRADWAY			
1D	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
	AT 2017: MR. FRANCOIS DE CARBONNEL			
1E	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
	AT 2017: MR. ROBERT A. ECKERT			
1F	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
	AT 2017: MR. GREG C. GARLAND			
1G	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
	AT 2017: MR. FRED HASSAN	3.5	-	
1H	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
11	AT 2017: DR. REBECCA M. HENDERSON	M	For	For
11	ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: MR. FRANK C. HERRINGER	Management	гог	гог
1J	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
13	AT 2017: DR. TYLER JACKS	Management	1.01	1'01
1K	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
111	AT 2017: MS. JUDITH C. PELHAM	Management	101	1 01
1L	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
	AT 2017: DR. RONALD D. SUGAR	Ü		
1M	ELECTION OF DIRECTOR FOR A TERM EXPIRING	Management	For	For
	AT 2017: DR. R. SANDERS WILLIAMS			
2	TO RATIFY THE SELECTION OF ERNST & YOUNG	Management	For	For
	LLP AS OUR INDEPENDENT REGISTERED PUBLIC			
	ACCOUNTANTS FOR THE FISCAL YEAR ENDING			
	DECEMBER 31, 2016.			
3	ADVISORY VOTE TO APPROVE OUR EXECUTIVE	Management	For	For
4	COMPENSATION.	C1 1 11		D.
4	STOCKHOLDER PROPOSAL TO CHANGE THE	Shareholder	Against	For
	VOTING STANDARD APPLICABLE TO			

NON-BINDING PROPOSALS SUBMITTED BY STOCKHOLDERS.

#### ARIAD PHARMACEUTICALS, INC.

Security	04033A100	Meeting Type	Annual
Ticker Symbol	ARIA	Meeting Date	21-Jul-2016
Record Date	25-May-2016		

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO ADOPT AN AMENDMENT TO OUR RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS AND PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS.	Management	For	For
2A	TO ELECT CLASS 1 DIRECTOR TO SERVE ON OUR BOARD OF DIRECTORS: ALEXANDER J. DENNER, PH.D.	Management	For	For
3	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Management	For	For
4	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.	Management	For	For

### AURIS MEDICAL HOLDING AG

SecurityH03579101Meeting TypeAnnualTicker SymbolEARSMeeting Date08-Apr-2016Record Date10-Mar-2016

Item	Proposal	Proposed by	Vote	For/Against Management
G1	GENERAL INSTRUCTIONS ON THE PROPOSALS OF THE BOARD OF DIRECTORS	Management	For	For
G2	GENERAL INSTRUCTIONS ON NEW PROPOSALS OF THE BOARD OF DIRECTORS/ NEW AGENDA ITEMS	Management	For	For
S1	APPROVAL OF THE ANNUAL REPORT, THE FINANCIAL STATEMENTS AND THE GROUP CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2015 FINANCIAL YEAR	Management	For	For
S2	DISCHARGE OF THE MEMBERS OF THE BOARD AND THE PERSONS ENTRUSTED WITH THE COMPANY S MANAGEMENT	Management	For	For
S3	APPROPRIATION OF FINANCIAL RESULTS	Management	For	For
S4A	INCREASE AND AMENDMENT OF THE AUTHORIZED SHARE CAPITAL	Management	For	For
S4B	INCREASE AND AMENDMENT OF THE CONDITIONAL SHARE CAPITAL	Management	For	For
S4C	CANCELLATION OF ARTICLE 5 OF THE ARTICLES OF ASSOCIATION	Management	For	For

S5A	APPROVAL OF THE COMPENSATION OF THE BOARD OF DIRECTORS	Management	For	For
S5B	APPROVAL OF THE COMPENSATION OF THE MEMBERS OF THE EXECUTIVE MANAGEMENT COMMITTEE FOR THE 2015 FINANCIAL YEAR	Management	For	For
S5C	APPROVAL OF THE COMPENSATION OF THE MEMBERS OF THE EXECUTIVE MANAGEMENT COMMITTEE FOR THE 2017 FINANCIAL YEAR	Management	For	For
S6A	RE-ELECTION OF THOMAS MEYER AS MEMBER AND CHAIRMAN	Management	For	For
S6B	RE-ELECTION OF JAMES I. HEALY AS MEMBER OF THE BOARD	Management	For	For
S6C	RE-ELECTION OF WOLFGANG ARNOLD AS MEMBER OF THE BOARD	Management	For	For
S6D	RE-ELECTION OF OLIVER KUBLI AS MEMBER OF THE BOARD	Management	For	For
S6E	RE-ELECTION OF BERNDT A. MODIG AS MEMBER OF THE BOARD	Management	For	For
S6F	RE-ELECTION OF ANTOINE PAPIERNIK AS MEMBER OF THE BOARD	Management	For	For
56G	RE-ELECTION OF CALVIN W. ROBERTS AS MEMBER OF THE BOARD	Management	For	For
56H	ELECTION OF ARMANDO ANIDO AS MEMBER OF THE BOARD	Management	For	For
57A	RE-ELECTION OF JAMES I. HEALY AS MEMBER OF THE COMPENSATION COMMITTEE	Management	For	For
57B	RE-ELECTION OF ANTOINE PAPIERNIK AS MEMBER OF THE COMPENSATION COMMITTEE	Management	For	For
57C	ELECTION OF ARMANDO ANIDO AS MEMBER OF THE COMPENSATION COMMITTEE	Management	For	For
88	RE-ELECTION OF DELOITTE AG AS AUDITORS	Management	For	For
59	RE-ELECTION OF THE INDEPENDENT PROXY SANDRO G. TOBLER	Management	For	For

#### BIOGEN INC.

Security09062X103Meeting TypeAnnualTicker SymbolBIIBMeeting Date08-Jun-2016Record Date11-Apr-2016

<b>.</b>		Proposed	•• .	For/Against
Item	Proposal	by	Vote	Management
1A.	ELECTION OF DIRECTOR: ALEXANDER J. DENNER	Management	For	For
1B.	ELECTION OF DIRECTOR: CAROLINE D. DORSA	Management	For	For
1C.	ELECTION OF DIRECTOR: NANCY L. LEAMING	Management	For	For
1D.	ELECTION OF DIRECTOR: RICHARD C. MULLIGAN	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT W. PANGIA	Management	For	For
1F.	ELECTION OF DIRECTOR: STELIOS	Management	For	For
	PAPADOPOULOS			
1G.	ELECTION OF DIRECTOR: BRIAN S. POSNER	Management	For	For
1H.	ELECTION OF DIRECTOR: ERIC K. ROWINSKY	Management	For	For
1I.	ELECTION OF DIRECTOR: GEORGE A. SCANGOS	Management	For	For
1J.	ELECTION OF DIRECTOR: LYNN SCHENK	Management	For	For
1K.	ELECTION OF DIRECTOR: STEPHEN A. SHERWIN	Management	For	For
2	TO RATIFY THE SELECTION OF	Management	For	For
	PRICEWATERHOUSECOOPERS LLP AS BIOGEN			
	INC. S INDEPENDENT REGISTERED PUBLIC			
	ACCOUNTING FIRM FOR THE FISCAL YEAR			
	ENDING DECEMBER 31, 2016.			
3	SAY ON PAY - TO APPROVE AN ADVISORY VOTE	Management	For	For
	ON EXECUTIVE COMPENSATION.	<i>C</i>		

#### BIOMARIN PHARMACEUTICAL INC.

Security09061G101Meeting TypeAnnualTicker SymbolBMRNMeeting Date06-Jun-2016Record Date11-Apr-2016

Item		Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR		Management		
	1	JEAN-JACQUES BIENAIME		For	For
	2	MICHAEL GREY		For	For
	3	ELAINE J. HERON		For	For
	4	V. BRYAN LAWLIS		For	For
	5	ALAN J. LEWIS		For	For
	6	RICHARD A. MEIER		For	For
	7	DAVID PYOTT		For	For
	8	DENNIS J. SLAMON		For	For
2	COMPENSATION	N AN ADVISORY BASIS, THE OF BIOMARIN S NAMED EXECUTIVE FINED AND DISCLOSED IN ITS PROXY	Management	For	For
3			Management	For	For

	TO RATIFY THE SELECTION OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR BIOMARIN FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.			
4	A STOCKHOLDER PROPOSAL REQUESTING THAT BIOMARIN ISSUE A SUSTAINABILITY REPORT DESCRIBING BIOMARIN S ENVIRONMENTAL, SOCIAL AND GOVERNANCE PERFORMANCE, IF PROPERLY PRESENTED AT BIOMARIN S ANNUAL MEETING OF STOCKHOLDERS.	Shareholder	Against	For

#### BRISTOL-MYERS SQUIBB COMPANY

Security110122108Meeting TypeAnnualTicker SymbolBMYMeeting Date03-May-2016Record Date11-Mar-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: L. ANDREOTTI	Management	For	For
1B.	ELECTION OF DIRECTOR: P.J. ARDUINI	Management	For	For
1C.	ELECTION OF DIRECTOR: G. CAFORIO, M.D.	Management	For	For
1D.	ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.	Management	For	For
1E.	ELECTION OF DIRECTOR: M. GROBSTEIN	Management	For	For
1F.	ELECTION OF DIRECTOR: A.J. LACY	Management	For	For
1G.	ELECTION OF DIRECTOR: T.J. LYNCH, JR., M.D.	Management	For	For
1H.	ELECTION OF DIRECTOR: D.C. PALIWAL	Management	For	For
1I.	ELECTION OF DIRECTOR: V.L. SATO, PH.D.	Management	For	For
1J.	ELECTION OF DIRECTOR: G.L. STORCH	Management	For	For
1K.	ELECTION OF DIRECTOR: T.D. WEST, JR.	Management	For	For
2	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS	Management	For	For
3	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
4	SPECIAL SHAREOWNER MEETINGS	Shareholder	Against	For

