

US PROXY RECORD

Company	AGM or Special Meeting	Meeting Date	1	Issues	Management Recommendation	Barrow Hanley Decision	Comments
Parsley Energy Inc	Special	09-Jan-20	1	Share Issuance for Merger with Jagged Peak	For	For	
Jacobs Engineering Group, Inc.	Annual	14-Jan-20	1A.	Elect Steven J. Demetriou	For	For	
			1B.	Elect Chris M.T. Thompson	For	For	
			1C.	Elect Joseph R. Bronson	For	For	
			1D.	Elect Robert C. Davidson, Jr.	For	For	
			1E.	Elect Ralph E. Eberhart	For	For	
			1F.	Elect Georgette D. Kiser	For	For	
			1G.	Elect Linda Fayne Levinson	For	For	
			1H.	Elect Barbara L. Loughran	For	For	
			1I.	Elect Robert A. McNamara	For	For	
			1J.	Elect Peter J. Robertson	For	For	
			2	Advisory Vote on Executive Compensation	For	For	
			3	Ratification of Auditor	For	For	
Air Products & Chemicals Inc.	Annual	23-Jan-20	1A.	Elect Susan K. Carter	For	For	
			1B.	Elect Charles I. Cogut	For	For	
			1C.	Elect Chadwick C. Deaton	For	For	
			1D.	Elect Seifi Ghasemi	For	For	
			1E.	Elect David H. Y. Ho	For	For	
			1F.	Elect Margaret G. McGlynn	For	For	
			1G.	Elect Edward L. Monser	For	For	
			1H.	Elect Matthew H. Paull	For	For	
			2	Advisory Vote on Executive Compensation	For	For	
			3	Ratification of Auditor	For	For	
Aramark	Annual	1/29/2020	1A.	Elect Susan M. Cameron	For	For	
			1B.	Elect Greg Creed	For	For	
			1C.	Elect Calvin Darden	For	For	
			1D.	Elect Richard W. Dreiling	For	For	
			1E.	Elect Irene M. Esteves	For	For	
			1F.	Elect Daniel J. Heinrich	For	For	
			1G.	Elect Paul C. Hilal	For	For	
			1H.	Elect Karen M. King	For	For	
			1I.	Elect Stephen I. Sadove	For	For	
			1J.	Elect Arthur B. Winkleblack	For	For	
			1K.	Elect John J. Zillmer	For	For	
			2	Ratification of Auditor	For	For	
			3	Advisory Vote on Executive Compensation	For	For	
			4	Amendment to the 2013 Stock Incentive Plan	For	For	
			5	Amendment Regarding Shareholders Ability to Call Special Meetings	For	For	
Liberty Property Trust	Special	30-Jan-20	1	Acquisition	For	For	
			2	Advisory Vote on Golden Parachutes	For	For	
			3	Right to Adjourn Meeting	For	For	
Deere & Co.	Annual	26-Feb-20	1A.	Elect Samuel R. Allen	For	For	
			1B.	Elect Alan C. Heuberger	For	For	
			1C.	Elect Charles O. Holliday, Jr.	For	For	
			1D.	Elect Dipak C. Jain	For	For	
			1E.	Elect Michael O. Johanns	For	For	
			1F.	Elect Clayton M. Jones	For	For	
			1G.	Elect John C. May	For	For	
			1H.	Elect Gregory R. Page	For	For	
			1I.	Elect Sherry M. Smith	For	For	
			1J.	Elect Dmitri L. Stockton	For	For	
			1K.	Elect Sheila G. Talton	For	For	
			2	Adoption of Exclusive Forum Provisions	For	Against	The board has not demonstrated that the benefits of the proposed forum-selection clause outweigh the restriction to shareholder rights. Requiring shareholders to bring actions in the State of Delaware may discourage the pursuit of derivative claims by increasing their difficulty and costs. Although Delaware provides an advanced and consistent judiciary, Deere has not provided a compelling case why shareholders should accept any limitations on their legal remedy, including choice of venue. We have voted against the proposal due to the limitation of shareholder legal recourse without compelling evidence that it will benefit shareholders.
			3	Advisory vote on executive compensation	For	For	
			4	Approval of the 2020 Equity and Incentive Plan	For	For	
			5	Ratification of Auditor	For	For	
			6	Shareholder Proposal Regarding Disclosure of Board Qualifications	Against	Against	
Qualcomm, Inc.	Annual	10-Mar-20	1A.	Elect Mark Fields	For	For	
			1B.	Elect Jeffrey W. Henderson	For	For	
			1C.	Elect Ann M. Livermore	For	For	
			1D.	Elect Harish Manwani	For	For	
			1E.	Elect Mark D. McLaughlin	For	For	
			1F.	Elect Steven M. Mollenkopf	For	For	
			1G.	Elect Clark T. Randt, Jr.	For	For	
			1H.	Elect Irene B. Rosenfeld	For	For	
			1I.	Elect Neil Smit	For	For	
			1J.	Elect Anthony J. Vinciguerra	For	For	
			2	Ratification of Auditor	For	For	
			3	Amendment to the 2016 Long-Term Incentive Plan	For	For	
			4	Advisory Vote on Executive Compensation	For	Against	We are concerned about the Company's decision to grant one-time equity awards without any vesting restrictions. This is the second consecutive year in which the CEO received a special equity grant outside of the Company's standard scheme. Considering this issue and an overall pay and performance disconnect, we voted against management for this proposal.
			5	Frequency of Advisory Vote on Executive Compensation	1 Year	1 Year	
Broadcom Inc	Annual	30-Mar-20	1A.	Elect Hock E. Tan	For	For	

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		1B.	Elect Dr. Henry S. Samueli	For	For	
		1C.	Elect Eddy W. Hartenstein	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
		1D.	Elect Diane M. Bryant	For	For	
		1E.	Elect Gayla J. Dely	For	For	
		1F.	Elect Raul J. Fernandez	For	For	
		1G.	Elect Check Kian Low	For	For	
		1H.	Elect Justine F. Page	For	For	
		1I.	Elect Harry L. You	For	For	
		2	Ratification of Auditor	For	For	
		3	Advisory Vote on Executive Compensation	For	For	

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SLB	Schlumberger Ltd.	Annual	01-Apr-20	1A.	Elect Patrick de la Chevardière	For	For					
				1B.	Elect Miguel M. Galuccio	For	For					
				1C.	Elect Olivier Le Peuch	For	For					
				1D.	Elect Tatiana A. Mitrova	For	For					
				1E.	Elect Lubna S. Olayan	For	For					
				1F.	Elect Mark G. Papa	For	For					
				1G.	Elect Leo Rafael Reif	For	For					
				1H.	Elect Henri Seydoux	For	For					
				1I.	Elect Jeffrey W. Sheets	For	For					
				2	Advisory Vote on Executive Compensation	For	For					
				3	Accounts and Reports; Approval of Dividend	For	For					
				4	Ratification of Auditor	For	Against	Auditors tenure is too long.				
				LEN	Lennar Corp.	Annual	07-Apr-20	1A.	Elect Rick Beckwitt	For	For	
								1B.	Elect Irving Bolotin	For	For	
1C.	Elect Steven L. Gerard	For	Against					On going compensation concerns.				
1D.	Elect Theron I. Gilliam	For	Against					On going compensation concerns.				
1E.	Elect Sherrill W. Hudson	For	Against					On going compensation concerns.				
1F.	Elect Jonathan M. Jaffe	For	For									
1G.	Elect Sidney Lapidus	For	For									
1H.	Elect Teri P. McClure	For	Against					Vote against members of the nominating and/or governance committee, 8.33% women.				
1I.	Elect Stuart A. Miller	For	For									
1J.	Elect Armando J. Olivera	For	For									
1K.	Elect Jeffrey Sonnenfeld	For	For									
1L.	Elect Scott D. Stowell	For	Against					Nominee has served on the board for at least one year and has attended less than 75% of the meetings.				
2	Advisory Vote on Executive Compensation	For	Against					Pay and performance disconnect.				
3	Ratification of Auditor	For	For									
BK	Bank Of New York Mellon Corp	Annual	15-Apr-20	1A.	Elect Linda Z. Cook	For	For					
				1B.	Elect Joseph J. Echevarria	For	Against	Vote against non-executive directors who sits on 4 or more public company boards. Vote against members of the nominating and/or governance committee, 16.67% women.				
				1C.	Elect Thomas P. Gibbons	For	For					
				1D.	Elect Jeffrey A. Goldstein	For	For					
				1E.	Elect Edmund F. Kelly	For	For					
				1F.	Elect Jennifer B. Morgan	For	For					
				1G.	Elect Elizabeth E. Robinson	For	For					
				1H.	Elect Samuel C. Scott III	For	For					
				1I.	Elect Frederick O. Terrell	For	For					
				1J.	Elect Alfred W. Zollar	For	For					
				2	Advisory Vote on Executive Compensation	For	For					
				3	Ratification of Auditor	For	For					
				4	Shareholder Proposal Regarding Median Gender and Racial Pay Equity Report	Against	For	I agree with Glass Lewis that Bank of New York Mellon's current disclosures are sufficient, which address how the company is monitoring and managing issues related to pay equity and gender representation throughout its organization. Disclosure of a potentially misleading figure could present significant risks for the Company with respect to its retaining, motivating and attracting employees.				
				5	Shareholder Proposal Regarding Shareholder Approval of Bylaw or Charter Amendments	Against	Against					
OC	Owens Corning	Annual	16-Apr-20	1A.	Elect Brian D. Chambers	For	For					
				1B.	Elect Eduardo E. Cordeiro	For	For					
				1C.	Elect Adrienne D. Elsner	For	For					
				1D.	Elect J. Brian Ferguson	For	For					
				1E.	Elect Ralph F. Hake	For	For					
				1F.	Elect Edward F. Lonergan	For	For					
				1G.	Elect Maryann T. Mannen	For	For					
				1H.	Elect W. Howard Morris	For	For					
				1I.	Elect Suzanne P. Nimocks	For	For					
				1J.	Elect John D. Williams	For	For					
				2	Ratification of Auditor	For	For					
				3	Advisory Vote on Executive Compensation	For	For					
				4	Approval of the Employee Stock Purchase Plan	For	For					
				JEF	Jefferies Financial Group Inc	Annual	17-Apr-20	1A.	Elect Linda L. Adamany	For	Against	Vote against members of the nominating and/or governance committee, 16.67% women.
1B.	Elect Barry J. Alperin	For	Against					Vote against members of the nominating and/or governance committee, 16.67% women.				
1C.	Elect Robert D. Beyer	For	For									
1D.	Elect Francisco L. Borges	For	Against					Vote against members of the nominating and/or governance committee, 16.67% women.				
1E.	Elect Brian P. Friedman	For	For									
1F.	Elect MaryAnne Gilmartin	For	Against					Vote against members of the nominating and/or governance committee, 16.67% women.				
1G.	Elect Richard B. Handler	For	For									

