



13^{ème} séminaire sur les politiques de vote

Margaux, 5 & 6 octobre 2017

Highlights of the 2017 Spanish Proxy Season





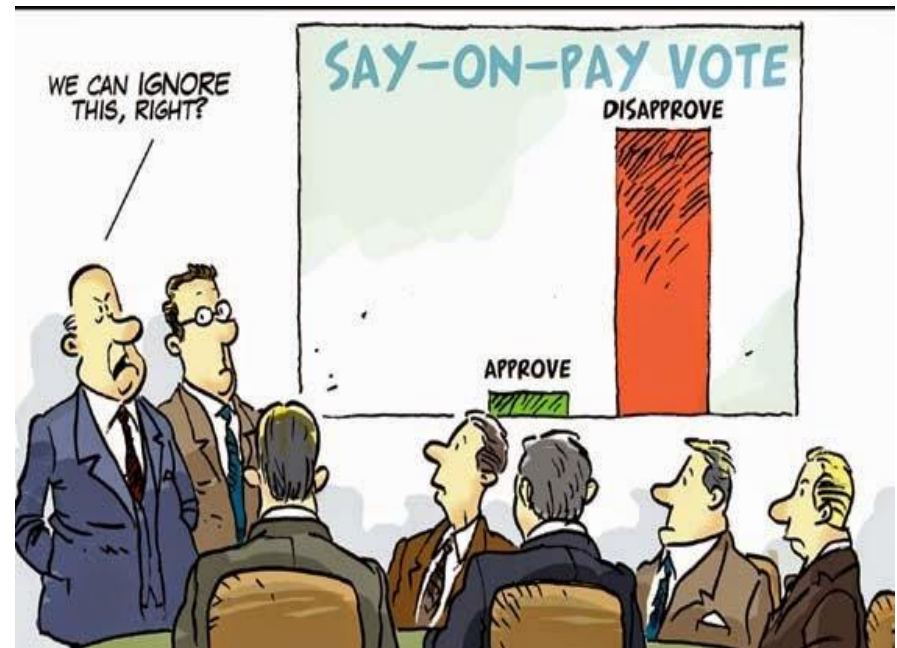
Corporance joins ECGS partnership



ECGS is proud to announce its partnership with **Corporance**:

- Reinforce ECGS coverage, proxy advisory services, and commercial activities in Spain;

EU SRD II will compel Spanish institutional investors to increase their participation rates at general meetings, improve transparency, and engage with issuers





Corporance official presentation



Corporance was presented to the market in Madrid last week with full support from ECGS partners and great attendance and press coverage