### CARDIOKINETIX, INC.

Security	N/A	Meeting Type	Written Consent
Ticker Symbol	N/A	Meeting Date	11-Apr-2016
Record Date	N/A		

		Proposed		For/Against
Item	Proposal	by	Vote	Management
1	ELECTION OF DANIEL OMSTEAD TO THE BOARD OF DIRECTORS	Management	For	For
2	OMNIBUS RESOLUTIONS	Management	For	For

#### **CATAMARAN CORPORATION**

Security148887102Meeting TypeSpecialTicker SymbolCTRXMeeting Date14-Jul-2015Record Date04-Jun-2015

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO CONSIDER AND VOTE UPON A PROPOSAL TO	Management	For	For
1	APPROVE THE SPECIAL RESOLUTION SET FORTH	Management	1 01	1 01
	IN THE PROXY CIRCULAR AND PROXY			
	STATEMENT (THE ARRANGEMENT RESOLUTION )			
	APPROVING AN ARRANGEMENT UNDER			
	SECTION 195 OF THE BUSINESS CORPORATIONS			
	ACT (YUKON) (THE ARRANGEMENT ),			
	CONTEMPLATED BY THE ARRANGEMENT			
	AGREEMENT, DATED AS OF MARCH 29, 2015, BY			
	AND AMONG CATAMARAN CORPORATION			
	( CATAMARAN ), UNITEDHEALTH GROUP			
	INCORPORATED, A CORPORATION			
	INCORPORATED UNDER THE LAWS OF THE STATE			
	OF MINNESOTA, USA(DUE TO SPACE LIMITS,			
	SEE PROXY STATEMENT FOR FULL PROPOSAL).			
2	TO CONSIDER AND VOTE ON A PROPOSAL TO	Management	For	For
	APPROVE, ON A NON-BINDING, ADVISORY BASIS,			
	CERTAIN COMPENSATION THAT MAY BE PAID OR			
	BECOME PAYABLE TO CATAMARAN S NAMED			
	EXECUTIVE OFFICERS THAT IS BASED ON OR			
2	OTHERWISE RELATES TO THE ARRANGEMENT.	14	Г	Г
3	TO CONSIDER AND VOTE ON A PROPOSAL TO	Management	For	For
	ADJOURN THE SPECIAL MEETING TO ANOTHER PLACE, DATE OR TIME IF NECESSARY OR			
	APPROPRIATE, TO THE EXTENT PERMITTED BY			
	THE ARRANGEMENT AGREEMENT, INCLUDING			
	TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF			
	THE PROPOSAL TO APPROVE THE ARRANGEMENT			
	RESOLUTION IF THERE ARE INSUFFICIENT VOTES			
	AT THE TIME OF THE SPECIAL MEETING TO			
	APPROVE THE ARRANGEMENT RESOLUTION.			
	The state of the s			

#### CELGENE CORPORATION

Security151020104Meeting TypeAnnualTicker SymbolCELGMeeting Date15-Jun-2016Record Date18-Apr-2016

Item		Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR		Management		g
	1	ROBERT J. HUGIN	C	For	For
	2	MARK J. ALLES		For	For
	3	RICHARD W BARKER D PHIL		For	For
	4	MICHAEL W. BONNEY		For	For
	5	MICHAEL D. CASEY		For	For
	6	CARRIE S. COX		For	For
	7	JACQUALYN A. FOUSE, PHD		For	For
	8	MICHAEL A. FRIEDMAN, MD		For	For
	9	JULIA A. HALLER, M.D.		For	For
	10	GILLA S. KAPLAN, PH.D.		For	For
	11	JAMES J. LOUGHLIN		For	For
	12	ERNEST MARIO, PH.D.		For	For
2	THE COMPANY	OF THE APPOINTMENT OF KPMG LLP AS S INDEPENDENT REGISTERED PUBLIC IRM FOR THE FISCAL YEAR ENDING 1016.	Management	For	For
3	APPROVAL OF A STOCK INCENTI	N AMENDMENT TO THE COMPANY S 2008 VE PLAN.	Management	For	For
4	,	NON-BINDING VOTE, OF EXECUTIVE I OF THE COMPANY S NAMED EXECUTIVE	Management	For	For
5	RATIFICATION O BY-LAWS.	OF AN AMENDMENT TO THE COMPANY S	Management	For	For
6	PROVISION GRA	PROPOSAL TO REQUEST A BY-LAW NTING STOCKHOLDERS THE RIGHT TO MEETINGS, DESCRIBED IN MORE DETAIL TATEMENT.	Shareholder	Against	For
7	ACCESS BY-LAW	PROPOSAL TO REQUEST A PROXY V PROVISION, DESCRIBED IN MORE PROXY STATEMENT.	Shareholder	Against	For

#### CENTENE CORPORATION

Security15135B101Meeting TypeSpecialTicker SymbolCNCMeeting Date23-Oct-2015Record Date22-Sep-2015

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO APPROVE THE ISSUANCE OF CENTENE CORPORATION (CENTENE) COMMON STOCK, PAI VALUE \$0.001 PER SHARE, PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 2, 2015, BY AND AMONG CENTENE, CHOPIN MERGER SUB I, INC., CHOPIN MERGER SUB II, INC. AND HEALTH NET, INC., AS THE SAME MAY BE AMENDED FROM TIME TO TIME (THE SHARE ISSUANCE PROPOSAL).	Management	For	For
2	TO APPROVE ANY PROPOSAL TO ADJOURN THE CENTENE SPECIAL MEETING FROM TIME TO TIME, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE SHARE ISSUANCE PROPOSAL.	Management	For	For
3	TO APPROVE AN AMENDMENT TO CENTENE S CERTIFICATE OF INCORPORATION, AS AMENDED, TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CENTENE COMMON STOCK FROM 200 MILLION TO 400 MILLION.	Management	For	For

#### CENTENE CORPORATION

Security15135B101Meeting TypeAnnualTicker SymbolCNCMeeting Date26-Apr-2016Record Date26-Feb-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 ORLANDO AYALA		For	For
	2 JOHN R. ROBERTS		For	For
	3 TOMMY G. THOMPSON		For	For
2	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
3	RATIFICATION OF APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For

#### CYTOMX THERAPEUTICS, INC.

Security	N/A	Meeting Type	Written Consent
Ticker Symbol	N/A	Meeting Date	01-Oct-2015
Record Date	N/A		

		Proposed		For/Against
Item	Proposal	by	Vote	Management
1	APPROVAL OF REVERSE STOCK SPLIT;	Management	For	For
	AUTHORIZATION OF AMENDMENT AND			
	RESTATEMENT OF CERTIFICATE OF			
	INCORPORATION			
2	WRITTEN CONSENT: COUNTERPARTS	Management	For	For

#### CYTOMX THERAPEUTICS, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date06-Oct-2015Record DateN/A

Item	Proposal	Proposed by	Vote	For/Against Management
1	APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION	Management	For	For
2	ADOPTION OF AMENDED AND RESTATED BYLAWS	Management	For	For
3	FURTHER GRANT OF AUTHORITY	Management	For	For

#### CYTOMX THERAPEUTICS, INC.

Security	23284F105	Meeting Type	Annual
Ticker Symbol	CTMX	Meeting Date	10-Jun-2016
Record Date	12-Apr-2016		

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: SEAN A. MCCARTHY	Management	For	For
2	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For
3	TO ADOPT AND APPROVE THE CYTOMX THERAPEUTICS, INC. ANNUAL INCENTIVE PLAN.	Management	For	For
4	TO APPROVE THE PERFORMANCE MEASURES INCLUDED IN THE CYTOMX THERAPEUTICS, INC. 2015 EQUITY INCENTIVE PLAN.	Management	For	For

#### ELI LILLY AND COMPANY

Security532457108Meeting TypeAnnualTicker SymbolLLYMeeting Date02-May-2016Record Date26-Feb-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: R. ALVAREZ	Management	For	For
1B	ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: R.D. HOOVER	Management	For	For
1C	ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: J.R. LUCIANO	Management	For	For
1D	ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: F.G. PRENDERGAST	Management	For	For
1E	ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: K.P. SEIFERT	Management	For	For
2	APPROVE ADVISORY VOTE ON COMPENSATION PAID TO THE COMPANY S NAMED EXECUTIVE OFFICERS.	Management	For	For
3	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2016.	Management	For	For
4	CONSIDERATION OF A SHAREHOLDER PROPOSAL SEEKING A REPORT REGARDING HOW WE SELECT THE COUNTRIES IN WHICH WE OPERATE OR INVEST.	Shareholder	Against	For