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					1H. Elect Robert E. Joyal	For	Against	Vote against non-executive directors who sits on 4 or more public company boards. Vote against members of the nominating and/or governance committee 16.67% women.
				1I. Elect Jacob M. Katz	For	For		
				1J. Elect Michael T. O'Kane	For	Against		
				1K. Elect Stuart H. Reese 1L. Elect Joseph S. Steinberg 2 Advisory Vote on Executive Compensation 3 Ratification of Auditor	For For For For	For For For For		
	SWK	Stanley Black & Decker Inc	Annual	17-Apr-20	1A. Elect Andrea J. Ayers	For	Against	Nominee has served on the board for at least one year and has attended less than 75% of the meetings.
				1B. Elect George W. Buckley	For	For		
				1C. Elect Patrick D. Campbell	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.	
				1D. Elect Carlos M. Cardoso 1E. Elect Robert B. Coutts	For For	For For		
				1F. Elect Debra A. Crew	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.	
				1G. Elect Michael D. Hankin 1H. Elect James M. Loree	For For	For For		
				1I. Elect Dmitri L. Stockton	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.	
				1J. Elect Irving Tan 2 Advisory Vote on Executive Compensation 3 Ratification of Auditor	For For For	For For Against		
				4 Shareholder Proposal Regarding Right to Act by Written Consent	Against	Against	Auditors tenure is too long.	
	USB	U.S. Bancorp	Annual	21-Apr-20	1A. Elect Warner L. Baxter	For	For	Vote against non-executive directors who sits on 4 or more public company boards.
				1B. Elect Dorothy J. Bridges	For	For		
				1C. Elect Elizabeth Buse	For	For		
				1D. Elect Marc N. Casper	For	For		
				1E. Elect Andrew Cecere	For	For		
				1F. Elect Kimberly J. Harris	For	For		
				1G. Elect Roland A. Hernandez	For	Against		
				1H. Elect Olivia F. Kirtley	For	For		
				1I. Elect Karen S. Lynch	For	For		
				1J. Elect Richard P. McKenney	For	For		
				1K. Elect Yusuf I. Mehdi	For	For		
				1L. Elect John P. Wiehoff	For	For		
				1M. Elect Scott W. Wine	For	For		
				2 Ratification of Auditor	For	Against		
				3 Advisory Vote on Executive Compensation	For	For		
	WHR	Whirlpool Corp.	Annual	21-Apr-20	1A. Elect Samuel R. Allen	For	For	
				1B. Elect Marc R. Bitzer	For	For		
				1C. Elect Greg Creed	For	For		
				1D. Elect Gary T. DiCamillo	For	For		
				1E. Elect Diane M. Dietz	For	For		
				1F. Elect Geraldine Elliott	For	For		
				1G. Elect Jennifer A. LaClair	For	For		
				1H. Elect John D. Liu	For	For		
				1I. Elect James M. Loree	For	For		
				1J. Elect Harish Manwani	For	Against		
				1K. Elect Patricia K. Poppe	For	For		
				1L. Elect Larry O. Spencer	For	For		
				1M. Elect Michael D. White	For	For		
				2 Advisory Vote on Executive Compensation	For	For		
				3 Ratification of Auditor	For	For		
	NTRS	Northern Trust Corp.	Annual	21-Apr-20	1A. Elect Linda Walker Bynoe	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1B. Elect Susan Crown	For	For		
				1C. Elect Dean M. Harrison	For	For		
				1D. Elect Jay L. Henderson 1E. Elect Marcy S. Klevorn	For For	For For		
				1F. Elect Siddharth N. Mehta	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.	
				1G. Elect Michael G. O'Grady	For	For		
				1H. Elect Jose Luis Prado	For	For		
				1I. Elect Thomas E. Richards	For	For		
				1J. Elect Martin P. Slark	For	For		
				1K. Elect David H. B. Smith, Jr.	For	For		
				1L. Elect Donald Thompson	For	For		
				1M. Elect Charles A. Tribbett III	For	For		
				2 Advisory Vote on Executive Compensation	For	For		
				3 Ratification of Auditor	For	Against		
	CI	Cigna Corp	Annual	22-Apr-20	1A. Elect David M. Cordani	For	For	Auditors tenure is too long.
				1B. Elect William J. DeLaney	For	For		
				1C. Elect Eric J. Foss	For	For		

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					1D. Elect Elder Granger	For	For	
					1E. Elect Isaiah Harris, Jr.	For	For	
					1F. Elect Roman Martinez IV	For	For	
					1G. Elect Kathleen M. Mazzarella	For	For	
					1H. Elect Mark B. McClellan	For	For	
					1I. Elect John M. Partridge	For	For	
					1J. Elect William L. Roper	For	For	
					1K. Elect Eric C. Wiseman	For	For	
					1L. Elect Donna F. Zarcone	For	For	
				2	Advisory Vote on Executive Compensation	For	Against	The Company introduced time-based restricted stock into the LTIP award mix, accounting for half of the non-performance-based portion of the LTIP. The CEO's stock ownership requirement increased to eight times his salary from six times his salary. In 2020, the LTIP will no longer interpolate payout strictly based on TSR percentile rank. The Company will instead measure relative performance as four levels of percentiles and then interpolate based on performance rather than rank. We are also concerned with Cigna's decision to grant Tim Wentworth (NEO) excise tax gross-up benefits as part of his retention agreement despite the Company's history of eschewing the practice. Given the cost of these issues to shareholders, we voted against the Company's pay practices for the year under review.
				3	Ratification of Auditor	For	Against	Auditors tenure is too long.
				4	Shareholder Proposal Regarding Right to Call Special Meetings	Against	For	A 10% threshold for calling a special meeting is appropriate. In general, we support measures that improve transparency on corporate governance, environmental and social issues.
				5.	Shareholder Proposal Regarding Median Gender Pay Equity Report	Against	For	We adopted Proxy Voting Guidelines that provide a framework for assessing and evaluating these issues with each vote based on its facts and circumstances and decided to vote for a median gender pay report in this case.
SPR	Spirit Aerosystems Holdings Inc	Annual	22-Apr-20	1A.	Elect Stephen A. Cambone	For	For	
				1B.	Elect Charles L. Chadwell	For	For	
				1C.	Elect Irene M. Esteves	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1D.	Elect Paul Fulchino	For	For	
				1E.	Elect Thomas C. Gentile, III	For	For	
				1F.	Elect Richard A. Gephardt	For	For	
				1G.	Elect Robert D. Johnson	For	For	
				1H.	Elect Ronald Kadish	For	For	
				1I.	Elect John L. Plueger	For	For	
				1J.	Elect Laura H. Wright	For	For	
				2	Advisory Vote on Executive Compensation	For	Against	The separation payments for Jose Garcia seem excessive to us. While the disconnect between pay and performance was not particularly severe and the size of the additional severance payments was not egregious, we feel the decision to top-up already significant benefits for a short-tenured executive.
				3	Ratification of Auditor	For	For	
				4	Shareholder Proposal Regarding Shareholder Approval of Bylaw Amendments	Against	Against	
EIX	Edison International	Annual	23-Apr-20	1A.	Elect Jeanne Beliveau-Dunn	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1B.	Elect Michael C. Camuñez	For	For	
				1C.	Elect Vanessa C.L. Chang	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1D.	Elect James T. Morris	For	For	
				1E.	Elect Timothy T. O'Toole	For	For	
				1F.	Elect Pedro J. Pizarro	For	For	
				1G.	Elect Carey A. Smith	For	For	
				1H.	Elect Linda G. Stuntz	For	For	
				1I.	Elect William P. Sullivan	For	For	
				1J.	Elect Peter J. Taylor	For	For	
				1K.	Elect Keith Trent	For	For	
				2	Ratification of Auditor	For	Against	Auditors tenure is too long.

