

TEKLA HEALTHCARE INVESTORS  
Form N-PX  
August 30, 2017

**UNITED STATES  
SECURITIES AND EXCHANGE  
COMMISSION**

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Washington, D.C. 20549

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number 811- 04889

**Tekla Healthcare Investors**

(Exact name of registrant as specified in charter)

**100 Federal Street, 19th Floor, Boston, MA**  
(Address of principal executive offices)

**02110**  
(Zip code)

**Laura Woodward**

**Tekla Healthcare Investors**

**100 Federal Street, 19th Floor, Boston MA 02110**

(Name and address of agent for service)

Registrant's telephone number, including area code: **617-772-8500**

Date of fiscal year end: **September 30**

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Date of reporting period: **7/1/16-6/30/17**

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss.239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget (OMB) control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

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**Item 1. Proxy Voting Record.**

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*Vote Summary***ABBOTT LABORATORIES**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 002824100   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | ABT         | <b>Meeting Date</b> | 28-Apr-2017 |
| <b>Record Date</b>   | 01-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote    | For/Against Mgmt |
|------|---|-------------|---------|------------------|
| 1.   | DIRECTOR  | Management  |         |                  |
|      | 1 R.J. ALPERN   |             | For     | For              |
|      | 2 R.S. AUSTIN   |             | For     | For              |
|      | 3 S.E. BLOUNT   |             | For     | For              |
|      | 4 E.M. LIDDY  |             | For     | For              |
|      | 5 N. MCKINSTRY  |             | For     | For              |
|      | 6 P.N. NOVAKOVIC  |             | For     | For              |
|      | 7 W.A. OSBORN   |             | For     | For              |
|      | 8 S.C. SCOTT III  |             | For     | For              |
|      | 9 D.J. STARKS   |             | For     | For              |
|      | 10 G.F. TILTON  |             | For     | For              |
|      | 11 M.D. WHITE   |             | For     | For              |
| 2.   | RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS.  | Management  | For     | For              |
| 3.   | SAY ON PAY - AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Management  | For     | For              |
| 4.   | SAY WHEN ON PAY - AN ADVISORY VOTE TO APPROVE THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION. | Management  | 1 Year  | For              |
| 5.   | APPROVAL OF THE ABBOTT LABORATORIES 2017 INCENTIVE STOCK PROGRAM  | Management  | For     | For              |
| 6.   | APPROVAL OF THE ABBOTT LABORATORIES 2017 EMPLOYEE STOCK PURCHASE PLAN FOR NON-U.S. EMPLOYEES.               | Management  | For     | For              |
| 7.   | SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN.  | Shareholder | Against | For              |

**AKORN, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 009728106   | <b>Meeting Type</b> | Special     |
| <b>Ticker Symbol</b> | AKRX        | <b>Meeting Date</b> | 16-Dec-2016 |
| <b>Record Date</b>   | 28-Oct-2016 |                     |             |

| Item | Proposal   | Proposed by | Vote | For/Against Mgmt |
|------|--|-------------|------|------------------|
| 1.   | PROPOSAL TO APPROVE THE AKORN, INC. 2016 EMPLOYEE STOCK PURCHASE PLAN. | Management  | For  | For              |
| 2.   |  | Management  | For  | For              |

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PROPOSAL TO APPROVE THE AMENDMENT AND  
RESTATEMENT OF THE AKORN, INC. 2014 STOCK  
OPTION PLAN.

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AKORN, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 009728106   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | AKRX        | <b>Meeting Date</b> | 27-Apr-2017 |
| <b>Record Date</b>   | 13-Mar-2017 |                     |             |

| Item | Proposal   | Proposed by | Vote   | For/Against Mgmt |
|------|--|-------------|--------|------------------|
| 1.   | DIRECTOR   | Management  |        |                  |
|      | 1 JOHN KAPOOR, PHD   |             | For    | For              |
|      | 2 KENNETH ABRAMOWITZ   |             | For    | For              |
|      | 3 ADRIENNE GRAVES, PHD   |             | For    | For              |
|      | 4 RONALD JOHNSON   |             | For    | For              |
|      | 5 STEVEN MEYER   |             | For    | For              |
|      | 6 TERRY ALLISON RAPPUHN  |             | For    | For              |
|      | 7 BRIAN TAMBI  |             | For    | For              |
|      | 8 ALAN WEINSTEIN   |             | For    | For              |
| 2.   | PROPOSAL TO RATIFY THE APPOINTMENT OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.       | Management  | For    | For              |
| 3.   | PROPOSAL TO APPROVE THE 2017 OMNIBUS INCENTIVE COMPENSATION PLAN.  | Management  | For    | For              |
| 4.   | PROPOSAL TO APPROVE, THROUGH A NON-BINDING ADVISORY VOTE, THE FREQUENCY OF FUTURE NON-BINDING ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION PROGRAMS. | Management  | 1 Year | For              |
| 5.   | PROPOSAL TO APPROVE, THROUGH A NON-BINDING ADVISORY VOTE, THE COMPANY'S EXECUTIVE COMPENSATION PROGRAM AS DESCRIBED IN THE COMPANY'S 2017 PROXY STATEMENT.     | Management  | For    | For              |

AKORN, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 009728106   | <b>Meeting Type</b> | Special     |
| <b>Ticker Symbol</b> | AKRX        | <b>Meeting Date</b> | 19-Jul-2017 |
| <b>Record Date</b>   | 09-Jun-2017 |                     |             |

| Item | Proposal   | Proposed by | Vote | For/Against Mgmt |
|------|--|-------------|------|------------------|
| 1.   | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 24, 2017, BY AND AMONG FRESENIUS KABI AG, QUERCUS ACQUISITION, INC., AKORN, INC. AND, SOLELY FOR PURPOSES OF ARTICLE VIII THEREIN, FRESENIUS SE & CO. KGAA. | Management  | For  | For              |
| 2.   |  | Management  | For  | For              |

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TO APPROVE, BY NON-BINDING, ADVISORY VOTE, THE COMPENSATION THAT MAY BE PAID OR MAY BECOME PAYABLE TO AKORN, INC. S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH, OR FOLLOWING, THE CONSUMMATION OF THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER.

|    |  |            |     |     |
|----|--|------------|-----|-----|
| 3. | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR TIME, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF TO ADOPT THE AGREEMENT AND PLAN OF MERGER. | Management | For | For |
|----|--|------------|-----|-----|

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## ALEXION PHARMACEUTICALS, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 015351109   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | ALXN        | <b>Meeting Date</b> | 10-May-2017 |
| <b>Record Date</b>   | 14-Mar-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed<br/>by</b> | <b>Vote</b> | <b>For/Against<br/>Mgmt</b> |
|-------------|--|------------------------|-------------|-----------------------------|
| 1A.         | ELECTION OF DIRECTOR: FELIX J. BAKER   | Management             | For         | For                         |
| 1B.         | ELECTION OF DIRECTOR: DAVID R. BRENNAN   | Management             | For         | For                         |
| 1C.         | ELECTION OF DIRECTOR: M. MICHELE BURNS   | Management             | For         | For                         |
| 1D.         | ELECTION OF DIRECTOR: CHRISTOPHER J.<br>COUGHLIN   | Management             | For         | For                         |
| 1E.         | ELECTION OF DIRECTOR: LUDWIG N. HANTSON  | Management             | For         | For                         |
| 1F.         | ELECTION OF DIRECTOR: JOHN T. MOLLEN   | Management             | For         | For                         |
| 1G.         | ELECTION OF DIRECTOR: R. DOUGLAS NORBY   | Management             | For         | For                         |
| 1H.         | ELECTION OF DIRECTOR: ALVIN S. PARVEN  | Management             | For         | For                         |
| 1I.         | ELECTION OF DIRECTOR: ANDREAS RUMMELT  | Management             | For         | For                         |
| 1J.         | ELECTION OF DIRECTOR: ANN M. VENEMAN   | Management             | For         | For                         |
| 2.          | TO APPROVE ALEXION S 2017 INCENTIVE PLAN.  | Management             | For         | For                         |
| 3.          | RATIFICATION OF APPOINTMENT BY THE BOARD<br>OF DIRECTORS OF PRICEWATERHOUSECOOPERS<br>LLP AS ALEXION S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM. | Management             | For         | For                         |
| 4.          | APPROVAL OF A NON-BINDING ADVISORY VOTE<br>OF THE 2016 COMPENSATION PAID TO ALEXION S<br>NAMED EXECUTIVE OFFICERS.                                       | Management             | For         | For                         |
| 5.          | TO RECOMMEND, BY NON-BINDING VOTE, THE<br>FREQUENCY OF FUTURE ADVISORY VOTES ON<br>EXECUTIVE COMPENSATION.   | Management             | 1 Year      | For                         |
| 6.          | TO REQUEST THE BOARD IMPLEMENT<br>CONFIDENTIAL SHAREHOLDER VOTING ON<br>EXECUTIVE PAY MATTERS.   | Shareholder            | Against     | For                         |



## ALLERGAN PLC

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | G0177J108   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | AGN         | <b>Meeting Date</b> | 04-May-2017 |
| <b>Record Date</b>   | 08-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote    | For/Against Mgmt |
|------|---|-------------|---------|------------------|
| 1A.  | ELECTION OF DIRECTOR: NESLI BASGOZ, M.D.  | Management  | For     | For              |
| 1B.  | ELECTION OF DIRECTOR: PAUL M. BISARO  | Management  | For     | For              |
| 1C.  | ELECTION OF DIRECTOR: JAMES H. BLOEM  | Management  | For     | For              |
| 1D.  | ELECTION OF DIRECTOR: CHRISTOPHER W. BODINE   | Management  | For     | For              |
| 1E.  | ELECTION OF DIRECTOR: ADRIANE M. BROWN  | Management  | For     | For              |
| 1F.  | ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN   | Management  | For     | For              |
| 1G.  | ELECTION OF DIRECTOR: CATHERINE M. KLEMA  | Management  | For     | For              |
| 1H.  | ELECTION OF DIRECTOR: PETER J. MCDONNELL, M.D.  | Management  | For     | For              |
| 1I.  | ELECTION OF DIRECTOR: PATRICK J. O SULLIVAN   | Management  | For     | For              |
| 1J.  | ELECTION OF DIRECTOR: BRENTON L. SAUNDERS   | Management  | For     | For              |
| 1K.  | ELECTION OF DIRECTOR: RONALD R. TAYLOR  | Management  | For     | For              |
| 1L.  | ELECTION OF DIRECTOR: FRED G. WEISS   | Management  | For     | For              |
| 2.   | TO APPROVE, IN A NON-BINDING VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.  | Management  | For     | For              |
| 3.   | TO RECOMMEND, IN A NON-BINDING VOTE, WHETHER A SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF THE COMPANY S NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS.   | Management  | 1 Year  | For              |
| 4.   | TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH ITS AUDIT AND COMPLIANCE COMMITTEE, TO DETERMINE PRICEWATERHOUSECOOPERS LLP S REMUNERATION. | Management  | For     | For              |
| 5.   | TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR THE PURPOSES OF SECTION 162(M) UNDER THE ALLERGAN PLC 2017 ANNUAL INCENTIVE COMPENSATION PLAN.   | Management  | For     | For              |
| 6.   | TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN, IF PROPERLY PRESENTED AT THE MEETING.   | Shareholder | Against | For              |

## ALLIQUA BIOMEDICAL, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 019621200   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | ALQA        | <b>Meeting Date</b> | 23-Jun-2017 |
| <b>Record Date</b>   | 28-Apr-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1.   | DIRECTOR  | Management  |      |                  |
|      | 1 DAVID JOHNSON   |             | For  | For              |
|      | 2 WINSTON KUNG  |             | For  | For              |
|      | 3 JOSEPH LEONE  |             | For  | For              |
|      | 4 GARY RESTANI  |             | For  | For              |
|      | 5 JEFFREY SKLAR   |             | For  | For              |
|      | 6 MARK WAGNER   |             | For  | For              |
|      | 7 JEROME ZELDIS, MD, PHD.   |             | For  | For              |
| 2.   | APPROVAL TO AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY TO AMEND THE COMPANY'S CERTIFICATE OF INCORPORATION IN ITS DISCRETION BUT PRIOR TO THE ANNUAL MEETING OF THE COMPANY'S STOCKHOLDERS IN 2018, TO EFFECT A REVERSE STOCK SPLIT OF THE COMPANY'S COMMON STOCK, AT A RATIO IN THE RANGE OF 1-FOR-3 TO 1-FOR-13. | Management  | For  | For              |
| 3.   | APPROVAL OF AN AMENDMENT TO THE COMPANY'S 2014 LONG-TERM INCENTIVE PLAN, TO INCREASE THE AGGREGATE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE UNDER THE 2014 PLAN BY AN ADDITIONAL 4,000,000 SHARES, TO A TOTAL OF 9,500,000 SHARES.  | Management  | For  | For              |
| 4.   | TO APPROVE THE ISSUANCE OF MORE THAN 19.99% OF THE COMPANY'S OUTSTANDING COMMON STOCK AT A PRICE PER SHARE LESS THAN BOOK OR MARKET VALUE TO INVESTORS WHO PARTICIPATED IN A PRIVATE PLACEMENT WHICH CLOSED ON FEBRUARY 27, 2017 PURSUANT TO THE MFN ADJUSTMENT.  | Management  | For  | For              |
| 5.   | TO APPROVE THE ISSUANCE OF SHARES OF THE COMPANY'S COMMON STOCK TO JEROME ZELDIS, M.D., PH.D., THE CHAIRMAN OF THE COMPANY'S BOARD OF DIRECTORS, PURSUANT TO THE MFN ADJUSTMENT AT A PER SHARE PURCHASE PRICE LESS THAN THE CLOSING BID PRICE OF THE COMMON STOCK ON FEBRUARY 27, 2017.                                 | Management  | For  | For              |
| 6.   | TO APPROVE THE ISSUANCE OF SHARES OF THE COMPANY'S COMMON STOCK ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).  | Management  | For  | For              |
| 7.   | RATIFICATION OF THE APPOINTMENT OF MARCUM LLP AS OUR ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).   | Management  | For  | For              |
| 8.   | AN ADVISORY VOTE ON EXECUTIVE COMPENSATION AS DISCLOSED IN THESE  | Management  | For  | For              |

MATERIALS.

