

Coverage

Proxy Contests - North America

Resolved

- ♦ Nuveen Srt Drn Cdt Oppo Fund
- ♦ Lennar Corp.
- ♦ Keweenaw Land Association
- ♦ Colorado Resources Ltd.
- ♦ The Taiwan Fund, Inc.
- ♦ Asbury Automotive Group, Inc.
- ♦ Kaman Corp.
- ♦ AES Corp.
- ♦ Wayne Savings Bancshares, Inc.
- ♦ Honeywell International, Inc.
- ♦ Repro Med Systems, Inc.
- ♦ Ingles Markets, Inc.
- ♦ Bloomin' Brands, Inc.
- ♦ Connecture, Inc.
- ♦ DowDuPont, Inc.
- ♦ Consolidated-Tomoka Land Co.
- ♦ Gulf Island Fabrication, Inc.
- ♦ Diebold Nixdorf, Inc.
- ♦ CapStar Financial Holdings, Inc.
- ♦ Putnam High Inc Sec Fund

- ♦ United Technologies Corp.
- ♦ Cincinnati Bell, Inc.
- ♦ MutualFirst Financial, Inc.
- ♦ Penn Virginia Corp.
- ♦ Monotype Imaging Holdings
- ♦ Bemis Company, Inc.
- ♦ Energen Corp.
- ♦ QTS Realty Trust
- ♦ Ryman Hospitality Properties
- ♦ Tenet Healthcare Corp.

This Month

- ♦ Crescent Point Energy Corp.
- ♦ Lattice Semiconductor Corp.
- ♦ Turquoise Hill Resources Ltd.
- ♦ Horizon Global Corp.
- ♦ Alexion Pharmaceuticals, Inc.
- ♦ Gibson Energy, Inc.
- ♦ Dean Foods Company
- ♦ The E.W. Scripps Company
- ♦ Build-A-Bear Workshop, Inc.
- ♦ Obsidian Energy Ltd.
- ♦ Telos Corp.
- ♦ Zenyatta Ventures Ltd.

- ♦ Famous Dave's of America, Inc.
- ♦ Health Insurance Innovations
- ♦ Community Health Systems
- ♦ Newell Brands, Inc.
- ♦ Wynn Resorts, Ltd.
- ♦ Macquarie Infrastructure Corp.
- ♦ Brightcove, Inc.
- ♦ HopFed Bancorp, Inc.
- ♦ Avon Products, Inc.
- ♦ Babcock & Wilcox Enterprises
- ♦ Team, Inc.
- ♦ Progress Software Corp.
- ♦ Whitestone REIT
- ♦ tronc, Inc.
- ♦ Cars.com, Inc.
- ♦ The Chefs' Warehouse, Inc.
- ♦ Intrusion, Inc.
- ♦ Basic Energy Services, Inc.
- ♦ Jones Energy, Inc.
- ♦ Carrizo Oil & Gas, Inc.
- ♦ AtriCure, Inc.
- ♦ MB Bancorp Inc.
- ♦ Cortland Bancorp
- ♦ Front Yard Residential Corp.

- ♦ Avis Budget Group, Inc.
- ♦ Ben Franklin Financial
- ♦ Papa Murphy's Holdings, Inc.
- ♦ The China Fund, Inc.
- ♦ Alder BioPharmaceuticals, Inc.
- ♦ Bunge Limited
- ♦ RLJ Lodging Trust
- ♦ GenMark Diagnostics, Inc.
- ♦ Potbelly Corp.
- ♦ HomeStreet, Inc.
- ♦ Good Times Restaurants, Inc.
- ♦ The Goldfield Corp.
- ♦ Navient Corp.
- ♦ Crius Energy Trust
- ♦ J. Alexander's Holdings, Inc.
- ♦ Pinnacle Foods, Inc.
- ♦ Spark Therapeutics, Inc.
- ♦ Taubman Centers, Inc.
- ♦ SPS Commerce, Inc.
- ♦ Ironwood Pharmaceuticals, Inc.
- ♦ Streamline Health Solutions
- ♦ Immersion Corp.
- ♦ Akamai Technologies, Inc.
- ♦ Lowe's Companies, Inc.

- ♦ Telaria, Inc.

Beyond This Month

- ♦ Viridium Pacific Group Ltd.
- ♦ OHA Investment Corp.
- ♦ Hawthorn Bancshares, Inc.
- ♦ Rent-A-Center, Inc.
- ♦ Aqua Metals, Inc.
- ♦ Ladder Capital Corp.
- ♦ Alaska Communications
- ♦ Insignia Systems, Inc.
- ♦ Acacia Research Corp.
- ♦ UFP Technologies, Inc.
- ♦ athenahealth, Inc.
- ♦ Radisys Corp.
- ♦ Cadiz, Inc.
- ♦ Vitamin Shoppe, Inc.
- ♦ AmBase Corp.
- ♦ Aegean Marine Petroleum
- ♦ NTN Buzztime, Inc.
- ♦ PDL BioPharma, Inc.
- ♦ Gogo, Inc.
- ♦ Bandag, Inc.
- ♦ Forest City Realty Trust, Inc.

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Coverage

- ♦ MabVax Therapeutics Holdings
- ♦ Glance Technologies, Inc.
- ♦ School Specialty, Inc.
- ♦ Resonant, Inc.
- ♦ Performant Financial Corp.
- ♦ Alteryx, Inc.
- ♦ DAVIDsTEA, Inc.
- ♦ Xerium Technologies, Inc.
- ♦ Spanish Broadcasting System
- ♦ Travelport Worldwide Limited
- ♦ Alcentra Capital Corp.
- ♦ Hess Corp.
- ♦ Atlantic Power Corp.
- ♦ New York & Company, Inc.
- ♦ ViewRay, Inc.
- ♦ Antero Resources Corp.
- ♦ Finjan Holdings, Inc.
- ♦ Rockwell Medical, Inc.
- ♦ The ONE Group Hospitality, Inc.
- ♦ Aberdeen Japan Equity Fund
- ♦ BioDelivery Sciences Intl, Inc.
- ♦ SLM Corp.
- ♦ Natus Medical, Inc.
- ♦ Rubicon Technology, Inc.
- ♦ Genesco, Inc.
- ♦ Apogee Enterprises, Inc.
- ♦ InfuSystem Holdings, Inc.
- ♦ RAIT Financial Trust
- ♦ Cherokee, Inc.
- ♦ The Swiss Helvetia Fund, Inc.
- ♦ DIRTT Environmental Solutions
- ♦ MusclePharm Corp.
- ♦ Acorda Therapeutics, Inc.
- ♦ Hill International, Inc.
- ♦ Robix Environmental Tech
- ♦ Calmare Therapeutics, Inc.
- ♦ A10 Networks, Inc.
- ♦ Envision Healthcare Corp.
- ♦ PLx Pharma, Inc.
- ♦ Resolute Energy Corp.
- ♦ Safeguard Scientifics, Inc.
- ♦ StoneMor Partners LP
- ♦ Gener8 Maritime, Inc.
- ♦ Wheeler REIT
- ♦ The Macerich Company
- ♦ Command Center, Inc.
- ♦ Track Group, Inc.
- ♦ HopTo, Inc.
- ♦ Coastway Bancorp, Inc.
- ♦ uSell.com, Inc.
- ♦ Spectrum Brands Holdings, Inc.
- ♦ ICTV Brands, Inc.
- ♦ National CineMedia, Inc.
- ♦ Xerox Corp.
- ♦ ILG, Inc.
- ♦ Ximen Mining Corp.
- ♦ Navigant Consulting, Inc.
- ♦ SITO Mobile, Ltd.
- ♦ SuperValu, Inc.
- ♦ Spok Holdings, Inc.
- ♦ Alexandria Minerals Corp.
- ♦ Long Blockchain Corp.
- ♦ Delaware Enhcd Dvd Inc Fund
- ♦ Harte Hanks, Inc.
- ♦ Commvault Systems, Inc.
- ♦ Madison Cvd Call Eq Strat Fund
- ♦ Determine, Inc.
- ♦ STRATA Skin Sciences, Inc.
- ♦ Madison Strat Sect Prem Fund
- ♦ Oxford Lane Capital Corp.
- ♦ PolarityTE, Inc.
- ♦ Seagate Technology plc
- ♦ Altaba, Inc.
- ♦ FieldPoint Petroleum Corp.
- ♦ China Auto Logistics, Inc.
- ♦ Managed Drn Inv Gr Muni Fnd
- ♦ Towerstream Corp.
- ♦ Bravo Brio Restaurant Group
- ♦ WSI Industries, Inc.
- ♦ Actuant Corp.
- ♦ Geospace Technologies Corp.
- ♦ Greif, Inc.
- ♦ Ecology and Environment, Inc.
- ♦ Digirad Corp.
- ♦ Owens-Illinois, Inc.

Proxy Contests - International

Resolved

- ♦ Smith & Nephew plc
- ♦ Icade
- ♦ BRF SA
- ♦ Bezeq Israeli Telecom Corp.
- ♦ Retelit SpA

This Month

- ♦ Telecom Italia SpA
- ♦ Latecoere
- ♦ Pershing Square Holdings Ltd.
- ♦ Hyundai Motor Co.

Beyond This Month

- ♦ Wienerberger AG
- ♦ Whitbread plc
- ♦ MMC Norilsk Nickel PJSC
- ♦ Arcturus Therapeutics Ltd.
- ♦ Mellanox Technologies, Ltd.
- ♦ Gloo Networks plc
- ♦ Unilever plc
- ♦ BHP Billiton
- ♦ thyssenkrupp AG
- ♦ Koninklijke Ahold Delhaize NV
- ♦ Barclays plc

Mergers - North America

Resolved

- ♦ Kindred Healthcare, Inc.
- ♦ Amber Road, Inc.

This Month

- ♦ USG Corp.
- ♦ NXP Semiconductors NV
- ♦ Destination Maternity Corp.

Beyond This Month

- ♦ Globalstar, Inc.
- ♦ The Finish Line, Inc.
- ♦ GGP, Inc.
- ♦ Dell Technologies, Inc.
- ♦ Layne Christensen Company
- ♦ Nordstrom, Inc.
- ♦ LaSalle Hotel Properties
- ♦ UTStarcom Holdings Corp.
- ♦ Viacom, Inc.
- ♦ Perry Ellis International, Inc.
- ♦ SandRidge Energy, Inc.
- ♦ Maritime Resources Corp.
- ♦ Connecticut Water Service, Inc.
- ♦ Sinovac Biotech Ltd.
- ♦ BioCryst Pharmaceuticals, Inc.
- ♦ Microwave Filter Company, Inc.

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Coverage

Mergers - International

Resolved

- ♦ TDC A/S
- ♦ BancTec, Inc.

This Month

- ♦ Ablynx NV
- ♦ Yoox Net-A-Porter Group SpA
- ♦ Westfield Corp.
- ♦ Fidessa group plc

Beyond This Month

- ♦ Intu Properties plc
- ♦ NH Hotel Group SA
- ♦ Shire plc
- ♦ Hammerson plc
- ♦ Smurfit Kappa Group plc
- ♦ Firstgroup plc
- ♦ Gemalto
- ♦ Sky plc
- ♦ XL Group
- ♦ Abertis Infraestructuras SA
- ♦ Fortis Healthcare Limited

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Proxy Contests - North America

Lennar Corp. (LEN)

Activist: GAMCO

Meeting: 4/11/2018 Confirmed

- 3/20/2018 GAMCO (10.1%) amends 13D, discloses March 20 letter to ISS discussing its current shareholder proposal for annual 1% reduction of B shares. Says reduction in B shares would help facilitate reduced spread between classes.
- 3/16/2018 ISS recs against GAMCO proposal.
- 2/28/2018 Company files definitive proxy, includes GAMCO proposal for annual 1% conversion of Class B to Class A common stock.
- 1/9/2018 GAMCO amends 13D, reports 10.2% stake.
- 11/3/2017 GAMCO (10.8%) amends 13D, discloses copy of proposal for 2018 AGM requesting shareholders be allowed to annually covert 1% of outstanding class B into class A shares.
- 8/2/2017 GAMCO (10.9%) files amended 13D, will discuss potential 2018 stockholder proposal requesting conversion rights for class B shares. May discuss additional alternatives to eliminate B share discount.

Nuveen Srt Drn Cdt Oppo Fund (JSD)

Activist: Karpus Management

Meeting: 4/11/2018 Confirmed

- 2/14/2018 Karpus Management (67.53%) files 13D, reserves the right to contact the company to express concerns.

Keweenaw Land Association (KEWL)

Activist: Cornwall Capital

Meeting: 4/12/2018 Confirmed

- 4/18/2018 Cornwall's 3 nominees elected at AGM.

- 3/28/2018 ISS recommends for 2 of 3 dissident nominees.
- 2/28/2018 Company issues public letter to shareholders opposing Cornwall candidates.
- 2/26/2018 Cornwall and company file proxy statements.
- 2/20/2018 Company issues press release opposing Cornwall candidates and defending current strategy, including planned REIT conversion and other items.
- 1/30/2018 Cornwall announces nomination of 3 director candidates for election at 2018 AGM. In addition to present Cornwall incumbents James Mai and Jan Loeb, election of 3 new designees will allot Cornwall control (5 of 8 seats).
- 12/27/2016 Board expanded to 8 and Jan Loeb appointed pursuant to agreement, standstill with Cornwall Capital (26%). Special committee to review strategic options including equity recapitalization or sale of the company. Stifel will advise.

Colorado Resources Ltd. (CXO)

Activist: Adam Travis

Meeting: 4/17/2018 Confirmed

- 4/17/2018 In addition to the four nominees being elected to the board, Alastair Still, Director, Corporate Development at Goldcorp Inc., joined the board.
- 4/11/2018 Company announces settlement with dissident. Dissident nominees Bryan Wilson and Patrick Soares, and management nominees CEO Robert Shaw and Cecil Bond were to be elected at the upcoming meeting.
- 3/28/2018 Company announces independent fairness opinion on terminated transaction with Damara; board confirms no future deal with Damara on Kinaskan-Castle Property.
- 3/22/2018 Carl Hering steps down from the board.
- 3/19/2018 Company files proxy circular.

Proxy Contests - North America

3/14/2018 Dissident files proxy circular.

3/13/2018 Company receives advance notice nomination.

3/6/2018 Dissident proposes new slate of directors.

2/21/2018 Company announces appointment of new President and CEO.

12/15/2017 Company and Damara terminate option to acquire Kinaskan-Castle Property.

11/20/2017 Damara Gold Corp. options Kinaskan-Castle Cu-Au project in the Golden Triangle.

3/2/2018 Company files definitive proxy, includes GAMCO proposal for tax-deferred spin-off.

11/1/2017 GAMCO (17.9%) officially requests management include a proposal at 2018 AGM to spin off company's distribution business or its aerospace business into a separate, public company.

9/28/2017 GAMCO (17.8%) amends 13D. Will submit a shareholder proposal for the company to separate its distribution segment at the 2018 AGM.

The Taiwan Fund, Inc. (TWN)

Activist: City of London Investment Mgmt

Meeting: 4/17/2018 Confirmed

3/13/2018 Fund files definitive proxy.

11/6/2017 City of London (42.8%) amends 13D, discloses letter to board citing concerns regarding discount to NAV and investment performance.

AES Corp. (AES)

Activist: ValueAct Capital

Meeting: 4/19/2018 Confirmed

3/9/2018 Company files definitive proxy.

1/17/2018 Company announces appointment of ValueAct (<1%) founder Jeff Ubben to board, plus audit and comp committees. Bloomberg reports Ubben to help company achieve major reorg and pivot from coal to renewables.

Asbury Automotive Group, Inc. (ABG)

Activist: Abrams Capital Management

Meeting: 4/18/2018 Confirmed

3/15/2018 Abrams Capital Management (5.2%) files 13D, expresses concern with governance due to the circumstances surrounding the resignation of director Scott Thompson. Will seek discussions and may take other actions.

Wayne Savings Bancshares, Inc. (WAYN)

Activist: Joseph Stilwell

Meeting: 4/20/2018 Confirmed

4/24/2018 Company discloses vote results; management nominees reelected, though dissident candidate obtained support from approximately 38% of outstanding shares.

3/29/2018 ISS recs FOR management nominees.

2/27/2018 Dissident files definitive proxy.

2/26/2018 Company files definitive proxy.

12/26/2017 Stilwell (9.6%) says will nominate Corissa Briglia and Mark Alcott (alternate) to board at 2018 AGM.

Kaman Corp. (KAMN)

Activist: GAMCO

Meeting: 4/18/2018 Confirmed

4/5/2018 GAMCO (16.8%) amends 13D.

Proxy Contests - North America

- 12/12/2017 Ancora (5.9%) files initial 13D. Discloses Nov. 21 agreement with the company to expand the board and appoint Brian Hopkins as a director. Voting agreement effective until 2019 AGM, standstill until 2020 AGM.
- 11/2/2017 Stilwell amends 13D, intends to continue to pursue board representation at 2018 AGM. Still believes company should be sold.
- 10/27/2017 Company announces voluntary delisting and deregistration to be initiated November 2017.
- 8/22/2017 Stilwell amends 13D and files investor letter stating that there are "many institutions interested in acquiring WAYN," and that one CEO indicated that he placed two calls to WAYN but has not been called back.
- 6/5/2017 Stilwell (9.7%) amends 13D, intends to seek board representation at next AGM if issuer is not sold.
- 5/25/2017 Management nominees reelected.
- 5/9/2017 ISS recommends FOR both management nominees on the WHITE proxy card.
- 5/4/2017 Company posts shareholder presentation, argues strategy has yielded positive operating and TSR results.
- 3/24/2017 Company files definitive proxy.
- 3/21/2017 Stilwell files a shareholder letter criticizing the board for hiring Jones Day for \$500,000 to assist in fighting the proxy contest.
- 3/10/2017 Company files preliminary proxy.
- 3/6/2017 Stilwell (9.7%) files definitive proxy, nominates Stephen Burchett and alternate nominee Mark Alcott.
- 2/15/2017 Stilwell files preliminary proxy.
- 1/26/2017 Stilwell releases letter to shareholders, urging sale.
- 1/9/2017 Stilwell announces board nominee and alternate to stand for next board election; calls for sale of the company.

- 12/20/2016 Fitz Gibbon resigns as CEO, board appoints David Lehman as interim president/CEO.
- 9/23/2011 Bank declares a cash dividend of \$0.06 per share for the quarter ending Sept. 30, 2011 (annualized dividend of \$0.24 per share).
- 8/8/2011 Stilwell (9.7%) files 13D/A; encourages board to pay dividends and repurchase shares, and states that if each director does not purchase up to 0.5% of WAYN stock using their director fees, he will "run for a board seat at the next annual meeting."