### ENDO INTERNATIONAL PLC

SecurityG30401106Meeting TypeAnnualTicker SymbolENDPMeeting Date09-Jun-2016Record Date14-Apr-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: ROGER H. KIMMEL	Management	For	For
1B	ELECTION OF DIRECTOR: RAJIV DE SILVA	Management	For	For
1C	ELECTION OF DIRECTOR: SHANE M. COOKE	Management	For	For
1D	ELECTION OF DIRECTOR: ARTHUR J. HIGGINS	Management	For	For
1E	ELECTION OF DIRECTOR: NANCY J. HUTSON, PH.D.	Management	For	For
1F	ELECTION OF DIRECTOR: MICHAEL HYATT	Management	For	For
1G	ELECTION OF DIRECTOR: WILLIAM P. MONTAGUE	Management	For	For
1H	ELECTION OF DIRECTOR: JILL D. SMITH	Management	For	For
1I	ELECTION OF DIRECTOR: WILLIAM F. SPENGLER	Management	For	For
2	TO APPROVE THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2016 AND TO AUTHORIZE THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO DETERMINE THE AUDITORS REMUNERATION.	Management	For	For
3	TO APPROVE, BY ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4	TO APPROVE THE AMENDMENT OF THE COMPANY S MEMORANDUM OF ASSOCIATION.	Management	For	For
5	TO APPROVE THE AMENDMENT OF THE COMPANY S ARTICLES OF ASSOCIATION.	Management	For	For
6	TO APPROVE THE AMENDMENT OF THE COMPANY S 2015 STOCK INCENTIVE PLAN.	Management	For	For
1J	ELECTION OF DIRECTOR: DOUGLAS S. INGRAM	Management	For	For
1K	ELECTION OF DIRECTOR: TODD SISITSKY	Management	For	For

#### EPIZYME INC.

Security29428V104Meeting TypeAnnualTicker SymbolEPZMMeeting Date19-May-2016Record Date01-Apr-2016

		Proposed		For/Against
Item	Proposal	by	Vote	Management
1	DIRECTOR	Management		
	1 DAVID M. MOTT		For	For
	2 RICHARD F. POPS		For	For
2	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS EPIZYME S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For

#### EXELIXIS, INC.

Security30161Q104Meeting TypeAnnualTicker SymbolEXELMeeting Date25-May-2016Record Date31-Mar-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF CLASS II DIRECTOR: CARL B. FELDBAUM, ESQ.	Management	For	For
1.2	ELECTION OF CLASS II DIRECTOR: ALAN M. GARBER, M.D., PH.D.	Management	For	For
1.3	ELECTION OF CLASS II DIRECTOR: VINCENT T. MARCHESI, M.D., PH.D.	Management	For	For
2	TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS EXELIXIS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 30, 2016.	Management	For	For
3	TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE EXELIXIS, INC. 2000 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE UNDER THE 2000 EMPLOYEE STOCK PURCHASE PLAN BY 5,000,000 SHARES AND MAKE CERTAIN OTHER CHANGES AS DESCRIBED IN PROPOSAL 3 OF THE ACCOMPANYING PROXY STATEMENT.	Management	For	For
4	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF EXELIXIS NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT.	Management	For	For

#### FLEX PHARMA INC

Security33938A105Meeting TypeAnnualTicker SymbolFLKSMeeting Date07-Jun-2016Record Date11-Apr-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 MARC KOZIN		For	For
	2 RODERICK MACKINNON		For	For
	3 MICHELLE STACY		For	For
2	TO RATIFY THE SELECTION BY THE AUDIT COMMITTED THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2016.	5	For	For

#### FOAMIX PHARMACEUTICALS LTD

Security	M46135105	Meeting Type	Annual
Ticker Symbol	FOMX	Meeting Date	18-Apr-2016
Record Date	15-Mar-2016		

Item	Proposal	Proposed by	Vote	For/Against Management
1.	APPOINT KESSELMAN & KESSELMAN, A MEMBER FIRM OF PRICEWATERHOUSECOOPERS INTERNATIONAL LIMITED, AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016, AND AUTHORIZE THE BOARD TO DETERMINE THE COMPENSATION OF THE AUDITORS.	Management	For	For
2.	APPROVE THE FOLLOWING RESOLUTIONS WITH REGARD TO THE COMPENSATION OF DR. DOV TAMARKIN, OUR CHIEF EXECUTIVE OFFICER: (A) GRANT DR. TAMARKIN A CASH BONUS OF \$181,837 FOR THE YEAR ENDED DECEMBER 31, 2015, BASED ON THE ACHIEVEMENT OF THE GOALS SET AND EVALUATED BY OUR COMPENSATION COMMITTEE; (B) INCREASE DR. TAMARKIN S ANNUAL BASE SALARY TO \$385,000, EFFECTIVE NOVEMBER 1, 2015; AND (C) AWARD DR. TAMARKIN 100,000 OPTIONS UNDER THE COMPANY S 2015 ISRAELI SHARE INCENTIVE PLAN.	Management	For	For
2B.	IF YOU DO NOT HAVE A PERSONAL INTEREST MARK FOR= YES. IF YOU DO NOT MARK FOR=YES, YOUR VOTE FOR PROP 2 WILL NOT BE VALID	Management	For	
3.	APPROVE DR. TAMARKIN S (A) ANNUAL CASH BONUS FOR THE YEAR ENDING DECEMBER 31, 2016, UP TO A MAXIMUM AMOUNT OF \$231,000, SUBJECT TO ACHIEVING THE KEY PERFORMANCE INDICATORS DETAILED IN THE PROXY STATEMENT, AND (B) AN ADDITIONAL SPECIAL CASH BONUS, FOR THE YEAR ENDING DECEMBER 31, 2016, IN AN AMOUNT OF UP TO \$231,000, UPON UNIQUE SUCCESS BEYOND EXPECTATIONS IN ACHIEVING CERTAIN GOALS DETAILED IN THE PROXY STATEMENT, IN EACH CASE, SUBJECT TO THE RECOMMENDATIONS OF THE COMPANY S COMPENSATION COMMITTEE AND THE BOARD APPROVAL.	Management	Against	Against
3B.	IF YOU DO NOT HAVE A PERSONAL INTEREST MARK FOR= YES. IF YOU DO NOT MARK FOR=YES, YOUR VOTE FOR PROP 3 WILL NOT BE VALID	Management	For	
4.	APPROVE THE FOLLOWING RESOLUTIONS WITH REGARD TO THE COMPENSATION OF MEIR EINI, CHAIRMAN OF THE BOARD AND CHIEF INNOVATION OFFICER: (A) GRANT MR. EINI A	Management	Against	Against

CASH BONUS OF \$200,777 FOR THE YEAR ENDED DECEMBER 31, 2015, BASED ON THE ACHIEVEMENT OF THE GOALS SET AND EVALUATED BY OUR COMPENSATION COMMITTEE; (B) INCREASE MR. EINI S ANNUAL BASE SALARY TO \$369,000, EFFECTIVE NOVEMBER 1, 2015; AND (C) AWARD MR. EINI 55,000 OPTIONS UNDER THE COMPANY S 2015 ISRAELI SHARE INCENTIVE PLAN. 5. APPROVE MR. EINI S (A) ANNUAL CASH BONUS Management Against Against FOR THE YEAR ENDING DECEMBER 31, 2016, UP TO A MAXIMUM AMOUNT OF \$184,500, SUBJECT TO ACHIEVING THE KEY PERFORMANCE INDICATORS DETAILED IN THIS PROXY STATEMENT, AND (B) AN ADDITIONAL SPECIAL CASH BONUS, FOR THE YEAR ENDING DECEMBER 31, 2016, IN AN AMOUNT OF UP TO \$184,500, UPON UNIQUE SUCCESS BEYOND EXPECTATIONS IN ACHIEVING CERTAIN GOALS DETAILED IN THIS PROXY STATEMENT, IN EACH CASE, SUBJECT TO THE RECOMMENDATIONS OF THE COMPANY S COMPENSATION COMMITTEE AND THE BOARD APPROVAL.

#### GALAPAGOS N V

 Security
 36315X101
 Meeting Type
 Special

 Ticker Symbol
 GLPG
 Meeting Date
 22-Dec-2015

 Record Date
 8-Dec-2015

Item	Proposal	Proposed By	Vote	For/Against Management
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE	Non-Voting		Ü
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting		
1	CONFIRMATION OF APPOINTMENT OF INDEPENDENT DIRECTOR: THE SHAREHOLDERS MEETING RESOLVES TO CONFIRM THE APPOINTMENT OF DR. CHRISTINE MUMMERY (RESIDING IN BILTHOVEN, THE NETHERLANDS) AS A DIRECTOR OF THE COMPANY, MADE BY THE	Management	For	For

BOARD AS FROM 30 SEPTEMBER 2015 TO FILL A VACANCY, AND TO APPOINT HER AS A DIRECTOR OF THE COMPANY FOR A PERIOD OF FOUR YEARS ENDING IMMEDIATELY AFTER THE SHAREHOLDERS MEETING IN 2019 WHICH HAS THE APPROVAL OF THE ANNUAL ACCOUNTS ON ITS AGENDA. UPON THE PROPOSAL OF THE BOARD AND IN ACCORDANCE WITH THE ADVICE OF THE COMPANY S NOMINATION AND REMUNERATION COMMITTEE, THE SHAREHOLDERS MEETING FURTHER RESOLVES TO APPOINT DR. MUMMERY AS AN INDEPENDENT DIRECTOR AS SHE MEETS THE CRITERIA OF INDEPENDENCE SET FORTH IN ARTICLE 526TER OF THE BELGIAN COMPANIES CODE AND DR. MUMMERY EXPRESSLY STATED, AND AS FAR AS THE BOARD IS AWARE, SHE DOES NOT HAVE ANY RELATIONSHIP WITH ANY COMPANY THAT WOULD COMPROMISE HER INDEPENDENCE. THE SHAREHOLDERS MEETING ACKNOWLEDGES THAT THE BOARD MAY DETERMINE THE REMUNERATION TO BE GRANTED TO DR. MUMMERY FOR THE EXERCISE OF HER MANDATE AS A DIRECTOR OF THE COMPANY WITHIN THE LIMITS OF THE POWER OF ATTORNEY UNANIMOUSLY APPROVED BY THE SHAREHOLDERS MEETING ON 28 APRIL 2015 (EIGHTH AGENDA ITEM - REMUNERATION OF DIRECTORS )