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**ALNYLAM PHARMACEUTICALS, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 02043Q107   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | ALNY        | <b>Meeting Date</b> | 02-May-2017 |
| <b>Record Date</b>   | 10-Mar-2017 |                     |             |

| Item | Proposal   | Proposed by | Vote   | For/Against Mgmt |
|------|--|-------------|--------|------------------|
| 1A.  | ELECTION OF DIRECTOR: MICHAEL W. BONNEY  | Management  | For    | For              |
| 1B.  | ELECTION OF DIRECTOR: JOHN M. MARAGANORE, PH.D.  | Management  | For    | For              |
| 1C.  | ELECTION OF DIRECTOR: PAUL R. SCHIMMEL, PH.D.  | Management  | For    | For              |
| 1D.  | ELECTION OF DIRECTOR: PHILLIP A. SHARP, PH.D.  | Management  | For    | For              |
| 2.   | TO APPROVE THE SECOND AMENDED AND RESTATED 2009 STOCK INCENTIVE PLAN.  | Management  | For    | For              |
| 3.   | TO APPROVE THE AMENDED AND RESTATED 2004 EMPLOYEE STOCK PURCHASE PLAN.   | Management  | For    | For              |
| 4.   | TO APPROVE, IN A NON-BINDING ADVISORY VOTE, THE COMPENSATION OF ALNYLAM S NAMED EXECUTIVE OFFICERS.  | Management  | For    | For              |
| 5.   | TO RECOMMEND, IN A NON-BINDING ADVISORY VOTE, THE FREQUENCY OF ADVISORY STOCKHOLDER VOTES ON EXECUTIVE COMPENSATION.   | Management  | 1 Year | For              |
| 6.   | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, AN INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS ALNYLAM S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For    | For              |

**AMERISOURCEBERGEN CORPORATION**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 03073E105   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | ABC         | <b>Meeting Date</b> | 02-Mar-2017 |
| <b>Record Date</b>   | 03-Jan-2017 |                     |             |

| Item | Proposal                                   | Proposed by | Vote | For/Against Mgmt |
|------|--|-------------|------|------------------|
| 1A.  | ELECTION OF DIRECTOR: ORNELLA BARRA        | Management  | For  | For              |
| 1B.  | ELECTION OF DIRECTOR: STEVEN H. COLLIS     | Management  | For  | For              |
| 1C.  | ELECTION OF DIRECTOR: DOUGLAS R. CONANT    | Management  | For  | For              |
| 1D.  | ELECTION OF DIRECTOR: D. MARK DURCAN       | Management  | For  | For              |
| 1E.  | ELECTION OF DIRECTOR: RICHARD W. GOCHNAUER | Management  | For  | For              |
| 1F.  | ELECTION OF DIRECTOR: LON R. GREENBERG     | Management  | For  | For              |
| 1G.  | ELECTION OF DIRECTOR: JANE E. HENNEY, M.D. | Management  | For  | For              |
| 1H.  | ELECTION OF DIRECTOR: KATHLEEN W. HYLE     | Management  | For  | For              |
| 1I.  | ELECTION OF DIRECTOR: MICHAEL J. LONG      | Management  | For  | For              |

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|     |  |            |        |     |
|-----|--|------------|--------|-----|
| 1J. | ELECTION OF DIRECTOR: HENRY W. MCGEE   | Management | For    | For |
| 2.  | RATIFICATION OF APPOINTMENT OF OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.               | Management | For    | For |
| 3.  | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.   | Management | For    | For |
| 4.  | ADVISORY VOTE ON THE FREQUENCY OF A STOCKHOLDER VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.            | Management | 1 Year | For |
| 5.  | APPROVAL OF AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION SO THAT DIRECTORS MAY BE REMOVED WITH OR WITHOUT CAUSE. | Management | For    | For |

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AMGEN INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 031162100   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | AMGN        | <b>Meeting Date</b> | 19-May-2017 |
| <b>Record Date</b>   | 20-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote    | For/Against Mgmt |
|------|---|-------------|---------|------------------|
| 1A.  | ELECTION OF DIRECTOR: DR. DAVID BALTIMORE   | Management  | For     | For              |
| 1B.  | ELECTION OF DIRECTOR: MR. ROBERT A. BRADWAY   | Management  | For     | For              |
| 1C.  | ELECTION OF DIRECTOR: MR. FRANCOIS DE CARBONNEL   | Management  | For     | For              |
| 1D.  | ELECTION OF DIRECTOR: MR. ROBERT A. ECKERT  | Management  | For     | For              |
| 1E.  | ELECTION OF DIRECTOR: MR. GREG C. GARLAND   | Management  | For     | For              |
| 1F.  | ELECTION OF DIRECTOR: MR. FRED HASSAN   | Management  | For     | For              |
| 1G.  | ELECTION OF DIRECTOR: DR. REBECCA M. HENDERSON  | Management  | For     | For              |
| 1H.  | ELECTION OF DIRECTOR: MR. FRANK C. HERRINGER  | Management  | For     | For              |
| 1I.  | ELECTION OF DIRECTOR: MR. CHARLES M. HOLLEY, JR.  | Management  | For     | For              |
| 1J.  | ELECTION OF DIRECTOR: DR. TYLER JACKS   | Management  | For     | For              |
| 1K.  | ELECTION OF DIRECTOR: MS. ELLEN J. KULLMAN  | Management  | For     | For              |
| 1L.  | ELECTION OF DIRECTOR: DR. RONALD D. SUGAR   | Management  | For     | For              |
| 1M.  | ELECTION OF DIRECTOR: DR. R. SANDERS WILLIAMS   | Management  | For     | For              |
| 2.   | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For     | For              |
| 3.   | ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.  | Management  | For     | For              |
| 4.   | ADVISORY VOTE ON THE FREQUENCY OF FUTURE STOCKHOLDER VOTES TO APPROVE EXECUTIVE COMPENSATION.   | Management  | 1 Year  | For              |
| 5.   | STOCKHOLDER PROPOSAL TO ADOPT MAJORITY VOTES CAST STANDARD FOR MATTERS PRESENTED BY STOCKHOLDERS.   | Shareholder | Against | For              |

## AURIS MEDICAL HOLDING AG

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | H03579101   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | EARS        | <b>Meeting Date</b> | 13-Apr-2017 |
| <b>Record Date</b>   | 10-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote    | For/Against Mgmt |
|------|---|-------------|---------|------------------|
| 1.   | APPROVAL OF THE ANNUAL REPORT, THE FINANCIAL STATEMENTS AND THE GROUP CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2016 FINANCIAL YEAR | Management  | For     | For              |
| 2.   | DISCHARGE OF LIABILITY FOR THE MEMBERS OF THE BOARD OF DIRECTORS AND THE PERSONS ENTRUSTED WITH THE CORPORATION'S MANAGEMENT        | Management  | For     | For              |
| 3.   | APPROPRIATION OF FINANCIAL RESULTS  | Management  | For     | For              |
| 4.1  | INCREASE OF THE AUTHORIZED SHARE CAPITAL  | Management  | For     | For              |
| 4.2  | INCREASE OF THE CONDITIONAL SHARE CAPITAL FOR FINANCING PURPOSES  | Management  | For     | For              |
| 4.3  | INCREASE OF THE CONDITIONAL SHARE CAPITAL FOR EQUITY INCENTIVE PLANS  | Management  | Against | Against          |
| 5.1  | APPROVAL OF THE COMPENSATION OF THE BOARD OF DIRECTORS  | Management  | For     | For              |
| 5.2  | APPROVAL OF THE COMPENSATION OF THE MEMBERS OF THE EXECUTIVE MANAGEMENT COMMITTEE FOR THE 2018 FINANCIAL YEAR                       | Management  | For     | For              |
| 6.1  | RE-ELECTION OF THOMAS MEYER AS MEMBER AND AS CHAIRMAN OF THE BOARD OF DIRECTORS   | Management  | For     | For              |
| 6.2  | RE-ELECTION OF ARMANDO ANIDO AS MEMBER OF THE BOARD OF DIRECTORS  | Management  | For     | For              |
| 6.3  | RE-ELECTION OF OLIVER KUBLI AS MEMBER OF THE BOARD OF DIRECTORS   | Management  | For     | For              |
| 6.4  | RE-ELECTION OF BERNDT A. MODIG AS MEMBER OF THE BOARD OF DIRECTORS  | Management  | For     | For              |
| 6.5  | RE-ELECTION OF ANTOINE PAPIERNIK-BERKHAEUER AS MEMBER OF THE BOARD OF DIRECTORS   | Management  | For     | For              |
| 6.6  | RE-ELECTION OF CALVIN W. ROBERTS AS MEMBER OF THE BOARD OF DIRECTORS  | Management  | For     | For              |
| 6.7  | ELECTION OF MATS PETER BLOM AS MEMBER OF THE BOARD OF DIRECTORS   | Management  | For     | For              |
| 7.1  | RE-ELECTION OF ARMANDO ANIDO AS MEMBER OF THE COMPENSATION COMMITTEE  | Management  | For     | For              |
| 7.2  | RE-ELECTION OF CALVIN W. ROBERTS AS MEMBER OF THE COMPENSATION COMMITTEE  | Management  | For     | For              |
| 8.   | RE-ELECTION OF DELOITTE AG AS AUDITORS  | Management  | For     | For              |
| 9.   | RE-ELECTION OF THE INDEPENDENT PROXY  | Management  | For     | For              |
| 10.  | GENERAL INSTRUCTION ON NEW PROPOSALS OF THE BOARD OF DIRECTORS  | Management  | For     | For              |

**BECTON, DICKINSON AND COMPANY**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 075887109   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | BDX         | <b>Meeting Date</b> | 24-Jan-2017 |
| <b>Record Date</b>   | 02-Dec-2016 |                     |             |

| Item | Proposal   | Proposed by | Vote    | For/Against Mgmt |
|------|--|-------------|---------|------------------|
| 1A.  | ELECTION OF DIRECTOR: BASIL L. ANDERSON  | Management  | For     | For              |
| 1B.  | ELECTION OF DIRECTOR: CATHERINE M. BURZIK  | Management  | For     | For              |
| 1C.  | ELECTION OF DIRECTOR: R. ANDREW ECKERT   | Management  | For     | For              |
| 1D.  | ELECTION OF DIRECTOR: VINCENT A. FORLENZA  | Management  | For     | For              |
| 1E.  | ELECTION OF DIRECTOR: CLAIRE M. FRASER   | Management  | For     | For              |
| 1F.  | ELECTION OF DIRECTOR: CHRISTOPHER JONES  | Management  | For     | For              |
| 1G.  | ELECTION OF DIRECTOR: MARSHALL O. LARSEN   | Management  | For     | For              |
| 1H.  | ELECTION OF DIRECTOR: GARY A. MECKLENBURG  | Management  | For     | For              |
| 1I.  | ELECTION OF DIRECTOR: JAMES F. ORR   | Management  | For     | For              |
| 1J.  | ELECTION OF DIRECTOR: WILLARD J. OVERLOCK, JR.   | Management  | For     | For              |
| 1K.  | ELECTION OF DIRECTOR: CLAIRE POMEROY   | Management  | For     | For              |
| 1L.  | ELECTION OF DIRECTOR: REBECCA W. RIMEL   | Management  | For     | For              |
| 1M.  | ELECTION OF DIRECTOR: BERTRAM L. SCOTT   | Management  | For     | For              |
| 2.   | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                    | Management  | For     | For              |
| 3.   | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.                                 | Management  | For     | For              |
| 4.   | ADVISORY VOTE TO APPROVE THE FREQUENCY OF NAMED EXECUTIVE OFFICER COMPENSATION ADVISORY VOTES. | Management  | Abstain |                  |
| 5.   | SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIR.                                     | Shareholder | Against | For              |

**BIOCLIN THERAPEUTICS, INC.**

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 05-Oct-2016     |
| <b>Record Date</b>   | N/A |                     |                 |

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1.   | DETERMINATION REGARDING SECOND TRANCHE MILESTONE CLOSING OF PREFERRED STOCK FINANCING | Management  | For  | For              |
| 2.   | NOTICE OF INTERESTED PARTY TRANSACTIONS   | Management  | For  | For              |
| 3.   | GENERAL AUTHORIZING RESOLUTION  | Management  | For  | For              |

**BIOCLIN THERAPEUTICS, INC.**



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|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 02-Mar-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>                | <b>Proposed<br/>by</b> | <b>Vote</b> | <b>For/Against<br/>Mgmt</b> |
|-------------|--------------------------------|------------------------|-------------|-----------------------------|
| 1.          | ELECTION OF DIRECTORS          | Management             | For         | For                         |
| 2.          | GENERAL AUTHORIZING RESOLUTION | Management             | For         | For                         |

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**BIOCLIN THERAPEUTICS, INC.**

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 02-Mar-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|--|--------------------|-------------|-------------------------|
| 1.          | AMENDMENT AND RESTATEMENT OF RESTATED CERTIFICATE OF INCORPORATION | Management         | For         | For                     |
| 2.          | SERIES B PREFERRED STOCK FINANCING                                 | Management         | For         | For                     |
| 3.          | WAIVER OF PREEMPTIVE RIGHTS  | Management         | For         | For                     |
| 4.          | NOTICE OF INTERESTED PARTY TRANSACTIONS                            | Management         | For         | For                     |
| 5.          | APPROVAL OF INDEMNIFICATION AGREEMENTS                             | Management         | For         | For                     |
| 6.          | AMENDMENT OF 2013 STOCK AND OPTION GRANT PLAN                      | Management         | For         | For                     |
| 7.          | GENERAL AUTHORIZING RESOLUTION                                     | Management         | For         | For                     |

**BIOGEN INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 09062X103   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | BIIB        | <b>Meeting Date</b> | 07-Jun-2017 |
| <b>Record Date</b>   | 10-Apr-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|--|--------------------|-------------|-------------------------|
| 1A.         | ELECTION OF DIRECTOR: ALEXANDER J. DENNER  | Management         | For         | For                     |
| 1B.         | ELECTION OF DIRECTOR: CAROLINE D. DORSA  | Management         | For         | For                     |
| 1C.         | ELECTION OF DIRECTOR: NANCY L. LEAMING   | Management         | For         | For                     |
| 1D.         | ELECTION OF DIRECTOR: RICHARD C. MULLIGAN  | Management         | For         | For                     |
| 1E.         | ELECTION OF DIRECTOR: ROBERT W. PANGIA   | Management         | For         | For                     |
| 1F.         | ELECTION OF DIRECTOR: STELIOS PAPADOPOULOS   | Management         | For         | For                     |
| 1G.         | ELECTION OF DIRECTOR: BRIAN S. POSNER  | Management         | For         | For                     |
| 1H.         | ELECTION OF DIRECTOR: ERIC K. ROWINSKY   | Management         | For         | For                     |
| 1I.         | ELECTION OF DIRECTOR: LYNN SCHENK  | Management         | For         | For                     |
| 1J.         | ELECTION OF DIRECTOR: STEPHEN A. SHERWIN   | Management         | For         | For                     |
| 1K.         | ELECTION OF DIRECTOR: MICHEL VOUNATSOS   | Management         | For         | For                     |
| 2.          | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS BIOGEN INC. S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management         | For         | For                     |
| 3.          | SAY ON PAY - TO APPROVE AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Management         | For         | For                     |
| 4.          | SAY WHEN ON PAY - TO APPROVE AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Management         | 1 Year      | For                     |
| 5.          | TO APPROVE THE BIOGEN INC. 2017 OMNIBUS EQUITY PLAN.   | Management         | For         | For                     |