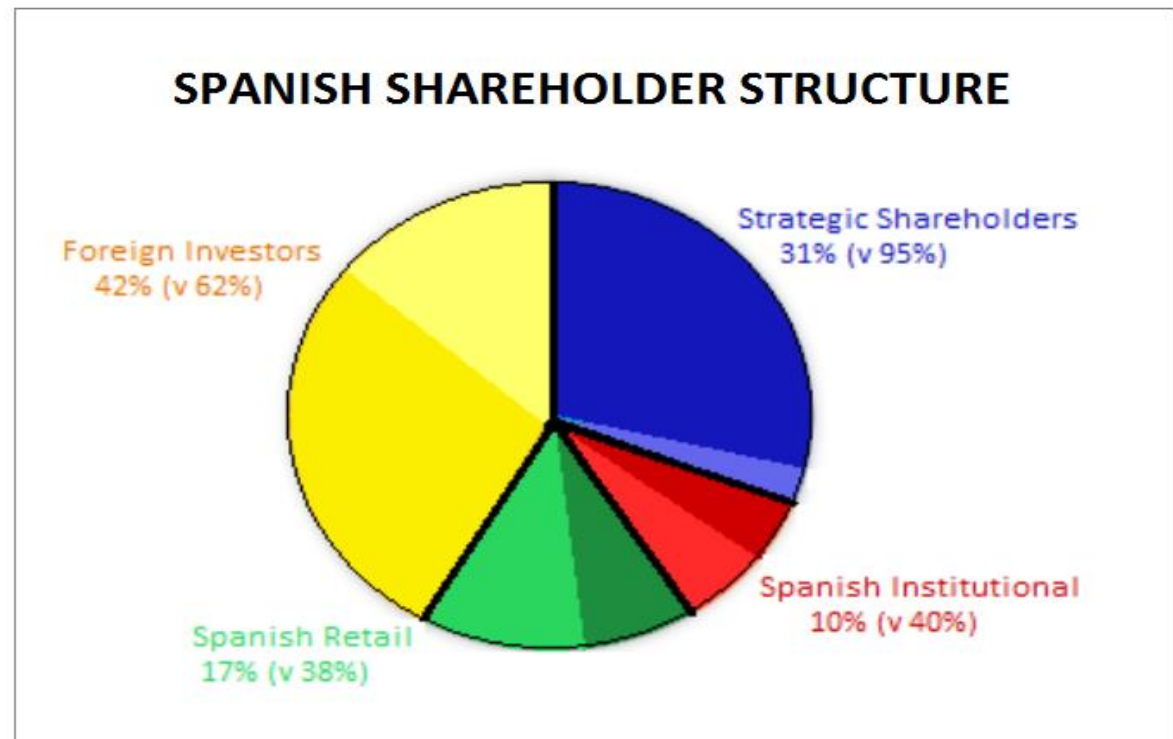


Shareholder structure and voting



Strategic investors make up 1/3 of the shareholder base and vote overwhelmingly with the Board

Retail investors are making a come back after retreating from equities during the financial crisis

