**Aug 2026**

**Invesco Asset Management Japan**

# Proxy voting results from Jul 2025 to Jun 2026

At the General Meeting of Shareholders from Jul 2025 to Jun 2026, voting rights were exercised for 121Company's proposals and shareholder proposals, in total 1,240 proposals.

## 1. Voting results on management proposals

| | | For (A) | Against (B) | Abstein (C) | Carte Blanchce (D) | Total (E) | % of Against（B+C)/E |
|---|---|---|---|---|---|---|---|
| Corporate organization | Election / Removal of directors | 843 | 166 | 0 | 0 | 1,009 | 16.5% |
| | Election / Removal of statutory auditors | 44 | 11 | 0 | 0 | 55 | 20.0% |
| | Election / Removal of accounting auditor | 2 | 0 | 0 | 0 | 2 | 0.0% |
| Compensation | Remuneration (※1) | 41 | 6 | 0 | 0 | 47 | 12.8% |
| | Retirement bonus | 0 | 1 | 0 | 0 | 1 | 100.0% |
| Capitalisation (excluding the articles of incorporation) | Allocation of income and dividends | 83 | 1 | 0 | 0 | 84 | 1.2% |
| | Corporate reorganization (※2) | 1 | 0 | 0 | 0 | 1 | 0.0% |
| | Takeover defense | 0 | 1 | 0 | 0 | 1 | 100.0% |
| | Other (※3) | 1 | 0 | 0 | 0 | 1 | 0.0% |
| Amendment of the articles of incorporation | | 25 | 0 | 0 | 0 | 25 | 0.0% |
| Other | | 2 | 0 | 0 | 0 | 2 | 0.0% |
| | | 1,042 | 186 | 0 | 0 | 1,228 | 15.1% |

(※1)・・・Includes revision of remuneration, stock options, performance-related pay plans, executive bonus, etc.
(※2)・・・Includes merger, sale/transfer of business, equity transfer, stock splits, corporate separation, etc.
(※3)・・・Includes share buybacks, decline in legal reserves, third-party allotment, capital reduction, reverse equity splits, etc.
In case the one company is held by two or more strategies, it is counted as one vote.
In case each strategy voted differently, it is counted as two votes; one vote For and one vote Against.

## 2. Voting results on shareholder proposals

| | | For (A) | Against (B) | Abstein (C) | Carte Blanchce (D) | Total (E) | % of Against（B+C)/E |
|---|---|---|---|---|---|---|---|
| | | 3 | 9 | 0 | 0 | 12 | 75.0% |

In case the one company is held by two or more strategies, it is counted as one vote.
In case each strategy voted differently, it is counted as two votes; one vote For and one vote Against.

## 3. Overview of Exercise of Voting Rights

To enable effective investment stewardship, we have established an investor-driven ESG integration framework. Portfolio managers and research analysts, who make investment decisions for Japanese equity portfolios, take the lead in engagement with companies on a number of issues, including ESG-related issues, and make proxy voting decisions.

We make voting decisions following our internally developed Invesco Japan Proxy Voting Guideline.　We engage and communicate with the investee companies on our voting policy and voting decisions.　Engagements on proxy voting have been made throughout the year, regardless of voting season.

Depending on a proposal, we may make an exception after having constructive dialogue with the investee company. In such a case, approval of the Responsible Investment Committee shall be obtained.

① Our overview of against votes on management proposals and the backgrounds are as follows.

**Board composition**

- We voted against the top management in the following cases;
  - Less than majority of independent non-executive directors on the boards of listed subsidiaries
  - Two female directors are not appointed.
  - Number of Audit & Supervisory Committee is reduced.
  - As such issues as the board the diversity of the board, we were in favor, with the approval of the Responsible Investment Committee, in cases where the management's commitment to improvements in the near future was clear in the dialogue and the future improvement measures presented were concrete

**Nomination of directors and statutory auditors**

- In the proposal for the appointment of external directors and external auditors, we voted against the candidates in the following cases;
  - The decision-making process lacked sufficient transparency and rationale.
  - The succession planning process does not ensure sufficient transparency and substance.
  - The independence of the candidate does not meet our criteria
  - The tenure exceeds 10 years
  - The candidate sits five or more directorships in listed companies or companies that are considered to have a similar level of business. In case candidates sits as an executive of listed companies or companies that are considered to have a similar level of business, the limitation is three.
  - In those cases where the suitability was met or substantial independence was considered to be ensured, we voted for the nominee with the approval from the Responsible Investment Committee.
- We believe that particularly strong independence is required for outside statutory auditors and directors who are members of the Audit & Supervisory Committee. Outside independent statutory auditors have an important role to play to improve the monitoring function of the board.
- With regard to cross-share shareholdings, our guidelines determines that we

consider to vote against top management in cases where the balance of holdings amounted to more than 20% of net assets.

- ➢ We voted for the top management with the approval from the Responsible Investment Committee in cases where industry-specific circumstances should be taken into account, or where we had confirmed sufficient plans to reduce policy shareholdings in dialogue, for example.

**Remuneration**

- We voted against proposals on remuneration in cases where we considered that the proposals were not in line with the perspective of medium- to long-term shareholder value.
- We voted against proposals for retirement benefits in cases where the amount to be paid was undisclosed.

**Capital policy**

- We voted against opposed proposals for the appropriation of surplus in cases where the total shareholders return was significantly low, taking into account the state of capital accumulation and business strategy.
- We voted against the top management in case the disclosure of capital policy was insufficient.

**Other**

- We voted against the proposal on anti-takeover measures.

② In shareholder proposals, we voted for 3 proposals, while voted against 9 proposals. Shareholder proposals, as well as company proposals, basically comply with the guidelines and are decided on an individual proposal basis, taking into account whether or not they contribute to increasing shareholder value.

- This year, proposals were made on governance, capital policy, and corporate behavior. In each case, we decided after examining the content of the proposal and the company's response, taking into account whether or not the proposal would contribute to increasing shareholder value.
- We voted for the proposal which required further improvement of capital efficiency where we considered there was a large room for the increase of shareholders' return.
- In case the director candidates were nominated, or the dismissal of director was proposed, we made the decision taking into account of the background and fundamentals of each proposal, the reaction from the company and the potential impact on shareholder value.
- We recognize that amendments to the Articles of Incorporation can be one option available as a means of shareholder resolutions. At the same time, we also

recognize that the Articles of Incorporation should not include provisions that could hinder flexible management decision-making opportunity. As with other proposals, we made decisions on proposals related to amendments to the Articles of Incorporation after considering the appropriateness and sufficiency of the company's response, as well as whether the proposal would contribute to enhancing corporate value.