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				3	Advisory Vote on Executive Compensation	For	For	
				4	Shareholder Proposal Regarding Shareholder Approval of Bylaw Amendments	Against	Against	
	JNJ	Johnson & Johnson	Annual	23-Apr-20	1A. Elect Mary C. Beckerle	For	For	
				1B. Elect D. Scott Davis	For	For		
				1C. Elect Ian E.L. Davis	For	For		
				1D. Elect Jennifer A. Doudna	For	For		
				1E. Elect Alex Gorsky	For	For		
				1F. Elect Marilynn A. Hewson	For	For		
				1G. Elect Hubert Joly	For	Against		This nominee is an executive of a public company and sits on 3 or more public company boards.
				1H. Elect Mark B. McClellan	For	For		
				1I. Elect Anne M. Mulcahy	For	Against		Vote against non-executive directors who sits on 4 or more public company boards.
				1J. Elect Charles Prince	For	Against		Elect Charles Prince: We voted against Mr. Prince as he serves as the chair of the Company's regulatory compliance committee and is the longest-tenured member of the board and we believe he should be held responsible for the board's inadequate response to the Company's significant legal and regulatory risks
				1K. Elect A. Eugene Washington	For	For		
				1L. Elect Mark A. Weinberger	For	For		
				1M. Elect Ronald A. Williams	For	For		
				2. Advisory Vote on Executive Compensation	For	For		
				3. Ratification of Auditor	For	Against		Auditors tenure is too long.
				4. Removal of Directors Without Cause	For	For		
				5. Shareholder Proposal Regarding Independent Chair	Against	For		Vote FOR proposals requesting a separate chairman and CEO.
				6. Shareholder Proposal Regarding Report on Response to Opioid Epidemic	Against	For		
	JBHT	J.B. Hunt Transport Services, Inc.	Annual	23-Apr-20	1A. Elect Douglas G. Duncan	For	For	
				1B. Elect Francesca M. Edwardson	For	For		
				1C. Elect Wayne Garrison	For	For		
				1D. Elect Sharilyn S. Gasaway	For	For		
				1E. Elect Gary C. George	For	For		
				1F. Elect Bryan Hunt	For	Against		Vote against non independent members if the board is not at least two thirds independent.
				1G. Elect Gale V. King	For	For		
				1H. Elect John N. Roberts III	For	For		
				1I. Elect James L. Robo	For	For		
				1J. Elect Kirk Thompson	For	For		
				2. Advisory Vote on Executive Compensation	For	For		
				3. Ratification of Auditor	For	For		
				4. Shareholder Proposal Regarding Political Contributions and Expenditures Report	Against	For		Favor review/limit political spending.
				5. Shareholder Proposal Regarding Report on Plans to Reduce Total Contribution to Climate Change	Against	For		
	PEAK	Healthpeak Properties Inc	Annual	23-Apr-20	1A. Elect Brian G. Cartwright	For	For	
				1B. Elect Christine N. Garvey	For	For		
				1C. Elect R. Kent Griffin Jr.	For	For		
				1D. Elect David B. Henry	For	For		
				1E. Elect Thomas M. Herzog	For	For		
				1F. Elect Lydia H. Kennard	For	For		
				1G. Elect Sara Grootwassink Lewis	For	For		
				1H. Elect Katherine M. Sandstrom	For	For		
				2. Advisory Vote on Executive Compensation	For	For		
				3. Ratification of Auditor	For	For		
	TXN	Texas Instruments Inc	Annual	23-Apr-20	1A. Elect Mark A. Blinn	For	For	
				1B. Elect Todd M. Bluedorn	For	For		
				1C. Elect Janet F. Clark	For	For		
				1D. Elect Carrie S. Cox	For	For		
				1E. Elect Martin S. Craighead	For	For		
				1F. Elect Jean M. Hobby	For	For		
				1G. Elect Michael D. Hsu	For	For		
				1H. Elect Ronald Kirk	For	For		
				1I. Elect Pamela H. Patsley	For	For		
				1J. Elect Robert E. Sanchez	For	For		
				1K. Elect Richard K. Templeton	For	For		
				2. Advisory Vote on Executive Compensation	For	For		
				3. Ratification of Auditor	For	For		
	T	AT&T, Inc.	Annual	24-Apr-20	1A. Elect Randall L. Stephenson	For	For	
				1B. Elect Samuel A. Di Piazza, Jr.	For	Against		Vote against non-executive directors who sits on 4 or more public company boards.
				1C. Elect Richard W. Fisher	For	For		
				1D. Elect Scott T. Ford	For	For		
				1E. Elect Glenn H. Hutchins	For	For		
				1F. Elect William E. Kennard	For	Against		Vote against non-executive directors who sits on 4 or more public company boards.
				1G. Elect Debra L. Lee	For	For		
				1H. Elect Stephen J. Luczo	For	For		
				1I. Elect Michael B. McCallister	For	For		
				1J. Elect Beth E. Mooney	For	For		
				1K. Elect Matthew K. Rose	For	For		

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					1L. Elect Cindy B. Taylor	For	For	
					1M. Elect Geoffrey Y. Yang	For	For	
					2. Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years.
					3. Advisory Vote on Executive Compensation	For	For	
					4. Shareholder Proposal Regarding Independent Board Chair	Against	For	Vote FOR proposals requesting a separate chairman and CEO.
					5. Shareholder Proposal Regarding Employee Representative Director	Against	Against	
					6. Proposal Regarding Improvement of Guiding Principles of Executive	Against	Against	
RTN	Raytheon Company	Annual	27-Apr-20	1A.	Elect Lloyd J. Austin, III	For	For	
				1B.	Elect Gregory J. Hayes	For	For	
				1C.	Elect Marshall O. Larsen	For	For	
				1D.	Elect Robert K. Ortberg	For	For	
				1E.	Elect Margaret L. O'Sullivan	For	For	
				1F.	Elect Denise L. Ramos	For	For	
				1G.	Elect Fredric G. Reynolds	For	For	
				1H.	Elect Brian C. Rogers	For	For	
				2.	Advisory Vote on Executive Compensation	For	For	
				3.	Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years. We believe supermajority vote provisions can impede shareholders' ability to approve ballot items that are in their interests and have voted for the proposal according to our Proxy Voting Guidelines. In general, we support measures that improve transparency on corporate governance, environmental and social issues. We adopted Proxy Voting Guidelines that provide a framework for assessing and evaluating these issues with each vote based on its facts and circumstances and decided to vote that the board create a committee to issue a report on the impact on communities from the closure of Company facilities.
				4.	Shareholder Proposal Regarding Simple Majority Vote	Against	For	
				5.	Shareholder Proposal Regarding Report on Plant Closures	Against	For	
CTVA	Corteva Inc	Annual	28-Apr-20	1A.	Elect Lamberto Andreotti	For	Against	Nominee has served on the board for at least one year and has attended less than 75% of the meetings.
				1B.	Elect Robert A. Brown	For	For	
				1C.	Elect James C. Collins Jr.	For	For	
				1D.	Elect Klaus Engel	For	For	
				1E.	Elect Michael O. Johanns	For	For	
				1F.	Elect Lois D. Juliber	For	For	
				1G.	Elect Rebecca B. Liebert	For	For	
				1H.	Elect Marcos Marinho Lutz	For	For	
				1I.	Elect Nayaki R. Nayyar	For	For	
				1J.	Elect Gregory R. Page	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1K.	Elect Lee M. Thomas	For	For	
				1L.	Elect Patrick J. Ward	For	For	
				2.	Advisory Vote on Executive Compensation	For	For	
				3.	Frequency of Advisory Vote on Executive Compensation	1 Year	1 Year	
				4.	Ratification of Auditor	For	Against	Auditors tenure is too long.
				5.	Approval of the Omnibus Employee Stock Purchase Plan	For	For	
EXC	Exelon Corporation	Annual	28-Apr-20	1A.	Elect Anthony K. Anderson	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1B.	Elect Ann C. Berzin	For	For	
				1C.	Elect M. Laurie Brilas	For	For	
				1D.	Elect Christopher M. Crane	For	For	
				1E.	Elect Yves C. de Balmann	For	For	
				1F.	Elect Nicholas DeBenedictis	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1G.	Elect Linda P. Jojo	For	For	
				1H.	Elect Paul L. Joskow	For	For	
				1I.	Elect Robert J. Lawless	For	For	
				1J.	Elect John M. Richardson	For	For	
				1K.	Elect Mayo A. Shattuck III	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1L.	Elect John F. Young	For	For	
				2.	Ratification of Auditor	For	Against	Auditors tenure is too long.
				3.	Advisory Vote on Executive Compensation	For	For	
				4.	Approval of the 2020 Long-Term Incentive Plan	For	For	
WFC	Wells Fargo & Co.	Annual	28-Apr-20	1A.	Elect Steven D. Black	For	For	
				1B.	Elect Celeste A. Clark	For	For	
				1C.	Elect Theodore F. Craver, Jr.	For	For	
				1D.	Elect Wayne M. Hewett	For	For	
				1E.	Elect Donald M. James	For	For	
				1F.	Elect Maria R. Morris	For	For	
				1G.	Elect Charles H. Noski	For	For	
				1H.	Elect Richard B. Payne, Jr.	For	For	
				1I.	Elect Juan A. Pujadas	For	For	