2

OFFER OF WARRANTS: THE SHAREHOLDERS Management For For

MEETING RESOLVES TO APPROVE THE PROPOSAL OF THE COMPANY S NOMINATION AND REMUNERATION COMMITTEE TO OFFER ADDITIONAL WARRANTS TO THE COMPANY S DIRECTORS IN LIGHT OF AN INDEPENDENT BENCHMARKING EXERCISE AND RECOMMENDATION BY AN EXTERNAL ADVISOR, FOLLOWING THE GROWTH OF THE COMPANY AND THE RECENT US LISTING OF THE COMPANY ON NASDAQ AND CONSEQUENTLY (I) RESOLVES TO OFFER 100,000 WARRANTS TO MR. ONNO VAN DE STOLPE, 15,000 WARRANTS TO DR. RAJ PAREKH, AND 7,500 WARRANTS TO EACH OF DR. WERNER CAUTREELS, DR. HARROLD VAN BARLINGEN, MR. HOWARD ROWE, MS. KATRINE BOSLEY AND DR. CHRISTINE MUMMERY, UNDER WARRANT PLANS TO BE CREATED BY THE BOARD OF DIRECTORS FOR THE BENEFIT OF DIRECTORS, EMPLOYEES AND INDEPENDENT CONSULTANTS OF GALAPAGOS AND ITS AFFILIATES WITHIN THE FRAMEWORK OF THE AUTHORIZED CAPITAL (JOINTLY WARRANT PLAN 2015 (B) ), THE KEY CONDITIONS OF WHICH WILL BE IN LINE WITH PREVIOUS WARRANT PLANS OF THE COMPANY, (II) EMPOWERS THE MANAGING DIRECTOR, AS WELL AS ANY OTHER DIRECTOR AS REGARDS THE OFFER TO THE MANAGING DIRECTOR, TO IMPLEMENT THIS OFFER, AND (III) TO THE EXTENT REQUIRED, APPROVES THE OFFER OF WARRANTS TO MEMBERS OF GALAPAGOS EXECUTIVE COMMITTEE UNDER WARRANT PLAN 2015 ... (DUE TO SPACE LIMITS,

SEE PROXY STATEMENT FOR FULL PROPOSAL)

#### GALAPAGOS N V

Security	B44170106	Meeting Type	Annual
Ticker Symbol	GLPG	Meeting Date	26-Apr-2016
Record Date	7-Apr-2016		

Item	Proposal	Proposed by	Vote	For/Against Management
2	COMMUNICATION AND APPROVAL OF THE NON- CONSOLIDATED ANNUAL ACCOUNTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31 DECEMBER 2015 AND THE ALLOCATION OF THE ANNUAL RESULT AS PROPOSED BY THE BOARD OF DIRECTORS.	Management	For	Munagement
5	COMMUNICATION AND APPROVAL OF THE REMUNERATION REPORT.	Management	For	
6	RELEASE FROM LIABILITY TO BE GRANTED TO THE DIRECTORS AND THE STATUTORY AUDITOR FOR THE PERFORMANCE OF THEIR DUTIES IN THE COURSE OF THE FINANCIAL YEAR ENDED 31 DECEMBER 2015.	Management	For	
7	REMUNERATION OF DIRECTORS.	Management	For	
8	OFFER OF WARRANTS.	Management	For	
9	APPLICATION OF ARTICLE 556 OF THE BELGIAN COMPANIES CODE.	Management	For	
E2	AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL WITHIN THE FRAMEWORK OF THE AUTHORIZED CAPITAL BY UP TO 20% OF THE SHARE CAPITAL.	Management	For	
E3	AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL WITHIN THE FRAMEWORK OF THE AUTHORIZED CAPITAL BY UP TO 50% OF THE SHARE CAPITAL, IN SPECIFIC CIRCUMSTANCES.	Management	For	
E4	AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL WITHIN THE FRAMEWORK OF THE AUTHORIZED CAPITAL BY UP TO 100% OF THE SHARE CAPITAL, IN SPECIFIC CIRCUMSTANCES WITH UNANIMOUS CONSENT.	Management	For	
E5	AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL WITHIN THE FRAMEWORK OF THE AUTHORIZED CAPITAL AFTER NOTIFICATION OF A PUBLIC TAKEOVER BID.	Management	For	

#### GILEAD SCIENCES, INC.

Security	375558103	Meeting Type	Annual
Ticker Symbol	GILD	Meeting Date	11-May-2016
Record Date	16-Mar-2016		

T4	Proposal	Proposed	Vote	For/Against
Item 1 A	Proposal ELECTION OF DIRECTOR: JOHN F. COGAN, PH.D.	by Management	For	Management For
1B	ELECTION OF DIRECTOR: JOHN F. COGAN, TH.D.  ELECTION OF DIRECTOR: KEVIN E. LOFTON	Management	For	For
1C	ELECTION OF DIRECTOR: JOHN W. MADIGAN	Management	For	For
1D	ELECTION OF DIRECTOR: JOHN C. MARTIN, PH.D.	Management	For	For
1E	ELECTION OF DIRECTOR: JOHN F. MILLIGAN, PH.D.	Management	For	For
1F	ELECTION OF DIRECTOR: NICHOLAS G. MOORE	Management	For	For
1G	ELECTION OF DIRECTOR: RICHARD J. WHITLEY, M.D.	Management	For	For
1H	ELECTION OF DIRECTOR: GAYLE E. WILSON	Management	For	For
1I	ELECTION OF DIRECTOR: PER WOLD-OLSEN	Management	For	For
2	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For
3	TO APPROVE THE AMENDED AND RESTATED GILEAD SCIENCES, INC. CODE SECTION 162(M) BONUS PLAN.	Management	For	For
4	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.	Management	For	For
5	TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT.	Shareholder	Against	For

#### HCA HOLDINGS, INC.

Security40412C101Meeting TypeAnnualTicker SymbolHCAMeeting Date28-Apr-2016Record Date04-Mar-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: R. MILTON JOHNSON	Management	For	For
1B	ELECTION OF DIRECTOR: ROBERT J. DENNIS	Management	For	For
1C	ELECTION OF DIRECTOR: NANCY-ANN DEPARLE	Management	For	For
1D	ELECTION OF DIRECTOR: THOMAS F. FRIST III	Management	For	For
1E	ELECTION OF DIRECTOR: WILLIAM R. FRIST	Management	For	For
1F	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Management	For	For
1G	ELECTION OF DIRECTOR: ANN H. LAMONT	Management	For	For
1H	ELECTION OF DIRECTOR: JAY O. LIGHT	Management	For	For
1I	ELECTION OF DIRECTOR: GEOFFREY G. MEYERS	Management	For	For
1J	ELECTION OF DIRECTOR: MICHAEL W. MICHELSON	Management	For	For
1K	ELECTION OF DIRECTOR: WAYNE J. RILEY, M.D.	Management	For	For
1L	ELECTION OF DIRECTOR: JOHN W. ROWE, M.D.	Management	For	For
2	TO REAPPROVE THE PERFORMANCE GOALS UNDER THE 2006 STOCK INCENTIVE PLAN FOR KEY EMPLOYEES OF HCA HOLDINGS, INC. AND ITS AFFILIATES, AS AMENDED AND RESTATED	Management	For	For
3	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016	Management	For	For
4	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
5	STOCKHOLDER PROPOSAL REGARDING A MAJORITY VOTE STANDARD FOR THE ELECTION OF DIRECTORS	Shareholder	Against	For

### HERON THERAPEUTICS, INC.

Security427746102Meeting TypeAnnualTicker SymbolHRTXMeeting Date21-Jun-2016Record Date25-Apr-2016

			Proposed		For/Against
Item		Proposal	by	Vote	Management
1	DIRECTOR		Management		
	1	KEVIN C. TANG		For	For
	2	BARRY D QUART, PHARM.D.		For	For
	3	ROBERT H. ROSEN		For	For
	4	CRAIG A. JOHNSON		For	For
	5	JOHN W. POYHONEN		For	For

2	TO RATIFY THE APPOINTMENT OF OUM & CO. LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For
3	TO CONDUCT AN ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY S NAMED EXECUTIVE OFFICERS DURING FISCAL YEAR 2015.	Management	For	For
4	TO AMEND THE COMPANY S 2007 AMENDED AND RESTATED EQUITY INCENTIVE PLAN TO INCREASE THE SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE THEREUNDER BY 3,000,000 SHARES.	Management	For	For
5	TO AMEND THE COMPANY S 1997 EMPLOYEE STOCK PURCHASE PLAN, AS AMENDED, TO INCREASE THE SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE THEREUNDER BY 100,000 SHARES.	Management	For	For

#### HORIZON PHARMA PLC

SecurityG4617B105Meeting TypeAnnualTicker SymbolHZNPMeeting Date03-May-2016Record Date3-Mar-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1.A	ELECTION OF CLASS II DIRECTOR: MICHAEL GREY	Management	For	For
1.B	ELECTION OF CLASS II DIRECTOR: JEFF HIMAWAN, PH.D.	Management	For	For
1.C	ELECTION OF CLASS II DIRECTOR: RONALD PAULI	Management	For	For
2	APPROVAL OF AN AMENDMENT TO OUR MEMORANDUM OF ASSOCIATION	Management	For	For
3	APPROVAL OF AN AMENDMENT TO OUR ARTICLES OF ASSOCIATION	Management	For	For
4	AUTHORIZATION FOR US AND/OR ANY OF OUR SUBSIDIARIES TO MAKE MARKET PURCHASES OR OVERSEAS MARKET PURCHASES OF OUR ORDINARY SHARES	Management	For	For
5	APPROVAL OF OUR AMENDED AND RESTATED 2014 EQUITY INCENTIVE PLAN	Management	For	For
6	APPROVAL OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2016 AND AUTHORIZATION OF THE AUDIT COMMITTEE TO DETERMINE THE AUDITOR S RENUMERATION	Management	For	For
7	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE PROXY STATEMENT	Management	For	For