Honeywell International, Inc. (HON)

Activist: Third Point

Meeting: 4/23/2018 Confirmed

- 10/10/2017 Company decides to keep aerospace unit, spin off two other businesses: HVAC/Security and Transportation Systems (turbochargers, etc.) for autos, trucks, etc. No shareholder vote required.
- 5/23/2017 CEO speaks at industry conference, says company will decide by fall 2017 whether to separate the aerospace business.
- 4/28/2017 Third Point's investor letter says HON trading at substantial discount to peer group; argues that spin off of aerospace unit could increase value by \$20 billion.

Repro Med Systems, Inc. (REPR)

Activist: Horton Capital Management

Meeting: 4/23/2018 Confirmed

- 3/16/2018 Horton amends 13D to disclose February shareholder proposal and March settlement with the company.
- 3/6/2018 Settled. Horton withdraws its proposal, contingent on company's nomination of Daniel Goldberger as a director in place of Brad Sealfon (CEO Andrew Sealfon's son) at 2018 AGM.

Proxy Contests - North America

2/15/2018 Horton Capital Partners (19.2%) submits proposal for 2018 AGM. Wants board to adopt several changes: majority vote standard, split CEO/chair, majority independence, term and age limits, an anti-nepotism policy, and reduce board to 5.

Bloomin' Brands, Inc. (BLMN)

Activist: JANA Partners

Meeting: 4/24/2018 Confirmed

4/26/2018 Jana reduces position to 2.6%.

2/28/2018 Settled. Company agrees to add independent director Wendy Beck. JANA agrees to withdraw director nominees and to standstill through Nov. 15, 2018.

2/21/2018 Barington Capital calls for company to split Outback from its 3 other restaurant chains (Fleming's Prime Steakhouse, Bonefish Grill and Carrabba's Italian Grill). Also requests cuts in ad spending, SG&A, plus indep. board chair.

1/25/2018 Jana discloses nominee agreement with William McComb, trims position to 8.7%.

12/11/2017 Outback co-founder Chris Sullivan resigns from board, company reduces size of board from 8 to 7 directors.

11/20/2017 Jana (8.9%) discloses nominee agreement with Neal Yanofsky.

Connecture, Inc. (CNXR)

Activist: Great Point Partners

Meeting: 4/24/2018 Confirmed

4/25/2018 Merger completed, securities registration to be terminated.

2/14/2018 Great Point (18.41%) amends 13D, reaffirms intent to influence the board to maximize shareholder value, including, if appropriate, seeking changes to the board and/or encouraging the evaluation of strategic alternatives. No specific plans to date.

1/9/2018 Great Point Partners (19%) files initial 13D, discloses Feb 2017 letter in followup to prior efforts to engage the board. Wants operational changes and strategic review. Will seek to influence the board. No definitive plans.

1/4/2018 Company announces going private via acquisition by Francisco Partners for \$0.35/share. 45-day go-shop in effect. Special meeting TBA.

Ingles Markets, Inc. (IMKTA)

Activist: GAMCO

Meeting: 4/24/2018 Confirmed

3/13/2018 Settled. GAMCO (16.1%) discloses withdrawal of its nominees following the company's agreement to nominate Lowden.

3/12/2018 Company files definitive proxy, uncontested. Management slate of 9 includes Lowden. Proxy also includes a shareholder proposal to eliminate dual class.

12/15/2017 GAMCO (16.5%) files preliminary proxy to elect Putnam and Lowden. Amends 13D.

11/29/2017 GAMCO says will nominate Justyn Putnam and John Lowden at 2018 AGM.

10/27/2017 GAMCO (16.9%) intends to nominate one or more people as directors at the 2018 annual meeting.

Consolidated-Tomoka Land Co. (CTO)

Activist: Wintergreen Advisers

Meeting: 4/25/2018 Confirmed

4/25/2018 Preliminary results indicate management nominees reelected.

4/12/2018 ISS recommends FOR the company slate and AGAINST the proposal to hire an advisor.

4/5/2018 Dissident files definitive proxy.

Proxy Contests - North America

- 3/12/2018 Company files definitive proxy.
- 3/9/2018 Wintergreen files preliminary proxy.
- 2/26/2018 Company files preliminary proxy.
- 1/25/2018 Wintergreen issues press release stating two unsolicited parties have indicated interest in the company.
- 11/27/2017 Wintergreen (27.8%) plans to propose 3 nominees to the 7-person board: Liz Cohernour, Evan Ho, and David J. Winters. Believes company should hire financial advisor to evaluate all options, opposes mgmt's REIT conversion plan.
- 4/26/2017 Management nominees elected.
- 4/19/2017 Wintergreen hosts webcast underscoring its arguments of poor board oversight/company disclosure/P4P.
- 4/12/2017 ISS recommends FOR the company slate.
- 4/4/2017 Wintergreen launches contest website.
- 3/27/2017 Wintergreen files definitive proxy, will oppose auditor ratification and MSOP.
- 3/23/2017 Company letter says former Wintergreen nominees serving on board unanimously support company strategy and oppose Wintergreen campaign. Claims Wintergreen pushing for liquidity event to shore up mutual fund after large client redemptions.
- 3/21/2017 Company files definitive proxy, launches contest website.
- 3/15/2017 Company announces new \$10M share buyback program.
- 3/10/2017 Wintergreen files preliminary proxy.
- 3/6/2017 Company and Wintergreen enter settlement agreement allowing inclusion of Wintergreen nominees on 2017 ballot. Company files preliminary proxy.
- 3/3/2017 Company appoints Casey Wold as director. Board temporarily expanded to 9 members.
- 2/15/2017 Wintergreen files suit in order to vindicate its right as a shareholder to nominate four directors; seeks injunction prohibiting company from filing proxy statement and holding the annual meeting.
- 2/2/2017 Wintergreen sends letter to board advocating for exec comp clawback component.
- 1/24/2017 Wintergreen (27.1%) says will pursue all legal and other avenues to force company to put Wintergreen's nominees on ballot. CTO twice rejected request, most recently on Jan. 10.
- 11/14/2016 Wintergreen (27.1%) informs company it will nominate Liz Cohernour, Evan Ho, Edward Pollock, and David J. Winters as director candidates.
- 9/8/2016 Laura M. Franklin appointed as director. Board temporarily expanded to 8 members.
- 4/27/2016 Shareholder proposal to hire an independent adviser receives support of 69% of votes cast. Company subsequently retains Deutsche Bank to review strategic alternatives.
- 4/7/2016 ISS recs FOR shareholder proposal to engage a financial advisor.
- 3/15/2016 Company files definitive proxy including shareholder proposal.
- 3/4/2016 Company files preliminary proxy.
- 12/17/2015 Wintergreen sends letter to company's board reiterating concerns regarding failure at senior management level.
- 11/24/2015 Company announces Wintergreen has submitted proposal ahead of 2016 annual meeting. While expressing no views on subject matter of proposal, company intends to include proposal in proxy statement for annual meeting.
- 11/23/2015 Wintergreen (26.0%) amends 13D stating company should focus on maximizing shareholder value and evaluate sale or liquidation of assets.

Proxy Contests - North America

- 6/23/2009 Wintergreen (25.9%) sends letter to board pressing for implementation of approved shareholder proposals to declassify board and limit board size. Also raises concerns over Chairman's possible conflicts.
- 5/22/2009 Wintergreen does 3 board composition proposals. Company slate includes dissident candidates Allen and Fuqua. Dissident runs 3 addtl, 1 elected (Harper; dissident suggested 3/11 elected). RMG rec'd AGAINST dissident slate, FOR 3 dissident proposals.
- 3/17/2008 Jordan resigns from board, citing among other reasons company's decision to combine Chairman/CEO roles.
- 4/25/2007 Jordan elected to board.
- 1/17/2007 Wintergreen (16.0%) approaches board to discuss appointing James Jordan.
- 5/4/2006 Wintergreen (12.3%) files initial 13D. Meets with management to discuss strategic focus on maximizing value of Daytona properties.

Diebold Nixdorf, Inc. (DBD)

Activist: Atlantic Investment Mgmt

Meeting: 4/25/2018 Confirmed

- 3/7/2018 Atlantic reduces stake to 8.0%.
- 11/16/2017 Atlantic Investment Mgmt (9.0%) sends CEO a letter asking him to communicate about Q4 and 2018 outlook and to hire a financial advisor to evaluate strategic alternatives, including a buy back of 15 mm shares, ~20% of outstanding.

DowDuPont, Inc. (DWDP)

Activist: Third Point

Meeting: 4/25/2018 Confirmed

- 10/26/2017 Company announces board will hold 2018 AGM on April 25. Nomination and shareholder proposal window ending Dec. 15.
- 9/19/2017 Glenview, Trian, and Third Point have issued statements in support of portfolio rearrangement.
- 9/12/2017 Company announces it will move certain businesses totaling \$8 billion from materials science division to specialty-chemical unit, in apparent move to avert proxy contest. Glenview argues buyback still necessary.
- 7/31/2017 JANA and Trian reportedly share concerns about Liveris and break-up process.
- 6/27/2017 Glenview Capital (<1%), in letter to investors, calls for Dow CEO Liveris to step down. Largely supports Third Point's call for changes in proposed 3-way split-up, post-Dow/Dupont merger.
- 5/25/2017 Third Point publishes presentation arguing proposed split into 3 entities is not optimal; says splitting into more than 3 entities and/or reallocating assets among these entities could create \$20 bn in added shareholder value.
- 12/13/2015 Third Point calls for removal of CEO Andrew Liveris in wake of company's agreement to merge with DuPont.
- 12/11/2015 Dow Chemical and DuPont agree to merger of equals.
- 11/21/2014 DOW settles with Third Point by adding 4 directors, including 2 Third Point nominees.
- 11/13/2014 Third Point announces intention to file a proxy after rejecting the addition of two directors proposed by the company. Third Point requests that DOW select two of its candidates.
- 9/8/2014 DOW announces retirement of EVP/CFO William H. Weideman at the end of 2014 and election of Howard Ungerleider as CFO effective Oct. 1, 2014.
- 2/11/2014 DOW rejects Third Point's proposal, stating the breakup would negatively impact its bottom line due to reduction in economies of scale and benefits from cross-platform technology.

Proxy Contests - North America

1/23/2014 Third Point wants Dow to separate its petrochemicals from its specialty chemicals operations. Third Point did not disclose its stake, but indicated it exceeds \$1 billion.

Gulf Island Fabrication, Inc. (GIFI)

Activist: Piton Capital Partners/Kokino

Meeting: 4/25/2018 Confirmed

4/25/2018 Piton Capital/Kokino increases stake to 9.3%.

4/20/2018 Pacific View Asset Management (5.3%) files initial 13D. No specific plans.

4/6/2018 Piton Capital/Kokino (7.9%) propose board size be reduced, board compensation be reduced, and 2 of its representatives be appointed to board.

3/22/2018 Piton Capital/Kokino (7.1%) plans to talk with company about board composition, mgmt, potential sale of divisions, capital allocation, etc.

CapStar Financial Holdings, Inc. (CSTR)

Activist: Gaylon M. Lawrence, Jr.

Meeting: 4/26/2018 Confirmed

2/7/2018 Lawrence's filing discloses that he has asked for a waiver from the Fed to increase his CSTR stake to 15%; waiver remains pending.

10/17/2017 Lawrence increases stake to 10.2%.

10/4/2017 Lawrence increases stake to 9.2%.

9/13/2017 Gaylon M. Lawrence, Jr. increases stake to 8.2%.

8/28/2017 Gaylon M. Lawrence, Jr. increases stake to 7.2%.

8/14/2017 Gaylon M. Lawrence, Jr. (6.2%) may engage with board and management on a variety of topics.

Putnam High Inc Sec Fund (PCF)

Activist: Bulldog Investors

Meeting: 4/27/2018 Confirmed

4/11/2018 ISS recs FOR management on the WHITE card.

3/5/2018 Bulldog files definitive proxy.

3/1/2018 Company files definitive proxy.

2/16/2018 Company files prelim proxy.

2/8/2018 Bulldog files prelim proxy.

2/7/2018 Bulldog (15.3%) says intends to propose at next AGM that board be fixed at 7 directors, to nominate 7 for board, and to propose fund self-tender for at least 50% of outstanding shares of the Fund at or close to NAV.

1/18/2018 Bulldog increases ownership to 14.7%.

10/27/2017 Bulldog increases ownership to 12.3%.

4/3/2017 Bulldog files def proxy, proposes fixing board at 7, nominates 7, and proposes self-tender followed by liquidation/conversion to open-end fund or ETF. Opposes fund proposal to fix board at 12. Claims board opposes open-ending to preserve compensation.

3/22/2017 Fund files definitive proxy, includes 12 trustee nominations and proposal to increase board size from 7 to 12.

3/20/2017 Bulldog (11.4%) files preliminary proxy.

3/8/2017 Company files preliminary proxy.

2/24/2017 Bulldog (11.3%) announces intent to present shareholder proposals for board to authorize a self-tender offer and set board size at seven; dissident will nominate a full slate.

2/3/2017 Bulldog (10.8%) files 13D, wants measures to enhance shareholder value and is engaging in discussions with management.

Proxy Contests - North America

United Technologies Corp. (UTX)

Activist: Pershing Square

Meeting: 4/30/2018 Confirmed

- 3/26/2018 Third Point has taken a stake (position size unknown), reports CNBC. Filed for preclearance with FTC (granted).
- 2/28/2018 CNBC reports that Pershing Square has taken a stake in UTX. WSJ says Pershing not yet sure if wants to seek changes at the company.

Cincinnati Bell, Inc. (CBB)

Activist: GAMCO

Meeting: 5/1/2018 Confirmed

- 4/5/2018 GAMCO files definitive proxy.
- 3/16/2018 Company files definitive proxy.
- 3/9/2018 GAMCO (10.9%) amends 13D, files preliminary proxy nominating three.
- 3/2/2018 Company files prelim proxy, announces board refreshment. John Zrno to step down at 2018 AGM, Phil Cox (chairman) to step down by 2019 AGM. CEO Fox to stand for election. Two Hawaiian Telcom directors to join in late 2018, expanding board to 11.
- 2/23/2018 GAMCO (11.08%) amends 13D, says it also intends to nominate Justyn Putnam for election to the board at the 2018 AGM.
- 1/31/2018 GAMCO (11.08%) amends 13D and sends letter to the company indicating that it intends to nominate at least two individuals (James Chadwick and Matthew Goldfarb) for election to the board at the 2018 AGM.
- 11/7/2017 GAMCO amends 13D, voted shares to adopt merger agreement in accordance with voting agreement.

10/6/2017 GAMCO (11.4%) amends 13D, discloses intent to move forward with submission of up to three nominations.

8/16/2017 GAMCO (11.9%) amends 13D, "currently evaluating all of its options" regarding director nominations for 2018 AGM.

MutualFirst Financial, Inc. (MFSF)

Activist: Ancora Advisors

Meeting: 5/2/2018 Confirmed

- 3/2/2018 Ancora increases stake to 7.2%.
- 8/9/2017 Ancora Advisors (6.2%) believes stock is undervalued, has met and will continue to meet with management and board.

Penn Virginia Corp. (PVAC)

Activist: Strategic Value Partners, LLC

Meeting: 5/2/2018 Confirmed

- 1/29/2018 KLS Diversified Asset Management (7.8%) files 13D, may seek discussions relating to strategic alternatives and other items.
- 1/19/2018 Settled with Strategic Value Partners. Company will add 2 directors. David Geenberg of SVP will join board through 2020, as long as SVP owns at least 5% of stock. Standstill until after 2019 AGM.
- 12/18/2017 Contrarian Capital Management (7.5%) files 13D, indicates that it participated in the Dec. 6 meeting and may seek future discussions.
- 12/11/2017 Strategic Value Partners (10.2%) and Mangrove (9.6%) amend 13D filings, disclose Dec. 6 meeting among certain large shareholders and the chair. Discussions with the company remain ongoing.
- 11/24/2017 Wexford reduces stake to 4.1%.

Proxy Contests - North America

- 9/13/2017 Strategic Value Partners amends 13D, states that it has held discussions with other shareholders re expanding the board from four to six directors, with one of the two new appointees to be an SVP representative.
- 9/1/2017 Mangrove Partners (9.4%) amends 13D and states that it may make proposals regarding the company's leadership, operations, governance, capital structure, or strategy.
- 10/17/2016 Jerry R. Schuyler appointed as director.
- 9/30/2016 Wexford Capital LP announces 6.12% stake. Wexford employee Marc McCarthy appointed to board after PVAC emerged from bankruptcy.
- 9/21/2016 Strategic Value Partners, LLC announces 10.5% stake.

Bemis Company, Inc. (BMS)

Activist: Starboard Value

Meeting: 5/3/2018 Confirmed

- 3/23/2018 Company files definitive proxy.
- 3/16/2018 Settlement. Starboard gets 4 directors: Guillermo Novo, Marran Ogilvie, George Wurtz, and Robert Yanker. Incumbents Floto and Mansfield to retire. New finc/strat cmte split 2:2 between incumbents, new directors. Standstill ends before 2019 AGM.
- 12/4/2017 NY Post reports that Bemis has hired Goldman Sachs to explore its options, including a sale. Starboard owns 1.7%.

Energen Corp. (EGN)

Activist: Corvex Management

Meeting: 5/3/2018 Confirmed

- 3/7/2018 Settled. Company expands board from 9 to 11, adds Corvex nominees Jonathan Cohen and Vincent Intrieri. Company agrees to conduct an in-depth strategic review, assisted by its financial advisers.

- 2/13/2018 Corvex (9.9%) amends 13D.
- 1/31/2018 Corvex (9.9%) files amended 13D and sends letter to the company nominating Jose Maria Alapont, Jonathan Cohen, Daniel Herz, and Vincent Intrieri for election to the board at the 2018 AGM.
- 1/2/2018 Corvex amends 13D, reports 9.9% stake.
- 11/3/2017 Corvex (10.1%) updates 13D, discloses Oct. 31 circuit court ruling in favor of the company and enjoining Corvex from calling special meeting. Corvex plans to appeal to Alabama Supreme Court.
- 9/14/2017 Corvex sends letter to the board, accusing them of using litigation to unduly preclude shareholders from holding a special meeting. Also reaffirms early statements re NAV discount, governance concerns, and the case for exploring transactions.
- 9/13/2017 Company requests Alabama court adjudicate on Corvex's right to request a special meeting.
- 8/17/2017 Elliott quietly pushing for sale and has 4-5% economic stake, more than disclosed in filings, the Wall St. Journal reports.
- 8/14/2017 Corvex reports 10.1% stake. Believes >10% stake allows Corvex to call special meeting and propose items, including adding board members. Talking with company about adding directors.
- 8/3/2017 Corvex amends 13D, increases stake to 9.8%
- 6/28/2017 Corvex increases stake to 7.6%, criticizes strategic review and decision to continue with business plan.
- 6/19/2017 Board states it had engaged J.P. Morgan and Tudor Pickering for strategic review, but concluded to pursue standalone business plan.
- 6/14/2017 Corvex increases stake to 6.6%.
- 5/31/2017 Corvex reports 5.5% stake, calls for company to pursue sale.

