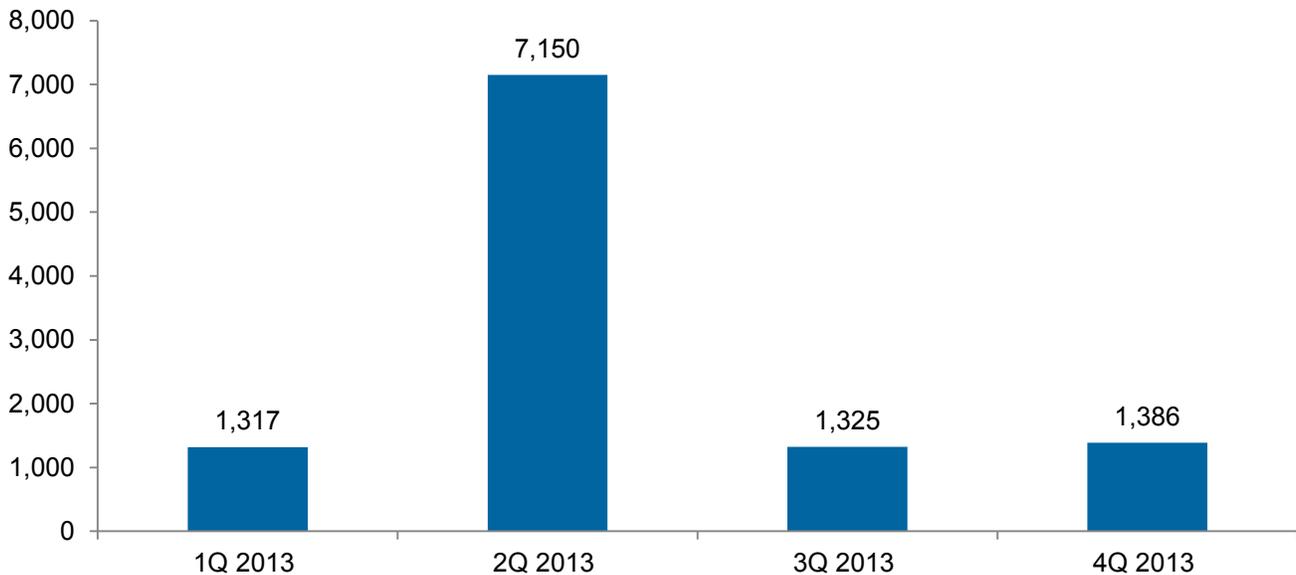


Overview of Global Proxy Votes Cast

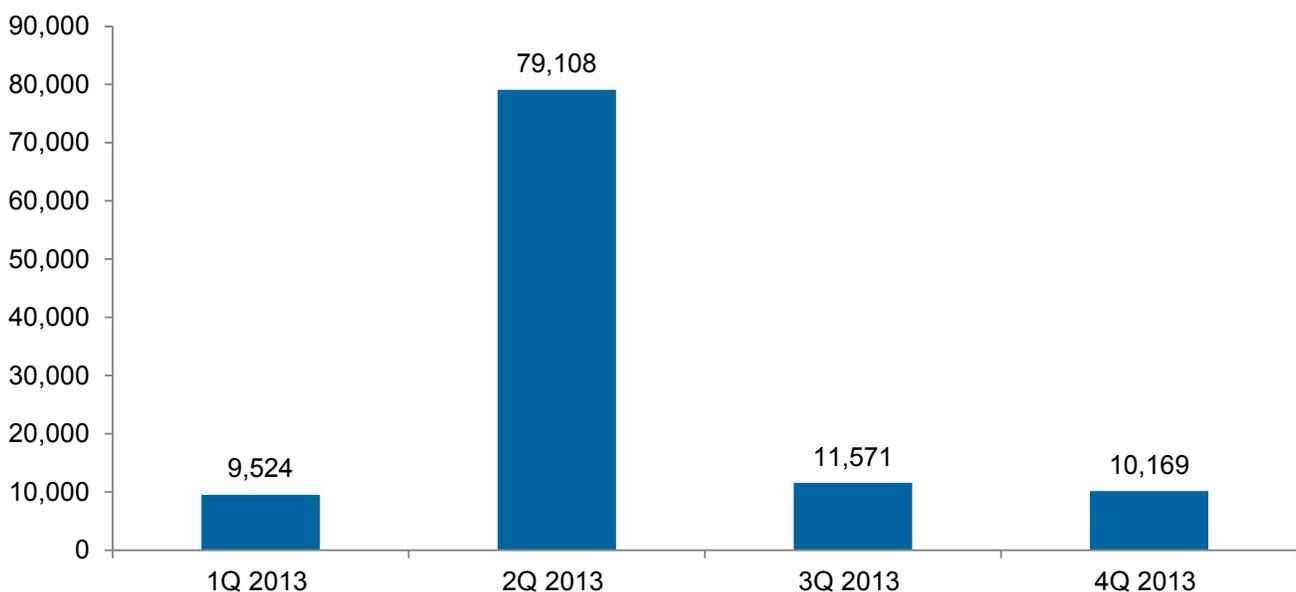
Q4 2013 (October – December) – 1,386 meetings voted