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LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments
				1J.	Elect Ronald L. Sargent	For	For	
				1K.	Elect Charles W. Scharf	For	For	
				1L.	Elect Suzanne M. Vautrinot	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				2	Advisory Vote on Executive Compensation	For	For	
				3	Ratification of Auditor	For	Against	Auditors tenure is too long.
				4	Shareholder Proposal Regarding Shareholder Approval of Bylaw Amendment	Against	Against	
				5	Shareholder Proposal Regarding Incentive Compensation Report	Against	Against	
				6	Shareholder Proposal Regarding Median Gender and Racial Pay Equity Report	Against	Against	
VLO	Valero Energy Corp.	Annual	30-Apr-20	1A.	Elect H. Paulett Eberhart	For	For	
				1B.	Elect Joseph W. Gorder	For	For	
				1C.	Elect Kimberly S. Greene	For	For	
				1D.	Elect Deborah P. Majoras	For	For	
				1E.	Elect Eric D. Mullins	For	For	
				1F.	Elect Donald L. Nickles	For	For	
				1G.	Elect Philip J. Pfeiffer	For	For	
				1H.	Elect Robert A. Profusek	For	For	
				1I.	Elect Stephen M. Waters	For	For	
				1J.	Elect Randall J. Weisenburger	For	For	
				1K.	Elect Rayford Wilkins Jr.	For	For	
				2	Ratification of Auditor	For	Against	Auditors tenure is too long.
				3	Advisory Vote on Executive Compensation	For	For	
				4	Approval of the 2020 Omnibus Stock Incentive Plan	For	For	
EOG	EOG Resources, Inc.	Annual	30-Apr-20	1A.	Elect Janet F. Clark	For	For	
				1B.	Elect Charles R. Crisp	For	For	
				1C.	Elect Robert P. Daniels	For	For	
				1D.	Elect James C. Day	For	For	
				1E.	Elect C. Christopher Gaut	For	For	
				1F.	Elect Julie J. Robertson	For	For	
				1G.	Elect Donald F. Textor	For	For	
				1H.	Elect William R. Thomas	For	For	
				2	Ratification of Auditor	For	Against	Auditors tenure is too long.
				3	Advisory Vote on Executive Compensation	For	For	
BRK.B	Berkshire Hathaway Inc.	Annual	02-May-20	1.1	Elect Warren E. Buffett	For	For	
				1.2	Elect Charles T. Munger	For	For	
				1.3	Elect Gregory E. Abel	For	For	
				1.4	Elect Howard G. Buffett	For	For	
				1.5	Elect Stephen B. Burke	For	For	
				1.6	Elect Kenneth I. Chenault	For	For	
				1.7	Elect Susan L. Decker	For	Withhold	Vote against non-executive directors who sits on 4 or more public company boards.
				1.8	Elect David S. Gottesman	For	For	
				1.9	Elect Charlotte Guyman	For	For	
				1.1	Elect Ajit Jain	For	For	
				1.11	Elect Thomas S. Murphy	For	For	
				1.12	Elect Ronald L. Olson	For	For	
				1.13	Elect Walter Scott, Jr.	For	For	
				1.14	Elect Meryl B. Witmer	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Frequency of Advisory Vote on Executive Compensation	3 Years	1 Year	An annual advisory vote on executive compensation is in the best interests of shareholders
				4	Shareholder Proposal Regarding Policy on Board and CEO Diversity	Against	For	
GE	General Electric Co.	Annual	05-May-20	1	Elect Sébastien Bazin	For	Against	This nominee is an executive of a public company and sits on 3 or more public company boards.
				2	Elect Ashton B. Carter	For	For	
				3	Elect H. Lawrence Culp, Jr.	For	For	
				4	Elect Francisco D'Souza	For	For	
				5	Elect Edward P. Garden	For	For	
				6	Elect Thomas W. Horton	For	For	
				7	Elect Risa Lavizzo-Mourey	For	For	
				8	Elect Catherine Lesjak	For	For	
				9	Elect Paula Rosput Reynolds	For	For	
				10	Elect Leslie F. Seidman	For	For	
				11	Elect James S. Tisch	For	Against	This nominee is an executive of a public company and sits on 3 or more public company boards.
				12	Advisory Vote on Executive Compensation	For	For	
				13	Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years.
				14	Shareholder Proposal Regarding Independent Chair	Against	Against	
AXP	American Express Co.	Annual	05-May-20	1A.	Elect Charlene Barshefsky	For	For	
				1B.	Elect John J. Brennan	For	For	
				1C.	Elect Peter Chernin	For	For	
				1D.	Elect Ralph de la Vega	For	For	
				1E.	Elect Anne M. A. Lauvergeon	For	For	
				1F.	Elect Micheal O. Leavitt	For	For	
				1G.	Elect Theodore J. Leonsis	For	For	
				1H.	Elect Karen L. Parkhill	For	For	
				1I.	Elect Lynn A. Pike	For	For	
				1J.	Elect Stephen J. Squeri	For	For	
				1K.	Elect Daniel L. Vasella	For	For	
				1L.	Elect Ronald A. Williams	For	For	
				1M.	Elect Christopher D. Young	For	For	
				2	Ratification of Auditor	For	For	

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LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments
				3	Advisory Vote on Executive Compensation	For	For	
				4	Amendment to the Incentive Compensation Plan	For	For	
				5	Shareholder Proposal Regarding Right to Act by Written Consent	Against	For	Shareholder action by written consent enables shareholders to take action on important issues that arise between annual meetings
				6	Shareholder Proposal Regarding Median Gender and Racial Pay Equity Report	Against	Against	
D	Dominion Energy Inc	Annual	06-May-20	1A.	Elect James A. Bennett	For	For	
				1B.	Elect Helen E. Dragas	For	For	
				1C.	Elect James O. Ellis, Jr.	For	For	
				1D.	Elect Thomas F. Farrell II	For	For	
				1E.	Elect D. Maybank Hagood	For	For	
				1F.	Elect John W. Harris	For	For	
				1G.	Elect Ronald W. Jibson	For	For	
				1H.	Elect Mark J. Kington	For	For	
				1I.	Elect Joseph M. Rigby	For	For	
				1J.	Elect Pamela L. Royal	For	For	
				1K.	Elect Robert H. Spilman, Jr.	For	For	
				1L.	Elect Susan N. Story	For	For	
				1M.	Elect Michael E. Szymanczyk	For	For	
				2	Ratification of Auditor	For	Against	Auditors tenure is too long.
				3	Advisory Vote on Executive Compensation	For	For	
				4	Shareholder Proposal Regarding Independent Chair	Against	For	Vote FOR proposals requesting a separate chairman and CEO.
				5	Shareholder Proposal Regarding Right to Act by Written Consent	Against	Against	
PSX	Phillips 66	Annual	06-May-20	1A.	Elect Charles M. Holley, Jr.	For	For	
				1B.	Elect Glenn F. Tilton	For	For	
				1C.	Elect Marna C. Whittington	For	For	
				2	Ratification of Auditor	For	For	
				3	Advisory Vote on Executive Compensation	For	For	
				4	Shareholder Proposal Regarding Report on Risks of Gulf Coast Petrochemical Investments	Against	Against	
MGP	MGM Growth Properties LLC	Annual	06-May-20	1A.	Elect Paul J. Salem	For	For	
				1B.	Elect Michael Reitbrock	For	For	
				1C.	Elect Thomas A. Roberts	For	For	
				1D.	Elect Daniel J. Taylor	For	For	
				1E.	Elect Corey Sanders	For	For	
				1F.	Elect John M. McManus	For	For	
				1G.	Elect Robert Smith	For	For	
				2	Ratification of Auditor	For	For	
				3	Advisory Vote on Executive Compensation	For	For	
GD	General Dynamics Corp.	Annual	06-May-20	1A.	Elect James S. Crown	For	For	
				1B.	Elect Rudy F. deLeon	For	For	
				1C.	Elect Cecil D. Haney	For	For	
				1D.	Elect Mark M. Malcolm	For	For	
				1E.	Elect James N. Mattis	For	For	
				1F.	Elect Phebe N. Novakovic	For	For	
				1G.	Elect C. Howard Nye	For	For	
				1H.	Elect William A. Osborn	For	For	
				1I.	Elect Catherine B. Reynolds	For	For	
				1J.	Elect Laura J. Schumacher	For	For	
				1K.	Elect John G. Stratton	For	For	
				1L.	Elect Peter A. Wall	For	For	
				2	Ratification of Auditor	For	Against	Auditors tenure is too long.
				3	Advisory Vote on Executive Compensation	For	For	
				4	Shareholder Proposal Regarding Right to Call Special Meetings	Against	For	A 15% threshold for calling a special meeting is appropriate
MGM	MGM Resorts International	Annual	06-May-20	1A.	Elect William W. Grounds	For	For	
				1B.	Elect Alexis M. Herman	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1C.	Elect Roland A. Hernandez	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1D.	Elect Mary Chris Jammet	For	For	
				1E.	Elect John Kilroy	For	For	
				1F.	Elect Rose McKinney-James	For	For	
				1G.	Elect Keith A. Meister	For	For	
				1H.	Elect Paul J. Salem	For	For	
				1I.	Elect Gregory M. Spierkel	For	For	
				1J.	Elect Jan G. Swartz	For	For	
				1K.	Elect Daniel J. Taylor	For	For	
				2	Ratification of Auditor	For	Against	Auditors tenure is too long
				3	Advisory Vote on Executive Compensation	For	For	
VZ	Verizon Communications Inc	Annual	07-May-20	1a.	Elect Shellye L. Archambeau	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1b.	Elect Mark T. Bertolini	For	For	
				1c.	Elect Vittorio Colao	For	For	
				1d.	Elect Melanie L. Healey	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1e.	Elect Clarence Otis, Jr.	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1f.	Elect Daniel H. Schulman	For	For	
				1g.	Elect Rodney E. Slater	For	For	
				1h.	Elect Hans Vestberg	For	For	
				1i.	Elect Gregory G. Weaver	For	For	
				2	Advisory Vote on Executive Compensation	For	For	