Proxy Contests - North America

Monotype Imaging Holdings (TYPE)

Activist: Starboard Value

Meeting: 5/3/2018 Confirmed

- 4/5/2018 Company files definitive proxy.
- 4/2/2018 Company appoints Denise Warren and Eileen Campbell to board, effective immediately. Chairman Robert Lentz & Douglas Shaw to resign from board, after this year's AGM. Pamela Lenehan will become chairman.
- 2/21/2018 Starboard/BLR (<1%) has reduced stake in company and decided to not nominate directors this year, due to gain in company's stock price and recently announced plans to improve profits & restructure non-core businesses.
- 2/15/2018 Starboard (6.1%) amends 13D, makes a books and records demand to assist in investigating the board's actions in connection with the acquisition of Olapic and the 2017 strategic review process.
- 2/13/2018 Starboard sends a letter to the board criticizing the company's M&A strategy/track record and business strategy, and reiterating the belief that board change is needed.
- 1/30/2018 Starboard (8.2%) sends letter to the company nominating four individuals (Kristen O'Hara, Clifford Press, George A. Riedel, and Edward Terino) for election to the board at the 2018 AGM.
- 10/6/2017 Starboard (9.0%) files 13D, discloses August 2017 group agreement with Bradley Radoff. Believes company is undervalued, no present plans.

QTS Realty Trust (QTS)

Activist: Land and Buildings

Meeting: 5/3/2018 Confirmed

- 3/27/2018 Land & Buildings writes open letter further advocating withhold vote on Williams and will also withhold on comp cmte chair William Grabe. Criticizes "opaque and excessive" exec comp, incl March 200k share grant to CEO Williams.
- 3/5/2018 Land & Buildings writes open letter, criticizes dual share class structure. Says it will withhold votes on chairman/CEO Williams.
- 2/22/2018 Land & Buildings writes open letter, criticizing stock underperformance & mgmt. Says should explore all strategic alternatives.

Ryman Hospitality Properties (RHP)

Activist: GAMCO

Meeting: 5/3/2018 Confirmed

- 4/5/2018 GAMCO (9.3%) amends 13D.
- 3/29/2018 Company files definitive proxy, including GAMCO's proposal requesting tax-deferred spin-off of company's entertainment business into a separate publicly traded C-corporation; company makes no recommendation on the proposal.
- 11/1/2017 GAMCO (10.4%) presents proposal to management for consideration at 2018 AGM, suggests tax-deferred spin-off of company's entertainment business into a separate publicly traded C-corporation.
- 9/28/2017 GAMCO (10.43%) amends 13D. Will submit shareholder proposal to separate the company's entertainment segment at the 2018 AGM.

Tenet Healthcare Corp. (THC)

Activist: Glenview Capital

Meeting: 5/3/2018 Confirmed

Proxy Contests - North America

- 3/26/2018 Settled. Glenview agrees to drop written consent proposal and support all board nominees at 2018 AGM. Company agrees to hold AGM at least every 13 mos, revise bylaws incl. 75% threshold to adopt poison pill w/15 mo. max.
- 2/2/2018 Glenview submits formal proposal to allow shareholders to act by written consent.
- 12/19/2017 Company announces increase in annual cost savings target from \$150 mn. to \$250 mn. and says it is exploring a sale of Conifer Health Solutions, its healthcare business services subsidiary.
- 9/13/2017 Glenview (17.8%) amends 13D, will engage with company on CEO transition, including roles of executive chairman and the CEO, board refreshment, timing of 2018 AGM, poison pill, appt. of financial advisors, and strat. alternatives.
- 8/31/2017 Tenet CEO to step down no later than March 2018. Lead director Rittenmeyer appointed executive chair effective immediately, while board commences a refreshment process. Board adopts poison pill with 5% threshold.
- 8/21/2017 Camber Capital Management acquires 5.7%.
- 8/18/2017 Two reps from Glenview Capital (17.8%) resign from board, where had been since Jan. 19. 2016. May propose operational, financial, management and governance changes, and strategic alternatives.

Crescent Point Energy Corp. (CPG)

Activist: Cation Capital

Meeting: 5/4/2018 Confirmed

- 4/20/2018 Company reinforces its current plan: development of Uinta Basin and East Shale Duvernay, reduction of debt, disposition of non-core asset, improvement of capital efficiency, focus on organic growth, board refreshment and compensation alignment.

- 4/19/2018 ISS recommends to support two dissident nominees, Dallas J. Howe and Herbert C. Pinder, and to withhold votes for two management nominees, Rene Amirault and Mike Jackson.
- 4/17/2018 Dissident releases presentation detailing why change is needed and how dissident nominees will unlock value.
- 4/12/2018 Company issues letter to shareholders warning that Cation will derail momentum and will put their investments at risk.
- 4/9/2018 Cation Capital Inc., a 0.3% equityholder, nominates four out of ten board members. Dissident files blue universal proxy card with Dallas J. Howe, Herbert C. Pinder, Thomas A. Budd, and Sandy L. Edmonstone as dissident nominees.
- 3/26/2018 Company files proxy circular for the upcoming AGM.

Lattice Semiconductor Corp. (LSCC)

Activist: Lion Point Capital

Meeting: 5/4/2018 Confirmed

- 4/10/2018 Company files definitive proxy.
- 3/12/2018 Company announces retirement of CEO Darin Billerbeck, effective May 31, 2018. COO Glen Hawk to begin serving as interim CEO March 16. Egon Zehnder retained for CEO search.
- 3/7/2018 Settled. Lion Point will receive 3 nominees on the board: James Lederer, John Major and Krishna Rangasayee. Board expanding to 9 after 2018 AGM (temporarily expanded from 8 to 11 in interim). Standstill expires before 2019 AGM.
- 2/5/2018 Lion Point (6.2%) believes shareholder value can be achieved through operational and margin improvements, has had and will continue having discussion re: board membership.

Alexion Pharmaceuticals, Inc. (ALXN)

Activist: Elliott Associates

Meeting: 5/8/2018 Confirmed

Proxy Contests - North America

- 2/5/2018 Company appoints Judith Reinsdorf to the board. Ann Veneman will not stand for re-election in 2018.
- 1/22/2018 Company appoints Deborah Dunsire to the board.
- 1/2/2018 Company and Elliott announce agreement to work together "to promptly identify" a new member to join the board.
- 12/7/2017 Elliott said to push for changes at Alexion, including more cost cuts, better investor communication and more biotech experience on board, NYT reports.

Horizon Global Corp. (HZN)

Activist: Spitfire Capital
Meeting: 5/8/2018 Confirmed

- 3/12/2018 Company announces appointment of David Roberts and Maximiliane (Max) Straub to the board. Incumbents David Dauch and Samuel Valenti will not stand for re-election.
- 3/2/2018 Company names Denise Ilitch sole chair, keeps co-chair Mark Zeffiro as CEO & director. At 2018 AGM, company will propose de-classifying board over 3 years.
- 2/6/2018 Marcato Capital issues public letter to board, criticizes poor financial & operational performance, M&A strategy. Suggests 4-point improvement plan, including ending M&A, potential CEO change, potential sale of the company.
- 2/2/2018 Spitfire Capital (5.1%) says will talk with board and mgmt. about business strategies, performance, potential strategic alternatives.

Turquoise Hill Resources Ltd. (TRQ)

Activist: SailingStone Capital Partners
Meeting: 5/8/2018 Confirmed

- 2/26/2018 SailingStone (11.5%) amends 13D, intends to seek discussions re operations, management, board composition, capital or corporate structure, capital allocation, strategy, compensation, and a potential strategic review, and may pursue other plans or proposal
- 2/1/2018 SailingStone (11.3%) files initial 13D, discloses letter to the board alleging conflicts of interest between Rio Tinto (majority shareholder) and minority shareholders.

Dean Foods Company (DF)

Activist: VV Value Vals
Meeting: 5/9/2018 Confirmed

- 3/1/2018 Value Vals (10.0%) amends 13D, discloses share purchases.
- 11/30/2017 VV Value Vals (8.2%) plans to discuss with mgmt. and the board topics such as the company's business, operations and strategic plans.

Gibson Energy, Inc. (GEI)

Activist: M and G Investments
Meeting: 5/9/2018 Confirmed

- 4/3/2018 Management circular goes definitive.
- 3/21/2018 Clayton Woitas will not stand for re-election at 2018 annual meeting. John Festival will be proposed as director nominee.
- 3/19/2018 Non-core US energy services businesses to be divested for US\$96 million, which proceeds will be reinvested into tankage and pipeline infrastructure.
- 2/21/2018 Company announces sanction of \$50 million Viking pipeline project and revised 2018 capital guidance.
- 1/30/2018 Company announces strategy to accelerate transition to focused oil infrastructure growth company.

Proxy Contests - North America

- 9/11/2017 Company announces 1.1 million barrel Hardisty Terminal expansion.
- 8/14/2017 M&G Investments, a 19.4% equity stakeholder, requests initiation of strategic review process. Company responds and reaffirms commitment to infrastructure.

Build-A-Bear Workshop, Inc. (BBW)

Activist: Cannell Capital, Point72
Meeting: 5/10/2018 Confirmed

- 3/20/2018 Point72 (20.0%) converts from 13G to 13D. May seek discussions. No present plans.
- 2/22/2018 Cannell (6.1%) amends 13D, reports share purchases.
- 3/31/2017 Company files definitive proxy, no contest in 2017.
- 1/27/2017 Cannell (5.0%) files new 13D. Generally supports the efforts, strategy, and changes instituted by the company's new officers.
- 5/16/2016 Cannell (3.7%) files 13D exit.
 - 4/1/2016 Company files definitive proxy, no contest in 2016. Cannell letter states that certain recent actions have prompted conclusion that the board "does not even know that 'it does not know.'" May wage proxy contest in 1 year.
- 2/23/2016 Company adds two new directors (Tim Kilpin and Sarah Personette).
- 2/18/2016 The dissident intends to nominate Gus Halas and Timothy E. Brog to the board.
- 11/25/2015 Cannell publishes letter seeking appointment of Charles M. Gillman to the board, and urging company to conduct tender for \$40 million in shares.
- 11/24/2015 Cannell (8.2%) files initial 13D.
- 11/18/2015 Director James M. Gould notifies board of his decision not to stand for re-election at 2016 annual meeting.

The E.W. Scripps Company (SSP)

Activist: GAMCO
Meeting: 5/10/2018 Confirmed

- 4/13/2018 GAMCO (16.6%) amends 13D, believes if the issuer improved broadcast cash flow (BCF) margins by 600 bps, it could create \$0.5 billion of value, accelerate deleveraging, and enhance the issuer's currency for potential TV station M&A.
- 4/3/2018 GAMCO files DEF14A noting increase of Scripps' LT debt alongside decrease in Scripps' share price and cumulative total return. Compares broadcast cash flow margins to Nextstar, Sinclair.
- 3/26/2018 GAMCO (16.9%) files definitive proxy.
- 3/20/2018 Company files definitive proxy.
- 2/28/2018 GAMCO files preliminary proxy.
- 2/16/2018 Company files preliminary proxy.
- 2/15/2018 Company announces initiation of quarterly cash dividend beginning first quarter of 2018.
- 2/5/2018 GAMCO (16.5%) says it also intends to nominate Raymond Cole to board.
- 2/1/2018 GAMCO (16.5%) amends 13D, announces intention to nominate Vincent Sadosky and Colleen Birdnow Brown for 2018 AGM. Company announces appointment of Kim Williams as new lead director, nomination of Lauren Rich Fine to board. Marvin Quin to retire in May.
- 1/25/2018 Company announces reorg and \$30 million cost reductions. Also to sell 34 radio stations.
- 11/9/2017 Company appoints Lisa Knutson as CFO. Has been serving as interim CFO since early October.
- 10/6/2017 GAMCO amends 13D, discloses intent to move forward with submission of up to three nominations.

Proxy Contests - North America

8/16/2017 GAMCO (16.1%) amends 13D, "currently evaluating all of its options" regarding director nominations for 2018 AGM.

Obsidian Energy Ltd. (OBE)

Activist: FrontFour Capital

Meeting: 5/11/2018 Confirmed

- 5/1/2018 Company regains compliance with the NYSE's continued listing standard.
- 4/6/2018 Company and FrontFour announce settlement agreement. FrontFour will nominate two directors, Michael J. Faust and Stephen E. Loukas. Incumbent director George H. Brookman will retire at the upcoming AGM.
- 4/2/2018 Company announces sale process for Alberta Viking assets, talks w/ China Inv. Corp. re: disposing of Peace River oil partnership, plans to use proceeds to fund Cardium, cut debt, buy back shares; defers share consolidation & announces comp changes.
- 3/21/2018 Board notes attempts to work constructively with dissident, including addition of Gord Ritchie to board at dissident suggestion and review of commercial opportunities. Ritchie notes that strategic points raised by dissident have been scrutinized.
- 3/20/2018 FrontFour (6.2%) releases a letter saying it will nominate 4 directors at 2018 AGM, recommending shareholders vote against reverse stock split, "setting the record straight" on proposed settlement terms, & giving an overview of its strategic plan.
- 3/12/2018 Company no longer in compliance with the NYSE's minimum share price listing standard. Share consolidation will be proposed at annual meeting to remedy the non-compliance.
- 2/22/2018 Jay W. Thornton appointed as chairman. George Brookman, acting chair since Aug. 8, 2017, will remain as director.

- 1/31/2018 Company announces disposition of non-core legacy assets in exchange for assumption of abandonment and reclamation liabilities.
- 1/17/2018 FrontFour (5.7%) concerned with company's capital plan and strategy, considers seeking board changes at 2018 AGM. Company responds Gordon Ritchie was appointed to board last December and FrontFour was unwilling to sign agreement for addtl dir appointment.

Telos Corp. (TLSRP)

Activist: Wynnefield Partners

Meeting: 5/11/2018 Confirmed

- 3/21/2018 Settled. William Alderman appointed to fill board vacancy following resignation of Hamot.
- 3/9/2018 Wynnefield Partners (17.4%) intends to nominate one person to board: William Alderman. Incumbent Seth Hamot resigns from board.

Zenyatta Ventures Ltd. (ZEN)

Activist: Concerned Shareholders

Meeting: 5/11/2018 Confirmed

- 4/30/2018 ISS recommends to vote Against removal of four incumbents and to vote Withhold for all three requisitioning nominees.
- 4/18/2018 Dissident files proxy circular.
- 4/17/2018 Board announces changes in executive roles as part of strategic business plan.
- 4/12/2018 Company files circular.
- 3/27/2018 Board provides strategic business plan that includes organizational change.

Proxy Contests - North America

- 3/21/2018 Company sets date for requisitioned EGM at May 11, 2018. Dissidents propose to replace 4 incumbent directors (Keith Morrison, CEO Aubrey Eveleigh, Barry Allan & Sean Whiteford) with 3 dissident nominees (Francis Dube, Eric Wallman & Brian Bosse).
- 2/14/2018 Company acknowledges meeting requisition to replace certain incumbent directors. Board is reviewing sufficiency and basis of requisition, is willing to meet with individuals of the dissident group to discuss grievances.

Community Health Systems (CYH)

Activist: Shanda Asset Management
Meeting: 5/15/2018 Confirmed

- 1/11/2018 Shanda (24%) and company issue joint press release disclosing Shanda's increased stake and support for the current management team.
- 10/4/2017 Shanda (22.1%) provided input on board nominations following litigation settlement which required the company to solicit shareholder input. May provide additional input in the future.
- 3/13/2017 Shanda (13.7%) files 13D, previously filed 13G. Seeks dialogue regarding operations and turnaround strategy.

Famous Dave's of America, Inc. (DAVE)

Activist: Bandera Partners
Meeting: 5/15/2018 Confirmed

- 4/30/2018 Blue Clay Capital (4.8%) says may talk with mgmt about strategy, etc.
- 3/19/2018 Wexford Capital (21.1%) amends 13D to report exercise of subscription rights.
- 6/16/2017 Bandera increases stake to 15.6%.

Health Insurance Innovations (HIQ)

Activist: Cannell Capital
Meeting: 5/15/2018 Confirmed

- 12/14/2017 Parties enter into an agreement, pursuant to which the board is expanded to eight directors and John Fichthorn is appointed to fill the resulting vacancy, and Cannell agrees to voting and standstill provisions effective through Aug. 15, 2018.
- 11/3/2017 Cannell (8.1%) changes 13G to 13D status, wants board to add 1 independent director that resides outside of Tampa, FL, where most of the current board is concentrated.

Newell Brands, Inc. (NWL)

Activist: Starboard Value
Meeting: 5/15/2018 Confirmed

- 4/23/2018 Settled. Starboard will get 3 directors (Lopez, Steele, and Berman). 2 Icahn-backed directors will step down (Langham & Atchison).
- 4/10/2018 Starboard files definitive proxy, nominates 4 directors: Pauline Brown, Gerardo Lopez, Bridget Ryan Berman, and Robert Steele.
- 4/2/2018 Company names David Atchison as fifth independent director from settlement with Icahn.
- 4/2/2018 Company files definitive proxy, says Starboard has notified the company that it intends to nominate directors.
- 3/27/2018 Company sends Starboard open letter, agreeing with Starboard about need for new leadership and cost cutting, potential value that can be created by asset sales.
- 3/23/2018 Glenview Capital Management files 13G disclosing 5.6 percent stake.
- 3/23/2018 Company files preliminary proxy.