**BIOMARIN PHARMACEUTICAL INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 09061G101   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | BMRN        | <b>Meeting Date</b> | 06-Jun-2017 |
| <b>Record Date</b>   | 10-Apr-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>   | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|---|--------------------|-------------|-------------------------|
| 1.          | DIRECTOR  | Management         |             |                         |
|             | 1 JEAN-JACQUES BIENAIME   |                    | For         | For                     |
|             | 2 WILLARD DERE  |                    | For         | For                     |
|             | 3 MICHAEL GREY  |                    | For         | For                     |
|             | 4 ELAINE J. HERON   |                    | For         | For                     |
|             | 5 V. BRYAN LAWLIS   |                    | For         | For                     |
|             | 6 ALAN J. LEWIS   |                    | For         | For                     |
|             | 7 RICHARD A. MEIER  |                    | For         | For                     |
|             | 8 DAVID PYOTT   |                    | For         | For                     |
|             | 9 DENNIS J. SLAMON  |                    | For         | For                     |
| 2.          | TO RATIFY THE SELECTION OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR BIOMARIN FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.   | Management         | For         | For                     |
| 3.          | TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF THE STOCKHOLDERS APPROVAL ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.   | Management         | 1 Year      | For                     |
| 4.          | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.   | Management         | For         | For                     |
| 5.          | TO APPROVE THE 2017 EQUITY INCENTIVE PLAN.  | Management         | For         | For                     |
| 6.          | TO APPROVE AMENDMENTS TO BIOMARIN S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, AS AMENDED, TO (I) INCREASE THE TOTAL NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 250,000,000 SHARES TO 500,000,000 SHARES, AND (II) MAKE CERTAIN MINOR ADMINISTRATIVE CHANGES. | Management         | For         | For                     |

**CARDINAL HEALTH, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 14149Y108   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | CAH         | <b>Meeting Date</b> | 03-Nov-2016 |
| <b>Record Date</b>   | 06-Sep-2016 |                     |             |

| <b>Item</b> | <b>Proposal</b> | <b>Vote</b> |
|-------------|-----------------|-------------|
|-------------|-----------------|-------------|

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|     |   | Proposed<br>by |     | For/Against<br>Mgmt |
|-----|---|----------------|-----|---------------------|
| 1A. | ELECTION OF DIRECTOR: DAVID J. ANDERSON   | Management     | For | For                 |
| 1B. | ELECTION OF DIRECTOR: COLLEEN F. ARNOLD   | Management     | For | For                 |
| 1C. | ELECTION OF DIRECTOR: GEORGE S. BARRETT   | Management     | For | For                 |
| 1D. | ELECTION OF DIRECTOR: CARRIE S. COX   | Management     | For | For                 |
| 1E. | ELECTION OF DIRECTOR: CALVIN DARDEN   | Management     | For | For                 |
| 1F. | ELECTION OF DIRECTOR: BRUCE L. DOWNEY   | Management     | For | For                 |
| 1G. | ELECTION OF DIRECTOR: PATRICIA A.<br>HEMINGWAY HALL   | Management     | For | For                 |
| 1H. | ELECTION OF DIRECTOR: CLAYTON M. JONES  | Management     | For | For                 |
| 1I. | ELECTION OF DIRECTOR: GREGORY B. KENNY  | Management     | For | For                 |
| 1J. | ELECTION OF DIRECTOR: NANCY KILLEFER  | Management     | For | For                 |
| 1K. | ELECTION OF DIRECTOR: DAVID P. KING   | Management     | For | For                 |
| 2.  | PROPOSAL TO RATIFY THE APPOINTMENT OF<br>ERNST & YOUNG LLP AS OUR INDEPENDENT<br>AUDITOR FOR THE FISCAL YEAR ENDING JUNE<br>30, 2017. | Management     | For | For                 |
| 3.  | PROPOSAL TO APPROVE THE AMENDED<br>CARDINAL HEALTH, INC. 2011 LONG-TERM<br>INCENTIVE PLAN.  | Management     | For | For                 |
| 4.  | PROPOSAL TO APPROVE, ON A NON-BINDING<br>ADVISORY BASIS, THE COMPENSATION OF OUR<br>NAMED EXECUTIVE OFFICERS.                         | Management     | For | For                 |

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## CARDIOKINETIX INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 20-Jun-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| Item | Proposal                            | Proposed by | Vote | For/Against Mgmt |
|------|-------------------------------------|-------------|------|------------------|
| 1.   | NOTE FINANCING APPROVAL             | Management  | For  | For              |
| 2.   | WAIVER OF RIGHT OF FIRST OFFER      | Management  | For  | For              |
| 3.   | WAIVER OF ANTI-DILUTION ADJUSTMENTS | Management  | For  | For              |
| 4.   | GENERAL AUTHROIZING RESOLUTIONS     | Management  | For  | For              |

## CARDIOKINETIX INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 21-Jun-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| Item | Proposal                                  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1.   | CONSENT TO ASSIGNMENT BY THE STOCKHOLDERS | Management  | For  | For              |

## CELGENE CORPORATION

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 151020104   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | CELG        | <b>Meeting Date</b> | 14-Jun-2017 |
| <b>Record Date</b>   | 20-Apr-2017 |                     |             |

| Item | Proposal                | Proposed by | Vote | For/Against Mgmt |
|------|-------------------------|-------------|------|------------------|
| 1.   | DIRECTOR                | Management  |      |                  |
| 1    | ROBERT J. HUGIN         |             | For  | For              |
| 2    | MARK J. ALLES           |             | For  | For              |
| 3    | RICHARD W BARKER D PHIL |             | For  | For              |
| 4    | MICHAEL W. BONNEY       |             | For  | For              |
| 5    | MICHAEL D. CASEY        |             | For  | For              |
| 6    | CARRIE S. COX           |             | For  | For              |
| 7    | MICHAEL A. FRIEDMAN, MD |             | For  | For              |
| 8    | JULIA A. HALLER, M.D.   |             | For  | For              |
| 9    | GILLA S. KAPLAN, PH.D.  |             | For  | For              |
| 10   | JAMES J. LOUGHLIN       |             | For  | For              |

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|    |   |             |         |     |
|----|---|-------------|---------|-----|
|    | 11 ERNEST MARIO, PH.D.  |             | For     | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.  | Management  | For     | For |
| 3. | APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE COMPANY S STOCK INCENTIVE PLAN.   | Management  | For     | For |
| 4. | APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION OF THE COMPANY S NAMED EXECUTIVE OFFICERS.   | Management  | For     | For |
| 5. | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.   | Management  | 1 Year  | For |
| 6. | STOCKHOLDER PROPOSAL TO REQUEST A BY-LAW PROVISION LIMITING MANAGEMENT S ACCESS TO VOTE TALLIES PRIOR TO THE ANNUAL MEETING WITH RESPECT TO CERTAIN EXECUTIVE PAY MATTERS, DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT. | Shareholder | Against | For |

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**CENTENE CORPORATION**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 15135B101   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | CNC         | <b>Meeting Date</b> | 25-Apr-2017 |
| <b>Record Date</b>   | 24-Feb-2017 |                     |             |

| Item | Proposal   | Proposed by | Vote   | For/Against Mgmt |
|------|--|-------------|--------|------------------|
| 1A.  | ELECTION OF DIRECTOR: MICHAEL F. NEIDORFF  | Management  | For    | For              |
| 1B.  | ELECTION OF DIRECTOR: ROBERT K. DITMORE  | Management  | For    | For              |
| 1C.  | ELECTION OF DIRECTOR: RICHARD A. GEPHARDT  | Management  | For    | For              |
| 2.   | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.   | Management  | For    | For              |
| 3.   | APPROVAL OF AMENDMENT TO THE 2012 STOCK INCENTIVE PLAN.  | Management  | For    | For              |
| 4.   | ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Management  | 1 Year | For              |
| 5.   | RATIFICATION OF APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For    | For              |

**CHARLES RIVER LABORATORIES INTL., INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 159864107   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | CRL         | <b>Meeting Date</b> | 09-May-2017 |
| <b>Record Date</b>   | 13-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote   | For/Against Mgmt |
|------|---|-------------|--------|------------------|
| 1A.  | ELECTION OF DIRECTOR: JAMES C. FOSTER   | Management  | For    | For              |
| 1B.  | ELECTION OF DIRECTOR: ROBERT J. BERTOLINI   | Management  | For    | For              |
| 1C.  | ELECTION OF DIRECTOR: STEPHEN D. CHUBB  | Management  | For    | For              |
| 1D.  | ELECTION OF DIRECTOR: DEBORAH T. KOICHEVAR  | Management  | For    | For              |
| 1E.  | ELECTION OF DIRECTOR: GEORGE E. MASSARO   | Management  | For    | For              |
| 1F.  | ELECTION OF DIRECTOR: GEORGE M. MILNE, JR.  | Management  | For    | For              |
| 1G.  | ELECTION OF DIRECTOR: C. RICHARD REESE  | Management  | For    | For              |
| 1H.  | ELECTION OF DIRECTOR: CRAIG B. THOMPSON   | Management  | For    | For              |
| 1I.  | ELECTION OF DIRECTOR: RICHARD F. WALLMAN  | Management  | For    | For              |
| 2.   | SAY ON PAY - AN ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.  | Management  | For    | For              |
| 3.   | SAY WHEN ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION. | Management  | 1 Year | For              |
| 4.   | APPROVAL OF INCENTIVE COMPENSATION PLAN.  | Management  | For    | For              |
| 5.   | RATIFICATION OF ACCOUNTANTS (PWC) (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)                      | Management  | For    | For              |



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|    |  |             |         |     |
|----|--|-------------|---------|-----|
| 6. | SHAREHOLDER PROPOSAL SUBMITTED BY PETA<br>TO PROHIBIT CONDUCTING BUSINESS WITH<br>CERTAIN DEALERS AND LABORATORIES WHO<br>VIOLATE THE ANIMAL WELFARE ACT OR ARE<br>UNDER INVESTIGATION BY U.S. DEPARTMENT OF<br>AGRICULTURE INVESTIGATIVE ENFORCEMENT<br>SERVICES. | Shareholder | Against | For |
|----|--|-------------|---------|-----|

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**COHERUS BIOSCIENCES INC**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 19249H103   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | CHRS        | <b>Meeting Date</b> | 17-May-2017 |
| <b>Record Date</b>   | 24-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1.   | DIRECTOR  | Management  |      |                  |
|      | 1 DENNIS M. LANFEAR   |             | For  | For              |
|      | 2 MATS WAHLSTROM  |             | For  | For              |
|      | 3 JAMES I. HEALY, MD, PHD   |             | For  | For              |
| 2.   | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For  | For              |
| 3.   | A NON-BINDING ADVISORY RESOLUTION TO APPROVE OUR EXECUTIVE COMPENSATION (A SAY ON PAY VOTE).  | Management  | For  | For              |

**CYTOMX THERAPEUTICS, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 23284F105   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | CTMX        | <b>Meeting Date</b> | 20-Jun-2017 |
| <b>Record Date</b>   | 28-Apr-2017 |                     |             |

| Item | Proposal   | Proposed by | Vote | For/Against Mgmt |
|------|--|-------------|------|------------------|
| 1A.  | ELECTION OF DIRECTOR: NEIL EXTER   | Management  | For  | For              |
| 1B.  | ELECTION OF DIRECTOR: FREDERICK W. GLUCK   | Management  | For  | For              |
| 1C.  | ELECTION OF DIRECTOR: MATTHEW P. YOUNG   | Management  | For  | For              |
| 2.   | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For  | For              |

**DERMIRA, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 24983L104   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | DERM        | <b>Meeting Date</b> | 13-Jun-2017 |
| <b>Record Date</b>   | 19-Apr-2017 |                     |             |

| Item | Proposal | Proposed by | Vote | For/Against Mgmt |
|------|----------|-------------|------|------------------|
|------|----------|-------------|------|------------------|

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|    |   |            |        |     |
|----|---|------------|--------|-----|
| 1. | DIRECTOR  | Management |        |     |
|    | 1 MARK D. MCDADE  |            | For    | For |
|    | 2 JAKE R. NUNN  |            | For    | For |
|    | 3 THOMAS G. WIGGANS   |            | For    | For |
| 2. | APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION PAID BY US TO OUR NAMED EXECUTIVE OFFICERS FOR THE YEAR ENDED DECEMBER 31, 2016. | Management | For    | For |
| 3. | VOTE, ON A NON-BINDING ADVISORY BASIS, ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.                                 | Management | 1 Year | For |
| 4. | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.     | Management | For    | For |

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**DEXCOM, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 252131107   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | DXCM        | <b>Meeting Date</b> | 31-May-2017 |
| <b>Record Date</b>   | 07-Apr-2017 |                     |             |

| Item | Proposal   | Proposed by | Vote   | For/Against Mgmt |
|------|--|-------------|--------|------------------|
| 1A.  | ELECTION OF DIRECTOR: RICHARD COLLINS  | Management  | For    | For              |
| 1B.  | ELECTION OF DIRECTOR: MARK FOLETTA   | Management  | For    | For              |
| 1C.  | ELECTION OF DIRECTOR: ERIC J. TOPOL  | Management  | For    | For              |
| 2.   | TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF OUR BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For    | For              |
| 3.   | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.   | Management  | For    | For              |
| 4.   | TO RECOMMEND A NON-BINDING ADVISORY RESOLUTION ON THE FREQUENCY OF STOCKHOLDER VOTES ON EXECUTIVE COMPENSATION.  | Management  | 1 Year | For              |
| 5.   | TO APPROVE OUR AMENDED AND RESTATED 2015 EQUITY INCENTIVE PLAN.  | Management  | For    | For              |
| 6.   | TO APPROVE AN AMENDMENT TO DEXCOM S RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 100 MILLION TO 200 MILLION.                           | Management  | For    | For              |

**DYNEX TECHNOLOGIES, INC.**

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 24-Mar-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1.   | MERGER AGREEMENT AND OTHER TRANSACTIONS CONTEMPLATED THEREBY            | Management  | For  | For              |
| 2.   | TERMINATION OF STOCKHOLDERS AGREEMENT AND REGISTRATION RIGHTS AGREEMENT | Management  | For  | For              |
| 3.   | APPROVAL UNDER SECTION 144 OF THE DGCL                                  | Management  | For  | For              |
| 4.   | WAIVER OF APPRAISAL RIGHTS  | Management  | For  | For              |
| 5.   | ADDITIONAL AGREEMENTS AND ACKNOWLEDGEMENTS                              | Management  | For  | For              |
| 6.   | WAIVER OF NOTICE REQUIREMENTS   | Management  | For  | For              |
| 7.   | GENERAL AUTHORIZATION   | Management  | For  | For              |

DYNEX TECHNOLOGIES, INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 24-Mar-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>   | <b>Proposed<br/>by</b> | <b>Vote</b> | <b>For/Against<br/>Mgmt</b> |
|-------------|---|------------------------|-------------|-----------------------------|
| 1.          | APPROVAL OF AMOUNTS PAYABLE TO THE EMPLOYEES PURSUANT TO THE ARRANGEMENTS (AS DESCRIBED IN THE INFORMATION STATEMENT) IN CONNECTION WITH THE PROPOSED TRANSACTION AND OTHER RELATED RESOLUTIONS | Management             | For         | For                         |