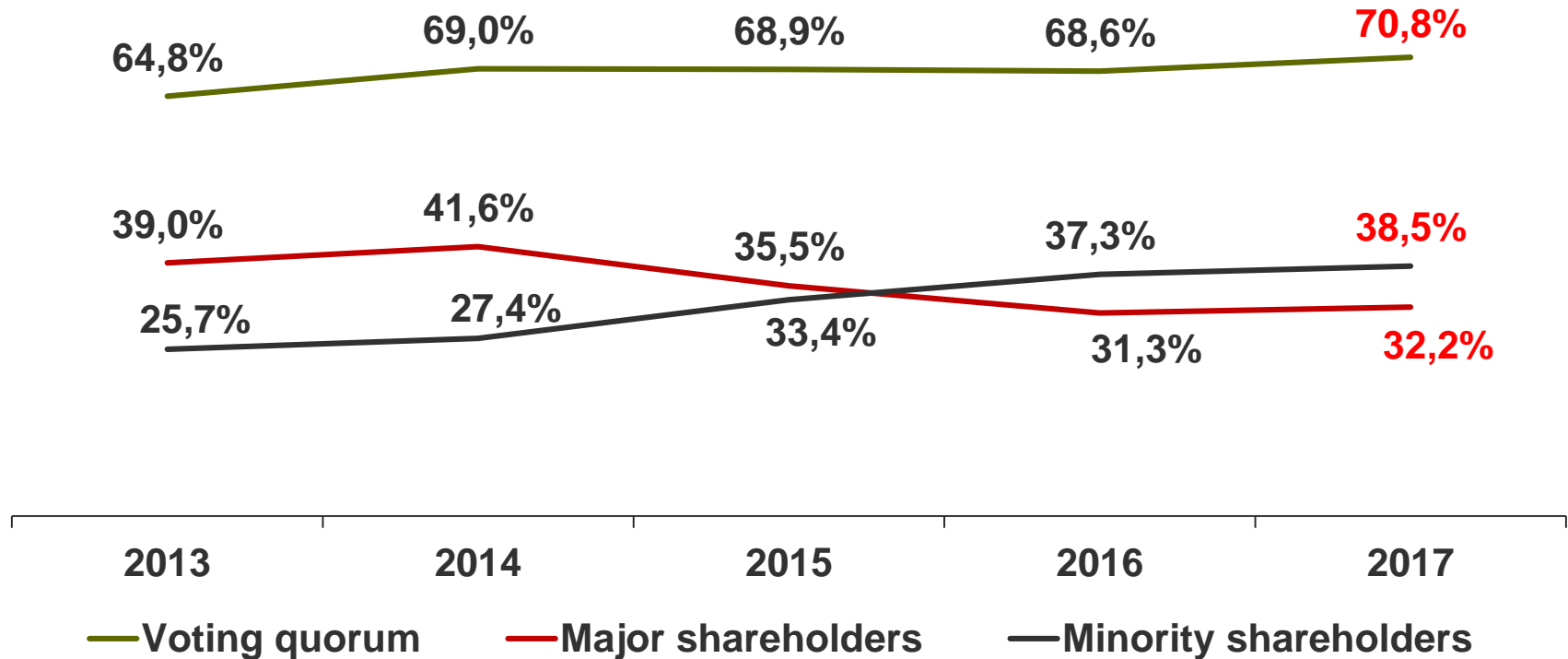




Improved participation



Increased institutional investor participation in the IBEX 35
increased overall participation rates