Proxy Contests - North America

- 3/20/2018 Starboard issues press release. Continues to push for strategic review, asset sales, operational improvements. Will reduce slate to minority if Starboard continues proxy contest. Ashken, De Sole, Franklin, and Lillie withdraw.
- 3/19/2018 Company strikes deal with Icahn (7.0%). Patrick Campbell (non-exec chair) & 3 add'l Icahn designees replaced directors Clarke, Cowen, Cowhig & Viault on 3/18. Board to increase from 9 to 11 at AGM, 5 of 11 directors Icahn's.
- 3/16/2018 Icahn (6.9%) files initial 13D. Has met with both the company and Starboard; not yet decided which to support. Discussed alternatives with mgmt, including asset sales, capital structure changes, possible board representation.
- 3/14/2018 Company's indep. directors release a letter charging that board attrition is the result of Franklin's actions & that Starboard lacks plan to create shareholder value. Starboard announces slate will buy & hold \$25M in NWL if all elected.
- 3/12/2018 In an email to Bloomberg, Conroy states, 'I resigned because I do not believe that the current course is the optimal path forward for the company... I am not comfortable with recent events and have come to believe that change is needed.'
- 3/8/2018 Director Kevin Conroy resigns, effective immediately.
- 3/6/2018 Starboard files preliminary proxy.
- 3/5/2018 Starboard says it may nominate an additional 2 people (bringing total to 12), depending on how many directors are on board at time of AGM.
- 3/1/2018 Carl Icahn confirms NY Post report, tells CNBC he recently bought a stake in NWL, though it's less than 5%.
- 3/1/2018 Director Ros L'Esperance resigns, effective immediately.
- 2/22/2018 Newell to add three new directors to the board: James Craigie, Judith Sprieser, and Debra Crew.
- 2/12/2018 Starboard confirms it plans to nominate 10 candidates for 10 board seats at AGM, including the 3 directors who resigned in Jan. 2018: Ashken, De Sole and Franklin.
- 2/8/2018 Starboard Value intends to launch proxy fight to replace all directors, company says in press release.
- 1/31/2018 WSJ reports that 3 directors who resigned wanted more direct contact with managers, with Franklin wanting to be board chairman.
- 1/25/2018 3 of company's 12 directors resign, effective immediately: Ian Ashken, Domenico De Sole and Martin Franklin.

Avon Products, Inc. (AVP)

Activist: Barington Capital

Meeting: 5/16/2018 Confirmed

- 3/26/2018 Settled: Board to appoint Barington CEO James Mitarotonda as director.
- 2/5/2018 Jan Zijderveld appointed CEO.
- 1/29/2018 WSJ reports that Barington Capital, Shah Capital, NuOrion Partners (3.5% combined) joining together, calling on board to sell the company.
- 8/3/2017 Company announces retirement/involuntary separation (other than for cause) of CEO, effective as of March 31, 2018.
- 5/4/2017 Company reports net loss per share and \$1.3 billion in revenue, below the consensus EPS estimate of \$0.01. Shares down 22%.
- 5/4/2017 Barington renews criticism of CEO, noting that shares have declined 80% since her appointment.
- 3/28/2016 Settled: Barington granted right to approve appointment of independent director that will be selected jointly by the company and Cerberus.

Proxy Contests - North America

- 12/18/2015 Barington opposes deal due to belief that Avon board agreed to "fire sale" prices; and reiterates earlier demand to replace McCoy as CEO.
- 12/17/2015 Co. announces agreement w/Cerberus; Cerberus to make \$435 million pfd. stock investment in Avon Products, Inc. Avon N. America to be spun into separate entity; affiliates of Cerberus will invest \$170 million to own 80.1%.
- 12/3/2015 Barington (3%) states company is undervalued and proposes restructuring plan; intends to nominate candidates for 2016 annual meeting. Barington also believes CEO Sheri McCoy is a "poor choice of new CEO."

Babcock & Wilcox Enterprises (BW)

Activist: VIEX Capital; Vintage Capital

Meeting: 5/16/2018 Confirmed

- 4/16/2018 Steel Partners amends 13D. Will backstop Vintage's obligation under the equity commitment, up to lesser of \$46.5M or the amt of shares resulting in Steel Holdings beneficial ownership of 29.95% (of then-outstanding shares).
- 4/12/2018 Company files definitive proxy.
- 4/11/2018 Company has amended May 2015 credit agreement, temporarily waiving certain defaults. Vintage Capital will fully backstop amended \$245 million rights offering at price of \$2/share.
- 4/10/2018 Rights offering amended, extended to April 30. CFO Jenny Apker to retire effective June 1 for health-related reasons. Will remain as non-exec employee through Aug. 31, 2018 to assist transition to new CFO. Joel Mostrom is interim CFO.
- 3/27/2018 Company files prelim proxy.
- 3/21/2018 Steel Partners amends 13D, discloses entry into confidentiality agreement. Intends to fully exercise rights pursuant to offering commenced on March 19 and, as discussed with board and Vintage Capital, willing to backstop up to \$75M.

- 3/15/2018 Steel Partners (15.9%) amends 13D.
- 3/15/2018 Company discloses receipt of March 2018 SEC subpoena in connection with investigation of accounting charges involving renewable segment.
- 3/14/2018 VIEX (4.6%) files 13D exit.
- 3/8/2018 Steel Partners (14.8%) amends 13D.
- 3/5/2018 James Ferland, Stephen Hanks, Brian Ferraioli and Larry Weyers have resigned as directors, effective March 2.
- 3/5/2018 Steel Partners (13.2%) requested, and company granted, waiver from DGCL, allowing Steel Partners to purchase up to 30% of company shares.
- 3/5/2018 Wynnefield Capital (2.0%) supportive of the rights offering, commends Vintage for backstopping.
- 3/1/2018 Company announces \$182M rights offering at \$3/share, backstopped by Vintage. Proceeds will be used to remove second-lien term loan.
- 2/13/2018 Steel Partners (12.8%) amends 13D.
- 2/6/2018 Company announces chief bizdev officer Elias Gedeon terminated as of March 5, 2018, in line with company strategy to optimize cost structure for the current market environment.
- 2/5/2018 Steel Partners files 13D (11.8%), states company rejected buyout offer in December of \$6.00 per share in cash.
- 2/1/2018 Company announces Leslie Kass appointed as CEO, effective immediately. Jim Ferland to serve as exec chair until June 30, 2018. New board committee will oversee continued implementation of key initiatives.
- 1/3/2018 The company agrees to add three Vintage Capital (14.9%) directors to the board, and Vintage agrees to a voting arrangement and restrictions on nominating directors/submitting proposals through commencement of the nomination window for the 2019 AGM.

Proxy Contests - North America

- 12/12/2017 Vintage Capital Management (14.9%) converts from 13G to 13D, has identified potential candidates for lead independent director and CEO.
- 10/27/2017 VIEX Capital raises stake to 8.4%.
- 10/11/2017 VIEX Capital (6.4%) says board "must take immediate action to monetize assets and make aggressive cost reductions." If not, VIEX may nominate candidates for board at 2018 annual meeting.

Brightcove, Inc. (BCOV)

Activist: Edenbrook

Meeting: 5/16/2018 Confirmed

- 2/26/2018 Edenbrook (6.24%) amends 13D.
- 12/27/2017 Edenbrook (5.2%) amends 13D, believes company worth at least 80-100% above current price and that the board will have multiple paths for creating value for all shareholders.
- 7/26/2017 David Mendels resigns as CEO and from board. Company names president/COO Andrew Feinberg as acting CEO.
- 5/10/2017 Both incumbent directors up for re-election receive affirmative votes from ~51% of shares outstanding.
- 5/8/2017 Tenzing urges withhold vote on all directors at 2017 AGM and calls for CEO's resignation.
- 3/17/2017 Kapoor resigns from the board, citing a complacent, status quo-supporting boardroom environment, and urges BCOV to pursue an M&A transaction.
- 2/5/2015 Tenzing (5.4%) enters into standstill through the 2017 annual meeting. Tenzing designee Chet Kapoor is appointed to the board.
- 10/31/2014 Tenzing (5.2%) files 13D.

HopFed Bancorp, Inc. (HFBC)

Activist: Joseph Stilwell

Meeting: 5/16/2018 Confirmed

- 4/10/2018 Settled. Company will expand board and appoint Mark Alcott to board.
- 3/19/2018 Stilwell files prelim proxy, amends 13D. Discloses March 12 agreements with nominee Mark Alcott and alternates Stephen Burchett and Edward Fanning. Believes Peck should be removed from CEO post and/or company should be sold.
- 2/26/2018 Stilwell amends 13D, demands board take action against company's attorneys (Edward Crosland of Jones Walker LLP and Greg Carter of Carter & Carter) for legal malpractice and seek damages > \$1M.
- 2/9/2018 Stilwell announces that the DE court awarded it \$610,312 for attorneys' fees and expenses in connection with the removal of a "prejudicial" bylaw, and that it intends to nominate a director candidate and alternate at the 2018 AGM.
- 10/26/2017 Company announces Stilwell suit dismissed.
- 10/4/2017 Company discloses new bylaw amendments, including clarifications to board qualification criteria.
- 5/9/2017 Company 10-Q discloses Stilwell complaint that alleges board adopted certain bylaws to block Stilwell from nominating directors.
- 5/5/2017 Stilwell amends 13D to disclose filing of Delaware lawsuit against company and individual directors.
- 5/2/2017 Board discloses letter response to Stilwell, board is forming a special litigation committee to investigate the allegations raised in Stilwell's letter.

Proxy Contests - North America

5/1/2017 Stilwell discloses letter alleging CEO conflict due to CEO engagement in personal real estate transactions with board/comp cmte chair. Intends to nominate a candidate and alternate for election at 2018 AGM.

1/30/2017 Stilwell (9.5%) urges sale and makes public sharply critical letter to board.

11/21/2016 Stilwell files letter sharply criticizing CEO John E. Peck.

5/25/2016 Stilwell amends 13D, urges the company to pursue a sale.

1/15/2014 Director Perkins added to the board.

12/11/2013 Stilwell (9.4%) files 13D/A indicating that if HFBC cannot earn an adequate return on equity within a reasonable timeframe, it should be sold.

5/15/2013 AGM; dissident nominee Robert Bolton elected to the board.

Macquarie Infrastructure Corp. (MIC)

Activist: Moab Capital

Meeting: 5/16/2018 Confirmed

4/30/2018 Company issues public response to Moab's critique.

4/17/2018 Moab files exempt solicitation announcing vote-no campaign against board, highlighting significant drop in MIC shares following Q4 2017 results.

2/22/2018 Company announces earnings 2/21, 30% dividend cut; stock drops 41%.

Wynn Resorts, Ltd. (WYNN)

Activist: Elaine Wynn

Meeting: 5/16/2018 Confirmed

4/30/2018 Elaine Wynn (9.2%) files definitive proxy.

4/23/2018 Elaine Wynn files prelim contested proxy, launches withhold campaign on incumbent director John Hagenbuch.

4/17/2018 Co-founder and largest shareholder Elaine Wynn (9.2%) publishes letter to the board calling for board refreshment.

Progress Software Corp. (PRGS)

Activist: Praesidium Investment Management

Meeting: 5/17/2018 Confirmed

3/7/2018 Praesidium discloses it has reduced ownership to <1% (1,000 shares), citing rise in stock price, cost cutting plans and changes in company's M&A strategy & capital allocation.

10/24/2017 Company announces plan to add up to 2 directors. Says it will consider candidates from those previously suggested by dissident.

9/15/2017 Praesidium reports decreased stake (8.8%), demands company add 5 board members (including 2 of its choosing) and end M&A strategy. Calls on chairman to resign.

8/2/2017 Praesidium (9.1%) files amended 13D, has met with board to discuss ways to enhance TSR through internal initiatives and M&A. Will seek to continue discussions.

Team, Inc. (TISI)

Activist: Engine Capital

Meeting: 5/17/2018 Confirmed

2/8/2018 Settled: board size increased from 7 to 9; Craig Martin and Brian Ferraioli appointed to board, and Engine Cap to name a board observer.

9/12/2017 Engine Capital releases public letter, urging company to form cost-cutting committee, hire operator as new CEO, refresh board. If not, wants to explore strategic alternatives.

8/9/2017 GAMCO increases stake to 9.3%.

7/28/2017 GAMCO (7%) files 13D.

Proxy Contests - North America

Whitestone REIT (WSR)

Activist: Peter McMillan III/KBS Strategic Opport

Meeting: 5/17/2018 Confirmed

- 4/23/2018 KBS files shareholder presentation and letter.
- 4/12/2018 Dissident files definitive proxy.
- 3/29/2018 Company files definitive proxy.
- 3/28/2018 Dissident (9.6%) files prelim proxy, nominates 2 candidates (Kenneth H. Fearn, Jr. & David E. Snyder) for 3 board seats up for election. Also makes shareholder advisory proposal, recommending board de-classify itself.
- 3/19/2018 Company files prelim proxy.
- 12/29/2017 McMillan (9.4%) amends 13D. Following discussion with management over executive compensation, has nominated three. Also intends to seek approval for nonbinding board declass proposal.
- 6/21/2017 McMillan amends 13D, reports 8.5% stake.
- 6/1/2017 Peter McMillan III/KBS Strategic Opportunity REIT announces 7.1% stake, intends to seek dialogue with management about employee compensation arrangements.

Cars.com, Inc. (CARS)

Activist: Starboard Value

Meeting: 5/18/2018 Confirmed

- 3/22/2018 Settled. Company will appoint 2 Starboard nominees (Michael Kelly & Bryan Wiener), plus one mutually agreed upon director after 2018 AGM. Standstill expires before 2019 AGM.
- 3/8/2018 Catalus reduces stake to 4.97%.
- 2/23/2018 Starboard amends 13D, will nominate 4 directors at 2018 AGM: Meredith Adler, Michael Kelly, Bryan Wiener, and Gavin Molinelli.

- 2/16/2018 Starboard amends 13D, reports 8.9% stake.
- 2/1/2018 Catalus reduces stake to 6.1%.
- 1/11/2018 Starboard amends 13D, discloses reduced stake of 7.0%.
- 12/18/2017 Starboard Value (9.9%) files 13D, indicates that it may engage in discussions with the company.
- 11/13/2017 Catalus increases stake to 9.3%.
- 8/25/2017 Catalus (6.0%) says may communicate with mgmt and board about strategy, governance, members of mgmt team and board.

Intrusion, Inc. (INTZ)

Activist: Maz Partners

Meeting: 5/18/2018 Confirmed

- 2/16/2018 MAZ Partners files initial 13D disclosing 9.7% stake and Jan. 22 delivery of notice of intention to nominate Richard McGowan and Walter Schenker for election to two of five board seats at the 2018 AGM.

The Chefs' Warehouse, Inc. (CHEF)

Activist: Legion Partners

Meeting: 5/18/2018 Confirmed

- 4/20/2018 John DeBenedetti resigned from board, seat will not be filled.
- 1/16/2018 Settlement, expires 10 days before nominating deadline for 2020 AGM. Board increased from 10 to 12, Christina Carroll and David Schreiber to join. Board then reduces by one in 2018 and 2019, until fixed at 10 immediately following 2019 AGM.
- 1/26/2017 Legion Partners owns 5.9% of shares. It does not believe stock is fairly valued and sees opportunities to improve EBITDA margins.

Proxy Contests - North America

tronc, Inc. (TRNC)

Activist: McCormick Media
Meeting: 5/18/2018 Confirmed

- 4/23/2018 Newspaper publisher McCormick Media (25.4%) files initial 13D. Engaging in discussions with other significant shareholders to potentially engage tronc on a cooperative basis.
- 4/13/2018 Former chair Michael Ferro to sell his 25.4% stake to media firm McCormick Media, owned by the McCormick family.

Basic Energy Services, Inc. (BAS)

Activist: Silver Point Capital
Meeting: 5/21/2018 Confirmed

- 1/24/2018 Silver Point (12.6%) amends 13D.
- 12/22/2017 Silver Point (13.7%) amends 13D.
- 11/9/2017 Silver Point (15.4%) amends 13D.
- 7/3/2017 Silver Point Capital (18.8%) intends to talk with mgmt about strategy, mgmt, corporate governance, etc.

AtriCure, Inc. (ATRC)

Activist: Hudson Executive Capital
Meeting: 5/22/2018 Confirmed

- 2/14/2018 Hudson Executive Capital raises its stake to 6.9%.
- 1/24/2018 Hudson Executive Capital (5.6%) files initial 13D. Talking with mgmt and board about strategic alternatives, including potential strategic partners.

Carrizo Oil & Gas, Inc. (CRZO)

Activist: Kimmeridge Energy Mgmt Co.
Meeting: 5/22/2018 Confirmed

- 4/5/2018 Company comments on Kimmeridge letter, believes that executing development programs (Eagle Ford and Delaware Basin) and strengthening balance sheet will reduce the valuation discount.
- 4/5/2018 Kimmeridge Energy Mgmt (8.1%) believes company addressing big strategic challenges, but wants it to sell all/part of Eagle Ford basin within next 12 months; if not, should consider a sale.

Cortland Bancorp (CLDB)

Activist: Ancora Advisors
Meeting: 5/22/2018 Confirmed

- 10/5/2017 Ancora files amended 13D, has engaged in and will continue discussions on capital structure, operations, and capital allocation. No present plans.

Front Yard Residential Corp. (RESI)

Activist: Snow Park Capital
Meeting: 5/22/2018 Confirmed

- 4/16/2018 Snow Park withdraws slate. Comfortable with company's strategic direction due to governance changes made in consultation with Snow Park, including with respect to board composition.
- 3/30/2018 Company announces William Wall stepped down from board effective March 26, 2018. George McDowell appointed to board, will serve as audit cmte chair and member of comp cmte. Wade Henderson appointed to nomgov cmte.

Proxy Contests - North America

12/21/2017 Snow Park Capital (2.4% economic interest) says it intends to nominate directors at 2018 AGM; does not specify how many.

Jones Energy, Inc. (JONE)

Activist: Q Global Management
Meeting: 5/22/2018 Confirmed

- 4/17/2018 Company announces CEO Jonny Jones and President Mike McConnell are terminated effective immediately. Jones to continue serving as chair, McConnell as a director. Jeff Tanner is appointed COO, will also serve as interim CEO.
- 2/14/2018 Q Global (7.94%) announces that it acquired \$45 million in principal amount of the company's 9.25% senior secured first lien notes due 2023.
- 2/6/2018 Settled, w/standstill through 2018 AGM. Company expands board from 5 to 7. Robb Voyles steps down from board. Company adds to board Scott McCarty of Q Investments, plus John Lovoi of JVL Advisors and Paul Loyd Jr.
- 11/29/2017 Q Global Management (8.21%) files 13D, indicates that, during a meeting with the company on Nov. 24, Q Global proposed that the board be expanded from five to seven members, four of whom would be initially appointed by shareholders.
- 11/27/2017 Company announces it has retained Credit Suisse to explore strategic alternatives.
- 11/9/2017 Q Global Management (8.17%) files amended 13D.
- 9/18/2017 Fir Tree Inc. (7.16%) files 13D. Offers support for Q Global and states that it may seek discussions.
- 9/14/2017 Q Global Management (9.5%) files 13D, asks the company to hire a financial advisor to explore strategic alternatives.

MB Bancorp Inc. (MBCQ)

Activist: Joseph Stilwell
Meeting: 5/22/2018 Confirmed

- 2/21/2018 Company files 8-K disclosing separate standstill agreements with Joseph Stilwell (9.5%) and Jeffrey Thorp (9.3%) effective through 2019 AGM. Corissa Briglia and Thorp are appointed to the board.
- 2/20/2018 Company announces retirement of Barry Kuhne from the board effective immediately. Kuhne appointed as director emeritus.