## ENDO INTERNATIONAL PLC

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | G30401106   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | ENDP        | <b>Meeting Date</b> | 08-Jun-2017 |
| <b>Record Date</b>   | 13-Apr-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote   | For/Against Mgmt |
|------|---|-------------|--------|------------------|
| 1A.  | ELECTION OF DIRECTOR: ROGER H. KIMMEL   | Management  | For    | For              |
| 1B.  | ELECTION OF DIRECTOR: PAUL V. CAMPANELLI  | Management  | For    | For              |
| 1C.  | ELECTION OF DIRECTOR: SHANE M. COOKE  | Management  | For    | For              |
| 1D.  | ELECTION OF DIRECTOR: NANCY J. HUTSON, PH.D.  | Management  | For    | For              |
| 1E.  | ELECTION OF DIRECTOR: MICHAEL HYATT   | Management  | For    | For              |
| 1F.  | ELECTION OF DIRECTOR: DOUGLAS S. INGRAM   | Management  | For    | For              |
| 1G.  | ELECTION OF DIRECTOR: WILLIAM P. MONTAGUE   | Management  | For    | For              |
| 1H.  | ELECTION OF DIRECTOR: TODD B. SISITSKY  | Management  | For    | For              |
| 1I.  | ELECTION OF DIRECTOR: JILL D. SMITH   | Management  | For    | For              |
| 2.   | TO APPROVE THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017 AND TO AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO DETERMINE THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM'S REMUNERATION. | Management  | For    | For              |
| 3.   | TO APPROVE, BY ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.   | Management  | For    | For              |
| 4.   | TO APPROVE, BY ADVISORY VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.   | Management  | 1 Year | For              |
| 5.   | TO APPROVE THE AMENDMENT OF THE COMPANY'S MEMORANDUM OF ASSOCIATION.  | Management  | For    | For              |
| 6.   | TO APPROVE THE AMENDMENT OF THE COMPANY'S ARTICLES OF ASSOCIATION.  | Management  | For    | For              |
| 7.   | TO APPROVE THE AMENDMENT OF THE COMPANY'S AMENDED AND RESTATED 2015 STOCK INCENTIVE PLAN.   | Management  | For    | For              |

## EPIZYME, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 29428V104   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | EPZM        | <b>Meeting Date</b> | 22-Jun-2017 |
| <b>Record Date</b>   | 24-Apr-2017 |                     |             |

| Item | Proposal                | Proposed by | Vote | For/Against Mgmt |
|------|-------------------------|-------------|------|------------------|
| 1.   | DIRECTOR                | Management  |      |                  |
| 1    | ANDREW R ALLEN, MD, PHD |             | For  | For              |

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|    |   |            |     |     |
|----|---|------------|-----|-----|
| 2  | KENNETH BATE  |            | For | For |
| 3  | ROBERT BAZEMORE   |            | For | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF<br>ERNST & YOUNG LLP AS EPIZYME S<br>INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE FISCAL YEAR<br>ENDING DECEMBER 31, 2017. | Management | For | For |

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**EUTHYMICS BIOSCIENCE, INC.**

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 22-May-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|------------------|--------------------|-------------|-------------------------|
| 1.          | BRIDGE FINANCING | Management         | For         | For                     |

**EXELIXIS, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 30161Q104   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | EXEL        | <b>Meeting Date</b> | 24-May-2017 |
| <b>Record Date</b>   | 31-Mar-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>   | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|---|--------------------|-------------|-------------------------|
| 1A.         | ELECTION OF DIRECTOR: MICHAEL M. MORRISSEY, PH.D.   | Management         | For         | For                     |
| 1B.         | ELECTION OF DIRECTOR: STELIOS PAPADOPOULOS, PH.D.   | Management         | For         | For                     |
| 1C.         | ELECTION OF DIRECTOR: GEORGE A. SCANGOS, PH.D.  | Management         | For         | For                     |
| 1D.         | ELECTION OF DIRECTOR: LANCE WILLSEY, M.D.   | Management         | For         | For                     |
| 2.          | TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS EXELIXIS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 29, 2017. | Management         | For         | For                     |
| 3.          | TO APPROVE THE EXELIXIS, INC. 2017 EQUITY INCENTIVE PLAN.   | Management         | For         | For                     |
| 4.          | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF EXELIXIS NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE PROXY STATEMENT.   | Management         | For         | For                     |
| 5.          | TO INDICATE, ON AN ADVISORY BASIS, THE PREFERRED FREQUENCY OF STOCKHOLDER VOTES ON THE COMPENSATION OF EXELIXIS NAMED EXECUTIVE OFFICERS.   | Management         | 1 Year      | For                     |

**FLEX PHARMA INC**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 33938A105   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | FLKS        | <b>Meeting Date</b> | 01-Jun-2017 |
| <b>Record Date</b>   | 07-Apr-2017 |                     |             |



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| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1.   | DIRECTOR  | Management  |      |                  |
|      | 1 ROBERT PEREZ  |             | For  | For              |
|      | 2 STUART RANDLE   |             | For  | For              |
| 2.   | TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For  | For              |

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## FOAMIX PHARMACEUTICALS LTD

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | M46135105   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | FOMX        | <b>Meeting Date</b> | 13-Jul-2017 |
| <b>Record Date</b>   | 15-Jun-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote    | For/Against Mgmt |
|------|---|-------------|---------|------------------|
| 1.   | APPOINT KESSELMAN & KESSELMAN (PWC ISRAEL) AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2017, AND AUTHORIZE THE BOARD TO DETERMINE THE COMPENSATION OF THE AUDITORS. | Management  | For     | For              |
| 2.   | RATIFY THE ELECTION OF DR. DALIA MEGIDDO AS A DIRECTOR OF THE COMPANY.  | Management  | For     | For              |
| 3.   | APPROVE THE TERMS OF COMPENSATION OF DR. STANLEY HIRSCH, OUR CHAIRMAN OF THE BOARD OF DIRECTORS, FOR THE YEAR 2016 AND ONWARD.  | Management  | For     | For              |
| 4.   | APPROVE THE AWARD OF ADDITIONAL OPTIONS AND RESTRICTED SHARE UNITS TO THE COMPANY'S NON- EXECUTIVE DIRECTORS.   | Management  | For     | For              |
| 5.   | APPROVE AN INCREASE OF THE AUTHORIZED SHARE CAPITAL OF THE COMPANY BY AN ADDITIONAL NIS 6,400,000 DIVIDED INTO 40,000,000 ORDINARY SHARES WITH A NOMINAL VALUE OF NIS 0.16 PER SHARE.     | Management  | Abstain | Against          |

## GALAPAGOS N V

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 36315X101   | <b>Meeting Type</b> | Special     |
| <b>Ticker Symbol</b> | GLPG        | <b>Meeting Date</b> | 26-Jul-2016 |
| <b>Record Date</b>   | 08-Jul-2016 |                     |             |

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| S1.  | TO APPOINT MS. MARY KERR AS AN INDEPENDENT DIRECTOR OF THE COMPANY.   | Management  | For  | For              |
| E2.  | AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL WITHIN THE FRAMEWORK OF THE AUTHORIZED CAPITAL BY UP TO 40% OF THE SHARE CAPITAL. | Management  | For  | For              |

## GALAPAGOS N V

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 36315X101   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | GLPG        | <b>Meeting Date</b> | 25-Apr-2017 |
| <b>Record Date</b>   | 20-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| O2   | COMMUNICATION AND APPROVAL OF THE NON-CONSOLIDATED ANNUAL ACCOUNTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31 DECEMBER 2016 AND APPROVAL OF THE ALLOCATION OF THE ANNUAL RESULT AS PROPOSED BY THE BOARD OF DIRECTORS. | Management  | For  | For              |
| O5   | COMMUNICATION AND APPROVAL OF THE REMUNERATION REPORT.  | Management  | For  | For              |
| O6   | RELEASE FROM LIABILITY TO BE GRANTED TO THE DIRECTORS AND THE STATUTORY AUDITOR FOR THE PERFORMANCE OF THEIR DUTIES IN THE COURSE OF THE FINANCIAL YEAR ENDED 31 DECEMBER 2016.   | Management  | For  | For              |
| O7   | RATIFICATION OF THE STATUTORY AUDITOR S REMUNERATION FOR THE FINANCIAL YEAR ENDED ON 31 DECEMBER 2016.  | Management  | For  | For              |
| O8   | RE-APPOINTMENT OF STATUTORY AUDITOR AND DETERMINATION OF STATUTORY AUDITOR S REMUNERATION.  | Management  | For  | For              |
| O9A  | RE-APPOINTMENT OF MR. ONNO VAN DE STOLPE AS DIRECTOR OF THE COMPANY.  | Management  | For  | For              |
| O9B  | RE-APPOINTMENT OF DR. RAJ PAREKH AS DIRECTOR OF THE COMPANY.  | Management  | For  | For              |
| O9C  | RE-APPOINTMENT OF MS. KATRINE BOSLEY AS INDEPENDENT DIRECTOR OF THE COMPANY.  | Management  | For  | For              |
| O10  | REMUNERATION OF DIRECTORS.  | Management  | For  | For              |
| O11  | OFFER OF WARRANTS.  | Management  | For  | For              |
| O12  | APPLICATION OF ARTICLE 556 OF THE BELGIAN COMPANIES CODE.   | Management  | For  | For              |
| E2   | AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL WITHIN THE FRAMEWORK OF THE AUTHORIZED CAPITAL BY UP TO 20% OF THE SHARE CAPITAL.   | Management  | For  | For              |
| E3   | AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL WITHIN THE FRAMEWORK OF THE AUTHORIZED CAPITAL BY UP TO 33% OF THE SHARE CAPITAL, IN SPECIFIC CIRCUMSTANCES.  | Management  | For  | For              |

## GENOMEDX BIOSCIENCES INC.

|                      |     |                     |             |
|----------------------|-----|---------------------|-------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Special     |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 24-Jan-2017 |

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**Record Date** N/A

| <b>Item</b> | <b>Proposal</b>                                    | <b>Proposed<br/>by</b> | <b>Vote</b> | <b>For/Against<br/>Mgmt</b> |
|-------------|--|------------------------|-------------|-----------------------------|
| 1.          | AUTHORIZED SHARE STRUCTURE AMENDMENT<br>RESOLUTION | Management             | For         | For                         |
| 2.          | SPECIAL RIGHTS AND RESTRICTIONS<br>RESOLUTION      | Management             | For         | For                         |
| 3.          | CLASS C PREFERRED SHARE ISSUANCE<br>RESOLUTION     | Management             | For         | For                         |

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## GENOMEDX BIOSCIENCES INC.

|                      |     |                     |             |
|----------------------|-----|---------------------|-------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Special     |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 30-Jun-2017 |
| <b>Record Date</b>   | N/A |                     |             |

| Item | Proposal                        | Proposed by | Vote | For/Against Mgmt |
|------|---------------------------------|-------------|------|------------------|
| 1.   | AUDITOR RESOLUTION              | Management  | For  | For              |
| 2.   | ELECTION OF DIRECTORS           | Management  | For  | For              |
| 3.   | AMENDMENTS TO STOCK OPTION PLAN | Management  | For  | For              |

## GILEAD SCIENCES, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 375558103   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | GILD        | <b>Meeting Date</b> | 10-May-2017 |
| <b>Record Date</b>   | 16-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote    | For/Against Mgmt |
|------|---|-------------|---------|------------------|
| 1A.  | ELECTION OF DIRECTOR: JOHN F. COGAN, PH.D.  | Management  | For     | For              |
| 1B.  | ELECTION OF DIRECTOR: KELLY A. KRAMER   | Management  | For     | For              |
| 1C.  | ELECTION OF DIRECTOR: KEVIN E. LOFTON   | Management  | For     | For              |
| 1D.  | ELECTION OF DIRECTOR: JOHN C. MARTIN, PH.D.   | Management  | For     | For              |
| 1E.  | ELECTION OF DIRECTOR: JOHN F. MILLIGAN, PH.D.   | Management  | For     | For              |
| 1F.  | ELECTION OF DIRECTOR: NICHOLAS G. MOORE   | Management  | For     | For              |
| 1G.  | ELECTION OF DIRECTOR: RICHARD J. WHITLEY, M.D.  | Management  | For     | For              |
| 1H.  | ELECTION OF DIRECTOR: GAYLE E. WILSON   | Management  | For     | For              |
| 1I.  | ELECTION OF DIRECTOR: PER WOLD-OLSEN  | Management  | For     | For              |
| 2.   | RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.   | Management  | For     | For              |
| 3.   | RESTATEMENT OF THE GILEAD SCIENCES, INC. 2004 EQUITY INCENTIVE PLAN.  | Management  | For     | For              |
| 4.   | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Management  | For     | For              |
| 5.   | ADVISORY VOTE AS TO THE FREQUENCY OF FUTURE ADVISORY SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION.                                     | Management  | 1 Year  | For              |
| 6.   | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT.                            | Shareholder | Against | For              |
| 7.   | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR. | Shareholder | Against | For              |



**IDEXX LABORATORIES, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 45168D104   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | IDXX        | <b>Meeting Date</b> | 03-May-2017 |
| <b>Record Date</b>   | 10-Mar-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|--|--------------------|-------------|-------------------------|
| 1A.         | ELECTION OF DIRECTOR: REBECCA M. HENDERSON, PHD  | Management         | For         | For                     |
| 1B.         | ELECTION OF DIRECTOR: LAWRENCE D. KINGSLEY   | Management         | For         | For                     |
| 1C.         | ELECTION OF DIRECTOR: SOPHIE V. VANDEBROEK, PHD  | Management         | For         | For                     |
| 2.          | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR (PROPOSAL TWO). | Management         | For         | For                     |
| 3.          | ADVISORY VOTE ON EXECUTIVE COMPENSATION. TO APPROVE A NONBINDING ADVISORY RESOLUTION ON THE COMPANY S EXECUTIVE COMPENSATION (PROPOSAL THREE).   | Management         | For         | For                     |
| 4.          | ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION. TO RECOMMEND, BY NONBINDING ADVISORY VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPANY S EXECUTIVE COMPENSATION (PROPOSAL FOUR).                         | Management         | 1 Year      | For                     |

**ILLUMINA, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 452327109   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | ILMN        | <b>Meeting Date</b> | 30-May-2017 |
| <b>Record Date</b>   | 07-Apr-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>   | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|---|--------------------|-------------|-------------------------|
| 1A.         | ELECTION OF DIRECTOR: CAROLINE D. DORSA   | Management         | For         | For                     |
| 1B.         | ELECTION OF DIRECTOR: ROBERT S. EPSTEIN, M.D.   | Management         | For         | For                     |
| 1C.         | ELECTION OF DIRECTOR: PHILIP W. SCHILLER  | Management         | For         | For                     |
| 2.          | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management         | For         | For                     |
| 3.          |   | Management         | For         | For                     |

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|    |  |            |        |     |
|----|--|------------|--------|-----|
|    | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.                              |            |        |     |
| 4. | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.  | Management | 1 Year | For |
| 5. | TO APPROVE AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION TO REMOVE CERTAIN SUPERMAJORITY VOTING REQUIREMENTS AS DISCLOSED IN THE PROXY STATEMENT. | Management | For    | For |

**ILLUMINOSS MEDICAL, INC.**

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 28-Mar-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| Item | Proposal                   | Proposed by | Vote | For/Against Mgmt |
|------|----------------------------|-------------|------|------------------|
| 1.   | CONVERTIBLE NOTE FINANCING | Management  | For  | For              |
| 2.   | ANTI-DILUTION              | Management  | For  | For              |
| 3.   | GENERAL RESOLUTIONS        | Management  | For  | For              |