### IDEXX LABORATORIES, INC.

Security	45168D104	Meeting Type	Annual
Ticker Symbol	IDXX	Meeting Date	04-May-2016
Record Date	08-Mar-2016		

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: JONATHAN W. AYERS	Management	For	For
1.2	ELECTION OF DIRECTOR: BARRY C. JOHNSON, PHD	Management	For	For
1.3	ELECTION OF DIRECTOR: M. ANNE SZOSTAK	Management	For	For
2	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR	Management	For	For
3	TO APPROVE A NONBINDING ADVISORY RESOLUTION ON THE COMPANY S EXECUTIVE COMPENSATION	Management	For	For

#### ILLUMINA, INC.

Security452327109Meeting TypeAnnualTicker SymbolILMNMeeting Date18-May-2016Record Date21-Mar-2016

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: FRANCES ARNOLD, PH.D.	Management	For	For
1B	ELECTION OF DIRECTOR: FRANCIS A. DESOUZA	Management	For	For
1C	ELECTION OF DIRECTOR: KARIN EASTHAM, CPA	Management	For	For
2	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 1, 2017.	Management	For	For
3	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Management	For	For
4	TO APPROVE, ON AN ADVISORY BASIS, THE RATIFICATION OF CERTAIN SUPERMAJORITY VOTING PROVISIONS IN OUR CERTIFICATE OF INCORPORATION AND BYLAWS.	Management	For	For

### ILLUMINOSS MEDICAL, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date05-Nov-2015Record DateN/A

		Proposed		For/Against
Item	Proposal	by	Vote	Management
1	CONVERTIBLE NOTE FINANCING	Management	For	For
2	AMENDED CHARTER	Management	For	For
3	GENERAL RESOLUTIONS	Management	For	For

### ILLUMINOSS MEDICAL, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date11-Jan-2016Record DateN/A

Item	Proceed	Proposed	Vote	For/Against
item	Proposal	by		Management
1	APPROVAL OF FIFTH AMENDED AND RESTATED	Management	For	For
	CERTIFICATE OF INCORPORATION			
2	SERIES AA PREFERRED STOCK PURCHASE AND	Management	For	For
	EXCHANGE AGREEMENT	Ü		
3	WAIVER OF RIGHT OF SUBSCRIPTION RIGHTS	Management	For	For
4	AMENDMENT TO THE CORPORATION S 2007	Management	For	For
	STOCK OPTIONS/STOCK ISSUANCE PLAN	_		
5	BLUESKY AGREEMENT	Management	For	For
6	ELECTION OF DIRECTORS	Management	For	For
7	GENERAL RESOLUTIONS	Management	For	For

#### IMPAX LABORATORIES, INC.

Security45256B101Meeting TypeSpecialTicker SymbolIPXLMeeting Date08-Dec-2015Record Date26-Oct-2015

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO APPROVE AN AMENDMENT TO THE	Management	For	For
	COMPANY S RESTATED CERTIFICATE OF	_		
	INCORPORATION TO INCREASE THE AUTHORIZED			
	NUMBER OF SHARES OF THE COMPANY S			
	COMMON STOCK, PAR VALUE \$0.01 PER SHARE,			
	FROM 90,000,000 SHARES TO 150,000,000 SHARES.			

### IMPAX LABORATORIES, INC.

Security45256B101Meeting TypeAnnualTicker SymbolIPXLMeeting Date17-May-2016Record Date06-Apr-2016

1.1	ELECTION OF DIRECTOR: LESLIE Z. BENET, PH.D.	Management	For	For
1.3	ELECTION OF DIRECTOR: ALLEN CHAO, PH.D.	Management	For	For
1.5	ELECTION OF DIRECTOR: PETER R. TERRERI	Management	For	For
1.7	ELECTION OF DIRECTOR: G. FREDERICK WILKINSON	Management	For	For
3	TO APPROVE, BY NON-BINDING VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
	EAECUTIVE OFFICER COMI ENSATION.			

#### **INCYTE CORPORATION**

Security45337C102Ticker SymbolINCYRecord Date08-Apr-2016

Meeting Type And Meeting Date 27-

Annual 27-May-2016

1	DIRECTOR	<del>-</del>	Management		-
	2	JEAN-JACQUES BIENAIME		For	For
	4	PAUL J. CLANCY		For	For
	6	PAUL A. FRIEDMAN		For	For
2		DMENTS TO THE COMPANY S FATED 2010 STOCK INCENTIVE PLAN.	Management	For	For
4		NON-BINDING, ADVISORY BASIS, THE THE COMPANY S NAMED EXECUTIVE	Management	For	For

### INSIGHTRA MEDICAL, INC.

Security N/A Meeting
Ticker Symbol N/A Meeting
Record Date N/A

Meeting TypeWritten ConsentMeeting Date13-Aug-2015

1	CONSENT TO AMENDMENTS TO CERTIFICATION	Management	For	For
	OF DETERMINATION, ISSUANCE OF SECURITIES			
	AND WAIVER OF ANTI-DILUTION			

### INSIGHTRA MEDICAL, INC.

Security	N/A	Meeting Type	Written Consent
Ticker Symbol	N/A	Meeting Date	29-Oct-2015
Record Date	N/A		

1 CONSENT OF ISSUANCE OF SECURITIES AND	Management	For	For
WAIVER OF FIRST OFFER	C		

### INSIGHTRA MEDICAL, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date24-Nov-2015Record DateN/A

I				
1	CONSENT TO NON-WHOLLY OWNED	Management	For	For
	SUBSIDIARIES	_		

### INSIGHTRA MEDICAL, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date19-Jan-2016Record DateN/A

1	WAIVER OF FIRST OFFER AND WAIVER OF	Management	For	For
	ANTI-DILUTION			

### INSIGHTRA MEDICAL, INC.

Security	N/A	Meeting Type	Written Consent
Ticker Symbol	N/A	Meeting Date	12-Apr-2016
Record Date	N/A		

1 CONSENT AND WAIVER OF FIRST OFFER Management For For

### INTRA-CELLULAR THERAPIES INC

Security 46116X101 Ticker Symbol ITCI Record Date 20-Apr-2016 Meeting Type Annual
Meeting Date 14-Jun-2016

1	DIRECTOR	Management		
	2 RORY B. RIGGS		For	For
2	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For
4	TO APPROVE BY AN ADVISORY VOTE THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	1 Year	For

### JAZZ PHARMACEUTICALS PLC

SecurityG50871105Meeting TypeAnnualTicker SymbolJAZZMeeting Date30-Jul-2015Record Date1-Jun-2015

1A	ELECTION OF DIRECTOR: PETER GRAY	Management		-
		, and the second		
1C	ELECTION OF DIRECTOR: ELMAR SCHNEE	Management	For	For
2	TO APPROVE THE APPOINTMENT OF KPMG AS	Management	For	For
	THE INDEPENDENT AUDITORS OF JAZZ			
	PHARMACEUTICALS PLC FOR THE FISCAL YEAR			
	ENDING DECEMBER 31, 2015 AND TO AUTHORIZE			
	THE BOARD OF DIRECTORS, ACTING THROUGH			
	THE AUDIT COMMITTEE, TO DETERMINE THE			
	AUDITOR S RENUMERATION.			
4	TO APPROVE, ON AN ADVISORY BASIS, THE	Management	1 Year	For
	COMPENSATION OF JAZZ PHARMACEUTICALS			
	PLC S NAMED EXECUTIVE OFFICERS AS			
	DISCLOSED IN THE PROXY STATEMENT.			

### MAGELLAN BIOSCIENCES, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date23-Mar-2016Record DateN/A

Ī	1 APPROVE SPECIFIED COMPENSATORY	Management	For	For
	ARRANGEMENTS BETWEEN MAGELLAN			
	BIOSCIENCES, INC. AND ITS NAMED EXECUTIVE			
	OFFICERS RELATING TO THE TRANSACTION			

### MAGELLAN BIOSCIENCES, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date24-Mar-2016Record DateN/A

				-
1	APPROVE THE RECEIPT OF MERGER	Management	For	For
	CONSIDERATION BY VARIOUS INTERESTED			
	ENTITIES AND INDIVIDUALS UNDER SECTION 144			
	OF THE DELAWARE GENERAL CORPORATION			
	LAW			
3	APPROVAL OF THE STOCKHOLDER	Management	For	For
3	REPRESENTATIVE	Management	1 01	1 01
	REI RESENTATIVE			
5	ADDITIONAL AGREEMENTS AND	Management	For	For
	ACKNOWLEDGEMENTS			
7	OMNIBUS RESOLUTIONS	Management	For	For

### MCKESSON CORPORATION

 Security
 58155Q103
 Meeting Type
 Annual

 Ticker Symbol
 MCK
 Meeting Date
 29-Jul-2015

 Record Date
 01-Jun-2015

1A	ELECTION OF DIRECTOR: ANDY D. BRYANT	Management	For	For
1C		Management	For	For