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LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments
					3 Ratification of Auditor	For	Against	Auditors tenure is too long.
					4 Shareholder Proposal Regarding Executive Deferral Plan	Against	Against	
					5 Shareholder Proposal Regarding Right to Call Special Meetings	Against	For	A 10% threshold for calling a special meeting is appropriate.
					6 Shareholder Proposal Regarding Lobbying Report	Against	For	Favor review/limit political spending.
					7 Shareholder Proposal Regarding Linking Executive Pay to Data Privacy	Against	For	Favor linking executive compensation to social criteria.
					8 Shareholder Proposal Regarding Severance Approval Policy	Against	Against	
ETR	Entergy Corp.	Annual	08-May-20	1A.	Elect John R. Burbank	For	For	
				1B.	Elect P.J. Condon	For	For	
				1C.	Elect Leo P. Denault	For	For	
				1D.	Elect Kirkland H. Donald	For	For	
				1E.	Elect Philip L. Frederickson	For	For	
				1F.	Elect Alexis M. Herman	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1G.	Elect M. Elise Hyland	For	For	
				1H.	Elect Stuart L. Levenick	For	For	
				1I.	Elect Blanche L. Lincoln	For	For	
				1J.	Elect Karen A. Puckett	For	For	
				2	Ratification of Auditor	For	Against	Auditors tenure is too long.
				3	Advisory Vote on Executive Compensation	For	For	
SPG	Simon Property Group, Inc.	Annual	12-May-20	1a.	Elect Glyn F. Aeppel	For	For	
				1b.	Elect Larry C. Glasscock	For	For	
				1c.	Elect Karen N. Horn	For	For	
				1d.	Elect Allan B. Hubbard	For	For	
				1e.	Elect Reuben S. Leibowitz	For	For	
				1f.	Elect Gary M. Rodkin	For	For	
				1g.	Elect Stefan M. Selig	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1h.	Elect Daniel C. Smith	For	For	
				1i.	Elect J. Albert Smith, Jr.	For	For	
				1j.	Elect Marta R. Stewart	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years
AIG	American International Group Inc	Annual	13-May-20	1A.	Elect W. Don Cornwell	For	For	
				1B.	Elect Brian Duperreault	For	For	
				1C.	Elect John Fitzpatrick	For	For	
				1D.	Elect William G. Jurgensen	For	For	
				1E.	Elect Christopher S. Lynch	For	For	
				1F.	Elect Henry S. Miller	For	For	
				1G.	Elect Linda A. Mills	For	For	
				1H.	Elect Thomas F. Motamed	For	For	
				1I.	Elect Peter R. Porrino	For	For	
				1J.	Elect Amy Schioldager	For	For	
				1K.	Elect Douglas M. Steenland	For	For	
				1L.	Elect Therese M. Vaughan	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Amendment to the Certificate of Incorporation to Restrict Certain Transfers of Common Stock	For	For	
				4	Ratification of the Tax Asset Protection Plan	For	For	
				5	Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years.
				6	Shareholder Proposal Regarding Right to Call Special Meetings	Against	For	A 10% threshold for calling a special meeting is appropriate
CVS	CVS Health Corp	Annual	14-May-20	1A.	Elect Fernando Aguirre	For	For	
				1B.	Elect C. David Brown II	For	For	
				1C.	Elect Alecia A. DeCoudreaux	For	For	
				1D.	Elect Nancy-Ann M. DeParle	For	For	
				1E.	Elect David W. Dorman	For	For	
				1F.	Elect Roger N. Farah	For	For	
				1G.	Elect Anne M. Finucane	For	For	
				1H.	Elect Edward J. Ludwig	For	For	
				1I.	Elect Larry J. Merlo	For	For	
				1J.	Elect Jean-Pierre Millon	For	For	
				1K.	Elect Mary L. Schapiro	For	For	
				1L.	Elect William C. Weldon	For	For	
				1M.	Elect Tony L. White	For	For	
				2	Ratification of Auditor	For	For	
				3	Advisory Vote on Executive Compensation	For	Against	We voted against because the decision to accelerate the grant of future LTIP awards along with the structure of the 2019 PSUs places enormous pressure on a short performance window while shortening the vesting horizon for the accelerated grants. We believe this detracts from shareholder value.
				4	Amendment to the 2017 Incentive Compensation Plan	For	For	
				5	Amendment to the 2007 Employee Stock Purchase Plan	For	For	
				6	Shareholder Proposal Regarding Reducing Ownership Threshold Required to Act by Written Consent	Against	For	We voted For given the Company's 25% ownership threshold is too high to provide shareholders with a meaningful right to action by written consent.
				7	Shareholder Proposal Regarding Independent Chair	Against	Against	
AAP	Advance Auto Parts Inc	Annual	15-May-20	1A.	Elect John F. Bergstrom	For	For	
				1B.	Elect Brad W. Buss	For	For	

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LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments
					1C. Elect John F. Ferraro	For	For	
					1D. Elect Thomas R. Greco	For	For	
					1E. Elect Jeffrey J. Jones II	For	For	
					1F. Elect Eugene I. Lee	For	For	
					1G. Elect Sharon L. McCollam	For	For	
					1H. Elect Douglas A. Pertz	For	For	
					1I. Elect Nigel Travis	For	For	
					2 Advisory Vote on Executive Compensation	For	For	
					3 Ratification of Auditor	For	For	
					4 Shareholder Proposal Regarding Right to Act by Written Consent	Against	Against	
WAB	Westinghouse Air Brake Technologies Corp	Annual	15-May-20	1.1	Elect Rafael Santana	For	For	
				1.2	Elect Lee B. Foster II	For	For	
				2	Advisory Vote on Executive Compensation	For	Against	We voted against as a disconnect between pay and performance and subpar one-time payment practices are detrimental to shareholder value
				3	Amendment to the 2011 Stock Incentive Plan	For	For	
				4	Ratification of Auditor	For	Against	We will typically vote against auditor ratification proposals in instances where a company's auditor has not been changed for 15 or more years so independence will not be compromised. Ernst & Young has been the Company's auditor for 18 years.
JPM	JPMorgan Chase & Co.	Annual	19-May-20	1A.	Elect Linda B. Bammann	For	For	
				1B.	Elect Stephen B. Burke	For	For	
				1C.	Elect Todd A. Combs	For	For	
				1D.	Elect James S. Crown	For	For	
				1E.	Elect James Dimon	For	For	
				1F.	Elect Timothy P. Flynn	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1G.	Elect Mellody Hobson	For	For	
				1H.	Elect Michael A. Neal	For	For	
				1I.	Elect Lee R. Raymond	For	Against	According to the Company's Governance Principles, it is the policy of the board that no director may be nominated to a new term if he or she would be age 72 or older at the time of election by the shareholders. However, the Company discloses that the board nominated Mr. Raymond even though he will be 81 at the time of election. This could restrict experienced and potentially valuable board members from service through what we consider to be an arbitrary means.
				1J.	Elect Virginia M. Rometty	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years.
				4	Shareholder Proposal Regarding Independent Chair	Against	Against	
				5	Shareholder Proposal Regarding Oil Sands and Arctic Oil and Gas Reputational Risk Report	Against	Against	
				6	Shareholder Proposal Regarding Aligning GHG Reductions with Paris Agreement	Against	Against	
				7	Shareholder Proposal Regarding Reducing Ownership Threshold Required to Act by Written Consent	Against	For	We voted For given the Company's 20% ownership threshold is too high to provide shareholders with a meaningful right to action by written consent.
				8	Shareholder Proposal Regarding Charitable Contributions Disclosure	Against	Against	
				9	Shareholder Proposal Regarding Median Gender and Racial Pay Equity Report	Against	Against	
CB	Chubb Limited	Annual	20-May-20	1	Accounts and Reports	For	For	
				2A	Allocation of Profits	For	For	
				2B	Dividend from Reserves	For	For	
				3	Ratification of Board Acts	For	For	
				4A	Election of Statutory Auditor	For	For	
				4B	Appointment of Auditor	For	Against	Auditor tenure is longer than 15 years.
				4C	Appointment of Special Auditor	For	For	
				5A	Elect Evan G. Greenberg	For	For	
				5B	Elect Michael G. Atieh	For	For	
				5C	Elect Sheila P. Burke	For	For	
				5D	Elect James I. Cash, Jr.	For	For	
				5E	Elect Mary A. Cirillo	For	For	
				5F	Elect Michael P. Connors	For	For	
				5G	Elect John A. Edwardson	For	For	
				5H	Elect Robert J. Hugin	For	For	
				5I	Elect Robert W. Scully	For	For	
				5J	Elect Eugene B. Shanks, Jr.	For	For	