CalPERS cast 10,169 votes at company meetings worldwide, supporting 88 percent of management proposals and 67 percent of shareholder proposals. Votes are cast in line with CalPERS Global Principles of Accountable Corporate Governance, as approved by the Board.

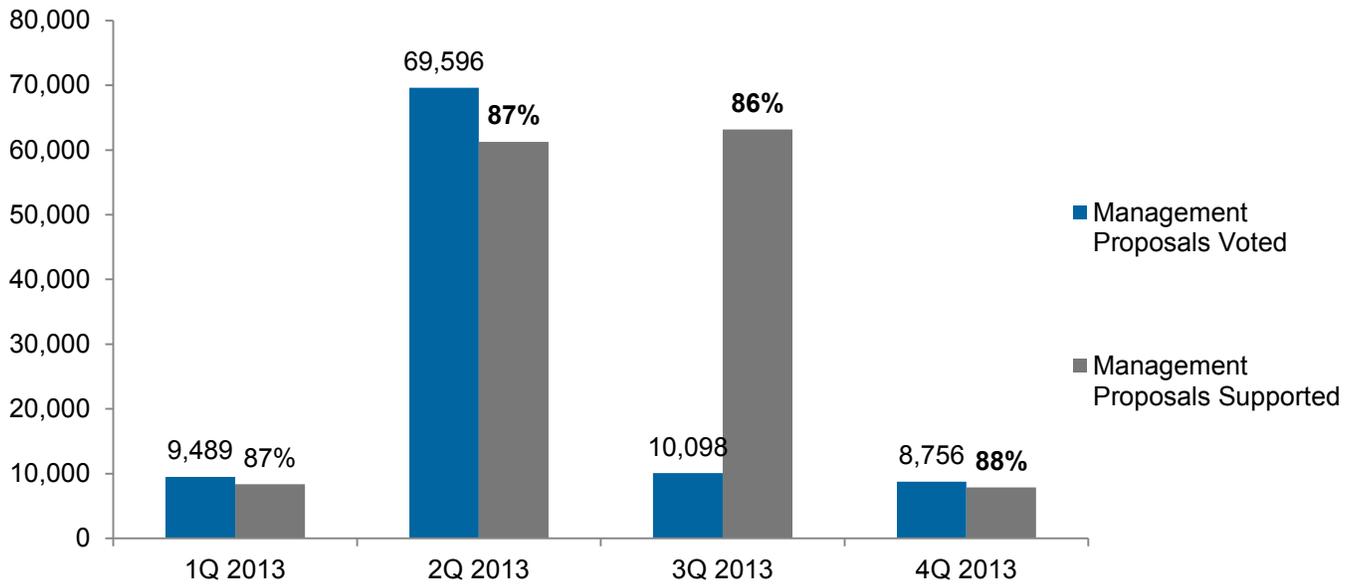
Number of Meetings Voted



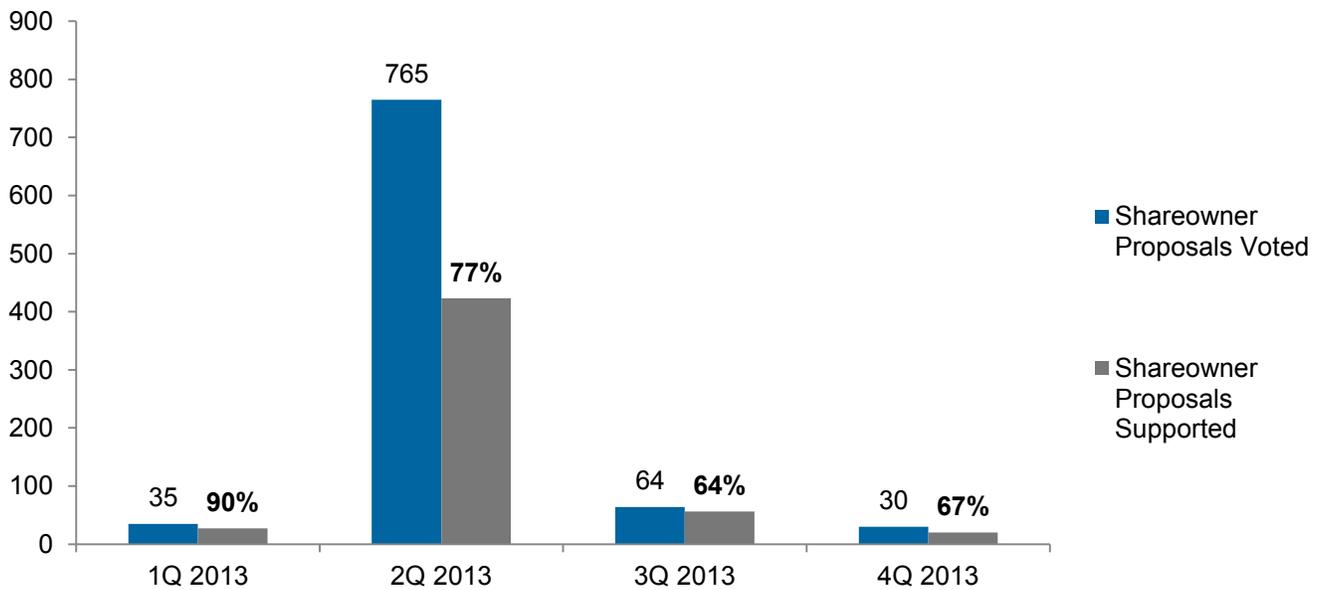
Total Resolutions Voted



Management Proposals



Shareowner Proposals



Source: Glass Lewis (Viewpoint)

Domestic Management Proposals: Examples of CalPERS FOR Votes



Carefusion Corp.

Issue: Eliminate the Use of Supermajority Vote Requirements

Reason: The proposal strengthens shareowner rights in line with CalPERS Global Principles of Accountable Corporate Governance.

Vote Result: 80% FOR



Microsoft Corporation

Issue: Elect Directors

Reason: CalPERS supported each director nominee up for election consistent with CalPERS Global Principles of Accountable Corporate Governance.

Vote Result: Each director received over 90% support.



Factset Research Systems Inc.

Issue: Adopt Majority Vote for Director Elections

Reason: CalPERS believes a majority of the proxies cast should be required to elect a director.

Vote Result: 99% FOR



Procter & Gamble Co.

Issue: Ratification of Auditor

Reason: CalPERS supported the company auditor consistent with the CalPERS Global Principles of Accountable Corporate Governance.

Vote Result: 99% FOR



Media General Inc.

Issue: Eliminate Dual Class Voting Stock

Reason: CalPERS is a firm supporter of the concept of one share one vote.

Vote Result: 99% FOR



Ethan Allen Interiors Inc.