	ELECTION OF DIRECTOR: N. ANTHONY COLES, M.D.			
lΕ	ELECTION OF DIRECTOR: ALTON F. IRBY III	Management	For	For
1G	ELECTION OF DIRECTOR: DONALD R. KNAUSS	Management	For	For
II	ELECTION OF DIRECTOR: DAVID M. LAWRENCE, M.D.	Management	For	For
K	ELECTION OF DIRECTOR: SUSAN R. SALKA	Management	For	For
	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For	For
	APPROVAL OF AMENDMENTS TO AMENDED AND RESTATED BY-LAWS TO PERMIT SHAREHOLDER PROXY ACCESS.	Management	For	For
	SHAREHOLDER PROPOSAL ON ACCELERATED VESTING OF EQUITY AWARDS.	Shareholder	Against	For

### MEDIVATION, INC.

Security58501N101Meeting TypeAnnualTicker SymbolMDVNMeeting Date22-Jun-2016Record Date25-Apr-2016

1	DIRECTOR		Management		
	2	KATHRYN E. FALBERG		For	For
	4	MICHAEL L. KING, PH.D.		For	For
	6	DAWN SVORONOS		For	For
	8	WENDY L. YARNO		For	For
3	COMPENSATION OF	N ADVISORY BASIS, THE F MEDIVATION S NAMED EXECUTIVE LOSED IN THE PROXY STATEMENT OF	Management	For	For
5		R PROPOSAL REGARDING PROXY LLY PRESENTED AT THE ANNUAL	Shareholder	Against	For

### MERUS B.V.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date24-Sep-2015Record DateN/A

1	ADJUST THE EXERCISE PRICE OF THE OPTIONS UNDER THE OPTION PLAN 2010 AND REFUND ANY DIFFERENCES IN EXERCISE PRICE OF THE OPTIONS TO PARTICIPANTS	Management	For	For

### MERUS B.V.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date14-Oct-2015Record DateN/A

1	GRANT OPTIONS UNDER THE MERUS B.V. 2010	Management	For	For
	OPTION PLAN AND SET THE EXERCISE PRICE FO	R		
	EACH OPTION			

### MERUS B.V.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date22-Dec-2015Record DateN/A

1	APPROVE PUBLICATION OF THE ANNUAL ACCOUNTS AND THE DIRECTOR S REPORT IN THE ENGLISH LANGUAGE	Management	For	For
3	APPROVE TREATMENT OF LOSS CHARGED TO RESERVES	Management	For	For
5	APPROVE DISCHARGE OF SUPERVISORY BOARD FOR FISCAL 2014	Management	For	For
7	APPROVE GRANTS OF OPTIONS TO INDEPENDENT DIRECTORS	Management	For	For
9	APPROVE RENUMERATION OF COMPENSATION COMMITTEE CHAIRMAN	Management	For	For

### MERUS B.V.

Security	N/A	Meeting Type	Written Consent
Ticker Symbol	N/A	Meeting Date	08-Jan-2016
Record Date	N/A		

1	CONSENT TO SEND YOU THE CONVOCATION	Management	For	For
	INCLUDING ALL NECESSARY INFORMATION FOR			
	THE SHAREHOLDERS MEETINGS (GENERAL			
	MEETING AND PREFERRED MEETING), WITHOUT			
	TAKING INTO ACCOUNT THE CONVOCATION			
	REQUIREMENTS, AS LONG AS THE MEETINGS ARE			
	SCHEDULED IN 2016			

### MERUS B.V.

Security	N/A	Meeting Type	Written Consent
Ticker Symbol	N/A	Meeting Date	02-Mar-2016
Record Date	N/A		

1 RESOLUTION TO ISSUE OPTION SHARES UNDER Management For	
	For
THE MERUS B.V. 2010 EMPLOYEE OPTION PLAN	1 01

### MERUS B.V.

Security	N/A	Meeting Type	Written Consent
Ticker Symbol	N/A	Meeting Date	21-Mar-2016
Record Date	N/A		

1	GRANT INITIAL EQUITY AWARDS TO SELECT INDEPENDENT DIRECTORS AND ESTABLISH DATE OF GRANT, VESTING COMMENCEMENT DATE AND THE EXERCISE PRICE	Management	For	For

### MERUS B.V.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date03-May-2016Record DateN/A

1	ADOPT THE 2015 ACCOUNTS	Management	For	For
3	APPROVE DISCHARGE OF MANAGEMENT BOARD FOR FISCAL 2015	Management	For	For

### MERUS B.V.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date06-May-2016Record DateN/A

1	APPROVE THE AMENDMENT OF THE ARTICLES OF ASSOCIATION AND TO EFFECT A REVERSE STOCK SPLIT	Management	For	For
3	APPROVE ISSUANCE OF COMMON SHARES	Management	For	For
5	APPROVE RENUMERATION OF THE SUPERVISORY BOARD	Management	For	For
6B	APPROVE OF THE COMPANY PERFORMING ALL ACTS AS THE MANAGEMENT BOARD DEEMS NECESSARY IN CONNECTION WITH OR CONDUCIVE TO THE CONVERSION AND/OR IPO	Management	For	For
6D	APPROVE THE TRANSFER OF THE SHARES TO SHAREHOLDERS OF CEDE & CO AFTER THE END OF THE LOCK-UP PERIOD BASED ON THE LOCK-UP AGREEMENT, IF APPLICABLE	Management	For	For

9	WAIVE ANY RIGHT OF FIRST REFUSAL THE	Management	For	For
,	PREFERRED SHAREHOLDERS MAY HAVE AND TO	Wanagement	101	1 01
	APPROVE SUCH TRANSFER			

### MERUS B.V.

Security	N/A	Meeting Type	Written Consent
Ticker Symbol	N/A	Meeting Date	06-May-2016
<b>Record Date</b>	N/A		

1	APPROVE THE LISTING OF THE COMPANY S SHARES AT THE NASDAQ GLOBAL MARKET	Management	For	For
3	APPROVE THE CONVERSION OF THE COMPANY INTO A PUBLIC LIMITED LIABILITY COMPANY	Management	For	For
5	DELEGATE, TO THE MANAGEMENT BOARD, CERTAIN AUTHORITY TO ISSUE NEW SHARES AND GRANT RIGHTS	Management	For	For
6B	REPURCHASE SHARES IN THE CAPITAL OF THE COMPANY	Management	For	For
7B	APPROVE THAT THE MANAGEMENT BOARD SHALL PROVIDE A LOAN TO THE FOUNDATION FOR ITS PAYMENT OBLIGATIONS IN RELATION TO THE CALL OPTION	Management	For	For
9	ADOPT THE COMPANY S POLICY CONCERNING THE COMPENSATION OF THE MEMBERS OF THE MANAGEMENT BOARD	Management	For	For
11	APPROVE REMUNERATION OF SUPERVISORY BOARD	Management	For	For
13.A	CANCEL 1,000 COMMON SHARES IN THE CAPITAL OF THE COMPANY HELD BY STICHTING ADMINISTRATIEKANTOOR MERUS	Management	For	For
14	CONSENT TO SEND ALL INFORMATION TO THE SHAREHOLDERS BY ELECTRONIC MEANS	Management	For	For



### MOLINA HEALTHCARE, INC.

Security60855R100Meeting TypeAnnualTicker SymbolMOHMeeting Date27-Apr-2016Record Date08-Mar-2016

1A	ELECTION OF DIRECTOR: CHARLES Z. FEDAK	Management	For	For
1C	ELECTION OF DIRECTOR: STEVEN J. ORLANDO	Management	For	For

#### MYLAN N.V.

SecurityN59465109Meeting TypeSpecialTicker SymbolMYLMeeting Date28-Aug-2015Record Date31-Jul-2015

1	APPROVAL UNDER ARTICLE 2:107A OF THE	Management	Against	Against
	DUTCH CIVIL CODE OF THE ACQUISITION,			
	DIRECTLY OR INDIRECTLY (WHETHER BY WAY			
	OF AN OFFER (AND SUBSEQUENT COMPULSORY			
	ACQUISITION) OR ANY OTHER LEGAL			
	ARRANGEMENT) OF ALL OR ANY PORTION OF			
	THE ORDINARY SHARES OF PERRIGO COMPANY			
	PLC ( PERRIGO ) OUTSTANDING (ON A FULLY			
	DILUTED(DUE TO SPACE LIMITS, SEE PROXY			
	STATEMENT FOR FULL PROPOSAL).			

#### MYLAN N.V.

SecurityN59465109Meeting TypeSpecialTicker SymbolMYLMeeting Date07-Jan-2016Record Date10-Dec-2015

1	PROPOSED RESOLUTION TO REDEEM ALL ISSUED	) Management	For	For
	PREFERRED SHARES, PAR VALUE 0.01 EURO PER			
	SHARE, IN THE CAPITAL OF MYLAN N.V.			