Alder BioPharmaceuticals, Inc. (ALDR)

Activist: Redmile Group
Meeting: 5/23/2018 Confirmed

- 4/25/2018 Board appoints Jeremy Green to serve as Class III director, until 2020 AGM.
- 3/26/2018 Redmile Group/Jeremy Green (9.99%) says may talk with board and mgmt. about possible changes to board, management, or other alternatives to increase stockholder value.

Avis Budget Group, Inc. (CAR)

Activist: SRS Investment Management
Meeting: 5/23/2018 Confirmed

- 4/16/2018 Settlement. Pahwa and Sparks appointed effective Apr. 20. Incumbents Viswanathan and Choi will both be included on company slate. Standstill expiring nlt Jan. 25, 2019. Board reduced to 12 following AGM.
- 3/23/2018 Dissident files preliminary proxy.
- 3/21/2018 Company prelim proxy includes Viswanathan, Pahwa, Sparks, but not Choi. Also two new independents Francis Shammo and Glenn Lurie.

Proxy Contests - North America

- 3/21/2018 SRS responds company slate insufficient for satisfactory refreshment, will continue to run original slate of 5.
- 2/15/2018 SRS (14.7% plus 16.0% in derivative exposure) intends to nominate existing board members Brian Choi and Sanoke Viswanathan and new nominees Matthew Espe, Jagdeep Pahwa, and Carl Sparks at the 2018 AGM.
- 1/16/2018 Company announces it has established a poison pill with 15% trigger, after standstill with SRS expired on Jan. 15, 2018.
- 1/16/2018 SRS (14.7%) says it was willing to extend standstill but not for "unreasonable" three-year term that company demanded.
- 5/4/2017 SRS amends 13D, discloses stake of 9.9%, plus additional 19.3% in derivative exposure. Parties amend and extend standstill by one year.
- 1/23/2017 Board implements a one-year poison pill (10% trigger). SRS has a standstill agreement which expires Jan. 25, 2017.
- 1/19/2017 SRS discloses stake of 9.7%, plus 18.8% in derivative instruments.

Ben Franklin Financial (BFFI)

Activist: Joseph Stilwell
Meeting: 5/23/2018 Confirmed

- 2/5/2018 Stilwell Partners (9.9%) believes company should be sold.

Papa Murphy's Holdings, Inc. (FRSH)

Activist: Misada Capital
Meeting: 5/23/2018 Confirmed

- 3/21/2018 MFP (14.9%) amends 13D, reports increased stake.
- 12/21/2017 Misada and MFP (13.7%) enter settlement and 2-year standstill with company. Board expanded from 9 to 10 directors, Jeff Welch resigns from the board, and each of Misada and MFP appoint a designee.

- 11/15/2017 Misada (9.2%) enters into non-disclosure agreement which expires Dec. 14, 2017.
- 9/18/2017 Misada reports 8.2% stake; will seek discussions with board.

The China Fund, Inc. (CHN)

Activist: City of London Investment Mgmt

Meeting: 5/23/2018 Confirmed

- 4/27/2018 City of London reiterates belief that board has breached its fiduciary duties.
- 4/27/2018 China Fund letter to shareholders discloses lower court ruled against their plaintiff's action. CF appealing to 2d Cir. CLIM not granted prelim injunction in MD court. CF says litigation would end/AGM held if CLIM provides additional proxy materials.
- 4/20/2018 City of London views second postponement and bylaws change as effort to deprive shareholders of the right to vote. Says litigation is a waste of assets. Believes board is in breach of fiduciary duties.
- 4/19/2018 China Fund amends bylaws to confirm it can postpone AGMs/hold on such date the board chooses. Postpones AGM a second time, from April 26 to May 23. Says "we may have to postpone the meeting again" if decision on case against CLIM still pending.
- 4/3/2018 China Fund announces it has sued City of London and other defendants in federal court in New York City.
- 3/29/2018 City of London files suit in Circuit Court for Baltimore County, Maryland regarding AGM postponement. Seeks injunction to certify 3/27 vote result and enjoin the fund from making further adjournments.
- 3/26/2018 City of London (27.2%) criticizes board's AGM postponement, calls it self-dealing.
- 3/23/2018 China Fund postpones AGM from March 27 to April 26.

Proxy Contests - North America

- 3/16/2018 ISS recs FOR dissident on BLUE card.
- 2/5/2018 Fund files definitive proxy, AGM date set at March 27, 2018.
- 1/31/2018 City of London (26.9%) files definitive proxy.
- 1/18/2018 City of London files preliminary proxy statement, nominating Reid and Silver and requesting termination of management agreement with Allianz.
- 12/29/2017 City of London (26.7%) delivers a letter to the company nominating Julian Reid and Richard A. Silver for election to the board at the 2018 AGM.
- 11/28/2017 City of London increases stake to 26.0%.
- 9/11/2017 City of London sends a letter to the board and submits a proposal to terminate the fund's investment agreement. Asserts that the Board "has lost all credibility and that this Fund has no future."
- 8/30/2017 Vote fails to obtain majority of outstanding shares; fund will continue to be advised by Allianz Global Advisors.
- 8/11/2017 City of London Investment Mgmt (24.9%) opposes board's choice to hire as investment manager Open Door Investment Mgmt. Believes board should make vote tally public.

Bunge Limited (BG)

Activist: Continental Grain Co.

Meeting: 5/24/2018 Confirmed

- 3/5/2018 Continental Grain Co. (1%) is preparing to push Bunge to explore strategic options, WSJ reports. Continental received antitrust approval to increase its stake. Bunge is in talks to sell itself to ADM, but progress slow.

GenMark Diagnostics, Inc. (GNMK)

Activist: Casdin Capital

Meeting: 5/24/2018 Confirmed

- 3/27/2018 Casdin Capital (7.0%) has talked with and will continue talking with mgmt, the board & other shareholders about alternatives to maximize shareholder value.

Good Times Restaurants, Inc. (GTIM)

Activist: Delta Partners/Prism Partners

Meeting: 5/24/2018 Confirmed

- 3/12/2018 Settled. Company will reduce board from 7 to 5 and nominate new candidates Jobson and Maceda in addition to agreed incumbents Bailey, Hobak, and Stetson.
- 1/23/2018 Company discloses Jan. 19 response of Jobson and Stetson to company regarding prior disclosed resignation letters.
- 1/16/2018 Company discloses Jan. 10 resignation letters of directors Charles Jobson and Robert Stetson, which the company claims contain incorrect allegations. Alan Teran appointed chairman of the audit cmt.
- 1/8/2018 Delta amends 13D, discloses Dec. 20 letter and books/records request. Wants refranchising of both Colorado brands and more franchising in other states. Calls out alleged entrenchment efforts since board receipt of nomination letter.
- 11/14/2017 Delta says will nominate 7 to board: Jobson, Stetson (incumbent), Maceda, Kropp, Calavritinos. Wants to nominate incumbents Bailey & Hoback, but they have not agreed to serve.
- 10/19/2017 Delta Partners (7.3%) & Prism Partners (11.0%) already on board, want sustained emphasis on improving productivity. Concerned about profitability. May nominate separate directors for 2018 annual meeting.

HomeStreet, Inc. (HMST)

Activist: Roaring Blue Lion Capital

Meeting: 5/24/2018 Confirmed

- 4/25/2018 Blue Lion files definitive proxy.

Proxy Contests - North America

- 4/17/2018 Company files definitive proxy
- 4/13/2018 Blue Lion files prelim proxy for vote-no recommending votes against Scott Boggs and Douglas Smith, and against MSOP.
- 4/11/2018 Blue Lion says will undertake vote no campaign against directors.
- 4/3/2018 Company files prelim proxy.
- 3/30/2018 King County (WA) Superior Ct. rules in favor of company, allowing company to disqualify dissident director nominations.
- 3/14/2018 Dissident discloses March 14 books and records request and March 13 complaint (Superior Court of Washington, King County) seeking injunction to permit dissident's nominations.
- 3/9/2018 Dissident delivers a letter to the board re certification of its notice of intent to present proposals and nominate directors.
- 3/5/2018 Dissident disputes company's claim, says its 133-page nomination notice wholly complies with company bylaws and includes every material piece of required information.
- 3/1/2018 Company declares that dissident's proposals and nominees are invalid, cites "at least 32" instances where they failed to meet requirements of bylaws.
- 2/26/2018 Blue Lion (6.0%) says it will present 3 shareholder proposals and nominate 2 candidates to HMST's board: Ronald Tanemura and Paul Miller.
- 1/25/2018 Timothy Chrisman resigns from board; Mark Patterson joins board.
- 1/17/2018 Blue Lion releases open letter to board, notes that board denied its request for 1 board seat. Says will be nominating people to board at 2018 AGM.
- 12/27/2017 Blue Lion (5.4%) releases Dec. 21 presentation to board. Notes 5-year TSR near bottom of peers. Suggests company close branches, avoid dilutive M&A.
- 12/1/2017 Blue Lion members accept board's invitation to speak at next regularly scheduled meeting on Dec. 21. Intends to nominate >1 director candidate at next AGM.
- 11/20/2017 Roaring Blue Lion (5.6%) has engaged and will continue to engage with mgmt. and the board about strategy, business, management, board composition, potential asset sales, etc.

Navient Corp. (NAVI)

Activist: Canyon Partners

Meeting: 5/24/2018 Confirmed

- 4/30/2018 Employees' Retirement System of Rhode Island solicits for its shareholder proposal seeking greater disclosure of actions Navient has taken to manage risks related to US student loan crisis.
- 4/9/2018 Company discloses April 4 bylaws amendment implementing proxy access: 3%/3 years/max group of 20. Maximum proxy access nominees permitted cannot exceed greater of 2 or 20% of the board (rounded down).
- 4/4/2018 Canyon Partners (7.8%) intends to talk with mgmt. & the board about possible director nominees now that director John Adams is stepping down at 2018 AGM.

Potbelly Corp. (PBPB)

Activist: Privet Fund

Meeting: 5/24/2018 Confirmed

- 4/13/2018 Settled. Company appoints Ben Rosenzweig to the board and expands from 9 to 10, effective immediately.
- 3/21/2018 Privet amends 13D, discloses books & records request and letter to the board expressing disappointment over board's lack of engagement in settlement discussions and reiterating willingness to enter discussions.
- 2/7/2018 Privet nominates 4 candidates.

Proxy Contests - North America

- 12/14/2017 Privet Fund (5.2%) amends 13D, may nominate directors. Unhappy with timing of new CEO hire: before reconstitution of the board, during a strategic review process, and during a period of public discord with large shareholders.
- 12/1/2017 Company announces appointment of Alan Johnson as CEO, effective Nov. 29, 2017. Board is increased to nine directors.
- 10/26/2017 Kyle Mowery (5.3% incl. GrizzlyRock and Vivaldi Group) asks company to disclose steps taken by J.P Morgan as company's financial advisor. Will continue to seek dialogue with mgmt and the board.
- 10/5/2017 Settled. Company announces agreement with Ancora. Portfolio manager Joseph Boehm to be added to board. One year standstill.
- 8/9/2017 Peter Bassi succeeds former-CEO Aylwin Lewis as chairman of the board.
- 8/4/2017 Company announces engagement of JP Morgan as financial advisor to assist in the review and development of strategic business alternatives.
- 7/18/2017 CFO Michael Coyne appointed interim CEO.
- 6/22/2017 Reuters reports that Ancora (4%) writes letter to board, urging increased franchising of restaurants and possibly sale of company. Says may nominate board candidates in 2018.

RLJ Lodging Trust (RLJ)

Activist: Land and Buildings

Meeting: 5/24/2018 Confirmed

- 4/23/2018 Company files definitive proxy.
- 4/11/2018 Company files preliminary proxy.
- 4/10/2018 Company announces CEO succession. Ross Bierkan will retire, effective Aug 22, 2018. Current COO/CFO Leslie Hale to become president and CEO.

- 3/20/2018 L&B shareholder letter says company should form special committee for strategic review. Concerned by recent 2018 EBITDA guidance 7% below FelCor projections. Will nominate 2 instead of 4: Michelle Applebaum and Samantha Yablon.
- 2/20/2018 L&B shareholder letter says board needs capital markets, capital allocation, operating, and REIT expertise. Has nominated four directors for 2018 AGM.
- 2/14/2018 L&B sends letter to the board expressing disappointment with the appointment of Robert McCarthy to the board. Prior submission of director candidates for 2018 AGM preserves option to seek a slate.
- 9/6/2017 Land & Buildings (2%) says company should "immediately outline the value creation opportunity from the FelCor combination and simultaneously run a true process to evaluate all strategic alternatives."

The Goldfield Corp. (GV)

Activist: Mill Road Capital

Meeting: 5/24/2018 Confirmed

- 4/13/2018 Mill Road (6.8%) amends 13D.
- 2/16/2018 Mill Road (5.6%) files initial 13D. May engage in discussions, though no specific plans

Crius Energy Trust (KWH.UN)

Activist: JCP

Meeting: 5/29/2018 Confirmed

- 4/30/2018 Trust and JCP announce settlement agreement. One dissident nominee, Ali Hedayat, will be put for election at upcoming meeting. Trust will nominate two new directors, Robert Gries, Jr. and Marcie C. Zlotnik. David Kerr will be retiring from board.
- 4/19/2018 Company to put forward governance amendments proposed by dissident for unitholder approval at the upcoming AGM.

Proxy Contests - North America

- 4/18/2018 Dissident proposes changes to trust indenture, primary governing document of Crius, in order to provide protection and rights to unitholders.
- 4/16/2018 Dissident alleges entrenching behavior by the trust that did not produce up-to-date lists of beneficial holders at dissident
- 4/3/2018 If elected, each JCP nominee committed to forego board cash compensation. James C. Pappas and Ali Hedayat commit to purchase USD\$3 million worth of Crius units if dissident wins.
- 3/26/2018 JCP (2.0%) expresses concerns regarding under performance and poor capital allocation; issues circular to solicit support for four dissident nominees: Lalit Aggarwal, Anu Dhir, Ali Hedayat and James C. Pappas.
- 3/2/2018 Trust comments on dividend payout ratio adjustments, its liquidity and borrowing rates. Trust also states that it has no association with Platinum Partners and that it changed auditors as routine business.
- 2/28/2018 Trust responds to statements in a blog posting by anonymous short seller.

J. Alexander's Holdings, Inc. (JAX)

Activist: Marathon Partners
Meeting: 5/30/2018 Confirmed

- 4/24/2018 Marathon (6.2%) amends 13D, discloses Apr. 24 letter to the board restating desire for board refresh and strategic overview. Also wants reconsideration of advisory agreement with Black Knight Advisory Services.
- 4/20/2018 Company files definitive proxy.
- 3/1/2018 Marathon (6.8%) amends 13D, discloses Feb. 27 letter to the board. Following failure of the 99 Restaurants deal, wants strategic overview that is overseen by new, independent directors.

Pinnacle Foods, Inc. (PF)

Activist: Third Point; JANA Partners
Meeting: 5/30/2018 Confirmed

- 4/19/2018 JANA (9.5%) files initial 13D. Seeks engagement on operations, capital structure, strategic alternatives. May seek board change. Cooperation agreements signed with possible nominees James Lawrence, Glenn Murphy, Diane Dietz.
- 1/29/2018 TheStreet.com also reports that Jana has increased its stake in the company; speculates that either Jana or Third Point could push for board seats or sale of the company.
- 1/26/2018 Reuters reports that Third Point has taken a stake and is pushing to meet with the company; says size of stake and intentions unclear.

Spark Therapeutics, Inc. (ONCE)

Activist: Childrens Hospital of Philadelphia
Meeting: 5/30/2018 Confirmed

- 3/9/2018 Children's Hospital of Philadelphia (10.7%) had a rep on board until June 2017. Has engaged about adding back a rep. Disappointed w/corporate governance, including classified board, supermajority provisions. May withhold votes.

Ironwood Pharmaceuticals, Inc. (IRWD)

Activist: Sarissa
Meeting: 5/31/2018 Confirmed

- 5/2/2018 Company files definitive proxy.
- 4/16/2018 Company files prelim proxy for contested AGM.
- 4/9/2018 Company announces Sarissa (2.2%) has nominated Sarissa CIO Alex Denner to the board.

Proxy Contests - North America

SPS Commerce, Inc. (SPSC)

Activist: Legion Partners; Ancora Advisors

Meeting: 5/31/2018 Confirmed

3/16/2018 SPS enters into agreement with Legion Partners and Ancora Advisors. Three new directors will be added and the board will be reduced from 10 to 9 members. Voting and standstill provisions through 2019 AGM.

Taubman Centers, Inc. (TCO)

Activist: Land and Buildings

Meeting: 5/31/2018 Confirmed

4/30/2018 Company files definitive proxy.

4/25/2018 L&B files definitive proxy.

4/16/2018 Company files prelim proxy.

4/5/2018 L&B files prelim proxy.

3/21/2018 L&B issues public letter, suggests board can avoid second proxy contest from L&B by appointing Litt and forming independent committee to phase out Series B shares.

3/2/2018 L&B says will nominate 1 director at 2018 AGM, introduce resolution to convert series B convertible pfd stock, mainly owned by Taubman family members, into common stock at ~32% premium to value stated in 10-K.

11/13/2017 Bloomberg reports Elliott (3.8%) has initiated a stake and is pushing for changes, including exploring a sale, according to unidentified sources.

11/9/2017 Company announces departure of Graham Allison and Peter Karmanos from the board. Mayree Clark and Michael Emblar appointed effective Jan. 16, 2018. Company amends bylaws to fully declassify board by 2020.

10/2/2017 L&B releases open letter to board, criticizing bylaw change, saying it further disenfranchises shareholders.

9/29/2017 Board amends bylaws to adopt an exclusive venue provision (U.S. court in Michigan).

8/7/2017 L&B issues public letter criticizing board and company Q2 performance.

7/27/2017 L&B announces discontinuation of solicitation, proposes Charles Elson and David Contis should be considered by the board as director candidates.

7/26/2017 Company announces updated plans for board reform: two new directors by the 2018 AGM, one additional new director by the 2019 AGM, a like number of director retirements, and declassification initiating at the 2018 AGM and complete by 2020.

6/30/2017 L&B files definitive consent solicitation to call special meeting. Intends to set Aug. 4 as goal for submission of written requests.

6/12/2017 L&B issues public letter, files preliminary consent solicitation to call special meeting and advisory votes on: board declass, full board election in 2018, and replacement of three incumbents by 2018 AGM.

6/1/2017 Management slate elected to board. L&B issues press release that majority of non-affiliated shareholders voted in favor of the dissidents, L&B will continue to pursue E.D. Mich suit to curtail Series B voting power.

5/30/2017 Company announces commitment to take action on accelerated board refreshment and declassification no later than the 2018 annual meeting.

5/22/2017 ISS recommends FOR all dissident nominees (Elson and Litt) and uncontested management nominee Marakovits on the GOLD proxy card.