Issue: Eliminate Classified Board Structure

Reason: CalPERS is a firm supporter of annual director elections.

Vote Result: 99% FOR



Domestic Management Proposals: Examples of CalPERS **AGAINST** Votes

- ✘ Adcare Health Systems Inc.**
Issue: Reincorporation from Ohio to Georgia
Reason: The reincorporation from Ohio to Georgia would reduce shareowner rights and increase the company's ability to implement anti-takeover provisions.
Vote Result: 12% AGAINST
- 
- ✘ Tianli Agritech Inc.**
Issue: Increase Authorized Common Stock
Reason: CalPERS believes the request is excessive and the additional shares could be used as an anti-takeover measure.
Vote Result: 19% AGAINST
- 
- ✘ Oracle Corp.**
Issue: Elect Directors
Reason: CalPERS withheld votes from Bruce Chizen (Compensation Committee Chairman) due to poorly designed compensation structures, specifically surrounding non-performance based pay for the CEO and other NEO's. Additionally, the Compensation Committee failed to respond adequately to shareowner concerns after a failed Say-on-Pay vote in 2012.
Vote Result: Bruce Chizen – 32% AGAINST
- 
- ✘ Waterstone Financial Inc.**
Issue: Adoption of Supermajority Vote Requirements to Amend the Articles of Incorporation
Reason: CalPERS believes shareowners should not be subject to supermajority vote requirements.
Vote Result: N/A
- 
- ✘ Royal Gold Inc.**
Issue: Ratification of Auditor
Reason: CalPERS believes fees for non-audit services exceeding 50% are excessive.
Vote Result: 28% AGAINST
- 
- ✘ Paulson Capital Corp.**
Issue: Adoption of a Classified Board
Reason: CalPERS is a firm supporter of annual director elections.
Vote Result: 4% AGAINST **Controlled Company – 70% inside ownership**
- 

International Proposals: Examples of CalPERS **AGAINST** Votes

- | | | | | |
|---|---|---|---|---|
|  |  | Gamuda Bhd | <p>Country: Malaysia</p> <p>Issue: Election of Directors</p> <p>Reason: CalPERS voted against the re-election of Lin Yun Ling for attending less than 75% of scheduled board meetings.</p> <p>Vote Result: N/A</p> |  |
|  |  | Pipavav Defense & Offshore Engineering | <p>Country: India</p> <p>Issue: Authority to Issue Shares without Preemptive Rights</p> <p>Reason: Consistent with CalPERS Global Principles of Accountable Corporate Governance. we support the protection of preemptive rights.</p> <p>Vote Result: 13% AGAINST</p> |  |
|  |  | Barry Callebaut AG | <p>Country: Switzerland</p> <p>Issue: Remuneration Report</p> <p>Reason: CalPERS has concerns the company has not adequately linked pay and financial performance.</p> <p>Vote Result: 22% AGAINST</p> |  |
|  |  | Dwango Co. | <p>Country: Japan</p> <p>Issue: Election of Statutory Auditors</p> <p>Reason: Withhold vote from non-independent director nominee Kazuo Nakata. CalPERS believes a majority of the statutory auditors should be independent.</p> <p>Vote Result: N/A</p> |  |
|  |  | Associated British Foods | <p>Country: United Kingdom</p> <p>Issue: Authority to set general meeting notice period at 14 days</p> <p>Reason: CalPERS believes the shortened time period may not allow shareowners sufficient time to make a voting decision.</p> <p>Vote Result: 5% AGAINST</p> |  |

Domestic Shareowner Proposals: Examples of CalPERS FOR Votes



Twenty First Century Fox Inc.

Issue: Request for an Independent Board Chairman

Reason: CalPERS believes an independent Board Chair can strengthen oversight of management.

Votes Result: 29% FOR



Jakks Pacific Inc.

Issue: Request to Adopt Majority Vote for Director Elections

Reason: CalPERS believes a majority of the proxies cast should be required to elect a director.

Votes Result: 93% FOR



Anaren Inc.