## IMPAX LABORATORIES, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 45256B101   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | IPXL        | <b>Meeting Date</b> | 16-May-2017 |
| <b>Record Date</b>   | 27-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote   | For/Against Mgmt |
|------|---|-------------|--------|------------------|
| 1A.  | ELECTION OF DIRECTOR: LESLIE Z. BENET, PH.D.  | Management  | For    | For              |
| 1B.  | ELECTION OF DIRECTOR: RICHARD A. BIERLY   | Management  | For    | For              |
| 1C.  | ELECTION OF DIRECTOR: PAUL M. BISARO  | Management  | For    | For              |
| 1D.  | ELECTION OF DIRECTOR: J. KEVIN BUCHI  | Management  | For    | For              |
| 1E.  | ELECTION OF DIRECTOR: ROBERT L. BURR  | Management  | For    | For              |
| 1F.  | ELECTION OF DIRECTOR: ALLEN CHAO, PH.D.   | Management  | For    | For              |
| 1G.  | ELECTION OF DIRECTOR: MARY K. PENDERGAST, J.D.  | Management  | For    | For              |
| 1H.  | ELECTION OF DIRECTOR: PETER R. TERRERI  | Management  | For    | For              |
| 1I.  | ELECTION OF DIRECTOR: JANET S. VERGIS   | Management  | For    | For              |
| 2.   | TO APPROVE THE A&R OF OUR NON-QUALIFIED ESPP ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)                | Management  | For    | For              |
| 3.   | TO APPROVE THE FOURTH A&R OF OUR 2002 EQUITY INCENTIVE PLAN ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Management  | For    | For              |
| 4.   | TO APPROVE, BY NON-BINDING VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.  | Management  | For    | For              |
| 5.   | TO APPROVE, BY NON-BINDING VOTE, THE FREQUENCY OF NAMED EXECUTIVE OFFICER COMPENSATION VOTES.                               | Management  | 1 Year | For              |
| 6.   | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)    | Management  | For    | For              |

## INCYTE CORPORATION

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 45337C102   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | INCY        | <b>Meeting Date</b> | 26-May-2017 |
| <b>Record Date</b>   | 07-Apr-2017 |                     |             |

| Item | Proposal                | Proposed by | Vote | For/Against Mgmt |
|------|-------------------------|-------------|------|------------------|
| 1.   | DIRECTOR                | Management  |      |                  |
|      | 1 JULIAN C. BAKER       |             | For  | For              |
|      | 2 JEAN-JACQUES BIENAIME |             | For  | For              |
|      | 3 PAUL A. BROOKE        |             | For  | For              |
|      | 4 PAUL J. CLANCY        |             | For  | For              |
|      | 5 WENDY L. DIXON        |             | For  | For              |
|      | 6 PAUL A. FRIEDMAN      |             | For  | For              |

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|    |   |   |            |        |     |
|----|---|---|------------|--------|-----|
|    | 7 | HERVE HOPPENOT  |            | For    | For |
| 2. |   | TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION OF THE COMPANY S NAMED EXECUTIVE OFFICERS.   | Management | For    | For |
| 3. |   | TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE FREQUENCY OF FUTURE NON-BINDING ADVISORY STOCKHOLDER VOTES ON THE COMPENSATION OF THE COMPANY S NAMED EXECUTIVE OFFICERS. | Management | 1 Year | For |
| 4. |   | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.   | Management | For    | For |

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## INNOVIVA INC

|                      |             |                     |                  |
|----------------------|-------------|---------------------|------------------|
| <b>Security</b>      | 45781M101   | <b>Meeting Type</b> | Contested-Annual |
| <b>Ticker Symbol</b> | INVA        | <b>Meeting Date</b> | 20-Apr-2017      |
| <b>Record Date</b>   | 24-Feb-2017 |                     |                  |

| Item | Proposal   | Proposed by | Vote   | For/Against Mgmt |
|------|--|-------------|--------|------------------|
| 1.   | DIRECTOR   | Management  |        |                  |
|      | 1 MICHAEL W. AGUIAR  |             | For    | For              |
|      | 2 BARBARA DUNCAN   |             | For    | For              |
|      | 3 CATHERINE J. FRIEDMAN  |             | For    | For              |
|      | 4 PATRICK G. LEPORE  |             | For    | For              |
|      | 5 PAUL A. PEPE   |             | For    | For              |
|      | 6 JAMES L. TYREE   |             | For    | For              |
|      | 7 WILLIAM H. WALTRIP   |             | For    | For              |
| 2.   | APPROVE AN ADVISORY NON-BINDING RESOLUTION REGARDING EXECUTIVE COMPENSATION.   | Management  | For    | For              |
| 3.   | APPROVE AN ADVISORY NON-BINDING RESOLUTION ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Management  | 1 Year | For              |
| 4.   | RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS FOR ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For    | For              |
| 5.   | VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE ANNUAL MEETING, TO REPEAL CERTAIN PROVISIONS OF THE COMPANY S BYLAWS.   | Shareholder | For    | Against          |

## ISHARES TRUST

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 464287556   | <b>Meeting Type</b> | Special     |
| <b>Ticker Symbol</b> | IBB         | <b>Meeting Date</b> | 19-Jun-2017 |
| <b>Record Date</b>   | 02-May-2017 |                     |             |

| Item | Proposal             | Proposed by | Vote | For/Against Mgmt |
|------|----------------------|-------------|------|------------------|
| 1.   | DIRECTOR             | Management  |      |                  |
|      | 1 JANE D. CARLIN     |             | For  | For              |
|      | 2 RICHARD L. FAGNANI |             | For  | For              |
|      | 3 DREW E. LAWTON     |             | For  | For              |
|      | 4 MADHAV V. RAJAN    |             | For  | For              |
|      | 5 MARK WIEDMAN       |             | For  | For              |



## JAZZ PHARMACEUTICALS PLC

|   |                                  |                                  |                       |
|---|----------------------------------|----------------------------------|-----------------------|
| <b>Security Ticker Symbol Record Date</b> | G50871105<br>JAZZ<br>07-Jun-2016 | <b>Meeting Type Meeting Date</b> | Annual<br>04-Aug-2016 |
|---|----------------------------------|----------------------------------|-----------------------|

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1A.  | ELECTION OF DIRECTOR: PAUL L. BERNS   | Management  | For  | For              |
| 1B.  | ELECTION OF DIRECTOR: PATRICK G. ENRIGHT  | Management  | For  | For              |
| 1C.  | ELECTION OF DIRECTOR: SEAMUS MULLIGAN   | Management  | For  | For              |
| 1D.  | ELECTION OF DIRECTOR: NORBERT G. RIEDEL, PH.D.  | Management  | For  | For              |
| 2.   | TO RATIFY, ON A NON-BINDING ADVISORY BASIS, THE APPOINTMENT OF KPMG, DUBLIN AS THE INDEPENDENT AUDITORS OF JAZZ PHARMACEUTICALS PLC FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO DETERMINE THE AUDITORS REMUNERATION. | Management  | For  | For              |
| 3.   | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF JAZZ PHARMACEUTICALS PLC S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.   | Management  | For  | For              |
| 4A.  | TO APPROVE AMENDMENTS TO JAZZ PHARMACEUTICALS PLC S MEMORANDUM OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE ADJUSTMENTS TO ADDRESS THE ENACTMENT OF THE IRISH COMPANIES ACT 2014 AND A MINOR HOUSEKEEPING MATTER.  | Management  | For  | For              |
| 4B.  | TO APPROVE AMENDMENTS TO JAZZ PHARMACEUTICALS PLC S ARTICLES OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE ADJUSTMENTS TO ADDRESS THE ENACTMENT OF THE IRISH COMPANIES ACT 2014 AND CERTAIN MINOR HOUSEKEEPING MATTERS.   | Management  | For  | For              |
| 5.   | TO AUTHORIZE JAZZ PHARMACEUTICALS PLC AND/OR ANY SUBSIDIARY OF JAZZ PHARMACEUTICALS PLC TO MAKE OPEN MARKET PURCHASES OF JAZZ PHARMACEUTICALS PLC S ORDINARY SHARES.  | Management  | For  | For              |
| 6.   | TO RENEW THE BOARD OF DIRECTORS EXISTING AUTHORITY UNDER IRISH LAW TO ALLOT AND ISSUE ORDINARY SHARES.  | Management  | For  | For              |
| 7.   | TO RENEW THE BOARD OF DIRECTORS EXISTING AUTHORITY UNDER IRISH LAW TO ALLOT AND ISSUE ORDINARY SHARES FOR CASH WITHOUT FIRST OFFERING THOSE ORDINARY SHARES TO EXISTING SHAREHOLDERS PURSUANT TO THE STATUTORY PRE-EMPTION RIGHT THAT WOULD OTHERWISE APPLY.  | Management  | For  | For              |

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|     |  |            |     |     |
|-----|--|------------|-----|-----|
| 8.  | TO APPROVE ANY MOTION TO ADJOURN THE ANNUAL MEETING, OR ANY ADJOURNMENTS THEREOF, TO ANOTHER TIME AND PLACE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE ANNUAL MEETING TO APPROVE ANY OR ALL OF PROPOSALS 4A, 4B AND/OR 7.  | Management | For | For |
| 9.  | TO APPROVE AN AMENDMENT AND RESTATEMENT OF JAZZ PHARMACEUTICALS PLC S 2011 EQUITY INCENTIVE PLAN IN ORDER TO RENEW JAZZ PHARMACEUTICALS PLC S ABILITY TO GRANT AWARDS THEREUNDER THAT MAY QUALIFY AS PERFORMANCE-BASED COMPENSATION UNDER SECTION 162(M) OF THE U.S. INTERNAL REVENUE CODE.  | Management | For | For |
| 10. | TO APPROVE AN AMENDMENT AND RESTATEMENT OF JAZZ PHARMACEUTICALS PLC S AMENDED AND RESTATED 2007 NON-EMPLOYEE DIRECTORS STOCK OPTION PLAN IN ORDER TO (I) EXPAND THE TYPES OF STOCK AWARDS THAT MAY BE GRANTED THEREUNDER TO JAZZ PHARMACEUTICALS PLC S NON-EMPLOYEE DIRECTORS AND (II) ELIMINATE THE FINAL AUTOMATIC ANNUAL INCREASE TO THE SHARE RESERVE THAT IS OTHERWISE SCHEDULED TO OCCUR IN 2017 PURSUANT TO THE EVERGREEN PROVISION INCLUDED THEREIN. | Management | For | For |

## JAZZ PHARMACEUTICALS PLC

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | G50871105   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | JAZZ        | <b>Meeting Date</b> | 03-Aug-2017 |
| <b>Record Date</b>   | 07-Jun-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1A.  | ELECTION OF DIRECTOR: BRUCE C. COZADD   | Management  | For  | For              |
| 1B.  | ELECTION OF DIRECTOR: HEATHER ANN MCSHARRY  | Management  | For  | For              |
| 1C.  | ELECTION OF DIRECTOR: RICK E WINNINGHAM   | Management  | For  | For              |
| 2.   | TO RATIFY, ON A NON-BINDING ADVISORY BASIS, THE APPOINTMENT OF KPMG, DUBLIN AS THE INDEPENDENT AUDITORS OF JAZZ PHARMACEUTICALS PLC FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO DETERMINE THE AUDITORS REMUNERATION. | Management  | For  | For              |
| 3.   | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF JAZZ PHARMACEUTICALS PLC S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.   | Management  | For  | For              |
| 4.   | TO AUTHORIZE JAZZ PHARMACEUTICALS PLC AND/OR ANY SUBSIDIARY OF JAZZ PHARMACEUTICALS PLC TO MAKE OPEN MARKET PURCHASES OF JAZZ PHARMACEUTICALS PLC S ORDINARY SHARES.  | Management  | For  | For              |

## MCKESSON CORPORATION

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 58155Q103   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | MCK         | <b>Meeting Date</b> | 27-Jul-2016 |
| <b>Record Date</b>   | 31-May-2016 |                     |             |

| Item | Proposal                                     | Proposed by | Vote | For/Against Mgmt |
|------|--|-------------|------|------------------|
| 1A.  | ELECTION OF DIRECTOR: ANDY D. BRYANT         | Management  | For  | For              |
| 1B.  | ELECTION OF DIRECTOR: WAYNE A. BUDD          | Management  | For  | For              |
| 1C.  | ELECTION OF DIRECTOR: N. ANTHONY COLES, M.D. | Management  | For  | For              |
| 1D.  | ELECTION OF DIRECTOR: JOHN H. HAMMERGREN     | Management  | For  | For              |
| 1E.  | ELECTION OF DIRECTOR: M. CHRISTINE JACOBS    | Management  | For  | For              |
| 1F.  | ELECTION OF DIRECTOR: DONALD R. KNAUSS       | Management  | For  | For              |
| 1G.  | ELECTION OF DIRECTOR: MARIE L. KNOWLES       | Management  | For  | For              |
| 1H.  | ELECTION OF DIRECTOR: EDWARD A. MUELLER      | Management  | For  | For              |
| 1I.  | ELECTION OF DIRECTOR: SUSAN R. SALKA         | Management  | For  | For              |

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|    |  |             |         |     |
|----|--|-------------|---------|-----|
| 2. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2017. | Management  | For     | For |
| 3. | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Management  | For     | For |
| 4. | SHAREHOLDER PROPOSAL ON ACCELERATED VESTING OF EQUITY AWARDS.  | Shareholder | Against | For |
| 5. | SHAREHOLDER PROPOSAL ON DISCLOSURE OF POLITICAL CONTRIBUTIONS AND EXPENDITURES.  | Shareholder | Against | For |

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## MEDIVATION, INC.

|                      |             |                     |                   |
|----------------------|-------------|---------------------|-------------------|
| <b>Security</b>      | 58501N101   | <b>Meeting Type</b> | Contested-Consent |
| <b>Ticker Symbol</b> | MDVN        | <b>Meeting Date</b> | 06-Jul-2016       |
| <b>Record Date</b>   | 01-Jun-2016 |                     |                   |

| Item | Proposal   | Proposed by | Vote | For/Against Mgmt |
|------|--|-------------|------|------------------|
| 01   | THAT ANY CHANGES TO THE AMENDED AND RESTATED BYLAWS OF THE COMPANY FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON FEBRUARY 13, 2015 (THE MEDIVATION BYLAWS ) BE REPEALED; A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT  | Management  | For  | For              |
| 02   | THAT SECTION 17(A) OF ARTICLE IV OF THE MEDIVATION BYLAWS BE AMENDED TO EXPRESSLY PROVIDE THAT ANY VACANCIES ON THE BOARD OF DIRECTORS OF MEDIVATION (THE BOARD ) MAY BE FILLED BY THE STOCKHOLDERS OF THE COMPANY AND THOSE VACANCIES ON THE BOARD RESULTING FROM A REMOVAL OF DIRECTORS BY THE STOCKHOLDERS SHALL BE FILLED EXCLUSIVELY BY THE STOCKHOLDERS. A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT | Management  | For  | For              |
| 3A   | REMOVAL OF DIRECTOR: KIM D. BLICKENSTAFF A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT   | Management  | For  | For              |
| 3B   | REMOVAL OF DIRECTOR: KATHRYN E. FALBERG A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT  | Management  | For  | For              |
| 3C   | REMOVAL OF DIRECTOR: DAVID T. HUNG A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT   | Management  | For  | For              |
| 3D   | REMOVAL OF DIRECTOR: MICHAEL L. KING A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT   | Management  | For  | For              |
| 3E   | REMOVAL OF DIRECTOR: C. PATRICK MACHADO A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT  | Management  | For  | For              |
| 3F   | REMOVAL OF DIRECTOR: DAWN SVORONOS A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT   | Management  | For  | For              |
| 3G   | REMOVAL OF DIRECTOR: W. ANTHONY VERNON A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT   | Management  | For  | For              |
| 3H   | REMOVAL OF DIRECTOR: WENDY L. YARNO A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT  | Management  | For  | For              |
| 4A   | ELECTION OF DIRECTOR: MICHAEL E. CAMPBELL A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT  | Management  | For  | For              |
| 4B   | ELECTION OF DIRECTOR: BARBARA DEPTULA A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT  | Management  | For  | For              |