### MYLAN N.V.

SecurityN59465109Meeting TypeAnnualTicker SymbolMYLMeeting Date24-Jun-2016Record Date27-May-2016

1A	ELECTION OF DIRECTOR: HEATHER BRESCH	Management	For	For
1C	ELECTION OF DIRECTOR: HON. ROBERT J. CINDRICH	Management	For	For
1E	ELECTION OF DIRECTOR: JOELLEN LYONS	Management	For	For
	DILLON			

1G	ELECTION OF DIRECTOR: MELINA HIGGINS	Management	For	For
1I	ELECTION OF DIRECTOR: RAJIV MALIK	Management	For	For
1K	ELECTION OF DIRECTOR: MARK W. PARRISH	Management	For	For
1M	ELECTION OF DIRECTOR: RANDALL L. (PETE) VANDERVEEN, PH.D., R.PH.	Management	For	For
3	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2016	Management	For	For
5	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF THE COMPANY	Management	For	For
7	AUTHORIZATION OF THE MYLAN BOARD TO ACQUIRE ORDINARY SHARES AND PREFERRED SHARES IN THE CAPITAL OF THE COMPANY	Management	For	For

### NATERA, INC.

Security632307104Meeting TypeAnnualTicker SymbolNTRAMeeting Date07-Jun-2016Record Date19-Apr-2016

1 DIRECTOR	Managem	nent	
2	EDWARD C. DRISCOLL, JR.	For	For

### NEUROCRINE BIOSCIENCES, INC.

Security64125C109Ticker SymbolNBIXRecord Date12-Apr-2016

Meeting TypeAnnualMeeting Date20-May-2016

Written Consent

11-Nov-2015

1	DIRECTOR	Management		
	2 RICHARD F. POPS		For	For
2	ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY S NAMED EXECUTIVE OFFICERS.	Management	For	For
4	TO APPROVE THE COMPANY S 2011 EQUITY INCENTIVE PLAN, AS AMENDED.	Management	For	For

### NEUROVANCE, INC.

Security N/A Meeting Type
Ticker Symbol N/A Meeting Date
Record Date N/A

1	APPROVAL THAT THE TERMS AND CONDITIONS	Management	For	For
	OF THE TERM SHEET, ARE JUST, EQUITABLE AND			
	FAIR			

### NEUROVANCE, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date09-Dec-2015Record DateN/A

	INCREASE THE SIZE OF THE COMPANY S BOARD	Management	For	For
	TO SEVEN (7) MEMBERS	- Transagement	101	1 01
	ADDDOVE OF THE DOADD, CHAVING AUTHORIZED	M	Г	Г
	APPROVE OF THE BOARD S HAVING AUTHORIZED AND DIRECTED THAT THE COMPANY SHOULD	Management	For	For
	ENTER INTO A CONSULTING AGREEMENT; AS			
	WELL AS AN ASSOCIATED, NONQUALIFIED			
	STOCK OPTION FOR SHARES OF COMMON STOCK			
	UNDER THE COMPANY S 2011 EQUITY INCENTIVE			
	PLAN			
THE OWNER	L DVG			
EUROVANCE	i, INC.			
ecurity	N/A	<b>Meeting Type</b>	Written Consent	
	N/A	<b>Meeting Date</b>	22-Feb-2016	
icker Symbol	N/A			
cker Symbol ecord Date	1771			

1 BRIDGE FINANCING	Management	For	For

### NEUROVANCE, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date29-Feb-2016Record DateN/A

1	SECOND CLOSING MAJORITY FOR BRIDGE	Management	For	For
	FINANCING			

### NEUROVANCE, INC.

Security N/A
Ticker Symbol N/A
Record Date N/A

Meeting TypeWritten ConsentMeeting Date27-Jun-2016

1 BRIDGE FINANCING	Management	For	For

### PARATEK PHARMACEUTICALS, INC.

Security699374302Ticker SymbolPRTKRecord Date11-Apr-2016

Meeting TypeAnnualMeeting Date08-Jun-2016

Annual

28-Apr-2016

DIRECTOR

2 EVAN LOH, M.D.

For For

PROPOSAL WITHDRAWN

Management

Abstain

### PFIZER INC.

Security717081103Meeting TypeTicker SymbolPFEMeeting DateRecord Date01-Mar-2016

1A	ELECTION OF DIRECTOR: DENNIS A. AUSIELLO	Management	For	For
1C	ELECTION OF DIRECTOR: JOSEPH J. ECHEVARRIA	Management	For	For
1E	ELECTION OF DIRECTOR: HELEN H. HOBBS	Management	For	For
1G	ELECTION OF DIRECTOR: SHANTANU NARAYEN	Management	For	For

1I	ELECTION OF DIRECTOR: IAN C. READ	Management	For	For
1K	ELECTION OF DIRECTOR: JAMES C. SMITH	Management	For	For
3	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION	Management	For	For
5	SHAREHOLDER PROPOSAL REGARDING POLICY ON DIRECTOR ELECTIONS	Shareholder	Against	For
7	SHAREHOLDER PROPOSAL REGARDING CERTAIN TAXABLE EVENTS	Shareholder	Against	For

### PIERIS PHARMACEUTICALS INC

Security720795103Meeting TypeAnnualTicker SymbolPIRSMeeting Date28-Jun-2016Record Date06-May-2016

1	DIRECTOR	Management		
	2 STEVEN PRELACK		For	For
3	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING	Management	For	For
	DECEMBER 31, 2016.			

### REGENERON PHARMACEUTICALS, INC.

Security75886F107Meeting TypeAnnualTicker SymbolREGNMeeting Date10-Jun-2016Record Date14-Apr-2016

1.1	ELECTION OF DIRECTOR: MICHAEL S. BROWN	Management	For	For
1.3	ELECTION OF DIRECTOR: GEORGE D. YANCOPOULOS	Management	For	For

### SAGENT PHARMACEUTICALS, INC

Security786692103Meeting TypeAnnualTicker SymbolSGNTMeeting Date08-Jun-2016Record Date12-Apr-2016

1 DIRECTOR		Management		
2	MICHAEL FEKETE		For	For
4	ANTHONY KRIZMAN		For	For
6	SHLOMO YANAI		For	For
TO APPROVE THE SINCENTIVE COMPE	AGENT PHARMACEUTICALS, INC. 2016 NSATION PLAN.	Management	For	For

### SHIRE PLC

Security82481R106Meeting TypeAnnualTicker SymbolSHPGMeeting Date28-Apr-2016Record Date18-Mar-2016

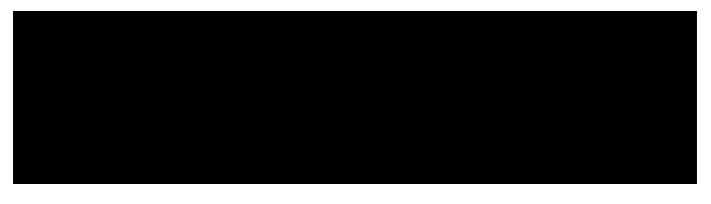
1	TO RECEIVE THE COMPANY S ANNUAL REPORT AND ACCOUNTS FOR THE YEAR ENDED DECEMBER 31, 2015.	Management	For	For
3	TO RE-ELECT DOMINIC BLAKEMORE AS A DIRECTOR.	Management	For	For
5	TO RE-ELECT WILLIAM BURNS AS A DIRECTOR.	Management	For	For
7	TO RE-ELECT DR. DAVID GINSBURG AS A DIRECTOR.	Management	For	For
9	TO ELECT SARA MATHEW AS A DIRECTOR.	Management	For	For
11	TO RE-ELECT DR. FLEMMING ORNSKOV AS A DIRECTOR.	Management	For	For
13	TO RE-APPOINT DELOITTE LLP AS THE COMPANY S AUDITOR UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY.	Management	For	For
15	THAT THE AUTHORITY TO ALLOT RELEVANT SECURITIES (AS DEFINED IN THE COMPANY S ARTICLES OF ASSOCIATION (THE ARTICLES )) CONFERRED ON THE DIRECTORS BY ARTICLE 10 PARAGRAPH (B) OF THE ARTICLES BE RENEWED AND FOR THIS PURPOSE THE AUTHORISED ALLOTMENT AMOUNT SHALL BE: (A) 9,886,710.20 OF RELEVANT SECURITIES; AND (B) SOLELY IN CONNECTION WITH AN ALLOTMENT PURSUANT TO AN OFFER BY WAY OF A RIGHTS ISSUE (AS DEFINED IN THE ARTICLES, BUT ONLY IF AND TO THE EXTENT THAT SUCH OFFER IS (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)	Management	For	For
17	THAT THE COMPANY BE AND IS HEREBY GENERALLY AND UNCONDITIONALLY AUTHORIZED: (A) PURSUANT TO ARTICLE 57 OF THE COMPANIES (JERSEY) LAW 1991 TO MAKE	Management	For	For

MARKET PURCHASES OF ORDINARY SHARES IN THE CAPITAL OF THE COMPANY, PROVIDED THAT: (1) THE MAXIMUM NUMBER OF ORDINARY SHARES HEREBY AUTHORIZED TO BE PURCHASED IS 59,320,261; (2) THE MINIMUM PRICE, EXCLUSIVE OF ANY EXPENSES, WHICH MAY BE PAID FOR AN ORDINARY SHARE IS FIVE PENCE; (3) THE MAXIMUM PRICE, EXCLUSIVE OF ANY EXPENSES, WHICH MAY BE PAID ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL) 19 THAT, WITH EFFECT FROM THE CONCLUSION OF For For Management THE ANNUAL GENERAL MEETING, THE COMPANY S ARTICLES OF ASSOCIATION BE AMENDED AND THOSE ARTICLES PRODUCED TO THE MEETING AND INITIALED BY THE CHAIRMAN BE ADOPTED AS THE COMPANY S ARTICLES OF ASSOCIATION, IN SUBSTITUTION FOR, AND TO THE EXCLUSION OF, THE EXISTING ARTICLES OF ASSOCIATION OF THE COMPANY.