Proxy Contests - North America

- 5/17/2017 L&B files complaint in Eastern District of Michigan alleging breach of the company's charter and false and misleading statements/omissions in the proxy regarding the Taubman family's ownership and voting power.
- 5/8/2017 Company posts shareholder presentation.
- 5/1/2017 L&B posts shareholder presentation.
- 4/20/2017 Company files definitive proxy.
- 4/19/2017 L&B sends shareholder letter arguing management decisions over last 5 years/4 projects have cost shareholders \$1 bn in losses and \$1.7 bn in missed opportunities for value creation.
- 4/18/2017 L&B files definitive proxy nominating Charles Elson and Jonathan Litt.
- 4/14/2017 Company files prelim proxy.
- 3/24/2017 L&B files prelim proxy.
- 3/2/2017 L&B nominates Charles Elson and Jonathan Litt to the board.
- 1/24/2017 L&B releases open letter to independent directors, says willing to nominate new directors for 2017 annual meeting.
- 12/16/2016 L&B highlights Ullman's role as director in 2003, when board rebuffed offer from Simon Property Group, and points out Buckley lacks public board experience.
- 12/15/2016 Company appoints Mike Ullman as lead director and adds Cia Buckley Marakovits as a new director.
- 10/24/2016 L&B issues press release asserting that reduction in board size violates charter and was possible entrenchment tactic.
- 10/18/2016 L&B (<1%) urges board to hold Taubman family accountable for discount to NAV, inferior operating performance, and poor capital allocation decisions. L&B calls for board refreshment and a possible sale.
- 9/30/2016 Director William Parfet resigns; company reduces board size from nine to eight.

Akamai Technologies, Inc. (AKAM)

Activist: Elliott Associates

Meeting: 6/1/2018 Confirmed

- 3/9/2018 Settlement. Company agrees to add 2 nominees designated by Elliott. Standstill which expires prior to nominating deadline for 2019 AGM.
- 1/9/2018 Bloomberg reports the company has hired Morgan Stanley to explore strategic alternatives including a potential sale, says no decisions made.
- 12/15/2017 Elliott (6.5%) files initial 13D, believes company is undervalued despite having a significant competitive advantage. Intends to engage regarding strategic and operational opportunities to maximize value.

Immersion Corp. (IMMR)

Activist: VIEX; Raging Capital

Meeting: 6/1/2018

- 1/23/2018 VIEX (7.1%) demands to inspect certain books & records of to assess whether board has breached its fiduciary duties to stockholders by failing to keep themselves reasonably informed. Company rejects demand.
- 1/4/2018 Company refuses to appoint VIEX's representatives to board.
- 12/29/2017 VIEX requests immediate appointment to board of representatives Steve Domenik and Eric Singer.
- 12/19/2017 Raging (16.3%) amends 13D.
- 12/8/2017 Raging (14.8%) amends 13D.
- 12/7/2017 VIEX (6.3%) amends 13D, discloses proposed nomination of two directors in light of the company's weak performance stemming from governance, operating, and oversight issues. Also wants swift appointment of an independent CEO.

Proxy Contests - North America

- 12/4/2017 Raging (13.4%) amends 13D, discloses intent to "strongly encourage the [board] to move quickly in hiring a new CEO," following the appointment of Chariman Schlachte as interim CEO.
- 5/12/2017 Raging Capital (9.8%) files 13D indicating it may take positions regarding or make proposals with respect to the company's business, strategies, and corporate governance.
- 4/18/2017 Company files def proxy, includes proposal to amend certificate of incorporation to declassify the board.
- 2/6/2017 Settled. VIEX (7.1%) to get one director (Daniel P. McCurdy), and company agrees to hold binding vote at 2017 annual meeting about de-classifying board. VIEX agrees to a standstill that expires before the 2018 meeting.
- 12/27/2016 VIEX (8.1%) delivers letter nominating Michael Bartholomeusz, Anurag Gupta, and Daniel P. McCurdy as directors.
- 11/4/2016 Board files amended bylaws.
- 9/7/2016 Company appoints Nancy Erba as CFO.
- 8/25/2016 VIEX increases stake to 9%, may seek board representation.
- 6/24/2016 VIEX (5.7%) files 13D.

Lowe's Companies, Inc. (LOW)

Activist: D.E. Shaw

Meeting: 6/1/2018 Confirmed

- 3/26/2018 Company announces chairman/CEO Robert Niblock will resign, though he will stay in those roles until a successor in place. Company initiating search for new CEO.
- 1/19/2018 Settled. D.E. Shaw gets 3 representatives on board: David Batchelder, Lisa Wardell, Brian Rogers.
- 1/12/2018 CNBC reports that D.E. Shaw has built an active stake in company, concerned about its performance relative its peers.

Streamline Health Solutions (STRM)

Activist: Harbert Discovery Fund

Meeting: 6/1/2018

- 1/23/2018 Harbert (9.2%) representative Kenan Lucas added to board on Jan. 18.
- 10/24/2017 Harbert reports increased stake of 9.2%.
- 10/5/2017 Harbert reports increased stake of 8.2%.
- 9/15/2017 Harbert (6.2%) discloses stake and states that it has and will continue to hold discussions with the company on issues including strategy, board composition and leadership, and corporate governance, among other topics. May push for board representation.

Telaria, Inc. (TLRA)

Activist: Edenbrook Capital

Meeting: 6/1/2018 Confirmed

- 3/6/2018 Edenbrook Capital (5.4%) has and will continue to talk with mgmt. and board about business, management, capital structure, board members, strategic alternatives, etc.

Viridium Pacific Group Ltd. (VIR)

Activist: E and R Holdings

Meeting: 6/4/2018 Confirmed

- 4/10/2018 Company announces appointment of Dan Echino and Sean MacNeil as board members.
- 4/3/2018 Company sets shareholder meeting date for June 4, 2018 and provides corporate update.

Proxy Contests - North America

- 3/19/2018 Dissident discloses shareholders that may be considered joint actors with E&R, which is controlled by Robert Howard and Viridium Blue Investments Ltd. In aggregate such concerned shareholders hold about 30% of outstanding shares.
- 3/13/2018 E&R Holdings (8.4%) announces meeting requisition to fix number of directors at 6, remove Steve Serenas, and elect Sean MacNeil and Dan Echino as directors.
- 3/8/2018 Company advises that a group of 4 shareholders requested appointment of Sean MacNeil as additional director. Due to significant aggregate ownership of the shareholder group it can materially affect control of the company.

Aqua Metals, Inc. (AQMS)

Activist: Kanen Wealth Management

Meeting: 6/5/2018 Confirmed

- 4/24/2018 Dissident files def proxy.
- 4/23/2018 Kanen announces Sushil Kapoor to replace David Kanen as nominee.
- 4/17/2018 Company files def proxy.
- 4/16/2018 Kanen questions appointment of Frank Knuettel as CFO, noting his former company Marathon declined by over 90% in the past 40 months.
- 4/12/2018 Company announces appointment of Frank Knuettel as CFO.
- 4/11/2018 Kanen files prelim proxy, nominating 5 directors at 2018 AGM.
- 4/3/2018 Company files prelim proxy. Kanen adds Shariq Yosufzai to director slate. Wants board to hold off on material decisions (eg appointment of new CEO) until after 2018 AGM. Open to retaining one or more incumbent independent directors on the board.
- 4/2/2018 Company announces Stephen Clarke and Selwyn Mould have informed they will not stand for reelection at 2018 AGM.

- 3/27/2018 Company announces it is seeking successor for CEO/chairman and is seeking to add up to 2 new, independent directors to board.
- 3/23/2018 Kanen announces it will nominate 4 directors at 2018 AGM.
- 3/6/2018 Kanen increases stake to 7.9%.
- 3/5/2018 Company announces resignation of CFO Mark Weinswig. Former CFO Thomas Murphy will rejoin as interim CFO effective March 5, 2018.
- 2/22/2018 Kanen (6.5%) files initial 13D. Intends to engage on strategic and operational issues, including ways to accelerate commercialization. No specific plans.

Hawthorn Bancshares, Inc. (HWBK)

Activist: Ategra Capital Management

Meeting: 6/5/2018 Confirmed

- 4/4/2018 Ategra Capital (6.5%) sends letter to board, saying it is withdrawing support from board and urging it to explore strategic alternatives.
- 1/13/2017 Ategra files 13D, discloses 6.3% stake.
- 12/22/2016 Ategra sends private letter to company, submits shareholder proposal to split CEO/Chair role.

Ladder Capital Corp. (LADR)

Activist: Related Fund Management

Meeting: 6/5/2018 Confirmed

- 4/17/2018 Related (7.4%) amends 13D. Company has refused to provide confidential information. Related has withdrawn acquisition proposal as a result.
- 2/2/2018 Ladder and Related enter into confidentiality agreement in connection with possible negotiated transaction.

Proxy Contests - North America

1/25/2018 Ladder declines \$15.00 per share offer from Related.

1/16/2018 Related (8.2%) offers to acquire the company for \$15.00 per share, in letter delivered on Jan. 15 to company's board.

11/11/2017 Related (8.2%) amends 13D.

3/13/2017 Related Fund Management (7.8%) files 13D, will seek discussions that may include options for strategic alternatives.

OHA Investment Corp. (OHA)

Activist: Etude Capital

Meeting: 6/5/2018 Confirmed

4/13/2018 Etude amends 13D, discloses April 11 confidentiality agreement in connection with a possible negotiated transaction. Eighteen month standstill.

4/4/2018 Etude (8.5%) amends 13D.

3/26/2018 Company announces it has retained Keefe, Bruyette & Woods as its financial advisor to explore alternatives.

2/14/2018 Etude (7.4%) amends 13D, indicates that it continues to engage with the company and has voiced opposition to any capital raises by the that are dilutive to NAV.

12/19/2017 Etude (6.1%) amends 13D.

9/29/2017 Etude (8.2%) will seek discussion re: co's "unsustainable overhead" and share price persistently trading at a discount to NAV. Attributes problems to co's "lack of scale as a publicly-traded business development company."

Rent-A-Center, Inc. (RCII)

Activist: Engaged; Vintage; Marcato

Meeting: 6/5/2018 Confirmed

2/9/2018 Engaged (16.9%) amends 13D.

2/5/2018 Rishi Garg will not stand for re-election at 2018 AGM. Engaged will propose a new director and vote for other 2 incumbents up for re-election. Engaged may also propose 1 more director. Co. agrees to end poison pill by Feb. 28.

1/19/2018 Vintage Capital (5.9%) enters into confidentiality agreement and standstill in connection with possible transaction with company, lasting through Jan. 17, 2019.

1/2/2018 CEO Mark Speese resigns, effective immediately. Board member (2017 dissident nominee) Mitch Fadel becomes CEO and remains on board; Fadel was president of RCII 2000 - 2015.

12/21/2017 Board agrees to de-classify, such that all directors will be up for election annually, starting with 2019 AGM. Engaged endorses this decision.

11/8/2017 Board rejects Vintage Capital's \$13/shr. offer and request of 30 days of exclusive negotiations.

11/3/2017 Vintage Capital revises its bid to \$13/shr.

10/30/2017 Board starts process of exploring strategic and financial alternatives; chairman Steven Pepper resigns from board because he disagrees with this decision.

8/4/2017 Mark E. Denman resigns as Exec VP of Acceptance Now business.

7/25/2017 Reuters reports that company received offers from HIG Capital and Lone Star Funds as early as March 2017.

7/25/2017 Marcato demands RCII put itself up for sale.

7/11/2017 Vintage Capital announces bid of \$15 per share.

6/19/2017 Engaged releases letter, criticizing company's delays in seating the three new dissident directors and the new chairman's two-month vacation until August.

6/8/2017 All three dissident nominees elected.

5/27/2017 ISS recommends FOR dissident candidates Fadel and Hetrick, and WITHHOLD on Brown on BLUE card.

5/17/2017 Company files shareholder presentation.

Proxy Contests - North America

- 5/10/2017 Company announces appointment of Joel Mussat as COO.
- 5/2/2017 Engaged files shareholder presentation.
- 4/27/2017 Company files definitive proxy, with June 8 meeting date and April 24 record date.
- 4/25/2017 Engaged begins litigation to restore record date, states it will not pursue takeover bid.
- 4/24/2017 Company changes record date from 4/10 to 4/24.
- 4/20/2017 Engaged files def. proxy nominating 3, withdraws nomination of McFate. Believes parallel strategic review still imperative.
- 4/17/2017 Engaged withdraws nomination of William Butler. To the extent that only 3 seats are up for election, Engaged will withdraw one more of its remaining 4 nominees.
- 4/11/2017 Company files preliminary proxy.
- 4/10/2017 Bloomberg reports Marcato (4.9%) wrote to board urging immediate strategic review, and that sale of the entire company likely offers the best alternative for shareholders.
- 4/10/2017 Company announces new strategic plan to improve operations. Interim CEO Mark Speese appointed to serve as CEO.
- 4/3/2017 Engaged files preliminary proxy. Nominates five to stand for three seats.
- 3/31/2017 Engaged increases to 16.9%.
- 3/25/2017 Company adopts poison pill with threshold of 15% ownership expiring Mar. 20, 2020, subject to shareholder approval. Current holders of 15% or more will be grandfathered.
- 3/15/2017 Engaged (13.7%) amends 13D, enters joinder agreement with Engaged nominees.
- 2/23/2017 Engaged requests company hire financial advisor and explore all strategic alternatives, including sale. Nominates 5 directors (Mitchell Fadel, Ken Butler, Jeffrey Brown, Carol McFate and Christopher Hetrick).

- 2/14/2017 Engaged issues a public letter calling on board to immediately commence a strategic alternatives review process.
- 1/31/2017 Engaged (9.9%) files 13D; plans to continue to have discussions with board.

Acacia Research Corp. (ACTG)

Activist: Sidus Investment Management, BLR Par

Meeting: 6/6/2018

- 4/10/2018 Sidus says it was informed that company is cancelling previously set April 9 record date and June 7 meeting date and setting a new record date of May 10, but no meeting date.
- 4/5/2018 Sidus files preliminary proxy.
- 4/3/2018 Sidus says appointment of new directors to terms not expiring until 2019/20 was hasty entrenchment move, similar to 2016/17 appointments of Frank Walsh and James Sanders. Says Davis and Falzone lack record of public board experience.
- 4/2/2018 Company files preliminary proxy, appoints Joe Davis and Paul Falzone to board.
- 3/21/2018 Company and Sidus/BLR trade public statements regarding dissidents' concerns.
- 3/20/2018 Sidus (4.1%) concerned by company's strategic direction, value destruction, and governance, particularly after August 2016 appointment of Louis Graziadio as exec chair. Will nominate Clifford Press and Alfred Tobia for 2018 AGM.
- 3/19/2018 Company announces March 8 receipt of notice from Sidus Investment Management and BLR Partners of intention to nominate 2-3 director candidates for 2018 AGM.

Alaska Communications (ALSK)

Activist: Karen Singer; Aegis Financial

Meeting: 6/6/2018

Proxy Contests - North America

- 4/30/2018 Dissident disputes validity of company's rejections, says will begin legal proceedings, says open to settle.
- 4/27/2018 Company files prelim proxy.
- 4/26/2018 Company rejects dissident's nomination notice as being deficient.
- 4/24/2018 Singer amends 13D, continues to engage and wants to acquire an additional 10% of shares or backstop up to \$15M of convertible preferred stock at \$2 per share. Submitted a term sheet on April 24 for consideration by the company.
- 2/9/2018 Aegis (5.43%) amends 13D.
- 2/9/2018 Singer demands, pursuant to DGCL Section 220, a list of stockholders.
- 2/9/2018 Karen Singer says will nominate 3 directors at AGM: Steven Singer, Wayne Barr, Jr. and Patrick Doyle.
- 2/9/2018 Singer delivers letter to the board nominating three directors.
- 1/8/2018 Company adopts of poison pill with 5% threshold.
- 1/8/2018 Company independent director Shawn O'Donnell resigns; company shrinks board from 7 to 6 directors.
- 12/21/2017 Aegis Financial (6.4%) says may talk with mgmt. and board about strategic direction, exec comp, board representation, etc.
- 12/15/2017 Singer (5.0%) files initial 13D, has engaged with the company to urge a sale of the business or certain assets to maximize value. May seek seats.

athenahealth, Inc. (ATHN)

Activist: Elliott Associates

Meeting: 6/6/2018 Confirmed

- 2/7/2018 Jeffrey Immelt to be named chairman.
- 11/27/2017 Company announces Marc Levine to replace Jack Kane as CFO, effective Jan. 2, 2018.
- 9/5/2017 Board expands from 9 to 10, adding IDEXX CFO Brian McKeon.

- 8/1/2017 Company to replace Jonathan Bush as chairman and cut \$100 million in costs.
- 5/18/2017 Elliott files 13D disclosing stake of 1.0%, plus an additional 8.3% in derivatives. Seeks discussions.

Insignia Systems, Inc. (ISIG)

Activist: Groveland Group/Air T

Meeting: 6/6/2018

- 3/26/2018 AirT/Groveland (31.5%) offers 2 year standstill. Will buy no more than 38% of stock w/o paying 15% premium. Requests 1 board seat out of 5 person board, removal of directors Zaballos and Zenz. Supports CEO Kristine Glancy.
- 1/22/2018 Air T (26.3%) reports increased stake.
- 1/16/2018 Air T (16.3%) and Groveland (3.6%) report increased stake.
- 12/11/2014 Jacob J. Berning appointed as independent director nominated by Air T.
- 11/8/2014 Company signs standstill agreement with Groveland/Air T, agrees to increase board size from 6 to 7 and elect Air T CEO Nicholas Swenson and a future Air T nominee to the board.
- 8/15/2014 Groveland Group/Air T (13.5%) files 13D indicating it may hold discussions with company, possibly promoting sale or transfer of assets.

UFP Technologies, Inc. (UFPT)

Activist: Ancora Advisors

Meeting: 6/6/2018 Confirmed

- 2/15/2018 Ancora (7.6%) amends 13D.
- 1/5/2018 Ancora Advisors (6.4%) files 13D, intends to hold discussions on strategic and operational matters, including a sale of the company or certain businesses/assets.

Proxy Contests - North America

AmBase Corp. (ABCP)

Activist: IsZo Capital Management

Meeting: 6/7/2018 Confirmed

2/21/2018 IsZo (23.8%) suing Chairman/CEO Richard Bianco and other directors/officers in NY State Supreme Court. Seeking prohibition on sale of 111 West 57th Street (company's principal asset) without disinterested shareholder consent.

Cadiz, Inc. (CDZI)

Activist: Water Asset Management

Meeting: 6/7/2018

3/26/2018 Water Asset Management (12.8%) says have talked & will continue talking to board and mgmt about business, management, capital structure and allocation, corporate governance, board composition, strategic alternatives, etc.

