



## Strategy Asset Managers, LLC Proxy Voting Policy

### Objective

Strategy Asset Managers, LLC (SAM) acknowledges that it has the fiduciary responsibility to vote proxies on behalf of clients who have delegated such responsibility to SAM. The objective is to vote these proxies, where delegated, in a manner that we believe is in the client's best interest as a shareholder in the designated company.

### Proxy Voting Committee

Either Alan Wapnick, Chairman, or Robert DeMichele, will review all proxy votes.

### Voting Guidelines

SAM votes proxies on behalf of clients that have designated SAM as having the authority to vote on their behalf. In addition, SAM recognizes that it has a fiduciary obligation to assume proxy-voting duties on ERISA accounts, unless the plan's fiduciary specifically instructs to the contrary.

SAM has contracted with Broadridge to manage the proxy voting process electronically. However, SAM recognizes it is responsible for the voting and record keeping associated with proxies.

SAM guidelines are as follows:

SAM would expect to vote with management on matters generally considered to be routine

- Election of directors, and ratification of auditors
- Routine corporate housekeeping, employee stock purchase plans
- Re-incorporations, holding company formations, etc.

The Proxy Voting Committee will review other matters

- Compensation and stock option plans
- Corporate governance issues
- Recommendations believed to dilute shareholder value
- Proxy contests
- Mergers, reorganizations, spin-offs, asset sales, or restructuring that impacts shareholder value

### Disclosure Policy

SAM will furnish a copy of its voting guidelines and summary of votes cast, for a specified period to any client requesting such information.