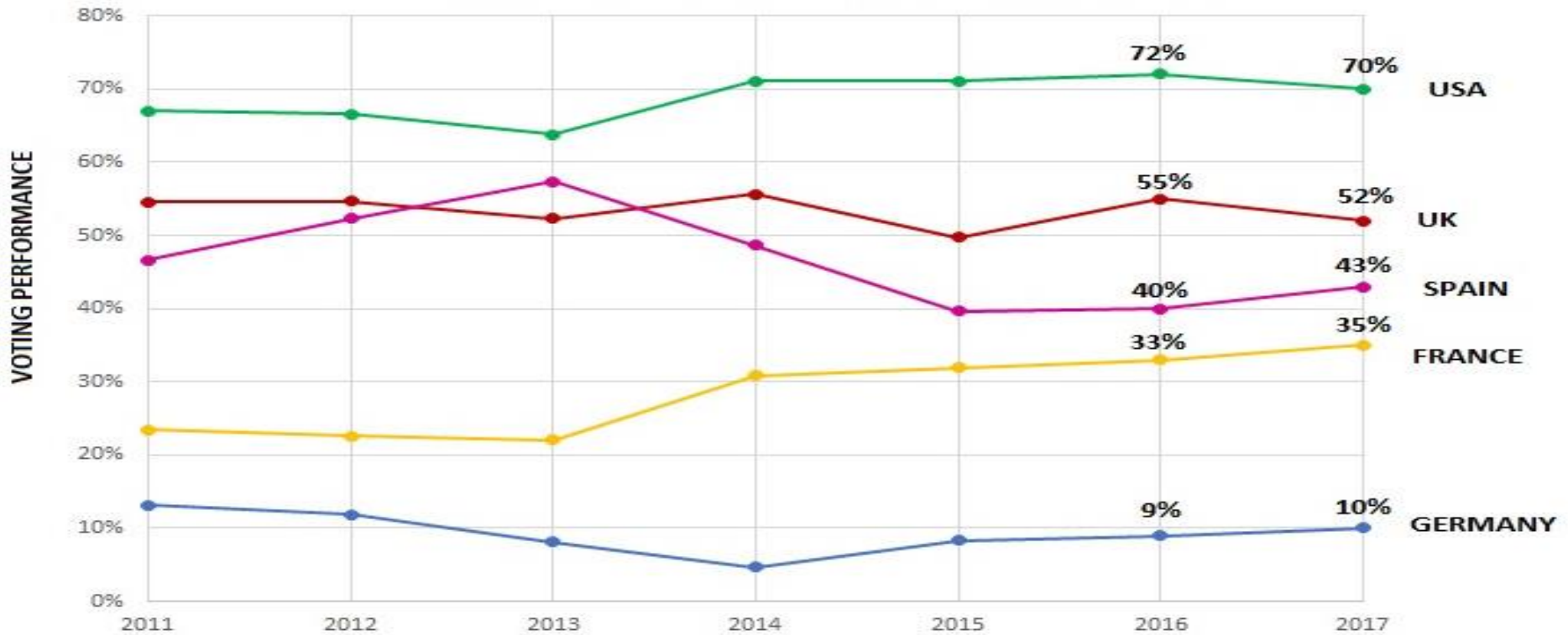


Institutional Investors by Country



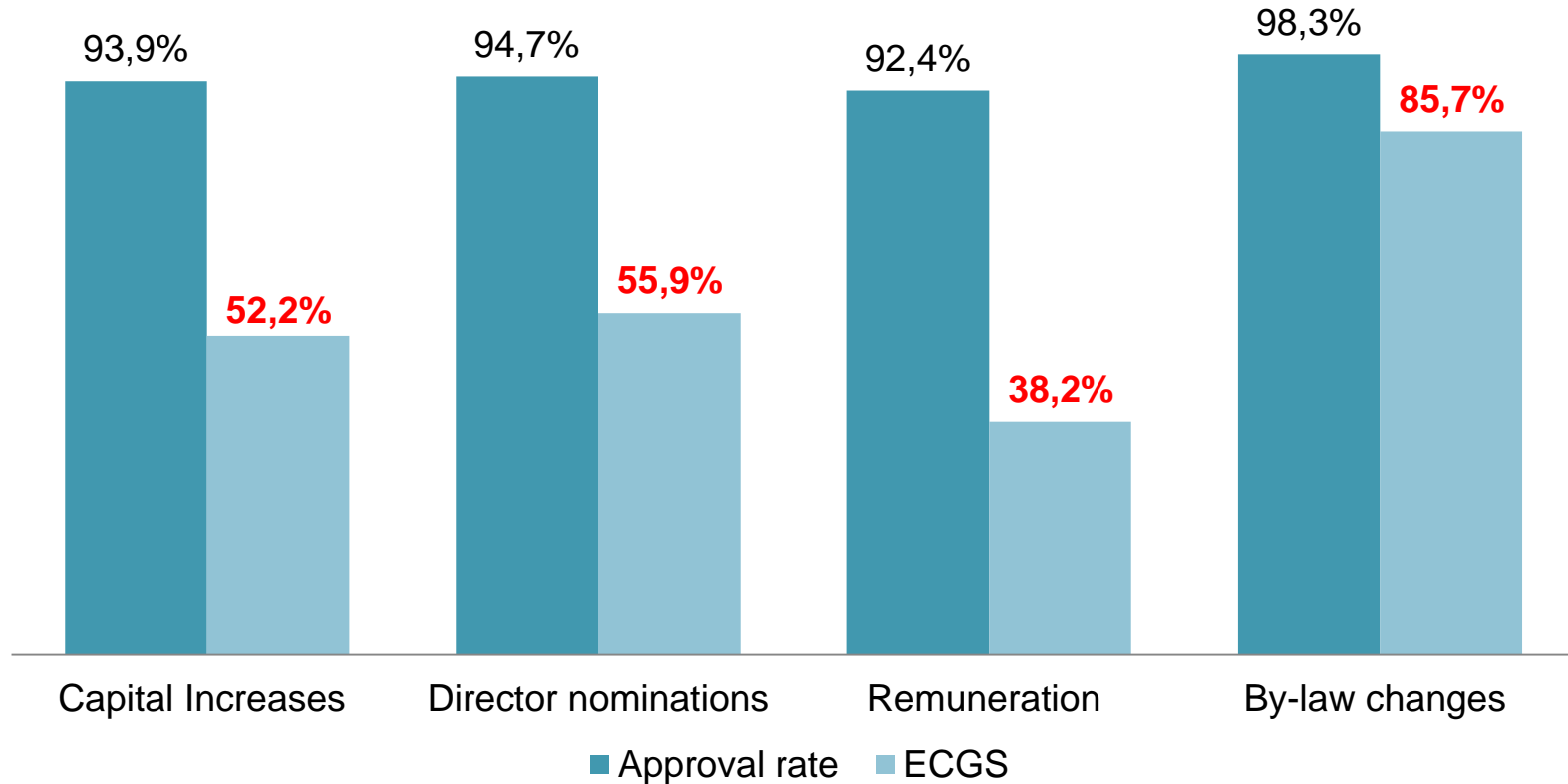
Spanish institutional investors fail to engage with issuers