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LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments
					5K Elect Theodore E. Shasta	For	For	
					5L Elect David H. Sidwell	For	For	
					5M Elect Olivier Steimer	For	For	
					5N Elect Frances F. Townsend	For	For	
					6 Election of Board Chair Evan G. Greenberg	For	For	
					7A Elect Michael P. Connors	For	For	
					7B Elect Mary A. Cirillo	For	For	
					7C Elect John A. Edwardson	For	For	
					7D Elect Frances F. Townsend	For	For	
					8 Appointment of Independent Proxy (Switzerland)	For	For	
					9 Amendment to Articles Regarding Authorized Share Capital for General Purposes	For	For	
					10 Cancellation of Shares and Reduction in Share Capital	For	For	
					11A Board Compensation	For	For	
					11B Executive Compensation	For	For	
					12 Advisory Vote on Executive Compensation	For	Against	Pay and performance disconnect
					A Additional or Amended Proposals	For	Against	Granting unfettered discretion is unwise
NAVI	Navient Corp	Annual	20-May-20	1A.	Elect Frederick Arnold	For	For	
				1B.	Elect Anna Escobedo Cabral	For	For	
				1C.	Elect Larry A. Klane	For	For	
				1D.	Elect Katherine A. Lehman	For	For	
				1E.	Elect Linda A. Mills	For	For	
				1F.	Elect John F. Remondi	For	For	
				1G.	Elect Jane J. Thompson	For	For	
				1H.	Elect Laura S. Unger	For	For	
				1I.	Elect David L. Yowan	For	For	
				2	Ratification of Auditor	For	For	
				3	Advisory Vote on Executive Compensation	For	For	
				4	Frequency of Advisory Vote on Executive Compensation	1 Year	1 Year	
TAP	Molson Coors Beverage Company	Annual	20-May-20	1.1	Elect Roger G. Eaton	For	For	
				1.2	Elect Charles M. Herington	For	For	
				1.3	Elect H. Sanford Riley	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
ANTM	Anthem Inc	Annual	21-May-20	1.1	Elect Gail K. Boudreaux	For	For	
				1.2	Elect R. Kerry Clark	For	For	
				1.3	Elect Robert L. Dixon, Jr.	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years.
				4	Shareholder Proposal Regarding Right to Call Special Meetings	Against	For	A 10% threshold for calling a special meeting is appropriate
DG	Dollar General Corp.	Annual	27-May-20	1A.	Elect Warren F. Bryant	For	For	
				1B.	Elect Michael M. Calbert	For	For	
				1C.	Elect Sandra B. Cochran	For	Abstain	Candidate withdrawn
				1D.	Elect Patricia D. Fili-Krushel	For	For	
				1E.	Elect Timothy I. McGuire	For	For	
				1F.	Elect William C. Rhodes, III	For	For	
				1G.	Elect Debra A. Sandler	For	For	
				1H.	Elect Ralph E. Santana	For	For	
				1I.	Elect Todd J. Vasos	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Ratification of Auditor	For	For	
				4	Elimination of Supermajority Requirement to amend the Company's Charter	For	For	
				5	Elimination of Supermajority Requirement to amend the Company's Bylaws	For	For	
NVST	Envista Holdings Corp	Annual	27-May-20	1.1	Elect Kieran T. Gallahue	For	Withhold	Vote against non-executive directors who sits on 4 or more public company boards.
				2	Ratification of Auditor	For	For	
				3	Advisory Vote on Executive Compensation	For	For	
				4	Frequency of Advisory Vote on Executive Compensation	1 Year	1 Year	
BP	BP plc	Annual	27-May-20	1	Accounts and Reports	For	For	
				2	Remuneration Report (Advisory)	For	For	
				3	Remuneration Policy (Binding)	For	For	
				4A.	Elect Bernard Looney	For	For	
				4B.	Elect Brian Gilvary	For	For	
				4C.	Elect Alison J. Carnwath	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				4D.	Elect Pamela Daley	For	For	
				4E.	Elect Ian E.L. Davis	For	For	
				4F.	Elect Dame Ann Dowling	For	For	
				4G.	Elect Helge Lund	For	For	
				4H.	Elect Melody B. Meyer	For	For	
				4I.	Elect Brendan R. Nelson	For	For	
				4J.	Elect Paula Rosput Reynolds	For	For	
				4K.	Elect John Sawers	For	For	
				5	Appointment of Auditor	For	For	
				6	Authority to Set Auditor's Fees	For	For	
				7	Executive Incentive Plan	For	For	
				8	Authorisation of Political Donations	For	For	
				9	Authority to Issue Shares w/ Preemptive Rights	For	For	
				10	Authority to Issue Shares w/o Preemptive Rights	For	For	
				11	Authority to Issue Shares w/o Preemptive Rights (Specified Capital Investment)	For	For	
				12	Authority to Repurchase Shares	For	For	
				13	Authority to Set General Meeting Notice Period at 14 Days	For	For	
CVX	Chevron Corp.	Annual	27-May-20	1A.	Elect Wanda M. Austin	For	For	

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LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments	
					1B. Elect John B. Frank	For	Against	This nominee is an executive of a public company and sits on 3 or more public company boards.	
					1C. Elect Alice P. Gast	For	For		
					1D. Elect Enrique Hernandez, Jr.	For	For		
					1E. Elect Charles W. Moorman IV	For	For		
					1F. Elect Dambisa F. Moyo	For	For		
					1G. Elect Debra L. Reed-Klages	For	For		
					1H. Elect Ronald D. Sugar	For	Against		Vote against non-executive directors who sits on 4 or more public company boards.
					1I. Elect D. James Umpleby III	For	For		
					1J. Elect Michael K. Wirth	For	For		Auditor tenure is longer than 15 years.
					2. Ratification of Auditor	For	Against		
					3. Advisory Vote on Executive Compensation	For	For		
					4. Shareholder Proposal Regarding Lobbying Report	Against	Against		
					5. Shareholder Proposal Regarding Formation of Climate Change Committee	Against	Against		
					6. Shareholder Proposal Regarding Lobbying Activity Alignment with the Paris Agreement	Against	Against		
					7. Shareholder Proposal Regarding Report on Risks of Gulf Coast Petrochemical Investments	Against	Against		
					8. Shareholder Proposal Regarding Report on Human Rights Risks	Against	Against		
					9. Shareholder Proposal Regarding Right to Call Special Meetings	Against	Against		
					10. Shareholder Proposal Regarding Independent Chair	Against	Against		
DD	DuPont de Nemours Inc	Annual	27-May-20		1A. Elect Amy G. Brady	For	For	Vote against members of the nominating and/or governance committee 16.67% women.	
					1B. Elect Edward D. Breen	For	For		
					1C. Elect Ruby R. Chandy	For	For		
					1D. Elect Franklin K. Clyburn, Jr.	For	Against		
					1E. Elect Terrence R. Curtin	For	Against		
					1F. Elect Alexander M. Cutler	For	Against		
					1G. Elect Eleuthère I. du Pont	For	Against		
					1H. Elect Rajiv L. Gupta	For	Against		
					1I. Elect Luther C. Kissam IV	For	Against		
					1J. Elect Frederick M. Lowery	For	For		
					1K. Elect Raymond J. Milchovich	For	For		
					1L. Elect Steven M. Sterin	For	For		
					2. Advisory Vote on Executive Compensation	For	For	Vote against members of the nominating and/or governance committee 16.67% women. A 10% threshold for calling a special meeting is appropriate	
					3. Approval of the 2020 Equity Incentive Plan	For	For		
					4. Ratification of Auditor	For	Against		
					5. Shareholder Proposal Regarding Right to Call Special Meetings	Against	For		
					6. Shareholder Proposal Regarding Employee Board Advisory Position	Against	Against		
CCEP	Coca-Cola European Partners plc	Annual	27-May-20		1. Accounts and Reports	For	For		
					2. Remuneration Policy (Binding)	For	For		
					3. Remuneration Report (Advisory)	For	For		
					4. Elect Jan Bennink	For	For		
					5. Elect Thomas H. Johnson	For	For		
					6. Elect Dessi Temperley	For	For		
					7. Elect José Ignacio Comenge Sánchez-Real	For	For		
					8. Elect Francisco Crespo Benítez	For	For		
					9. Elect Irial Finan	For	For		
					10. Elect Damian P. Gammell	For	For		
					11. Elect Nathalie Gaveau	For	For		
					12. Elect Álvaro Gómez-Trénor Aguilar	For	For		
					13. Elect Dagmar Kollmann	For	For		
					14. Elect Alfonso Libano Daurella	For	For		
					15. Elect Mark Price	For	For		
					16. Elect Mario R. Solá	For	For		
					17. Appointment of Auditor	For	For		
					18. Authority to Set Auditor's Fees	For	For		
					19. Authorisation of Political Donations	For	For		
					20. Authority to Issue Shares w/ Preemptive Rights	For	For		
					21. Waiver of Mandatory Takeover Requirement	For	For		
					22. Authority to Issue Shares w/o Preemptive Rights	For	For		
					23. Authority to Repurchase Shares	For	For		
					24. Authority to Repurchase Shares Off-Market	For	For		
					25. Authority to Set General Meeting Notice Period at 14 Days	For	For		
LOW	Lowe's Cos., Inc	Annual	29-May-20		1.1. Elect Raul Alvarez	For	For		
					1.2. Elect David H. Batchelder	For	For		
					1.3. Elect Angela F. Braly	For	For		
					1.4. Elect Sandra B. Cochran	For	For		
					1.5. Elect Laurie Z. Douglas	For	For		
					1.6. Elect Richard W. Dreiling	For	For		
					1.7. Elect Marvin R. Ellison	For	For		

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LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments
				1.8	Elect Brian C. Rogers	For	For	
				1.9	Elect Bertram L. Scott	For	For	
				1.1	Elect Lisa W. Wardell	For	For	
				1.11	Elect Eric C. Wiseman	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Ratification of Auditor	For	For	
				4	Decrease in Threshold Required to Call a Special Meeting	For	For	
				5	Approval of the 2020 Employee Stock Purchase Plan	For	For	
				6	Shareholder Proposal Regarding Right to Call Special Meetings	Against	Against	
UNH	Unitedhealth Group Inc	Annual	01-Jun-20	1A.	Elect Richard T. Burke	For	For	
				1B.	Elect Timothy P. Flynn	For	Against	Vote against non-executive directors who sits on 4 or more public company boards.
				1C.	Elect Stephen J. Hemsley	For	For	
				1D.	Elect Michele J. Hooper	For	For	
				1E.	Elect F. William McNabb, III	For	For	
				1F.	Elect Valerie C. Montgomery Rice	For	For	
				1G.	Elect John H. Noseworthy	For	For	
				1H.	Elect Glenn M. Renwick	For	For	
				1I.	Elect David S. Wichmann	For	For	
				1J.	Elect Gail R. Wilensky	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years.
				4	Approval of the 2020 Stock Incentive Plan	For	For	
				5	Shareholder Proposal Regarding Shareholder Approval of Bylaw Amendments	Against	Against	
CTSH	Cognizant Technology Solutions Corp.	Annual	02-Jun-20	1A.	Elect Zein Abdalla	For	For	
				1B.	Elect Vinita Bali	For	For	
				1C.	Elect Maureen Breakiron-Evans	For	For	
				1D.	Elect Archana Deskus	For	For	
				1E.	Elect John M. Dineen	For	For	
				1F.	Elect John N. Fox, Jr.	For	For	
				1G.	Elect Brian Humphries	For	For	
				1H.	Elect Leo S. Mackay, Jr.	For	For	
				1I.	Elect Michael Patsalos-Fox	For	For	
				1J.	Elect Joseph M. Velli	For	For	
				1K.	Elect Sandra S. Wijnberg	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Ratification of Auditor	For	For	
				4	Shareholder Proposal Regarding Right to Act by Written Consent	Against	Against	
HES	Hess Corporation	Annual	03-Jun-20	1A.	Elect Terrence J. Checki	For	For	
				1B.	Elect Leonard S. Coleman, Jr.	For	For	
				1C.	Elect Joaquin Duato	For	For	
				1D.	Elect John B. Hess	For	For	
				1E.	Elect Edith E. Holiday	For	For	
				1F.	Elect Marc S. Lipschultz	For	For	
				1G.	Elect David McManus	For	For	
				1H.	Elect Kevin O. Meyers	For	For	
				1I.	Elect James H. Quigley	For	For	
				1J.	Elect William G. Schrader	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Ratification of Auditor	For	For	
NYCB	New York Community Bancorp Inc.	Annual	03-Jun-20	1A.	Elect Dominick Ciampa	For	Against	Vote against members of the nominating and/or governance committee9.09% women.
				1B.	Elect Leslie Dunn	For	For	
				1C.	Elect Lawrence Rosano, Jr.	For	Against	Vote against members of the nominating and/or governance committee9.09% women.
				1D.	Elect Robert Wann	For	For	
				2	Ratification of Auditor	For	Against	We will typically vote against auditor ratification proposals in instances where a company's auditor has not been changed for 15 or more years so independence will not be compromised. KPMG has been the Company's auditor for 27 years.
				3	Advisory Vote on Executive Compensation	For	For	
				4	Elimination of Supermajority Requirement	For	For	
				5	Approval of the 2020 Omnibus Incentive Plan	For	For	
				6	Shareholder Proposal Regarding Declassification of the Board	Against	For	The annual election of directors provides maximum accountability of directors to shareholders
				7	Shareholder Proposal Regarding Age and Tenure Limits for Directors	Against	Against	
CMCSA	Comcast Corp	Annual	06-Jun-20	1.1	Elect Kenneth J. Bacon	For	For	
				1.2	Elect Madeline S. Bell	For	For	
				1.3	Elect Naomi M. Bergman	For	For	
				1.4	Elect Edward D. Breen	For	For	
				1.5	Elect Gerald L. Hassell	For	For	
				1.6	Elect Jeffrey A. Honickman	For	For	
				1.7	Elect Maritza Gomez Montiel	For	Withhold	Vote against non-executive directors who sits on 4 or more public company boards.
				1.8	Elect Asuka Nakahara	For	For	
				1.9	Elect David C. Novak	For	For	
				1.10	Elect Brian L. Roberts	For	For	