Radisys Corp. (RSYS)

Activist: VIEX Capital

Meeting: 6/7/2018

3/15/2018 Company announces postponement of AGM until September 2018. Also discloses qualification deficiency letter from NASDAQ.

3/14/2018 VIEX (4.8%) makes 13D exit filing.

12/6/2017 VIEX amends 13D, reports 8.1% stake.

8/24/2017 VIEX Capital (Eric Singer) files initial 13D, reports 5.9% stake, says no current plans.

Vitamin Shoppe, Inc. (VSI)

Activist: Vintage Capital Management, Shah Capi

Meeting: 6/7/2018

4/20/2018 Settlement. Company will appoint 3 new directors immediately (2 Shah, 1 Vintage) and will consider appointing up to 2 more at a later date. Company will also commence a tender for common stock.

3/19/2018 Vintage Capital (14.8%) and Shah Capital (17.0%) convert from separate 13G to joint 13D filers with combined 31.8% position. Disclose Vintage's March 7 nomination of a full slate "in order to preserve its rights as a stockholder" for 2018 AGM.

Aegean Marine Petroleum (ANW)

Activist: Committee for Aegean Accountability

Meeting: 6/8/2018

3/27/2018 Company announces expiration and termination of the HEC share purchase agreement.

3/13/2018 Court issues TRO in favor of plaintiff, temporarily restrains company from taking any further steps in acquiring HEC.

3/8/2018 RBM Holdings LLC (principal Tyler Baron) files complaint in SDNY seeking TRO to enjoin HEC purchase.

3/7/2018 Committee for Aegean Accountability/Tyler Baron (12.7%) amends 13D.

1/31/2018 Committee for Aegean Accountability/Tyler Baron (12%) nominates Raymond Bartoszek, Donald Moore, David Kirshner, and Tyler Baron for election to the board at the 2018 AGM.

12/20/2017 Committee for Aegean Accountability/Tyler Baron (12%) says will nominate 4 directors at 2018 AGM, cites conflicts of interest, poor financial management and inadequate governance practices.

Bandag, Inc. (PAR)

Activist: Above Par Committee/Voss Capital

Meeting: 6/8/2018 Confirmed

Proxy Contests - North America

- 4/23/2018 Company files def proxy.
- 4/16/2018 Above Par Committee/Voss pleased with appointment of recommended director candidate Savneet Singh.
- 4/12/2018 Company announces appointment of Savneet Singh to the board.
- 2/2/2018 Above Par Committee/Voss Capital (6.9%) may talk with board, mgmt. and other shareholders about board composition, potential business combinations or dispositions.

Forest City Realty Trust, Inc. (FCE.A)

Activist: Scopia Capital Management/Starboard

Meeting: 6/8/2018

- 4/17/2018 Scopia (8.3%) recommends Jerome Lande as its additional nominee.
- 4/3/2018 Starboard (5.7%) recommends Gavin Molinelli as its additional nominee.
- 3/22/2018 Company says ran full strategic review process, signed 18 confidentiality agreements, rejected \$25.00/shr. offer but would've accepted \$25.50/shr. plus dividends through closing.
- 3/22/2018 Settlement with Scopia (8.3%) and Starboard (3.0%). 9 directors resign, 5 new apptd, plus 1 more each from Scopia & Starboard. Ratner family to appt 2, not 4 directors. 13 person board, 11 indep. Standstill ends before 2019 AGM.
- 5/26/2017 ISS recs FOR elimination of dual class.
- 4/25/2017 L&B urges company to consider a sale.
- 2/28/2017 Land and Buildings criticizes company for lack of changes despite shareholders agreeing to pay controlling family \$120 million to give up super voting B shares; argues NAV should be closer to \$31.00.
- 2/3/2017 Scopia reports 9.8% stake.

- 1/30/2017 Land and Buildings sends open letter to shareholders, criticizes board interlocks and underperformance. Calls for special committee to evaluate strategic alternatives; special meeting to put entire board up for vote.
- 12/6/2016 Settled: upon recommendation of special committee of independent Class A directors, board to present proposal to eliminate dual-class stock structure at 2017 AGM and adopt majority voting standard. Scopia signs Voting and Support Agreement thru 7/31/17.
- 10/26/2016 Company states that parties examining merits of eliminating dual-class share structure unable to reach an agreement on mutually acceptable terms.
- 8/10/2016 Scopia delivers presentation to board urging company to eliminate dual-class stock structure.
- 6/6/2016 Scopia Capital Management LP reports 7.4% stake in company. States shares are undervalued.

Gogo, Inc. (GOGO)

Activist: Senator Investment Group

Meeting: 6/8/2018 Confirmed

- 3/19/2018 Senator Investment Group (6.5%) converts from 13G to 13D filer. May seek discussions.

NTN Buzztime, Inc. (NTN)

Activist: Sean Gordon

Meeting: 6/8/2018 Confirmed

- 2/5/2018 Sean Gordon (8.8%) asks board to nominate himself as director and grant shareholders the ability to directly access company's proxy materials; says concerned with company's sales strategies and stock price.

Proxy Contests - North America

PDL BioPharma, Inc. (PDLI)

Activist: SevenSai

Meeting: 6/8/2018 Confirmed

- 4/9/2018 Company files preliminary proxy.
- 4/9/2018 SevenSai Capital (1.7%) publishes letter to the board. Wants large share buybacks. Nominated Shlomo Yanai, Georgia Erbez, and Michael Cole on March 8. Yanai was later added to company slate. Intends to withdraw slate at 2018 AGM.

Glance Technologies, Inc. (GLNNF)

Activist: Penny Green

Meeting: 6/12/2018 Confirmed

- 5/1/2018 Management circular goes definitive.
- 4/20/2018 Company cautions shareholders of dissident track record.
- 4/18/2018 Company announces adoption of new corporate governance initiatives and removal of non-independent director Penny Green from two board committees.
- 4/12/2018 Company questions biographical information of John LoGiudice, one of dissident nominees.
- 3/12/2018 Company sets date for AGM of shareholders at June 12, 2018.
- 2/27/2018 Company announces adoption of advance notice policy and formation of special committee.
- 2/23/2018 Husband/wife CEO Desmond Griffin and CTO Angela Griffin say they supported Green's termination. Green and Angela Griffin are sisters.
- 2/21/2018 Green announces meeting requisition to replace 3 of 5 incumbents (Herrington, Topham, and Timlick) who lack relevant expertise and are not aligned with shareholders. Company says requisition was submitted after Green's termination as an officer.

- 2/20/2018 Company announces termination of co-founder and largest shareholder Penny Green (12.3%) as President/COO. Green will remain on board and CEO will assume Green's previous executive duties.

MabVax Therapeutics Holdings (MBVX)

Activist: John Stetson/HS Contrarian Investments

Meeting: 6/12/2018

- 2/13/2018 Barry Honig (4.99%) files 13D, echoes Stetson's concerns and intentions.
- 2/12/2018 Stetson/HS Contrarian (4.99%) files 13D, may engage, in particular on board composition and options for increasing shareholder value.

Performant Financial Corp. (PFMT)

Activist: Mill Road Capital

Meeting: 6/12/2018 Confirmed

- 1/29/2018 Mill Road (6.8%) files 13D, may seek discussions re markets, operations, competitors, prospects, strategy, personnel, directors, ownership, and capitalization.
- 1/24/2018 Philadelphia Financial Management (5.6%) amends 13D, reports trim of position.

Resonant, Inc. (RESN)

Activist: Park City Capital

Meeting: 6/12/2018 Confirmed

- 4/2/2018 Settled. Incumbents Hammond, Joseph, and Kornfeld won't stand for reelection. Brett Conrad, Alan Howe, Jack and Josh Jacobs to be nominated by company. Strategy committee will be disbanded. Michael Fox and/or Alan Howe will serve on the 3 key cmtes.

Proxy Contests - North America

- 3/6/2018 Park City (5.2%) announces nomination of 6 directors. Cites repeated dilutive financings, exclusion from meetings of Park City's director (Fox), excessive exec. comp. Believes selling company may produce better outcome.
- 10/6/2017 Park City announces intent to run full slate for 2018 AGM. Believes board lacks sufficient alignment, contributing to excessive exec comp & dilutive financings; notes its rep excluded from board review. Believes co should sell itself.
- 8/18/2017 Park City (7.2%) amends 13D, discloses that its board rep Michael Fox has expressed that the company's stock is undervalued and a better outcome for shareholders might be achieved by pursuing a sale. May take further actions.

School Specialty, Inc. (SCOO)

Activist: Mill Road Capital

Meeting: 6/12/2018 Confirmed

- 11/16/2017 Mill Road Capital (21.3%) intends to talk with board and mgmt about operations, strategy, personnel, directors, etc.

Alteryx, Inc. (AYX)

Activist: Abdiel Capital

Meeting: 6/13/2018 Confirmed

- 11/13/2017 Abdiel (16.4%) reverts to 13G.
- 9/21/2017 Abdiel Capital (20.9%) files 13D (having previously filed a 13G in June 2017). May seek discussions.

DAVIDsTEA, Inc. (DTEA)

Activist: Herschel Segal

Meeting: 6/14/2018 Confirmed

- 4/26/2018 Board claims that dissident is architect of many of the challenges experienced by company.

- 4/25/2018 Dissident Herschel Segal, 46.23% stakeholder via RDI, founder of the company and a director until March 5, 2018, proposes slate of 7 nominees to replace maj. of the board. Criticizes poor operating decisions and unproductive leadership.
- 4/3/2018 Three shareholders, with aggregate holdings of about 37%, express serious concerns over RDI proposed director slate and other recent RDI announcements.
- 3/27/2018 Company states that RDI has been represented on board since IPO in 2015 and has been instrumental in selecting and guiding management team until Segal resignation.
- 3/22/2018 Company acknowledges receipt of a letter from Rainy Day Investments (RDI), a 46% shareholder, which is controlled by Segal, announcing dissident slate of directors.
- 3/8/2018 Co-founder Herschel Segal resigned as director, will explore privatization transaction for DTEA. Lorenzo Salvaggio, officer of RDI (a holdco controlled by Segal), resigned as director. Strategic process updates announced Dec. 7, 2017.

Alcentra Capital Corp. (ABDC)

Activist: Stilwell Value Partners

Meeting: 6/15/2018

- 3/2/2018 Stilwell Value Partners (8.5%) believes company is undervalued, hopes to work with it to increase stock price.

Spanish Broadcasting System (SBSAA)

Activist: Bluestone Financial

Meeting: 6/15/2018

- 3/1/2018 Bluestone (14.5%) amends 13D. Wants co. to partner with /sell to lg/ global media co. Selling underperforming, cap-intensive assets (Mega TV) will allow deleveraging, faster growth. Proposes partnering w/MercadoMagico.com to build online ecosystem.

Proxy Contests - North America

Travelport Worldwide Limited (TVPT)

Activist: Elliott Associates

Meeting: 6/15/2018

3/26/2018 Elliott (11.8% economic stake) believes stock undervalued, says company should explore selling all or part of itself, says Elliott might be interested in buying what is sold.

Xerium Technologies, Inc. (XRM)

Activist: American Securities

Meeting: 6/15/2018

3/19/2018 Company announces review of strategic alternatives to maximize shareholder value.

3/13/2018 Barington Capital (4.4%) tells company it intends to nominate 2 directors at 2018 AGM.

2/27/2018 American Securities reduces ownership to 4.6%.

2/22/2018 American Securities reduces ownership to 6.2%.

9/27/2017 American Securities (8.5%) amends 13D. May engage in discussions with the board and/or management, and/or encourage the company to explore transactions.

Hess Corp. (HES)

Activist: Elliott Associates

Meeting: 6/18/2018

3/8/2018 Hess discloses plan to buy back an additional \$1 billion in shares by year end 2018. Elliott publicly supports the announcement.

12/14/2017 Elliott (6.7%) hopes to remove CEO John Hess or push him to sell all or part of company, WSJ reports. Elliott also seeks dividend cut and more stock buybacks.

5/16/2013 Settled. Dissident gets 3 directors.

5/3/2013 ISS rec FOR all 5 dissident nominees.

4/3/2013 Elliott files definitive proxy.

3/26/2013 Elliott (4.4%) issues letter rebutting Hess assertions against nominees.

3/21/2013 Hess files definitive proxy.

3/20/2013 Elliott (4.4%) files prelim. proxy. seeks 5 of 14 seats.

3/5/2013 Relational (2.7%) criticizes Hess response to Elliott. Also on this day, CEO asks Relational to help persuade Elliott to withdraw its slate.

3/4/2013 Hess will sell its retail and energy trading and marketing business. It will also nominate 6 new independent directors at its annual AGM in May. It will also boost annual dividend to \$1 per share and buy back up to \$4 billion in stock.

2/25/2013 Elliot wants Hess to spin off its partly owned trading arm Hetco Energy Trading Co.

1/30/2013 Relational (2.7%) writes to CEO; expresses support for Elliot.

1/28/2013 Elliott (4%) will seek 5 directors & encourage company to spin off its onshore holdings, sell its retail business, and consider an MLP structure for its infrastructure assets.

Atlantic Power Corp. (AT)

Activist: Mangrove Partners

Meeting: 6/19/2018

4/17/2018 Mangrove (5.1%) amends 13D, discloses conversion of shares into swaps.

1/12/2018 Mangrove (9.96%) has had & will keep having talks with mgmt re: alternate uses for company's power plants with expired or expiring power purchase agreements, such as for data centers, cryptocurrency mining & blockchain uses.

5/21/2015 Company reaches settlement with Mangrove.

Proxy Contests - North America

4/29/2015 Mangrove (7.5%) urges company to return cash to shareholders; indicates it may push for sale or break-up.

New York & Company, Inc. (NWKY)

Activist: Kanen Wealth Management
Meeting: 6/19/2018

3/12/2018 Kanen (8.3%) amends 13D, will seek discussions re increasing stock buybacks and capital allocation.

11/24/2017 Kanen increases ownership to 7.3%.

4/26/2017 Kanen (5%) files 13D criticizing company performance; urges board to appoint new independent director, form special committee to represent minority holders, and return cash to shareholders.

ViewRay, Inc. (VRAY)

Activist: OrbiMed Advisors
Meeting: 6/19/2018

10/27/2017 Orbimed reduces stake to 14.5%.

8/9/2017 OrbiMed Advisors (16.6%) files 13D, says has no plans for control, transaction or anything similar now.

Aberdeen Japan Equity Fund (JEQ)

Activist: Bulldog Investors
Meeting: 6/21/2018

4/20/2018 Bulldog (6.8%) submits advance notice letter nominating Richard Abraham to the board and presenting shareholder proposal requesting liquidation of the fund.

Antero Resources Corp. (AR)

Activist: SailingStone Capital Partners
Meeting: 6/21/2018

2/14/2018 SailingStone (11.5%) amends 13D. Seeking discussions. No specific plans.

1/29/2018 SailingStone (11.08%) files 13D. Reserves the right to hold discussions with the board and management, and may support one or more of the actions described in subparagraphs (a) through (j) of Item 4 of Schedule 13D.

BioDelivery Sciences Intl, Inc. (BDSI)

Activist: Broadfin Capital
Meeting: 6/21/2018

4/10/2018 Broadfin Capital (7.3%) may nominate candidates to board.

Finjan Holdings, Inc. (FNJN)

Activist: Halcyon Capital Management
Meeting: 6/21/2018

3/19/2018 Halcyon Capital Management (14.2%) converts from 13G to 13D. During the March 7 board meeting, Halcyon's designated observer engaged on operations, deployment of capital, and strategic direction. May seek addtl discussions incl board composition.

Natus Medical, Inc. (BABY)

Activist: Voce Capital
Meeting: 6/21/2018

4/23/2018 Voce intends to nominate three directors: Mark Gilreath, Lisa Wipperman Heine, and Joshua Levine. Sends shareholder letter.

Proxy Contests - North America

3/20/2018 Voce (2%) nominates two directors.

Rockwell Medical, Inc. (RMTI)

Activist: Richmond Brothers

Meeting: 6/21/2018 Confirmed

4/30/2018 Company files def proxy.

4/13/2018 Company files prelim proxy.

3/9/2018 Dissident discloses March 7 agreement with company. Board to expand to 8. Benjamin Wolin (lead indep. dir.) & Lisa Colleran will join; Patrick Bagley will leave. Company will de-stagger board such that all directors will be up for election in 2020.

3/1/2018 Richmond Brothers amends 13D, discloses Feb. 27 nomination of Lisa Colleran, Benjamin Wolin and David Richmond for 2018 AGM. Will withdraw 1 nominee if 2 directors are up for election. Also submitting shareholder proposal for board declass.

11/27/2017 Settled. Co. to expand board to 7, appt 1 new director & name a new lead dir by Feb 15, 2018; new nom/gov chair by Dec 7, 2017. Standstill expires prior to nomination deadline for 2019 AGM. Company to reimburse dissident up to \$895K.

9/7/2017 Company announces that board voted unanimously to expand from 5 to 6 directors, appoint John Cooper as director.

8/29/2017 Company denies dissident's claims, says has provided dissident director Ravtich ample notice of meetings and all info requested. Claims dissident asked for \$875,000 if directors want "peace."

8/28/2017 Richmond Bros/Ravitch (10.8%) claim that elected dissident director Ravitch has been shut out of board room & denied info. Call for immediate ouster of chair/CEO; if not removed, will nominate dissident slate in 2018.

6/5/2017 Richmond Brothers (10.7%) amends 13D, discloses termination of group pursuant to election of Ravich.

6/1/2017 Richmond Brothers nominee Ravich elected to board.

5/30/2017 Richmond Brothers issues press release announcing E.D. Mich. denied company's motion for preliminary injunction.

5/25/2017 E.D. Mich. denies company's motion for an injunction against Richmond Brothers.

5/20/2017 ISS recommends FOR dissident nominee (Ravich) on BLUE proxy card.

5/10/2017 Company files shareholder presentation.

5/5/2017 Richmond Brothers amends 13D to address company's legal arguments in E.D. Mich. case regarding voting power classification of the shares held in the customer accounts managed by Richmond Brothers.

5/4/2017 Richmond Brothers files shareholder presentation.

4/21/2017 Richmond Brothers sends letter to shareholders, claims company suffers from failure to monetize approved drugs, poor TSR, and poor executive comp alignment.

4/21/2017 Company files def proxy.

4/20/2017 Richmond Brothers files def proxy.

4/7/2017 Richmond Brothers discloses company's preliminary injunction hearing set for May 3, 2017.

4/5/2017 Richmond Brothers files prelim proxy.

4/3/2017 Company files prelim proxy. Nominates one new independent director, creates nomgov committee and lead independent director position, among other changes.

3/17/2017 Richmond Brothers refutes claims made by the company in the March 8 filing.

3/10/2017 Richmond Brothers launches contest website.

