

Baillie Gifford Votes Against Proposals 2013

Meeting Date	Company	Meeting Type	Resolution Number	Description	Proposed By	Vote Results % FOR	AGAINST
31-Jan-13	Mitchells & Butlers	AGM	7	Re-elect Directors	Management	94.6	5.4
			8	Re-elect Directors	Management	90.2	9.8
			15	Approve Share Plan	Management	94.3	5.7
18-Apr-13	Jupiter Fund Management	AGM	17	Approve Issuance of Equity	Management	96.7	3.3
18-Apr-13	Rio Tinto	AGM	18	Allot Equity Securities	Management	92.2	6.8
25-Apr-13	British American Tobacco	AGM	17	Approve Issuance of Equity	Management	82.8	17.2
25-Apr-13	Reed Elsevier Plc	AGM	2	Approve Remuneration	Management	85.0	15.0
			15	Allot Equity Securities	Management	91.2	8.8
26-Apr-13	Pearson	AGM	16	Approve Issuance of Equity	Management	94.3	4.9
01-May-13	Meggitt	AGM	15	Approve Issuance of Equity	Management	78.4	21.5
02-May-13	ARM Holdings	AGM	17	Allot Equity Securities	Management	80.0	20.0
02-May-13	GKN	AGM	14	Approve Issuance of Equity	Management	96.7	3.3

02-May-13	Rolls-Royce	AGM	19	Approve Issuance of Equity	Management	94.7	5.3
07-May-13	IMI	AGM	18	Allot Equity Securities	Management	99.9	0.1
15-May-13	Serco Group	AGM	2	Approve Remuneration	Management	95.8	4.2
			13	Allot Equity Securities	Management	88.7	11.3
15-May-13	Wood Group (John) plc	AGM	19	Approve Issuance of Equity	Management		
16-May-13	Amlin	AGM	17	Approve Issuance of Equity	Management	90.2	9.8
16-May-13	Hiscox plc	AGM	18	Approve Issuance of Equity	Management	96.9	3.1
16-May-13	Inchcape	AGM	14	Approve Issuance of Equity	Management	90.2	9.8
16-May-13	Prudential	AGM	22	Approve Issuance of Equity	Management	94.7	5.4
			23	Approve Issuance of Equity	Management	96.6	3.4
17-May-13	Intertek Group	AGM	15	Approve Issuance of Equity	Management	85.2	14.8
28-Jun-13	Tesco	AGM	16	Approve Issuance of Equity	Management	91.3	8.7
17-Jul-13	Intermediate Capital Group	AGM	14	Allot Shares	Management	94.3	5.7
23-Jul-13	Vodafone	AGM	19	Approve Issuance of Equity	Management	91.1	7.9
24-Jul-13	Helical Bar	AGM	17	Allot Shares	Management	91.9	8.1
25-Jul-13	Johnson Matthey	AGM	17	Approve Issuance of Equity	Management	94.3	5.7

25-Jul-13	SABMiller	AGM	2	Approve Remuneration	Management	95.4	4.6
25-Jul-13	Scottish & Southern Energy	AGM	14	Approve Issuance of Equity	Management	81.0	19.0
04-Sep-13	Ashtead Group	AGM	15	Allot Equity Securities	Management	93.0	7.0
20-Sep-13	Imagination Technologies	AGM	13	Approve Issuance of Equity	Management	85.5	14.5
17-Oct-13	IG Group Holdings	AGM	15	Allot Equity Securities	Management	94.7	5.2
24-Oct-13	BHP Billiton	AGM	23	Elect Nominee	Shareholder	3.7	96.3

(Items in bold were voted 'for' by either Legal & General or Wellington)

Wellington Votes Against Proposals 2013

Meeting Date	Company	Meeting Type	Resolution Number	Description	Proposed By	Vote Results % FOR	AGAINST
11-Apr-13	BP plc	AGM	21	Authority to Set General Meeting Notice Period at 14 Days	Management	88.0	12.0
25-Apr-13	British American Tobacco	AGM	21	Authority to Set General Meeting Notice Period at 14 Days	Management	86.5	13.6
19-Sep-13	Diageo plc	AGM	20	Authority to Set General Meeting Notice Period at 14 Days	Management	85.4	14.6