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|    |   |            |     |     |
|----|---|------------|-----|-----|
| 4C | ELECTION OF DIRECTOR: WENDY E. LANE A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT     | Management | For | For |
| 4D | ELECTION OF DIRECTOR: RONALD S. ROLFE A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT   | Management | For | For |
| 4E | ELECTION OF DIRECTOR: STEVEN J. SHULMAN A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT | Management | For | For |
| 4F | ELECTION OF DIRECTOR: CHARLES P. SLACIK A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT | Management | For | For |
| 4G | ELECTION OF DIRECTOR: JAMES L. TYREE A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT    | Management | For | For |
| 4H | ELECTION OF DIRECTOR: DAVID A. WILSON A FOR OR ABSTAIN VOTE IS A VOTE TO REVOKE CONSENT   | Management | For | For |

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## MERCK &amp; CO., INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 58933Y105   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | MRK         | <b>Meeting Date</b> | 23-May-2017 |
| <b>Record Date</b>   | 27-Mar-2017 |                     |             |

| Item | Proposal   | Proposed<br>by | Vote    | For/Against<br>Mgmt |
|------|--|----------------|---------|---------------------|
| 1A.  | ELECTION OF DIRECTOR: LESLIE A. BRUN   | Management     | For     | For                 |
| 1B.  | ELECTION OF DIRECTOR: THOMAS R. CECH   | Management     | For     | For                 |
| 1C.  | ELECTION OF DIRECTOR: PAMELA J. CRAIG  | Management     | For     | For                 |
| 1D.  | ELECTION OF DIRECTOR: KENNETH C. FRAZIER   | Management     | For     | For                 |
| 1E.  | ELECTION OF DIRECTOR: THOMAS H. GLOCER   | Management     | For     | For                 |
| 1F.  | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS  | Management     | For     | For                 |
| 1G.  | ELECTION OF DIRECTOR: JOHN H. NOSEWORTHY   | Management     | For     | For                 |
| 1H.  | ELECTION OF DIRECTOR: CARLOS E. REPRESAS   | Management     | For     | For                 |
| 1I.  | ELECTION OF DIRECTOR: PAUL B. ROTHMAN  | Management     | For     | For                 |
| 1J.  | ELECTION OF DIRECTOR: PATRICIA F. RUSSO  | Management     | For     | For                 |
| 1K.  | ELECTION OF DIRECTOR: CRAIG B. THOMPSON  | Management     | For     | For                 |
| 1L.  | ELECTION OF DIRECTOR: WENDELL P. WEEKS   | Management     | For     | For                 |
| 1M.  | ELECTION OF DIRECTOR: PETER C. WENDELL   | Management     | For     | For                 |
| 2.   | NON-BINDING ADVISORY VOTE TO APPROVE THE<br>COMPENSATION OF OUR NAMED EXECUTIVE<br>OFFICERS.                                     | Management     | For     | For                 |
| 3.   | NON-BINDING ADVISORY VOTE ON THE<br>FREQUENCY OF FUTURE VOTES TO APPROVE THE<br>COMPENSATION OF OUR NAMED EXECUTIVE<br>OFFICERS. | Management     | 1 Year  | For                 |
| 4.   | RATIFICATION OF THE APPOINTMENT OF THE<br>COMPANY S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2017.                   | Management     | For     | For                 |
| 5.   | SHAREHOLDER PROPOSAL REQUESTING AN<br>INDEPENDENT BOARD CHAIRMAN.  | Shareholder    | Against | For                 |
| 6.   | SHAREHOLDER PROPOSAL REQUESTING<br>IMPLEMENTATION OF A SET OF EMPLOYEE<br>PRACTICES IN ISRAEL/PALESTINE.                         | Shareholder    | Against | For                 |
| 7.   | SHAREHOLDER PROPOSAL REQUESTING A<br>REPORT ON CONDUCTING BUSINESS IN<br>CONFLICT-AFFECTED AREAS.                                | Shareholder    | Against | For                 |
| 8.   | SHAREHOLDER PROPOSAL REQUESTING A<br>REPORT ON BOARD OVERSIGHT OF PRODUCT<br>SAFETY AND QUALITY.                                 | Shareholder    | Against | For                 |

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MERUS N.V.

|   |                                  |                                  |                       |
|---|----------------------------------|----------------------------------|-----------------------|
| <b>Security Ticker Symbol Record Date</b> | N5749R100<br>MRUS<br>26-Apr-2017 | <b>Meeting Type Meeting Date</b> | Annual<br>24-May-2017 |
|---|----------------------------------|----------------------------------|-----------------------|

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1.   | ADOPTION OF THE ANNUAL ACCOUNTS OVER THE FINANCIAL YEAR 2016  | Management  | For  | For              |
| 2.   | APPOINTMENT OF THE EXTERNAL AUDITOR FOR THE FINANCIAL YEAR 2017   | Management  | For  | For              |
| 3.   | RELEASE OF THE MANAGEMENT DIRECTORS FROM LIABILITY FOR THE EXERCISE OF THEIR DUTIES DURING THE FINANCIAL YEAR 2016  | Management  | For  | For              |
| 4.   | RELEASE OF THE SUPERVISORY DIRECTORS FROM LIABILITY FOR THE EXERCISE OF THEIR DUTIES DURING THE FINANCIAL YEAR 2016   | Management  | For  | For              |
| 5.   | (I) AMENDMENT OF THE COMPANY S ARTICLES OF ASSOCIATION, (II) AUTHORIZATION TO IMPLEMENT SUCH AMENDMENT AND (III) DESIGNATION OF MANAGING AND SUPERVISORY DIRECTORS AS EXECUTIVE AND NON-EXECUTIVE DIRECTORS | Management  | For  | For              |
| 6.   | REAPPOINTMENT OF DR. W. BERTHOLD, PH.D. AND DESIGNATION AS NON-EXECUTIVE DIRECTOR   | Management  | For  | For              |
| 7.   | REAPPOINTMENT OF DR. J.P. DE KONING, PH.D. AND DESIGNATION AS NON-EXECUTIVE DIRECTOR  | Management  | For  | For              |
| 8.   | AMENDMENT OF THE COMPANY S COMPENSATION POLICY  | Management  | For  | For              |
| 9.   | AMENDMENT OF THE COMPANY S SUPERVISORY BOARD MEMBER COMPENSATION PROGRAM  | Management  | For  | For              |
| 10.  | APPROVAL OF THE INCREASE OF THE GRANT DATE FAIR VALUE OF EQUITY AWARDS UNDER THE COMPANY S SUPERVISORY BOARD MEMBER COMPENSATION PROGRAM  | Management  | For  | For              |
| 11.  | GRANTING OF EQUITY COMPENSATION TO MR. M.T. IWICKI  | Management  | For  | For              |
| 12.  | GRANTING OF EQUITY COMPENSATION TO DR. W. BERTHOLD, PH.D.   | Management  | For  | For              |
| 13.  | GRANTING OF EQUITY COMPENSATION TO MR. L.M.S. CARNOT  | Management  | For  | For              |
| 14.  | GRANTING OF EQUITY COMPENSATION TO DR. J.P. DE KONING, PH.D.  | Management  | For  | For              |
| 15.  | GRANTING OF EQUITY COMPENSATION TO DR. A. MEHRA, M.D.   | Management  | For  | For              |
| 16.  | GRANTING OF EQUITY COMPENSATION TO MR. G.D. PERRY   | Management  | For  | For              |
| 17.  | APPROVAL OF AMENDMENT TO AWARDS GRANTED UNDER THE COMPANY S 2010 EMPLOYEE OPTION PLAN   | Management  | For  | For              |
| 18.  | GRANTING AUTHORIZATION OF THE MANAGEMENT BOARD TO ISSUE SHARES AND TO   | Management  | For  | For              |

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| GRANT RIGHTS TO SUBSCRIBE FOR SHARES |   |            |     |     |
|--------------------------------------|---|------------|-----|-----|
| 19.                                  | GRANTING AUTHORIZATION OF THE MANAGEMENT BOARD TO LIMIT OR EXCLUDE PRE-EMPTION RIGHTS     | Management | For | For |
| 20.                                  | GRANTING AUTHORIZATION OF THE MANAGEMENT BOARD TO ACQUIRE SHARES IN THE COMPANY S CAPITAL | Management | For | For |

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**MOLINA HEALTHCARE, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 60855R100   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | MOH         | <b>Meeting Date</b> | 10-May-2017 |
| <b>Record Date</b>   | 09-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote   | For/Against Mgmt |
|------|---|-------------|--------|------------------|
| 1A.  | ELECTION OF DIRECTOR: DR. J. MARIO MOLINA   | Management  | For    | For              |
| 1B.  | ELECTION OF DIRECTOR: RONNA E. ROMNEY   | Management  | For    | For              |
| 1C.  | ELECTION OF DIRECTOR: DALE B. WOLF  | Management  | For    | For              |
| 2.   | TO CONSIDER AND APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Management  | For    | For              |
| 3.   | TO CONDUCT AN ADVISORY VOTE ON THE FREQUENCY OF A STOCKHOLDER VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.   | Management  | 1 Year | For              |
| 4.   | TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE MOLINA HEALTHCARE, INC. 2011 EQUITY INCENTIVE PLAN (THE EQUITY INCENTIVE PLAN ) AND RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR SECTION 162(M)(1) AWARDS UNDER THE EQUITY INCENTIVE PLAN. | Management  | For    | For              |
| 5.   | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.   | Management  | For    | For              |

**MYLAN N.V.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | N59465109   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | MYL         | <b>Meeting Date</b> | 22-Jun-2017 |
| <b>Record Date</b>   | 25-May-2017 |                     |             |

| Item | Proposal                                      | Proposed by | Vote    | For/Against Mgmt |
|------|---|-------------|---------|------------------|
| 1A.  | ELECTION OF DIRECTOR: HEATHER BRESCH          | Management  | Against | Against          |
| 1B.  | ELECTION OF DIRECTOR: WENDY CAMERON           | Management  | Against | Against          |
| 1C.  | ELECTION OF DIRECTOR: HON. ROBERT J. CINDRICH | Management  | For     | For              |
| 1D.  | ELECTION OF DIRECTOR: ROBERT J. COURY         | Management  | Against | Against          |
| 1E.  | ELECTION OF DIRECTOR: JOELLEN LYONS DILLON    | Management  | For     | For              |
| 1F.  | ELECTION OF DIRECTOR: NEIL DIMICK, C.P.A.     | Management  | Against | Against          |
| 1G.  | ELECTION OF DIRECTOR: MELINA HIGGINS          | Management  | For     | For              |
| 1H.  | ELECTION OF DIRECTOR: RAJIV MALIK             | Management  | For     | For              |
| 1I.  | ELECTION OF DIRECTOR: MARK W. PARRISH         | Management  | Against | Against          |
| 1J.  |   | Management  | For     | For              |

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ELECTION OF DIRECTOR: RANDALL L. (PETE)  
VANDERVEEN, PH.D., R.PH.

|     |  |            |         |         |
|-----|--|------------|---------|---------|
| 1K. | ELECTION OF DIRECTOR: SJOERD S. VOLLEBREGT   | Management | For     | For     |
| 2.  | ADOPTION OF THE DUTCH ANNUAL ACCOUNTS FOR FISCAL YEAR 2016   | Management | For     | For     |
| 3.  | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017 | Management | For     | For     |
| 4.  | INSTRUCTION TO DELOITTE ACCOUNTANTS B.V. FOR THE AUDIT OF THE COMPANY S DUTCH STATUTORY ANNUAL ACCOUNTS FOR FISCAL YEAR 2017               | Management | For     | For     |
| 5.  | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF THE COMPANY (THE SAY-ON-PAY VOTE )                  | Management | Against | Against |
| 6.  | ADVISORY VOTE ON THE FREQUENCY OF THE SAY-ON-PAY VOTE  | Management | 1 Year  | For     |
| 7.  | AUTHORIZATION OF THE MYLAN BOARD TO ACQUIRE ORDINARY SHARES AND PREFERRED SHARES IN THE CAPITAL OF THE COMPANY                             | Management | For     | For     |

## NATERA, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 632307104   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | NTRA        | <b>Meeting Date</b> | 23-May-2017 |
| <b>Record Date</b>   | 31-Mar-2017 |                     |             |

| Item | Proposal   | Proposed by | Vote | For/Against Mgmt |
|------|--|-------------|------|------------------|
| 1.   | DIRECTOR   | Management  |      |                  |
|      | 1 HERM ROSENMAN  |             | For  | For              |
|      | 2 JOHN STEUART   |             | For  | For              |
|      | 3 JONATHAN SHEENA  |             | For  | For              |
| 2.   | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For  | For              |

## NEUROCRINE BIOSCIENCES, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 64125C109   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | NBIX        | <b>Meeting Date</b> | 22-May-2017 |
| <b>Record Date</b>   | 31-Mar-2017 |                     |             |

| Item | Proposal   | Proposed by | Vote   | For/Against Mgmt |
|------|--|-------------|--------|------------------|
| 1.   | DIRECTOR   | Management  |        |                  |
|      | 1 KEVIN C. GORMAN, PH.D.   |             | For    | For              |
|      | 2 GARY A. LYONS  |             | For    | For              |
|      | 3 A W SANDROCK JR MD, PHD  |             | For    | For              |
| 2.   | ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY S NAMED EXECUTIVE OFFICERS.  | Management  | For    | For              |
| 3.   | AN ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTING ON THE COMPENSATION PAID TO THE COMPANY S NAMED EXECUTIVE OFFICERS.   | Management  | 1 Year | For              |
| 4.   | TO APPROVE AN AMENDMENT TO THE COMPANY S 2011 EQUITY INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE THEREUNDER FROM 15,500,000 TO 17,000,000. | Management  | For    | For              |
| 5.   | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.                          | Management  | For    | For              |

## NEUROVANCE, INC.



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|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 05-Aug-2016     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>                  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|----------------------------------|--------------------|-------------|-------------------------|
| 1.          | ENGAGEMENT LETTER WITH JEFFERIES | Management         | For         | For                     |

NEUROVANCE, INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 08-Aug-2016     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|------------------|--------------------|-------------|-------------------------|
| 1.          | BRIDGE FINANCING | Management         | For         | For                     |

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## NEUROVANCE, INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 17-Nov-2016     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|------------------|--------------------|-------------|-------------------------|
| 1.          | BRIDGE FINANCING | Management         | For         | For                     |

## NEUROVANCE, INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 16-Dec-2016     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>                   | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|-----------------------------------|--------------------|-------------|-------------------------|
| 1.          | BRIDGE FINANCING                  | Management         | For         | For                     |
| 2.          | SERVICE PROVIDER CONVERTIBLE NOTE | Management         | For         | For                     |
| 3.          | INTERCOMPANY ADJUSTMENTS          | Management         | For         | For                     |