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LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments	
					2	Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years.
					3	Amendment to the 2003 Stock Option Plan	For	For	
					4	Amendment to the 2002 Restricted Stock Plan	For	For	
					5	Advisory vote on executive compensation	For	For	
					6	Shareholder Proposal Regarding Lobbying Report	Against	For	Favor review/limit political spending.
					7	Shareholder Proposal Regarding Independent Chair	Against	For	Vote FOR proposals requesting a separate chairman and CEO. Employees and shareholders would benefit from an independent investigation into harassment
					8	Shareholder Proposal Regarding Independent Investigation and Report on Sexual Harassment	Against	For	
SEAS	SeaWorld Entertainment Inc	Annual	10-Jun-20	1A.	Elect Ronald Bension	For	For		
				1B.	Elect James Chambers	For	For		
				1C.	Elect William Gray	For	For		
				1D.	Elect Charles Koppelman	For	For		
				1E.	Elect Yoshikazu Maruyama	For	For		
				1F.	Elect Thomas E. Moloney	For	For		
				1G.	Elect Neha Jogani Narang	For	For		
				1H.	Elect Scott I. Ross	For	For		
				2	Ratification of Auditor	For	For		
				3	Advisory Vote on Executive Compensation	For	For		
				4	Frequency of Advisory Vote on Executive Compensation	1 Year	1 Year		
WLTW	Willis Towers Watson Public Limited Co	Annual	10-Jun-20	1A.	Elect Anna C. Catalano	For	For		
				1B.	Elect Victor F. Ganzi	For	For		
				1C.	Elect John J. Haley	For	For		
				1D.	Elect Wendy E. Lane	For	For		
				1E.	Elect Brendan R. O'Neill	For	For		
				1F.	Elect Jaymin B. Patel	For	For		
				1G.	Elect Linda D. Rabbitt	For	For		
				1H.	Elect Paul D. Thomas	For	For		
				1I.	Elect Wilhelm Zeller	For	For		
				2	Ratification of Auditor	For	For		
				3	Advisory Vote on Executive Compensation	For	For		
				4	Authority to Issue Shares w/ Preemptive Rights	For	For		
				5	Authority to Issue Shares w/o Preemptive Rights	For	For		
FNF	Fidelity National Financial Inc	Annual	10-Jun-20	1.1	Elect William P. Foley	For	Withhold	Vote against non-executive directors who sits on 4 or more public company boards.	
				1.2	Elect Douglas K. Ammerman	For	For		
				1.3	Elect Thomas M. Hagerly	For	Withhold	Vote against non-executive directors who sits on 4 or more public company boards.	
				1.4	Elect Peter O. Shea, Jr.	For	Withhold	Vote against members of the nominating and/or governance committee 10.00% women.	
				2	Advisory Vote on Executive Compensation	For	For		
				3	Ratification of Auditor	For	For		
ESI	Element Solutions Inc	Annual	16-Jun-20	1A.	Elect Martin E. Franklin	For	For		
				1B.	Elect Benjamin Gliklich	For	For		
				1C.	Elect Scot Benson	For	For		
				1D.	Elect Ian G.H. Ashken	For	For		
				1E.	Elect Christopher T. Fraser	For	For		
				1F.	Elect Michael F. Goss	For	For		
				1G.	Elect Nichelle Maynard-Elliott	For	For		
				1H.	Elect E. Stanley O'Neal	For	For		
				2	Advisory Vote on Executive Compensation	For	For		
				3	Ratification of Auditor	For	For		
AAN	Aaron's Inc	Annual	18-Jun-20	1A.	Elect Kelly H. Barrett	For	For		
				1B.	Elect Kathy T. Betty	For	For		
				1C.	Elect Douglas C. Curling	For	For		
				1D.	Elect Cynthia N. Day	For	For		
				1E.	Elect Curtis L. Doman	For	For		
				1F.	Elect Walter G. Ehmer	For	For		
				1G.	Elect Hubert L. Harris, Jr.	For	For		
				1H.	Elect John W. Robinson III	For	For		
				1I.	Elect Ray M. Robinson	For	For		
				2	Advisory Vote on Executive Compensation	For	For		
				3	Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years.	
				4	Holding Company Reorganization	For	For		
SLM	SLM Corp.	Annual	18-Jun-20	1A.	Elect Paul G. Child	For	For		
				1B.	Elect Mary Carter Warren Franke	For	For		
				1C.	Elect Earl A. Goode	For	For		
				1D.	Elect Marianne M. Keller	For	For		
				1E.	Elect Mark L. Lavelle	For	For		
				1F.	Elect Jim Matheson	For	For		
				1G.	Elect Frank C. Puleo	For	For		
				1H.	Elect Vivian C. Schneck-Last	For	For		
				1I.	Elect William N. Shiebler	For	For		
				1J.	Elect Robert S. Strong	For	For		
				1K.	Elect Jonathan W. Witter	For	For		
				1L.	Elect Kirsten O. Wolberg	For	For		
				2	Advisory Vote on Executive Compensation	For	For		
				3	Ratification of Auditor	For	For		
AON	Aon plc	Annual	19-Jun-20	1A.	Elect Lester B. Knight	For	For		
				1B.	Elect Gregory C. Case	For	For		
				1C.	Elect Jin-Yong Cai	For	For		
				1D.	Elect Jeffrey C. Campbell	For	For		
				1E.	Elect Fulvio Conti	For	For		
				1F.	Elect Cheryl A. Francis	For	For		
				1G.	Elect J. Michael Losh	For	For		

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LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments
					1H. Elect Richard B. Myers	For	For	
					1I. Elect Richard C. Notebaert	For	For	
					1J. Elect Gloria Santana	For	For	
					1K. Elect Carolyn Y. Woo	For	For	
				2	Advisory Vote on Executive Compensation	For	For	
				3	Ratification of Auditor	For	For	
				4	Ratification of Statutory Auditor	For	For	
				5	Authority to Set Auditor's Fees	For	For	
EBAY		Ebay Inc.	Annual	29-Jun-20	1A. Elect Anthony J. Bates	For	For	
					1B. Elect Adriane M. Brown	For	For	
					1C. Elect Jesse A. Cohn	For	For	
					1D. Elect Diana Farrell	For	For	
					1E. Elect Logan D. Green	For	For	
					1F. Elect Bonnie S. Hammer	For	For	
					1G. Elect Jamie Iannone	For	For	
					1H. Elect Kathleen C. Mitic	For	For	
					1I. Elect Matthew J. Murphy	For	For	
					1J. Elect Pierre M. Omidyar	For	For	
					1K. Elect Paul S. Pressler	For	For	
					1L. Elect Robert H. Swan	For	For	
					1M. Elect Perry M. Traquina	For	For	
				2	Ratification of Auditor	For	For	
				3	Advisory Vote on Executive Compensation	For	For	
				4	Shareholder Proposal Regarding Right to Act by Written Consent	Against	Against	

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Ticker	Company	AGM/Special Meeting	Meeting Date		Issues	Management Recommendation	Leith Wheeler Decision	Comments
WPK	WINPAK LTD.	Annual	22-Apr-20	1.1-1.7	Directors	For	For	
				2	Auditors	For	For	
TPH	TRI POINTE GROUP, INC.	Annual	22-Apr-20	1.1-1.6	Directors	For	For	
				2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
				3	Advisory Vote on Say on Pay Frequency	One Year	One Year	
				4	Auditors	For	For	
STWD	STARWOOD PROPERTY TRUST, INC.	Annual	29-Apr-20	1.1-1.7	Directors	For	For	
				2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
				3	Auditors	For	For	
GL	GLOBE LIFE INC.	Annual	30-Apr-20	1.1-1.11	Directors	For	For	
				2	Auditors	For	For	
				3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
AL	AIR LEASE CORPORATION	Annual	06-May-20	1	Directors	For	For	
				2	Auditors	For	For	
				3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
CSL	CARLISLE COMPANIES INCORPORATED	Annual	06-May-20	1	Directors	For	For	
				2	Auditors	For	For	
				3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
CCOI	COGENT COMMUNICATIONS HOLDINGS, INC.	Annual	06-May-20	1.1-1.7	Directors	For	For	
				2	Auditors	For	For	
				3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
UNVR	UNIVAR SOLUTIONS INC.	Annual	07-May-20	1.1-1.7	Directors	For	For	
				2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
				3	Auditors	For	For	
				4	Approve Omnibus Stock Plan	For	For	
HGV	HILTON GRAND VACATIONS INC.	Annual	07-May-20	1.1-1.7	Directors	For	For	
				2	Auditors	For	For	