09-Jul-13	Marks & Spencer Group	AGM	22	Authority to Set General Meeting Notice Period at 14 Days	Management	81.9	18.1
02-May-13	Reckitt Benckiser Group Plc	AGM	2	Directors' Remuneration Report	Management	81.8	18.2
25-Apr-13	Astrazeneca plc	AGM	11	Elect Jean-Philippe Courtois	Management	75.8	24.2
			22	Authority to Set General Meeting Notice Period at 14 Days	Management	83.8	16.2
24-May-13	HSBC Holdings plc	AGM	25	Authority to Set General Meeting Notice Period at 14 Days	Management		
29-Jul-13	National Grid Plc	AGM	21	Authority to Set General Meeting Notice Period at 14 Days	Management	87.5	12.5
02-May-13	Reckitt Benckiser Group Plc	AGM	20	Authority to Set General Meeting Notice Period at 14 Days	Management	87.0	13.0
28-Jun-13	Tesco plc	AGM	20	Authority to Set General Meeting Notice Period at 14 Days	Management	88.4	11.6

(Items in bold were voted 'for' by either Baillie Gifford or Legal & General)

Legal & General UK FTSE 100 Index Fund Votes Against Proposals 2013

Meeting Date	Company	Meeting Type	Resolution Number	Description	Proposed By	Vote Results %	
						FOR	AGAINST
21-May-13	Royal Dutch Shell (A)	Annual	2	Approve Remuneration Report	Management	92.4	7.6

24-Oct-13	BHP Billiton	Annual	23	Elect Ian Dunlop, a Shareholder Nominee to the Board	Shareholder	3.7	96.3
30-Jan-13	Imperial Tobacco Group	Annual	19	Approve Share Matching Scheme	Management	88.3	11.7
16-May-13	Glencore International	Annual	7	Subject to the Merger Becoming Effective, Elect Sir John Bond as Director	Management	19.2	80.8
			8	Subject to the Merger Becoming Effective, Elect Sir Steve Robson as Director	Management		
			9	Subject to the Merger Becoming Effective, Elect Ian Strachan as Director	Management	35.6	64.4
			10	Subject to the Merger Becoming Effective, Elect Con Fauconnier as Director	Management	25.0	75.0
			16	Approve Remuneration Report	Management	78.3	21.7
19-Apr-13	Anglo American	Annual	16	Approve Remuneration Report	Management	72.3	19.2
08-May-13	Tullow Oil	Annual	20	Approve Tullow Incentive Plan	Management	91.5	8.5
25-Apr-13	Reed Elsevier	Annual	2	Approve Remuneration Report	Management		
			19	Approve Long-Term Incentive Plan	Management		
22-Nov-13	British Sky Broadcasting Group	Annual	19	Approve Remuneration Report	Management	77.4	22.6
13-Jun-13	Morrison (Wm) Supermarkets	Annual	2	Approve Remuneration Report	Management	87.2	12.8
29-Apr-13	Randgold Resources	Annual	17	Approve Grant of One-Off Career Shares Award of Ordinary Shares to the CEO	Management	61.0	39.0
18-Apr-13	Persimmon	Annual	2	Approve Remuneration Report	Management	78.2	21.7
23-May-13	Travis Perkins	Annual	14	Approve Deferred Share Bonus Plan	Management	87.9	12.1

18-Jul-13	3i Group	Annual	2	Approve Remuneration Report	Management	79.0	21.0
25-Apr-13	Taylor Wimpey (formerly Taylor Woodrow)	Annual	9	Re-elect Anthony Reading as Director	Management	94.2	5.8
			16	Approve Remuneration Report	Management	83.7	16.3
			20	Approve Sale of Apartment and Parking Space by Taylor Wimpey to Pete Redfern	Management	91.2	8.8