## NEUROVANCE, INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 16-Dec-2016     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>                                     | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|---|--------------------|-------------|-------------------------|
| 1.          | EMPLOYMENT AND OPTION AGREEMENTS                    | Management         | For         | For                     |
| 2.          | AMENDING CHARTER AND INCENTIVE STOCK PLAN EXPANSION | Management         | For         | For                     |
| 3.          | ADDING MR. BRIAN GOFF TO BOARD OF DIRECTORS         | Management         | For         | For                     |
| 4.          | AMENDING CHARTER AND INCENTIVE STOCK PLAN EXPANSION | Management         | For         | For                     |
| 5.          | GENERAL; IMPLEMENTATION                             | Management         | For         | For                     |

## NEUROVANCE, INC.

|                 |     |                     |                 |
|-----------------|-----|---------------------|-----------------|
| <b>Security</b> | N/A | <b>Meeting Type</b> | Written Consent |
|-----------------|-----|---------------------|-----------------|

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|                      |     |                     |             |
|----------------------|-----|---------------------|-------------|
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 14-Feb-2017 |
| <b>Record Date</b>   | N/A |                     |             |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|------------------|--------------------|-------------|-------------------------|
| 1.          | BRIDGE FINANCING | Management         | For         | For                     |

NEUROVANCE, INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 09-Mar-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>         | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|-------------------------|--------------------|-------------|-------------------------|
| 1.          | DECLARATION OF DIVIDEND | Management         | For         | For                     |

NEUROVANCE, INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 13-Mar-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|--|--------------------|-------------|-------------------------|
| 1.          | APPROVAL OF POTENTIAL PARACHUTE PAYMENTS TO EXECUTIVES | Management         | For         | For                     |

## NEUROVANCE, INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 13-Mar-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>                                    | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|--|--------------------|-------------|-------------------------|
| 1.          | APPROVAL OF MERGER AGREEMENT AND RELATED DOCUMENTS | Management         | For         | For                     |
| 2.          | APPROVAL OF SECURITYHOLDERS REPRESENTATIVE         | Management         | For         | For                     |
| 3.          | TERMINATION OF STOCKHOLDER AGREEMENTS              | Management         | For         | For                     |
| 4.          | WAIVER OF APPRAISAL RIGHTS                         | Management         | For         | For                     |
| 5.          | GENERAL AUTHORITY                                  | Management         | For         | For                     |

## OVID THERAPEUTICS INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 04-Jan-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>   | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|---|--------------------|-------------|-------------------------|
| 1.          | APPROVAL OF ISSUANCE OF SERIES B-1 PREFERRED STOCK            | Management         | For         | For                     |
| 2.          | AMENDMENT AND RESTATEMENT OF THE CERTIFICATE OF INCORPORATION | Management         | For         | For                     |
| 3.          | GENERAL   | Management         | For         | For                     |

## OVID THERAPEUTICS INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 24-Apr-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>   | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|---|--------------------|-------------|-------------------------|
| 1.          | AMENDED AND RESTATED CERTIFICATE OF INCORPORATION - REVERSE STOCK SPLIT | Management         | For         | For                     |
| 2.          | INDEMNITY AGREEMENTS  | Management         | For         | For                     |
| 3.          | GENERAL   | Management         | For         | For                     |

## OVID THERAPEUTICS INC.

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|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 24-Apr-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>                                       | <b>Proposed<br/>by</b> | <b>Vote</b> | <b>For/Against<br/>Mgmt</b> |
|-------------|---|------------------------|-------------|-----------------------------|
| 1.          | IPO AMENDED AND RESTATED CERTIFICATE OF INCORPORATION | Management             | For         | For                         |
| 2.          | APPROVAL OF 2017 EQUITY INCENTIVE PLAN                | Management             | For         | For                         |
| 3.          | APPROVAL OF 2017 EMPLOYEE STOCK PURCHASE PLAN         | Management             | For         | For                         |
| 4.          | GENERAL   | Management             | For         | For                         |

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## PARATEK PHARMACEUTICALS, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 699374302   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | PRTK        | <b>Meeting Date</b> | 15-Jun-2017 |
| <b>Record Date</b>   | 17-Apr-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>   | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|---|--------------------|-------------|-------------------------|
| 1.          | DIRECTOR  | Management         |             |                         |
|             | 1 MICHAEL F. BIGHAM   |                    | For         | For                     |
|             | 2 ROBERT S. RADIE   |                    | For         | For                     |
| 2.          | TO CONSIDER AND APPROVE A NON-BINDING ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Management         | For         | For                     |
| 3.          | TO HOLD A NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE NON-BINDING ADVISORY VOTES ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                                    | Management         | 3 Years     | For                     |
| 4.          | TO CONSIDER AND APPROVE THE PARATEK PHARMACEUTICALS, INC. ANNUAL INCENTIVE PLAN.  | Management         | For         | For                     |
| 5.          | TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017. | Management         | For         | For                     |

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**PFIZER INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 717081103   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | PFE         | <b>Meeting Date</b> | 27-Apr-2017 |
| <b>Record Date</b>   | 28-Feb-2017 |                     |             |

| Item | Proposal   | Proposed by | Vote    | For/Against Mgmt |
|------|--|-------------|---------|------------------|
| 1A.  | ELECTION OF DIRECTOR: DENNIS A. AUSIELLO   | Management  | For     | For              |
| 1B.  | ELECTION OF DIRECTOR: RONALD E. BLAYLOCK   | Management  | For     | For              |
| 1C.  | ELECTION OF DIRECTOR: W. DON CORNWELL  | Management  | For     | For              |
| 1D.  | ELECTION OF DIRECTOR: JOSEPH J. ECHEVARRIA   | Management  | For     | For              |
| 1E.  | ELECTION OF DIRECTOR: FRANCES D. FERGUSSON   | Management  | For     | For              |
| 1F.  | ELECTION OF DIRECTOR: HELEN H. HOBBS   | Management  | For     | For              |
| 1G.  | ELECTION OF DIRECTOR: JAMES M. KILTS   | Management  | For     | For              |
| 1H.  | ELECTION OF DIRECTOR: SHANTANU NARAYEN   | Management  | For     | For              |
| 1I.  | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON   | Management  | For     | For              |
| 1J.  | ELECTION OF DIRECTOR: IAN C. READ  | Management  | For     | For              |
| 1K.  | ELECTION OF DIRECTOR: STEPHEN W. SANGER  | Management  | For     | For              |
| 1L.  | ELECTION OF DIRECTOR: JAMES C. SMITH   | Management  | For     | For              |
| 2.   | RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Management  | For     | For              |
| 3.   | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION  | Management  | For     | For              |
| 4.   | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION          | Management  | 1 Year  | For              |
| 5.   | SHAREHOLDER PROPOSAL REGARDING THE HOLY LAND PRINCIPLES                                    | Shareholder | Against | For              |
| 6.   | SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREOWNER MEETINGS                                 | Shareholder | Against | For              |
| 7.   | SHAREHOLDER PROPOSAL REGARDING INDEPENDENT CHAIR POLICY                                    | Shareholder | Against | For              |

**PIERIS PHARMACEUTICALS INC**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 720795103   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | PIRS        | <b>Meeting Date</b> | 30-Jun-2017 |
| <b>Record Date</b>   | 08-May-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1.   | DIRECTOR  | Management  |      |                  |
|      | 1 STEPHEN S. YODER  |             | For  | For              |
|      | 2 MICHAEL RICHMAN   |             | For  | For              |
| 2.   | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT PUBLIC | Management  | For  | For              |

ACCOUNTANTS FOR THE FISCAL YEAR ENDING  
DECEMBER 31, 2017.

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**PRA HEALTH SCIENCES, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 69354M108   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | PRAH        | <b>Meeting Date</b> | 01-Jun-2017 |
| <b>Record Date</b>   | 05-Apr-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>   | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|---|--------------------|-------------|-------------------------|
| 1.          | DIRECTOR  | Management         |             |                         |
|             | 1 COLIN SHANNON   |                    | For         | For                     |
|             | 2 JAMES C. MOMTAZEE   |                    | For         | For                     |
| 2.          | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.   | Management         | For         | For                     |
| 3.          | APPROVAL, IN A NON-BINDING ADVISORY VOTE, OF THE COMPENSATION PAID TO THE COMPANY S NAMED EXECUTIVE OFFICERS.   | Management         | For         | For                     |
| 4.          | RECOMMENDATION, IN A NON-BINDING, ADVISORY VOTE, OF WHETHER A NON-BINDING STOCKHOLDER VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY S NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS. | Management         | 1 Year      | For                     |
| 5.          | APPROVAL OF THE PRA HEALTH SCIENCES, INC. 2017 EMPLOYEE STOCK PURCHASE PLAN.  | Management         | For         | For                     |

**RA PHARMACEUTICALS, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 74933V108   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | RARX        | <b>Meeting Date</b> | 20-Jun-2017 |
| <b>Record Date</b>   | 25-Apr-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>   | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|---|--------------------|-------------|-------------------------|
| 1.          | DIRECTOR  | Management         |             |                         |
|             | 1 DOUGLAS A. TRECO, PH.D.   |                    | For         | For                     |
|             | 2 EDWARD T. MATHERS   |                    | For         | For                     |
| 2.          | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management         | For         | For                     |

**REGENERON PHARMACEUTICALS, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 75886F107   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | REGN        | <b>Meeting Date</b> | 09-Jun-2017 |
| <b>Record Date</b>   | 13-Apr-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|--|--------------------|-------------|-------------------------|
| 1.1         | ELECTION OF DIRECTOR: BONNIE L. BASSLER  | Management         | For         | For                     |
| 1.2         | ELECTION OF DIRECTOR: N. ANTHONY COLES   | Management         | For         | For                     |
| 1.3         | ELECTION OF DIRECTOR: JOSEPH L. GOLDSTEIN  | Management         | For         | For                     |
| 1.4         | ELECTION OF DIRECTOR: CHRISTINE A. POON  | Management         | For         | For                     |
| 1.5         | ELECTION OF DIRECTOR: P. ROY VAGELOS   | Management         | For         | For                     |
| 1.6         | ELECTION OF DIRECTOR: HUDA Y. ZOGHBI   | Management         | For         | For                     |
| 2           | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management         | For         | For                     |
| 3           | PROPOSAL TO APPROVE THE AMENDED AND RESTATED REGENERON PHARMACEUTICALS, INC. 2014 LONG-TERM INCENTIVE PLAN   | Management         | For         | For                     |
| 4           | PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION.   | Management         | For         | For                     |
| 5           | PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.   | Management         | 3 Years     | For                     |

**SAGE THERAPEUTICS, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 78667J108   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | SAGE        | <b>Meeting Date</b> | 07-Jun-2017 |
| <b>Record Date</b>   | 10-Apr-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|--|--------------------|-------------|-------------------------|
| 1A.         | ELECTION OF DIRECTOR: MICHAEL COLA   | Management         | For         | For                     |
| 1B.         | ELECTION OF DIRECTOR: JEFFREY M. JONAS   | Management         | For         | For                     |
| 2.          | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management         | For         | For                     |
| 3.          | APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.   | Management         | For         | For                     |

**SAREPTA THERAPEUTICS INC.**

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|   |                                  |                                  |                       |
|---|----------------------------------|----------------------------------|-----------------------|
| <b>Security Ticker Symbol Record Date</b> | 803607100<br>SRPT<br>11-Apr-2017 | <b>Meeting Type Meeting Date</b> | Annual<br>06-Jun-2017 |
|---|----------------------------------|----------------------------------|-----------------------|

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|--|--------------------|-------------|-------------------------|
| 1.1         | ELECTION OF GROUP II DIRECTOR: RICHARD J. BARRY  | Management         | For         | For                     |
| 1.2         | ELECTION OF GROUP II DIRECTOR: M. KATHLEEN BEHRENS, PH.D.  | Management         | For         | For                     |
| 1.3         | ELECTION OF GROUP II DIRECTOR: CLAUDE NICAISE, M.D.  | Management         | For         | For                     |
| 2.          | ADVISORY VOTE TO APPROVE, ON A NON-BINDING BASIS, NAMED EXECUTIVE OFFICER COMPENSATION                           | Management         | For         | For                     |
| 3.          | ADVISORY VOTE ON WHETHER AN ADVISORY VOTE ON EXECUTIVE COMPENSATION SHOULD BE HELD EVERY ONE, TWO OR THREE YEARS | Management         | 1 Year      | For                     |
| 4.          | RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017  | Management         | For         | For                     |

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## SHIRE PLC

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 82481R106   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | SHPG        | <b>Meeting Date</b> | 25-Apr-2017 |
| <b>Record Date</b>   | 23-Mar-2017 |                     |             |

| Item | Proposal   | Proposed by | Vote | For/Against Mgmt |
|------|--|-------------|------|------------------|
| 1.   | TO RECEIVE THE COMPANY S ANNUAL REPORT AND ACCOUNTS FOR THE YEAR ENDED DECEMBER 31, 2016.  | Management  | For  | For              |
| 2.   | TO APPROVE THE DIRECTORS REMUNERATION REPORT, EXCLUDING THE DIRECTORS REMUNERATION POLICY, SET OUT ON PAGES 82 TO 114 OF THE ANNUAL REPORT AND ACCOUNTS FORTHE YEAR ENDED DECEMBER 31, 2016.   | Management  | For  | For              |
| 3.   | TO RE-ELECT DOMINIC BLAKEMORE AS A DIRECTOR.   | Management  | For  | For              |
| 4.   | TO RE-ELECT OLIVIER BOHUON AS A DIRECTOR.  | Management  | For  | For              |
| 5.   | TO RE-ELECT WILLIAM BURNS AS A DIRECTOR.   | Management  | For  | For              |
| 6.   | TO ELECT IAN CLARK AS A DIRECTOR.  | Management  | For  | For              |
| 7.   | TO ELECT GAIL FOSLER AS A DIRECTOR.  | Management  | For  | For              |
| 8.   | TO RE-ELECT DR. STEVEN GILLIS AS A DIRECTOR.   | Management  | For  | For              |
| 9.   | TO RE-ELECT DR. DAVID GINSBURG AS A DIRECTOR.  | Management  | For  | For              |
| 10.  | TO RE-ELECT SUSAN KILSBY AS A DIRECTOR.  | Management  | For  | For              |
| 11.  | TO RE-ELECT SARA MATHEW AS A DIRECTOR.   | Management  | For  | For              |
| 12.  | TO RE-ELECT ANNE MINTO AS A DIRECTOR.  | Management  | For  | For              |
| 13.  | TO RE-ELECT DR. FLEMMING ORNSKOV AS A DIRECTOR.  | Management  | For  | For              |
| 14.  | TO RE-ELECT JEFFREY POULTON AS A DIRECTOR.   | Management  | For  | For              |
| 15.  | TO ELECT ALBERT STROUCKEN AS A DIRECTOR.   | Management  | For  | For              |
| 16.  | TO RE-APPOINT DELOITTE LLP AS THE COMPANY S AUDITOR UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY.  | Management  | For  | For              |
| 17.  | TO AUTHORIZE THE AUDIT, COMPLIANCE & RISK COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITOR.  | Management  | For  | For              |
| 18.  | THAT THE AUTHORITY TO ALLOT RELEVANT SECURITIES (AS DEFINED IN THE COMPANY S ARTICLES OF ASSOCIATION (THE ARTICLES )) CONFERRED ON THE DIRECTORS BY ARTICLE 10 PARAGRAPH (B) OF THE ARTICLES BE RENEWED AND FOR THIS PURPOSE THE AUTHORISED ALLOTMENT AMOUNT SHALL BE: (A) 15,104,181.75 OF RELEVANT SECURITIES AND (B) SOLELY IN CONNECTION WITH AN ALLOTMENT PURSUANT TO AN OFFER BY WAY OF A RIGHTS ISSUE (AS DEFINED IN THE ARTICLES, BUT ONLY IF AND TO THE EXTENT THAT SUCH OFFER IS ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL) | Management  | For  | For              |
| 19.  | THAT, SUBJECT TO THE PASSING OF RESOLUTION 18, THE AUTHORITY TO ALLOT EQUITY   | Management  | For  | For              |