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Ticker	Company	AGM/Special Meeting	Meeting Date		Issues	Management Recommendation	Leith Wheeler Decision	Comments
				3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
MKSI	MKS INSTRUMENTS, INC.	Annual	11-May-20	1.1-1.2	Directors	For	For	
				2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
				3	Auditors	For	For	
WYND	WYNDHAM HOTELS & RESORTS, INC.	Annual	12-May-20	1.1-1.3	Directors	For	For	
				2a	Eliminate Supermajority Vote Requirement to Amend Certificate of Incorporation and Bvlaws	For	For	
				2b	Eliminate Supermajority Vote Requirement to Remove Directors	For	For	
				3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
				4	Auditors	For	For	
FTDR	FRONTDOOR, INC.	Annual	13-May-20	1a-1c	Directors	For	For	
				2	Auditors	For	For	
				3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Time vested stock options and RSUs granted in 2020 with no performance metrics attached.
MHK	MOHAWK INDUSTRIES, INC.	Annual	21-May-20	1.1-1.2	Directors	For	For	
				2	Auditors	For	For	
				3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
STOR	STORE CAPITAL CORPORATION	Annual	28-May-20	1.1-1.9	Directors	For	For	
				2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
				3	Auditors	For	For	
LAMR	LAMAR ADVERTISING	Annual	28-May-20	1.1-1.9	Directors	For	For	
				2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
				3	Auditors	For	For	
KMX	CARMAX, INC.	Annual	23-Jun-20	1a-1l	Directors	For	For	
				2	Auditors	For	For	
				3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
				4	Amend Omnibus Stock Plan	For	For	

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LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments					
MRVL	Marvell Technology Group Ltd.	Annual	23-Jul-20	1A.	Elect William Tudor Brown	For	For	Vote against members of the nominating and/or governance committee 12.50% women. Vote against non-executive directors who sits on 4 or more public company boards. Vote against non-executive directors who sits on 4 or more public company boards.					
				1B.	Elect Brad W. Buss	For	For						
				1C.	Elect Edward H. Frank	For	Against						
				1D.	Elect Richard S. Hill	For	Against						
				1E.	Elect Bethany J. Mayer	For	Against						
				1F.	Elect Matthew J. Murphy	For	For						
				1G.	Elect Michael G. Strachan	For	For						
				1H.	Elect Robert E. Switz	For	For						
				2	Advisory Vote on Executive Compensation	For	Against						
				3	Ratification of Auditor	For	For						
				LIN	Linde Plc	Annual	27-Jul-20		1A.	Elect Wolfgang Reitzle	For	For	Vote against non-executive directors who sits on 4 or more public company boards. Vote against non-executive directors who sits on 4 or more public company boards. Vote against non-executive directors who sits on 4 or more public company boards. This nominee is an executive of a public company and sits on 3 or more public company boards. Auditor tenure is longer than 15 years.
									1B.	Elect Stephen F. Angel	For	For	
									1C.	Elect Ann-Kristin Achleitner	For	Against	
1D.	Elect Clemens A.H. Börsig	For	For										
1E.	Elect Nance K. Dicciani	For	Against										
1F.	Elect Thomas Enders	For	For										
1G.	Elect Franz Fehrenbach	For	For										
1H.	Elect Edward G. Galante	For	Against										
1I.	Elect Larry D. McVay	For	For										
1J.	Elect Victoria Ossadnik	For	For										
1K.	Elect Martin H. Richenhagen	For	Against										
1L.	Elect Robert L. Wood	For	For										
2A.	Ratification of PricewaterhouseCoopers	For	Against										
2B.	Authority to Set Auditor's Fees	For	For										
3	Authority to Set Price Range for Re-Issuance of Treasury Shares	For	For										
4	Advisory Vote on Executive Compensation	For	For										
MCHP	Microchip Technology, Inc.	Annual	18-Aug-20	1A.	Elect Steve Sanghi	For	For	Vote against members of the nominating committee if the board has an average tenure of over ten years has not appointed a new nominee to the board in at least five years. Vote against members of the nominating committee if the board has an average tenure of over ten years has not appointed a new nominee to the board in at least five years. Auditor tenure is longer than 15 years.					
				1B.	Elect Matthew W. Chapman	For	For						
				1C.	Elect L. B. Day	For	Against						
				1D.	Elect Esther L. Johnson	For	Against						
				1E.	Elect Wade F. Meyercord	For	For						
2	Ratification of Auditor	For	Against										
3	Advisory Vote on Executive Compensation	For	For										
AON	Aon plc	Special	26-Aug-20	1	Stock Issuance for Merger with Willis Towers Watson	For	For						
				2	Right to Adjourn Meeting	For	For						
WLTW	Willis Towers Watson Public Limited Co	Special	26-Aug-20	1	Approve Scheme of Arrangement with Aon	For	For						
				2	Amendments to Articles	For	For						
				3	Advisory Vote on Golden Parachutes	For	For						
				4	Right to Adjourn Meeting	For	For						

US PROXY RECORD

LW Fund Code	Ticker	Company	AGM or Special Meeting	Meeting Date	Issues	Management Recommendation	BARROW HANLEY Decision	Comments
ORCL	ORACLE CORPORATION	Annual	04-Nov-20	1.1	Elect Jeffrey S. Berg	For	For	
				1.2	Elect Michael J. Boskin	For	For	
				1.3	Elect Safra A. Catz	For	Withhold	Vote against non independent members if the board is not at least two thirds independent.
				1.4	Elect Bruce R. Chizen	For	For	
				1.5	Elect George H. Conrades	For	Withhold	Ongoing compensation concerns; Insufficient response to shareholder dissent
				1.6	Elect Lawrence J. Ellison	For	Withhold	Vote against non independent members if the board is not at least two thirds independent.
				1.7	Elect Rona Fairhead	For	For	
				1.8	Elect Jeffrey O. Henley	For	Withhold	Vote against non independent members if the board is not at least two thirds independent.
				1.9	Elect Renée J. James	For	Withhold	Vote against non independent members if the board is not at least two thirds independent.
				1.10	Elect Charles W. Moorman IV	For	Withhold	Ongoing compensation concerns; Insufficient response to shareholder dissent
				1.11	Elect Leon E. Panetta	For	Withhold	Ongoing compensation concerns; Insufficient response to shareholder dissent
				1.12	Elect William G. Parrett	For	For	
				1.13	Elect Naomi O. Seligman	For	Withhold	Ongoing compensation concerns; Insufficient response to shareholder dissent
				1.14	Elect Vishal Sikka	For	Withhold	Vote against non independent members if the board is not at least two thirds independent.
MDT	MEDTRONIC PLC	Annual	11-Dec-20	2	Advisory Vote on Executive Compensation	For	Against	
				3	Approval of the 2020 Equity Incentive Plan	For	For	
				4	Ratification of Auditor	For	Against	Auditor tenure is longer than 15 years. We believe the Company has not disclosed information on the steps it is taking to ensure that women are receiving equitable compensation. Inequitable compensation can potentially cause workplace dissatisfaction, lost productivity, and high turnover. Pay inequity can also result in expensive and time-consuming lawsuits for the Company and contributes to overall societal inequity; and several of the Company's peers, including Salesforce.com, Facebook, Microsoft, and Amazon.com have very publicly made efforts to close pay gaps.
				5	Shareholder Proposal Regarding Gender and Ethnicity Pay Equity Report	Against	For	An independent chair is better able to oversee the executives of a company and set a pro-shareholder agenda
				6	Shareholder Proposal Regarding Independent Board Chair	Against	For	
				1A.	Elect Richard H. Anderson	For	For	
1B.	Elect Craig Arnold	For	For					
1C.	Elect Scott C. Donnelly	For	For					
1D.	Elect Andrea J. Goldsmith	For	For					
1E.	Elect Randall J. Hogan, III	For	For					
1F.	Elect Michael O. Leavitt	For	For					
1G.	Elect James T. Lenehan	For	For					
1H.	Elect Kevin E. Lofton	For	For					
1I.	Elect Geoffrey S. Martha	For	For					
1J.	Elect Elizabeth G. Nabel	For	For					
1K.	Elect Denise M. O'Leary	For	For					
				1L.	Elect Kendall J. Powell	For	Against	Mr. Powell is the father of Sarah Powell, who is employed by the Company as a global senior product manager. In fiscal year 2020, Ms. Powell received aggregate compensation of approximately \$166,788 from the Company. As a result of this employment relationship, we do not believe that Mr. Powell should be considered independent. Mr. Powell is also a member of the compensation and nominating and corporate governance committees, each of which we believe should consist solely of independent directors.
				2	Appointment of Auditor and Authority to Set Fees	For	Against	We will usually vote against auditor ratification proposals in instances where a company's auditor has not been changed for 15 or more years. PricewaterhouseCoopers has been the Company's auditor for 57 years.
				3	Advisory Vote on Executive Compensation	For	For	
				4	Authority to Issue Shares w/ Preemptive Rights	For	For	
				5	Authority to Issue Shares w/o Preemptive Rights	For	For	
				6	Authority to Repurchase Shares	For	For	