INSTITUTIONAL INVESTOR'S VOTING EVOLUTION





Voting results by category

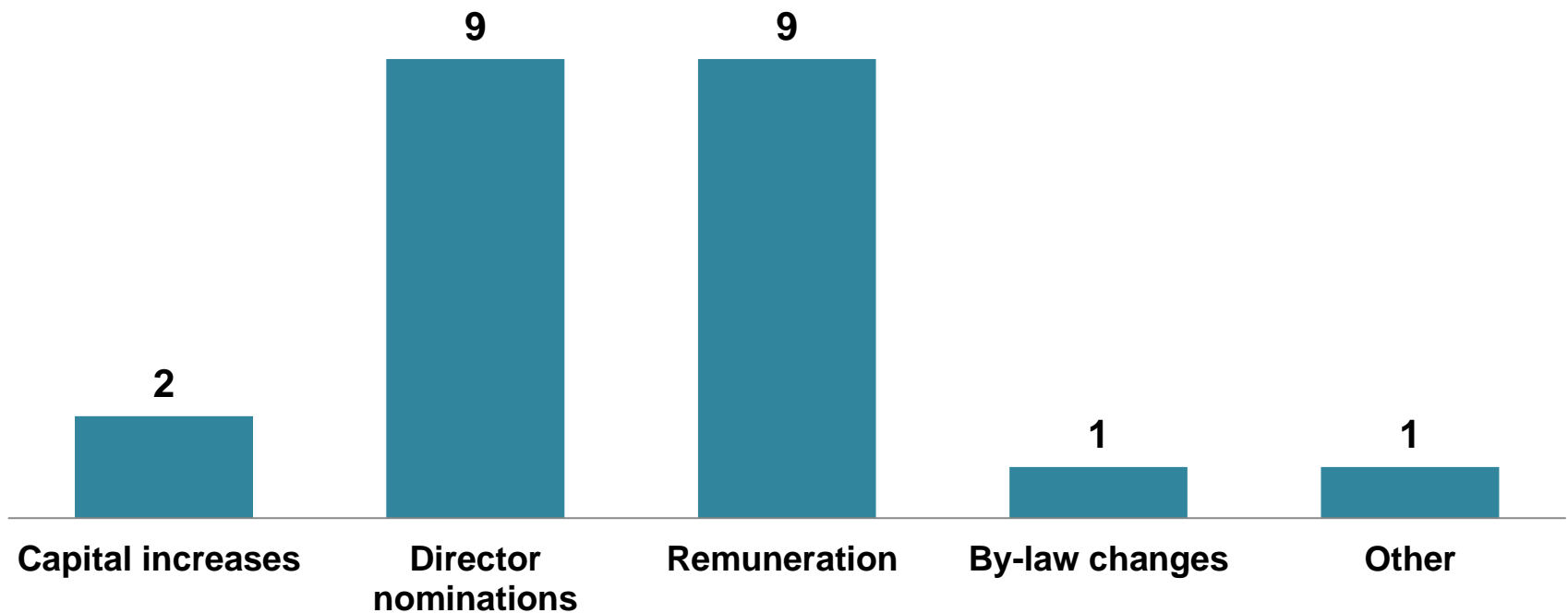




Contested resolutions snapshot



- 22 resolutions were highly contested (approval < 80%);
- Average opposition rate in Spain was 2.9%, below Portugal (3.6%) and the EU (4%);