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|     |   |            |     |     |
|-----|---|------------|-----|-----|
|     | SECURITIES (AS DEFINED IN THE COMPANY S ARTICLES OF ASSOCIATION (THE ARTICLES )) WHOLLY FOR CASH CONFERRED ON THE DIRECTORS BY ARTICLE 10 PARAGRAPH (D) OF THE ARTICLES BE RENEWED AND FOR THIS PURPOSE THE NON PRE-EMPTIVE AMOUNT (AS DEFINED IN THE ARTICLES) SHALL BE 2,265,627.25 AND THE ALLOTMENT PERIOD SHALL BE THE PERIOD COMMENCING ON APRIL 25, 2017, AND ENDING ON THE EARLIER OF THE CLOSE OF ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)  |            |     |     |
| 20. | THAT, SUBJECT TO THE PASSING OF RESOLUTIONS 18 AND 19 AND FOR THE PURPOSE OF THE AUTHORITY TO ALLOT EQUITY SECURITIES (AS DEFINED IN THE COMPANY S ARTICLES OF ASSOCIATION (THE ARTICLES )) WHOLLY FOR CASH CONFERRED ON THE DIRECTORS BY ARTICLE 10 PARAGRAPH (D) OF THE ARTICLES AND RENEWED BY RESOLUTION 19, THE NON PRE-EMPTIVE AMOUNT (AS DEFINED IN THE ARTICLES) SHALL BE INCREASED FROM 2,265,627.25 TO 4,531,254.50 AND THE ALLOTMENT PERIOD SHALL BE THE PERIOD COMMENCING ON ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)                    | Management | For | For |
| 21. | THAT THE COMPANY BE AND IS HEREBY GENERALLY AND UNCONDITIONALLY AUTHORIZED: (A) PURSUANT TO ARTICLE 57 OF THE COMPANIES (JERSEY) LAW 1991 TO MAKE MARKET PURCHASES OF ORDINARY SHARES IN THE CAPITAL OF THE COMPANY, PROVIDED THAT: (1) THE MAXIMUM NUMBER OF ORDINARY SHARES HEREBY AUTHORIZED TO BE PURCHASED IS 90,625,090, (2) THE MINIMUM PRICE, EXCLUSIVE OF ANY EXPENSES, WHICH MAY BE PAID FOR AN ORDINARY SHARE IS FIVE PENCE, (3) THE MAXIMUM PRICE, EXCLUSIVE OF ANY EXPENSES, WHICH MAY BE PAID ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL) | Management | For | For |
| 22. | THAT, WITH EFFECT FROM THE CONCLUSION OF THE ANNUAL GENERAL MEETING, THE COMPANY S ARTICLES OF ASSOCIATION BE AMENDED AND THOSE ARTICLES PRODUCED TO THE MEETING AND INITIALED BY THE CHAIRMAN BE ADOPTED AS THE COMPANY S ARTICLES OF ASSOCIATION, IN SUBSTITUTION FOR, AND TO THE EXCLUSION OF, THE EXISTING ARTICLES OF ASSOCIATION OF THE COMPANY.  | Management | For | For |
| 23. | TO APPROVE THAT A GENERAL MEETING OF THE COMPANY, OTHER THAN AN ANNUAL GENERAL MEETING, MAY BE CALLED ON NOT LESS THAN 14 CLEAR DAYS NOTICE.  | Management | For | For |

**TETRAPHASE PHARMACEUTICALS, INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 88165N105   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | TPH         | <b>Meeting Date</b> | 31-May-2017 |
| <b>Record Date</b>   | 05-Apr-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>   | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|---|--------------------|-------------|-------------------------|
| 1.          | DIRECTOR  | Management         |             |                         |
|             | 1 L PATRICK GAGE  |                    | For         | For                     |
|             | 2 NANCY WYSENSKI  |                    | For         | For                     |
| 2.          | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management         | For         | For                     |
| 3.          | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Management         | For         | For                     |

**TEVA PHARMACEUTICAL INDUSTRIES LIMITED**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 881624209   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | TEVA        | <b>Meeting Date</b> | 13-Jul-2017 |
| <b>Record Date</b>   | 13-Jun-2017 |                     |             |

| <b>Item</b> | <b>Proposal</b>  | <b>Proposed by</b> | <b>Vote</b> | <b>For/Against Mgmt</b> |
|-------------|--|--------------------|-------------|-------------------------|
| 1A.         | ELECTION OF DIRECTOR TO SERVE UNTIL 2020 ANNUAL MEETING: DR. SOL J. BARER  | Management         | For         | For                     |
| 1B.         | ELECTION OF DIRECTOR TO SERVE UNTIL 2020 ANNUAL MEETING: MR. JEAN-MICHEL HALFON  | Management         | For         | For                     |
| 1C.         | ELECTION OF DIRECTOR TO SERVE UNTIL 2020 ANNUAL MEETING: MR. MURRAY A. GOLDBERG  | Management         | For         | For                     |
| 1D.         | ELECTION OF DIRECTOR TO SERVE UNTIL 2020 ANNUAL MEETING: MR. NECHEMIA (CHEMI) J. PERES                                   | Management         | For         | For                     |
| 1E.         | ELECTION OF DIRECTOR TO SERVE UNTIL 2019 ANNUAL MEETING: MR. ROBERTO MIGNONE   | Management         | For         | For                     |
| 1F.         | ELECTION OF DIRECTOR TO SERVE UNTIL 2019 ANNUAL MEETING: DR. PERRY D. NISEN  | Management         | For         | For                     |
| 2.          | TO APPROVE THE COMPENSATION OF DR. SOL J. BARER AS CHAIRMAN OF THE BOARD OF DIRECTORS.                                   | Management         | For         | For                     |
| 3.          | TO APPROVE THE TERMS OF OFFICE AND EMPLOYMENT OF DR. YITZHAK PETERBURG AS INTERIM PRESIDENT AND CHIEF EXECUTIVE OFFICER. | Management         | For         | For                     |
| 4.          | TO APPROVE A MEMBERSHIP FEE FOR DIRECTORS SERVING ON SPECIAL OR AD-HOC COMMITTEES.                                       | Management         | For         | For                     |

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|    |   |            |     |     |
|----|---|------------|-----|-----|
| 5. | TO APPROVE AN AMENDMENT TO THE 2015 LONG-TERM EQUITY-BASED INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER.   | Management | For | For |
| 6. | TO APPROVE TEVA S 2017 EXECUTIVE INCENTIVE COMPENSATION PLAN.   | Management | For | For |
| 7. | TO REDUCE TEVA S REGISTERED SHARE CAPITAL TO NIS 249,434,338, ...(DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL).   | Management | For | For |
| 8. | TO APPOINT KESSELMAN & KESSELMAN, A MEMBER OF PRICEWATERHOUSECOOPERS INTERNATIONAL LTD., AS TEVA S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM UNTIL THE 2018 ANNUAL MEETING OF SHAREHOLDERS. | Management | For | For |

**THERMO FISHER SCIENTIFIC INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 883556102   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | TMO         | <b>Meeting Date</b> | 17-May-2017 |
| <b>Record Date</b>   | 27-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote   | For/Against Mgmt |
|------|---|-------------|--------|------------------|
| 1A.  | ELECTION OF DIRECTOR: MARC N. CASPER  | Management  | For    | For              |
| 1B.  | ELECTION OF DIRECTOR: NELSON J. CHAI  | Management  | For    | For              |
| 1C.  | ELECTION OF DIRECTOR: C. MARTIN HARRIS  | Management  | For    | For              |
| 1D.  | ELECTION OF DIRECTOR: TYLER JACKS   | Management  | For    | For              |
| 1E.  | ELECTION OF DIRECTOR: JUDY C. LEWENT  | Management  | For    | For              |
| 1F.  | ELECTION OF DIRECTOR: THOMAS J. LYNCH   | Management  | For    | For              |
| 1G.  | ELECTION OF DIRECTOR: JIM P. MANZI  | Management  | For    | For              |
| 1H.  | ELECTION OF DIRECTOR: WILLIAM G. PARRETT  | Management  | For    | For              |
| 1I.  | ELECTION OF DIRECTOR: LARS R. SORENSEN  | Management  | For    | For              |
| 1J.  | ELECTION OF DIRECTOR: SCOTT M. SPERLING   | Management  | For    | For              |
| 1K.  | ELECTION OF DIRECTOR: ELAINE S. ULLIAN  | Management  | For    | For              |
| 1L.  | ELECTION OF DIRECTOR: DION J. WEISLER   | Management  | For    | For              |
| 2.   | AN ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.   | Management  | For    | For              |
| 3.   | AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION ADVISORY VOTES.  | Management  | 1 Year | For              |
| 4.   | RATIFICATION OF THE AUDIT COMMITTEE S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR 2017. | Management  | For    | For              |

**ULTRAGENYX PHARMACEUTICAL INC.**

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 90400D108   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | RARE        | <b>Meeting Date</b> | 22-Jun-2017 |
| <b>Record Date</b>   | 24-Apr-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote | For/Against Mgmt |
|------|---|-------------|------|------------------|
| 1A.  | ELECTION OF DIRECTOR: EMIL D. KAKKIS, M.D., PH.D.   | Management  | For  | For              |
| 1B.  | ELECTION OF DIRECTOR: DANIEL G. WELCH   | Management  | For  | For              |
| 2.   | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For  | For              |
| 3.   | ADVISORY (NON-BINDING) VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Management  | For  | For              |



## UNIVERSAL HEALTH SERVICES, INC.

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 913903100   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | UHS         | <b>Meeting Date</b> | 17-May-2017 |
| <b>Record Date</b>   | 21-Mar-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote    | For/Against Mgmt |
|------|---|-------------|---------|------------------|
| 1.   | DIRECTOR  | Management  |         |                  |
|      | 1 LAWRENCE S. GIBBS   |             | For     | For              |
| 2.   | THE APPROVAL OF AMENDMENT TO THE UNIVERSAL HEALTH SERVICES, INC. THIRD AMENDED AND RESTATED 2005 STOCK INCENTIVE PLAN.  | Management  | For     | For              |
| 3.   | ADVISORY (NONBINDING) VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.   | Management  | For     | For              |
| 4.   | ADVISORY (NONBINDING) VOTE ON THE FREQUENCY OF AN ADVISORY STOCKHOLDER VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.  | Management  | 3 Years | For              |
| 5.   | PROPOSAL TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Management  | For     | For              |
| 6.   | STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS IF PROPERLY PRESENTED AT THE MEETING.   | Shareholder | Against | For              |

## VENITI, INC.

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 24-Aug-2016     |
| <b>Record Date</b>   | N/A |                     |                 |

| Item | Proposal   | Proposed by | Vote | For/Against Mgmt |
|------|--|-------------|------|------------------|
| 1.   | SERIES D PREFERRED STOCK FINANCING                                 | Management  | For  | For              |
| 2.   | AUTHORIZATION OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION | Management  | For  | For              |
| 3.   | WAIVER OF PREEMPTIVE RIGHTS AND NOTICE                             | Management  | For  | For              |
| 4.   | ADOPTION OF THE MERGER DOCUMENTS                                   | Management  | For  | For              |
| 5.   | ADOPTION OF FORMS OF STOCK OPTION AGREEMENT                        | Management  | For  | For              |
| 6.   | WAIVER OF APPRAISAL AND DISSENTERS RIGHTS                          | Management  | For  | For              |
| 7.   | WAIVER OF NOTICE   | Management  | For  | For              |
| 8.   | TERMINATION OF CERTAIN AGREEMENTS                                  | Management  | For  | For              |
| 9.   | APPOINTMENT OF STOCKHODLER REPRESENTATIVE COMMITTEE                | Management  | For  | For              |
| 10.  | OMNIBUS RESOLUTIONS  | Management  | For  | For              |

**VENITI, INC.**

|                      |     |                     |                 |
|----------------------|-----|---------------------|-----------------|
| <b>Security</b>      | N/A | <b>Meeting Type</b> | Written Consent |
| <b>Ticker Symbol</b> | N/A | <b>Meeting Date</b> | 25-Apr-2017     |
| <b>Record Date</b>   | N/A |                     |                 |

| <b>Item</b> | <b>Proposal</b>                        | <b>Proposed<br/>by</b> | <b>Vote</b> | <b>For/Against<br/>Mgmt</b> |
|-------------|--|------------------------|-------------|-----------------------------|
| 1.          | INCREASE IN 2010 EQUITY INCENTIVE PLAN | Management             | For         | For                         |

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## VERTEX PHARMACEUTICALS INCORPORATED

|                      |             |                     |             |
|----------------------|-------------|---------------------|-------------|
| <b>Security</b>      | 92532F100   | <b>Meeting Type</b> | Annual      |
| <b>Ticker Symbol</b> | VRTX        | <b>Meeting Date</b> | 08-Jun-2017 |
| <b>Record Date</b>   | 12-Apr-2017 |                     |             |

| Item | Proposal  | Proposed by | Vote    | For/Against Mgmt |
|------|---|-------------|---------|------------------|
| 1.   | DIRECTOR  | Management  |         |                  |
|      | 1 ALAN GARBER   |             | For     | For              |
|      | 2 MARGARET G. MCGLYNN   |             | For     | For              |
|      | 3 WILLIAM D. YOUNG  |             | For     | For              |
| 2.   | AMENDMENTS TO OUR CHARTER AND BY-LAWS TO PROVIDE FOR THE DECLASSIFICATION OF OUR BOARD OF DIRECTORS.  | Management  | For     | For              |
| 3.   | AMENDMENT AND RESTATEMENT OF OUR 2013 STOCK AND OPTION PLAN, TO AMONG OTHER THINGS, INCREASE THE NUMBER OF SHARES AVAILABLE UNDER THE PLAN BY 6.75 MILLION SHARES.      | Management  | For     | For              |
| 4.   | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.                        | Management  | For     | For              |
| 5.   | ADVISORY VOTE ON OUR NAMED EXECUTIVE OFFICER COMPENSATION.  | Management  | For     | For              |
| 6.   | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION PROGRAM.  | Management  | 1 Year  | For              |
| 7.   | SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT WE TAKE STEPS NECESSARY TO ELIMINATE SUPERMAJORITY PROVISIONS FROM OUR CHARTER AND BY-LAWS. | Shareholder | Against | For              |
| 8.   | SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT WE PREPARE A REPORT ON OUR POLICIES AND ACTIVITIES WITH RESPECT TO LOBBYING.                | Shareholder | Against | For              |

**SIGNATURES**

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

|                           |   |
|---------------------------|---|
| (Registrant)              | Tekla Healthcare Investors                              |
| By (Signature and Title)* | /s/ Daniel R. Omstead<br>(Daniel R. Omstead, President) |
| Date                      | 8/30/17   |

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\*Print the name and title of each signing officer under his or her signature.