Issue: Declassify the Board of Directors

Reason: CalPERS is a firm supporter of annual director elections.

Votes Result: 58% FOR



Emerson Radio Corp.

Issue: Regarding Cumulative Voting

Reason: CalPERS believes shareowners should be able to cumulate votes for director elections.

Votes Result: 29% FOR



Cardinal Health Inc.

Issue: Regarding Political Contributions Reporting

Reason: CalPERS believes board oversight and disclosure of corporate charitable and political activity is necessary to ensure alignment with business strategy and to protect assets on behalf of shareowners.

Votes Result: 40% FOR



Domestic Shareowner Proposals: Examples of CalPERS AGAINST Votes



Estee Lauder Company Inc.

Issue: Regarding Post-Consumer Product Packaging

Reason: CalPERS believes the proponent's request on the topic is unnecessary due to the company's existing policies.

Vote Result: 99% AGAINST



Oracle Corp.

Issue: Develop a Human Rights Committee

Reason: CalPERS believes the existing board level oversight surrounding human rights issues meets the request of the proposal.

Vote Result: 97% AGAINST



Domestic Executive Compensation Proposals: Examples of CalPERS FOR Votes



Brinker International Inc.

Issue: 2013 Stock Incentive Plan

Reason: Proposal is in line with CalPERS Global Principles of Accountable Corporate Governance. The plan is performance based and awards vest over a three year period.

Vote Result: 94% FOR



Coach Inc.

Issue: Say-on-Pay

Reason: Proposal is in line with CalPERS Global Principles of Accountable Corporate Governance. CalPERS believes the company has structured a compensation program with a pay-for-performance discipline.

Vote Result: 92% FOR



Texas Industries Inc.

Issue: Cash-Based Incentive Plan

Reason: Proposal is in line with CalPERS Global Principles of Accountable Corporate Governance related to annual incentive awards.

Vote Result: 99% FOR



Cree Inc.

Issue: Long-Term Incentive Plan

Reason: Proposal is in line with CalPERS Global Principles of Accountable Corporate Governance. The plan is performance based and awards vest over a three year period.

Vote Result: 99% FOR



Symantec Corp.

Issue: Employee Stock Purchase

Reason: Proposal is in line with CalPERS Global Principles of Accountable Corporate Governance related to stock purchase plans.

Vote Result: 98% FOR



Sysco Corp.

Issue: Amend Long-Term Incentive Plan

Reason: Proposal is in line with CalPERS Global Principles of Accountable Corporate Governance. The plan is performance based and awards vest over a three year period.

Vote Result: 76% FOR



Domestic Executive Compensation Proposals: Examples of CalPERS AGAINST Votes



DFC Global Corp.

Proposal: Say-on-Pay

Reason: The company has failed to link pay with performance.

Vote Result: 75% AGAINST



WebMd Health Corporation

Issue: Long-Term Incentive Plan

Reason: CalPERS believes the cost of the plan is excessive compared to its peers.

Vote Result: 22% AGAINST

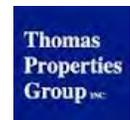


Thomas Properties Group Inc.

Issue: Advisory Vote on Golden Parachutes

Reason: CalPERS has concerns surrounding excessive golden parachute payments totaling more than \$31 million and tax gross up provisions related to a change in control.

Vote Result: 23% AGAINST



Oracle Corp.

Proposal: Say-on-Pay

Reason: The company has failed to link pay with performance. Further, the board has failed to adequately engage shareowners in light of the failed Say-on-Pay vote from 2012. CalPERS also voted against director nominee Bruce Chizen for these concerns.

Vote Result: 56% AGAINST



Nash-Finch Co.

Issue: Advisory Vote on Golden Parachutes

Reason: The presence of a single trigger and tax gross-ups related to a change in control.

Vote Result: 75% AGAINST



SWS Group Inc.

Proposal: Say-on-Pay

Reason: The company has failed to link pay with performance and has included a single trigger provision for change in control.

Vote Result: 51% AGAINST