Contestation on remuneration



Opposition to remuneration plans was high in Spain

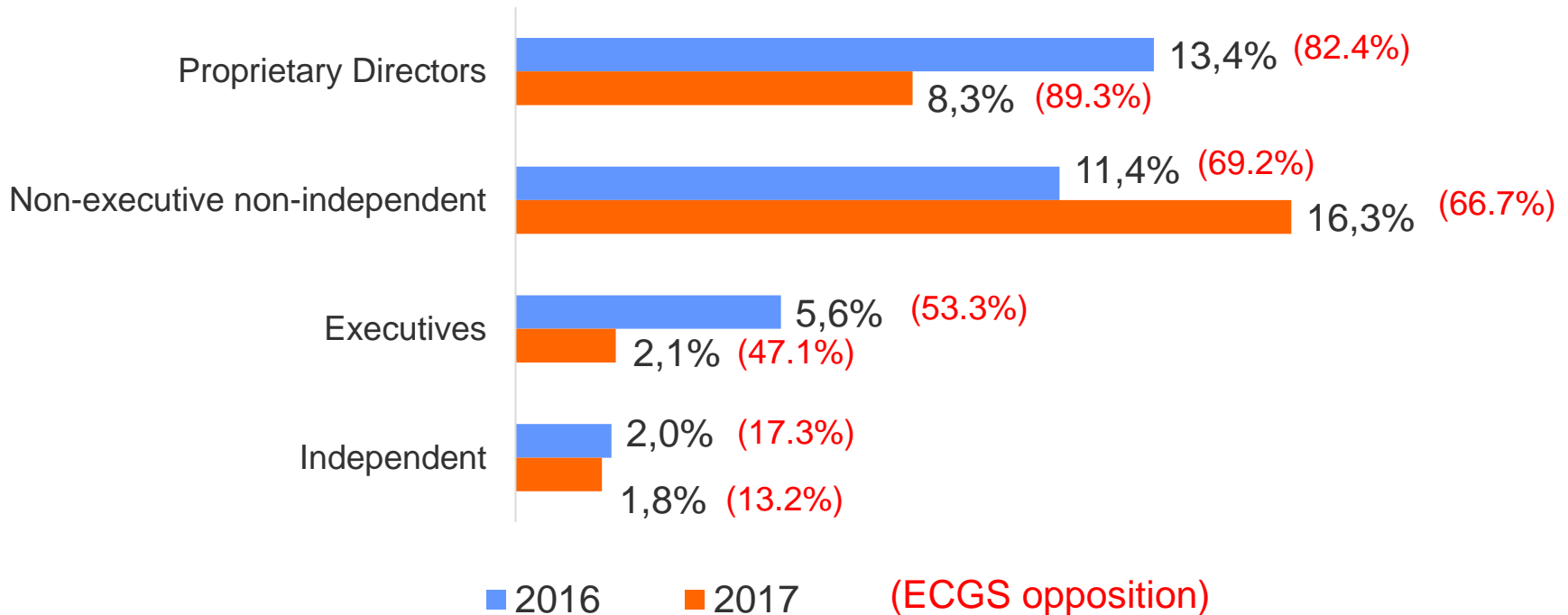
Company	Resolution	Opposition
ACS S.A.	Advisory vote on Remuneration	40.5%
Banco Popular	Advisory vote on Remuneration	28.8%
Banco Sabadell	Advisory vote on Remuneration	26.2%
Ebro Foods	Advisory vote on Remuneration	26.8%
Grifols	Binding vote on Remuneration Policy	39.6%



Proprietary Directors



Average opposition rates per category of Directors (total IBEX 35)





Spanish institutional investors



- Below average participation rates (40% vs. 70%);
- Abysmal rates compares to international peers;
- Vote usually with the Board;
- Lack of issuer engagement, stewardship code, and 'soft' recommendations;
- No voting policy in place;



“Ah, those were great days, The Pre-Accountabilty Era.”



Spanish Autumn: never too late