### SHIRE PLC

Security	82481R106	Meeting Type	Annual
Ticker Symbol	SHPG	Meeting Date	27-May-2016
Record Date	21-Apr-2016		

1	APPROVAL OF THE MERGER, ALLOTMENT OF SHARES AND INCREASE IN BORROWING LIMIT THAT: (A) THE PROPOSED COMBINATION BY THE COMPANY, THROUGH ITS WHOLLY-OWNED SUBSIDIARY, BEARTRACKS, INC., WITH THE OUTSTANDING COMMON STOCK WITH BAXALTA INC. (THE MERGER), ON THE TERMS AND CONDITIONS SET OUT IN THE MERGER AGREEMENT (AS DEFINED IN, AND PARTICULARS OF WHICH ARE SUMMARISED IN, THE CIRCULAR OF THE COMPANY DATED 18 APRIL 2016), TOGETHER WITH ALL OTHER AGREEMENTS AND ANCILLARY ARRANGEMENTS (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)	Management	For	For
3	DISAPPLICATION OF PRE-EMPTION RIGHTS: THAT, SUBJECT TO THE PASSING OF RESOLUTION 2 AND SUBJECT TO AND CONDITIONAL UPON THE MERGER HAVING BEEN IMPLEMENTED AND THE NEW ORDINARY SHARES IN THE COMPANY HAVING BEEN ISSUED PURSUANT THERETO, ANY PREVIOUS AUTHORITY TO ALLOT EQUITY SECURITIES (AS DEFINED IN THE ARTICLES) WHOLLY FOR CASH CONFERRED ON THE DIRECTORS BY SHAREHOLDERS PURSUANT TO ARTICLE 10 OF THE ARTICLES OF ASSOCIATION BE CANCELLED AND THE AUTHORITY TO ALLOT EQUITY (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)	Management	For	For



### TETRAPHASE PHARMACEUTICALS, INC.

Security88165N105Meeting TypeAnnualTicker SymbolTTPHMeeting Date08-Jun-2016Record Date14-Apr-2016

1 DIRECTOR		Management		
2	JOHN FREUND		For	For
TO APPROVE, ON COMPENSATION	AN ADVISORY BASIS, OUR EXECUTIVE	Management	For	For
COMPENSATION				

### TEVA PHARMACEUTICAL INDUSTRIES LIMITED

Security881624209Meeting TypeAnnualTicker SymbolTEVAMeeting Date03-Sep-2015Record Date04-Aug-2015

1A	ELECTION OF DIRECTOR: ROGER ABRAVANEL	Management	For	For
1C	ELECTION OF DIRECTOR: GERALD M. LIEBERMAN	Management	For	For
2	TO APPOINT GABRIELLE GREENE-SULZBERGER TO SERVE AS A STATUTORY INDEPENDENT DIRECTOR FOR A TERM OF THREE YEARS, COMMENCING FOLLOWING THE MEETING, AND TO APPROVE HER REMUNERATION AND BENEFITS.	Management	For	For
3A1	DO YOU HAVE A PERSONAL INTEREST IN PROPOSAL 3A? NOTE: PROPOSAL 3A1, FOR=YES AGAINST=NO	Management	Against	
3C	TO APPROVE THE REMUNERATION TO BE PROVIDED TO PROF. YITZHAK PETERBURG, CHAIRMAN OF THE BOARD OF DIRECTORS.	Management	For	For
4B	TO APPROVE THE PAYMENT OF A SPECIAL BONUS TO THE COMPANY S PRESIDENT AND CHIEF EXECUTIVE OFFICER, MR. EREZ VIGODMAN.	Management	For	For
6	TO APPOINT KESSELMAN & KESSELMAN, A MEMBER OF PRICEWATERHOUSECOOPERS INTERNATIONAL LTD., AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM UNTIL THE 2016 ANNUAL MEETING OF SHAREHOLDERS.	Management	For	For

#### TEVA PHARMACEUTICAL INDUSTRIES LIMITED

Security881624209Meeting TypeSpecialTicker SymbolTEVAMeeting Date05-Nov-2015Record Date06-Oct-2015

1 APPROVAL OF THE CREATION OF A NEW	Management	For	For
CLASS OF MANDATORY CONVERTIBLE			
PREFERRED SHARES, NOMINAL (PAR) VALUE NIS			
0.1 PER SHARE AND THE DEFINITION OF THEIR			
TERMS, AND CERTAIN RELATED AMENDMENTS			
TO TEVA S ARTICLES OF ASSOCIATION AND			
MEMORANDUM OF ASSOCIATION.			

### TEVA PHARMACEUTICAL INDUSTRIES LIMITED

Security881624209Meeting TypeAnnualTicker SymbolTEVAMeeting Date18-Apr-2016Record Date21-Mar-2016

1A	ELECTION OF DIRECTOR TO SERVE UNTIL THE 2019 ANNUAL MEETING: PROF. YITZHAK PETERBURG	Management	For	For
1C	ELECTION OF DIRECTOR TO SERVE UNTIL THE 2019 ANNUAL MEETING: MR. AMIR ELSTEIN	Management	For	For
2A	PLEASE INDICATE WHETHER OR NOT YOU ARE A CONTROLLING SHAREHOLDER OF THE COMPAN OR WHETHER OR NOT YOU HAVE A PERSONAL BENEFIT OR OTHER INTEREST IN THIS PROPOSAL: FOR = YES AND AGAINST = NO.	Management Y	Against	
3B	WITH RESPECT TO THE TERMS OF OFFICE AND EMPLOYMENT OF THE COMPANY S PRESIDENT AND CHIEF EXECUTIVE OFFICER, MR. EREZ	Management	For	For

	VIGODMAN: TO APPROVE AN AMENDMENT TO HIS ANNUAL CASH BONUS OBJECTIVES AND PAYOUT TERMS FOR 2016 AND GOING FORWARD.			
4	TO APPROVE AN AMENDMENT TO THE 2015 LONG- TERM EQUITY-BASED INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER.	Management	For	For

#### THE MEDICINES COMPANY

Security584688105Meeting TypeAnnualTicker SymbolMDCOMeeting Date26-May-2016Record Date15-Apr-2016

1A	ELECTION OF DIRECTOR: WILLIAM W. CROUSE	Management	For	For
1C	ELECTION OF DIRECTOR: HIROAKI SHIGETA	Management	For	For
3	APPROVE THE 2013 STOCK INCENTIVE PLAN, AS AMENDED, TO INCREASE THE NUMBER OF AUTHORIZED SHARES.	Management	For	For
5	APPROVE, IN AN ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.	Management	For	For

### THERMO FISHER SCIENTIFIC INC.

Security883556102Meeting TypeAnnualTicker SymbolTMOMeeting Date18-May-2016Record Date28-Mar-2016

1A	ELECTION OF DIRECTOR: MARC N. CASPER	Management	For	For
			_	_
1C	ELECTION OF DIRECTOR: C. MARTIN HARRIS	Management	For	For
1E	ELECTION OF DIRECTOR: JUDY C. LEWENT	Management	For	For
1G	ELECTION OF DIRECTOR: JIM P. MANZI	Management	For	For
1I	ELECTION OF DIRECTOR: SCOTT M. SPERLING	Management	For	For

2	AN ADVISORY VOTE TO APPROVE NAMED	Management	For	For
	EXECUTIVE OFFICER COMPENSATION.			

### THEROX, INC.

Security N/A Meeting Type
Ticker Symbol N/A Meeting Date
Record Date N/A

1	APPROVAL OF REVERSE STOCK SPLIT	Management	For	For

Written Consent

20-Apr-2016

### ULTRAGENYX PHARMACEUTICAL INC.

Security90400D108Meeting TypeAnnualTicker SymbolRAREMeeting Date09-Jun-2016Record Date12-Apr-2016

1A	ELECTION OF DIRECTOR: WILLIAM ALISKI	Management	For	For
IA	ELECTION OF DIRECTOR, WILLIAM ALISKI	Management	FOI	roi
1C	ELECTION OF DIRECTOR: MATTHEW K. FUST	Management	For	For
			_	
3	ADVISORY (NON-BINDING) VOTE TO APPROVE THE COMPANY S EXECUTIVE COMPENSATION.	Management	For	For

### UNIVERSAL HEALTH SERVICES, INC.

Security913903100Meeting TypeAnnualTicker SymbolUHSMeeting Date18-May-2016Record Date22-Mar-2016

1	DIRECTOR	Management		
2	PROPOSAL TO RATIFY THE SELECTION OF	Management	For	For
	PRICEWATERHOUSECOOPERS LLP, AS THE COMPANY S			
	INDEPENDENT REGISTERED PUBLIC ACCOUNTING			
	FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31,			
	2016.			

### VENITI, INC.

SecurityN/AMeeting TypeWritten ConsentTicker SymbolN/AMeeting Date04-Dec-2015Record DateN/A

1	INCREASE IN SIZE OF BOARD; AMENDMENT OF VOTING AGREEMENT	Management	For	For
3	OMNIBUS RESOLUTIONS	Management	For	For

### VERTEX PHARMACEUTICALS INCORPORATED

Security92532F100Meeting TypeAnnualTicker SymbolVRTXMeeting Date15-Jun-2016Record Date20-Apr-2016

1 DIRECTOR	Manage	ment	
2	TERRENCE C. KEARNEY	For	For
4	ELAINE S. ULLIAN	For	For

3	ADVISORY VOTE ON OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
5	SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT WE ADOPT A POLICY LIMITING ACCELERATION OF EQUITY AWARDS TO SENIOR EXECUTIVES UPON A CHANGE OF CONTROL.	Shareholder	Against	For
7	SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING A REPORT ASSESSING THE FEASIBILITY OF INTEGRATING SUSTAINABILITY INTO PERFORMANCE MEASURES FOR SENIOR EXECUTIVE COMPENSATION.	Shareholder	Against	For

### **SIGNATURES**

Pursuant to the requirements of the Investment Company	Act of 1940, the registrant has duly	y caused this report to be signed	on its behalf by the
undersigned, thereunto duly authorized.			

(Registrant) Tekla Healthcare Investors

By (Signature and Title)\*

/s/ Daniel R. Omstead (Daniel R. Omstead, President)

Date 8/29/16

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