3/8/2017 Company files suit against Richmond Brothers in US District Court, Eastern District of Michigan. Alleges the defendants made material misstatements and failed to file required SC 13Ds.

3/2/2017 Richmond Brothers (11.9%) intends to nominate David S. Richmond and Mark H. Ravich to the board.

Proxy Contests - North America

3/1/2017 Director Ken Holt announces he will not stand for re-election in 2017.

2/21/2017 Richmond Brothers (10.8%) files 13D; criticizes poor corporate governance practices and operational missteps by management team and board.

SLM Corp. (SLM)

Activist: Value Act Capital

Meeting: 6/21/2018

4/6/2018 Value Act Capital (6.4%) has had and will continue having conversations with mgmt & the board about board & mgmt. composition, business strategy, etc.

The ONE Group Hospitality, Inc. (STKS)

Activist: Kanen Wealth Management

Meeting: 6/21/2018

3/28/2018 Twinleaf discloses 5.0% stake.

3/27/2018 Settled. Kanen to appoint one board member. Standstill expires prior to the 2019 AGM.

3/19/2018 Kanen increases stake to 17.3%.

3/2/2018 Anson (8.2%) amends 13D to disclose joint filing agreement among its funds. No present plans.

11/20/2017 Kanen increases stake to 14.8%.

8/4/2017 Anson Funds (9.99%) amends 13D, stating that at the request of the company, it engaged with the chairman and other shareholders to discuss performance and leadership. Anson may seek future engagements.

7/5/2017 Kanen increases stake to 8.8%.

4/13/2017 Kanen (7.8%) files 13D, may seek discussions with the board/management.

Apogee Enterprises, Inc. (APOG)

Activist: Engaged Capital

Meeting: 6/22/2018

4/17/2018 Engaged Capital (6.0%) files initial 13D, intends to discuss improvements to capital allocation, growth initiatives, investor relations, among other topics. Believes current valuation gap is unwarranted.

Cherokee, Inc. (CHKE)

Activist: Cove Street Capital

Meeting: 6/22/2018

2/2/2018 Cove Street (22.1%) entered into stock purchase agreement w/company on Aug. 11, 2017. Cove St. has made suggestions about board composition.

Genesco, Inc. (GCO)

Activist: Legion Partners

Meeting: 6/22/2018

4/25/2018 Settled. Company will add Marjorie Bowen & Joshua Schechter to board (11 directors after 2018 AGM). Bowen & Schechter will both be on strategic alternatives committee. Co. will consider buyback or special div w/proceeds from Lids sale.

4/2/2018 Legion "may make a preliminary filing [of a proxy]...in the event the Shareholder Group nominates directors," and believes initiating sale processes, similar to Lids process, for Johnston & Murphy and Schuh will likely bridge valuation gap.

3/19/2018 Legion amends 13D, March short puts expired unexercised.

Proxy Contests - North America

- 2/14/2018 Company announces plans to sell its Lids division. Legion Partners says the sale does not go far enough and is disappointed the board did not more comprehensively review all strategic alternatives.
- 1/24/2018 Legion Partners (5.2%) amends 13D. Rolled forward portion of short put position expiring January 2018 into March 2018.
- 1/16/2018 Legion Partners (5.2%) believes shares are undervalued, believes mgmt. should sell parts of the business, return significant amounts of capital to shareholders, raise ROIC.

InfuSystem Holdings, Inc. (INFU)

Activist: Meson Capital Partners, 22NW
Meeting: 6/22/2018

- 4/25/2018 Meson/22NW interested in buying company. Delivered letter nominating 6 directors at 2018 AGM.
- 3/21/2018 Meson (4.7%) and 22NW (4.5%) file joint 13D. Seeking discussions re strategic and operational opportunities, including a sale of the company or certain of its assets.
- 6/19/2017 22NW Fund discloses all-cash offer to acquire all outstanding shares of INFU for \$2/share.
- 4/24/2012 Settlement. Meson nominates 5 directors, CEO resigns.
- 12/6/2011 Meson Capital Partners (11.4%) initiates 13D. Highlights engagement with management and possible changes in the board composition.

RAIT Financial Trust (RAS)

Activist: Charles Frischer
Meeting: 6/22/2018

- 3/12/2018 Charles Frischer (6.34%) files 13D, may seek discussions or take other actions.

Rubicon Technology, Inc. (RBCN)

Activist: Paragon Technologies
Meeting: 6/22/2018

- 12/4/2017 Sentientia Capital Management (5.2%) files initial 13D, discloses Nov. 27 letter to the company proposing board representation.
- 11/20/2017 Bandera Partners discloses 9.5% stake.
 - 5/2/2017 Paragon announces termination of discussions with Rubicon. Feels strongly that Gad should be on the board and will consider options re: 2018 AGM, at which time company's board is expected to de-stagger and all directors will stand for reelection.
- 4/11/2017 Company files definitive proxy, stating it has offered, as it did in 2016, to appoint Jacobs to the board.
- 3/30/2017 Company files prelim proxy.
 - 3/2/2017 Paragon Technologies (0.3%) says it will nominate to board Hesham M. Gad and Jack H. Jacobs, who it also nominated in 2016.
- 6/24/2016 Shareholders reelect incumbent directors.
- 6/11/2016 ISS recs for incumbent nominees.
 - 6/1/2016 Company appoints new independent director, Timothy E. Brog, President of Locksmith Capital, to board.
- 5/23/2016 Paragon files definitive proxy.
- 5/18/2016 Company files definitive proxy.
- 5/13/2016 Paragon files preliminary proxy.
 - 5/5/2016 The company files preliminary proxy.
- 4/22/2016 Paragon Technologies (0.15%) discloses its intention to nominate Hesham M. Gad and Jack H. Jacobs.

Proxy Contests - North America

DIRTT Environmental Solutions (DRT)

Activist: Iron Compass

Meeting: 6/26/2018 Confirmed

- 4/16/2018 Company and dissident agree on board refreshment: John Elliott and Ronald Kaplan added to board, effective immediately. Three incumbents, Fairholm, Goldstein and Burke, will be stepping down as directors.
- 3/21/2018 Dissident requisitioned special meeting to consider resolutions to protect and enhance abilities of shareholders to elect directors.
- 3/8/2018 Dissident announces that it may put forward its own director nominees. Such nominees will be determined based upon management nominees to be proposed by the company.
- 3/5/2018 Iron Compass (5.1%) issues circular; intends to solicit proxies to WH votes for management nominees, which are to be named. Updated dissident circular will be issued after company circular goes definitive.
- 1/2/2018 Co. announces Michael Goldstein joined as director & CEO & Peter Henry as Interim CFO. Mogens Smed moves from CEO to Exec Chairman. Former Pres. Scott Jenkins resigns. Chair Steve Parry will become independent lead director.

The Swiss Helvetia Fund, Inc. (SWZ)

Activist: Bulldog Investors

Meeting: 6/26/2018

- 3/6/2018 Bulldog Investors (8.4%) says intends to nominate 2 to board: Phillip Goldstein and Gerald Hellerman.
- 6/14/2017 ISS recs for management, and against self-tender proposal.
- 5/23/2017 Bulldog files definitive proxy.

- 5/8/2017 Bulldog files prelim proxy, nominates Sell, Dakos & Mazarakis. Proposes self-tender, terminating investment advisers if board unresponsive to support of tender, & continuation of bylaw amend. setting director qualif. & amendment by supermajority.
- 3/14/2017 Bulldog (7.5%) amends 13D, will nominate 1 to 3 board candidates for 2017 AGM.
- 2/28/2017 Bulldog to submit shareholder proposals to simplify the advance notice requirements, rescind "Qualifications for Office" provision in bylaws, and eliminate supermajority vote requirement for amending bylaws.
- 11/1/2016 Bulldog receives support from more than 25% of outstanding shares.
- 10/25/2016 Bulldog intends to call special meeting to declassify board and authorize a self-tender.
- 9/23/2016 Bulldog (5.9%) notes that 80% votes cast at AGM supported proposal to de-stagger board.

Acorda Therapeutics, Inc. (ACOR)

Activist: Scopia Capital Management

Meeting: 6/27/2018 Confirmed

- 2/28/2018 Settled. Scopia gets 2 board seats. Standstill through Jan. 1, 2019.
- 8/31/2017 Scopia (18.2%) files amended 13D.
- 8/7/2017 Scopia Capital Mgmt (16.5%) files 13D, discloses letter to the board calling for strategic review/sale. Company responds same day: has talked with Scopia for several quarters, plans to continue pursuing standalone strategy.

Hill International, Inc. (HIL)

Activist: Engine Capital

Meeting: 6/27/2018

- 4/16/2018 Ancora Advisors (5.4%) files initial 13D. No plans.

Proxy Contests - North America

3/9/2018 Settled. Engine Capital (9.98%) will receive one board seat (Arnaud Ajdler). Standstill which expires before nominating window for 2019 AGM.

MusclePharm Corp. (MSLP)

Activist: Amerop Holdings; Wynnefield Partners

Meeting: 6/27/2018

1/3/2018 Wynnefield Partners (9.1%) amends 13D.

11/1/2017 Wynnefield Partners (10.7%) updates 13D, wants board to evaluate all options for recapitalizing. Discloses standstill that prevents Wynnefield from making an alternative proposal to the board.

10/27/2017 Amerop requests Special Committee reconsider Amerop's offer.

10/20/2017 Special Committee declines Amerop's offer, citing potential departures of top management.

10/19/2017 On Oct. 17, 2017, Amerop (15.3%) proposed to the company's special committee that it purchase ~\$18 million of newly issued company stock shares at \$1.96/shr.

A10 Networks, Inc. (ATEN)

Activist: Viex Capital

Meeting: 6/30/2018

3/14/2018 Settled. Board increased to 6, VIEX designee Tor Braham to serve as class II director and on audit and comp committees. Board to recommend rolling board declass commencing at 2018 AGM. Standstill expires before 2019 AGM.

1/29/2018 Viex (5.2%) files 13D, says company should make immediate improvements to accelerate profitability or consider a sale. Argues section 16 officers should immediately terminate routine 10b5-1 sales. Viex is "mindful" of nomination window.

Calmare Therapeutics, Inc. (CTTC)

Activist: Concerned Shareholders

Meeting: 6/30/2018

2/20/2018 Company says prior 8-K was not misleading but agrees record date is Feb. 13; intends to engage tabulator for consents and revocations. Dissident outraged at company's Feb. 16 claim of issuing shares Feb. 12, same day process was served for consents.

2/16/2018 Company says Feb 23, 2018 is record date for solicitation. Dissident responds management making false statements, record date is Feb. 13 when CTC collected consents over 50%. Company later reports Feb. 12 share issuance comprising 28% dilution.

2/9/2018 Dissident informs the company that the officers and directors have been removed via written consent. Requests an immediate transition.

1/16/2018 Company files definitive consent revocation. Says according to Delaware law, record date cannot be prior to Jan. 10, 2018. Even so, company will seek revocations for all shareholders of record as of Nov. 16, 2017.

1/2/2018 Company files preliminary consent revocation.

12/22/2017 CTTC discloses Dec. 19 BDO letter clarifying 8-K. Scope of CTTC's audit would expand significantly due to cited revenue recognition and inventory concerns; further investigation may prevent BDO from rendering an unqualified opinion.

12/19/2017 CTTC announces Dec. 12 bylaws amendment allowing third-party inspection of shareholder votes. Also determined that Yarbro's directorship has been continuous since March 2012, and provided notice (unspecified when) to Yarbro of Dec. 12 board mtg.

Proxy Contests - North America

- 12/18/2017 CTTC announces Dec. 11 resignation of independent auditors BDO USA, which also noted several areas that "appear to represent" material weaknesses in CTTC's internal controls. CTTC has commenced identifying new independent auditors.
- 12/5/2017 Dissidents file definitive consent solicitation, says record date is Nov. 16, 2017.
- 11/22/2017 Dissidents ("approx. 20%") issue preliminary consent solicitation; believe mgmt. & board will not hold AGM. Asks to remove entire board, elect 5 new directors, remove mgmt. Cites poor stock perf., failure to make SEC filings.
- 9/21/2017 Dissidents (22.8%) amend 13D. Board ignored attempts to engage. In Aug., dissidents nominated five candidates to board. Board set up a meeting, but cancelled and has not responded to request for shareholder list.
- 6/30/2017 Dissidents (22.3%) send letter to board re: mismanagement, underperformance, exec comp, "invalid and wrongful" removal of Yarbro from board; will consider consent solicitation, proxy solicitation, tender offer.

Coastway Bancorp, Inc. (CWAY)

Activist: Clover Partners

Meeting: 6/30/2018

- 3/22/2018 Clover Partners reduces stake to 3.9%.
- 3/16/2018 Seidman (4.6%) makes 13D exit, position below 5% threshold.
- 3/14/2018 Coastway announces that it will be acquired by HarborOne Bancorp for \$28.25 per share in cash.
- 2/22/2018 Lawrence Seidman (5.1%) has had talks with CEO about maximizing shareholder value.
- 12/22/2017 Clover delivers notice that it intends to nominate Mike I. Shafir and David Verlander to the board at the 2018 AGM.
- 7/5/2017 Clover increases stake to 9.0%.

- 5/26/2017 Company discloses AGM results with all nominees elected, incumbents Francis Flaherty and Debra Paul receiving a large portion of withheld votes.
- 5/22/2017 Clover (7.9%) amends 13D.
- 5/8/2017 Clover (6.9%) amends 13D.
- 5/3/2017 Clover (5.8%) files 13D, intends to "influence the policies of the Issuer and assert shareholder rights."

Command Center, Inc. (CCNI)

Activist: Ephraim Fields, etc.

Meeting: 6/30/2018

- 4/16/2018 Settlement. Lawrence Hagenbuch appointed to the board. Other nominees for 2018 AGM include Richard Coleman, Steven Bathgate, Steve Oman, Rimmy Malhotra, JD Smith, and Galen Vetter.
- 4/2/2018 Company announces appt. of Richard Coleman as CEO & board member.
- 2/7/2018 Company announces Feb. 1, 2018 resignation of CEO Bubba Sandford effective April 1, 2018. Sandford to remain as a director. Board preparing transition plan.
- 1/26/2018 Company discloses Richard Finlay tendered resignation from the board on Jan. 22.
- 1/22/2018 Company discloses John Stewart tendered resignation from the board, effective Jan. 16.
- 12/7/2017 Board adopts 1-for-12 reverse split.
- 11/29/2017 Fields (4.5%) files prelim proxy. Nominates 4 people to 7-member board: Keith Rosenbloom, Lawrence F. Hagenbuch, Randall Bort and Sean Gelston. Cites poor stock & operating performance, executive turnover.
- 11/24/2017 Company files preliminary proxy, naming unspecified day in Jan. 2018 as meeting date. No record date specified.

Proxy Contests - North America

- 10/11/2017 Fields (4.3%) proposes alternate slate of 5 directors for 7-member board.
- 10/10/2017 Fields issues letter calling for resignation of board chair John Stewart.
- 9/27/2017 Ephraim Fields issues letter criticizing "steps to further entrench" board, including cancellation of May AGM and subsequent late reporting of amended bylaws allowing shareholders only days to submit proposals.

Envision Healthcare Corp. (EVHC)

Activist: Starboard Value
Meeting: 6/30/2018

- 10/19/2017 At a conference, Jeffrey Smith says Starboard has been buying shares, mgmt has not delivered, believes co. could be an attractive takeover target, particularly for private equity firms.

Gener8 Maritime, Inc. (GNRT)

Activist: Avenue Capital
Meeting: 6/30/2018

- 3/26/2018 Avenue Capital reduces stake to 6.9%.
- 1/3/2018 Avenue Capital (8.7%) files 13D. May seek discussions.

HopTo, Inc. (HPTO)

Activist: Novelty Capital
Meeting: 6/30/2018

- 4/2/2018 Novelty Capital (9.95%) files initial 13D, notes TSR and governance concerns and discloses Jan 30 nomination of 3 director candidates to replace all incumbents. Company has not held an annual meeting since 2015.

ICTV Brands, Inc. (ICTV)

Activist: Norman Pessin
Meeting: 6/30/2018

- 4/27/2018 Company delivers notice of termination of \$2.25M asset sale entered March 6 with Therma Bright Inc.
- 4/23/2018 Company announces president Richard Ransom terminated on Apr. 18 as a result of breaches of his employment agreement. The company is performing an investigation concerning potential breaches of fiduciary duties and other contractual and legal violations.
- 4/23/2018 Norman Pessin (10.3%) files preliminary consent solicitation to remove 3 directors: Kelvin Claney, Stephen Jarvis and Donald McDonald Jr.

ILG, Inc. (ILG)

Activist: FrontFour Capital
Meeting: 6/30/2018

- 4/19/2018 FrontFour files prelim proxy.
- 4/16/2018 Company files prelim proxy.
- 3/15/2018 FrontFour sends letter to the board questioning the disclosure of the strategic review process and the company's motives for notifying Broadridge of three record dates.
- 2/21/2018 FrontFour releases public shareholder letter, nominees are: Michelle Felman, James Hyman, Emanuel Pearlman, and Simon Turner.
- 1/29/2018 FrontFour announces nomination of four candidates to the board for 2018 AGM.
- 9/21/2017 Bloomberg reports FrontFour may seek board seats. Also reports ILG hired Moelis & Co. to advise on a potential transaction after FrontFour went public.

Proxy Contests - North America

5/24/2017 FrontFour (2.0%) releases public letter to the board calling for sale of ILG to Marriott Vacations.

National CineMedia, Inc. (NCMI)

Activist: Standard General
Meeting: 6/30/2018

3/20/2018 Standard General amends 13D, reports increase to 17.9%.
1/26/2018 Standard General (16.9%) files initial 13D, seeks two board seats. Submitted three names prior to nomination deadline, awaiting response from company.

Navigant Consulting, Inc. (NCI)

Activist: Engine Capital
Meeting: 6/30/2018

4/16/2018 Company files prelim proxy.
2/20/2018 Engine nominates four.
1/29/2018 Company responds to Engine letter. Says Engine hasn't shared director recommendations other than Engine's founder.
1/24/2018 Engine Capital (4.4%) discloses letter to the board. Wants strategic review or operational improvements. Also wants board refreshment, CEO/chair separation, exec comp restructuring.

PLx Pharma, Inc. (PLXP)

Activist: Park West Asset Management
Meeting: 6/30/2018

11/20/2017 Park West (12.3%) intends to talk with company about strategy, board composition, potential transactions to increase its stake, etc.

Resolute Energy Corp. (REN)

Activist: Monarch Alternative Capital
Meeting: 6/30/2018

4/6/2018 Company files preliminary proxy.
3/16/2018 Fir Tree (4.6%) makes 13D exit.
3/12/2018 Monarch files preliminary proxy.
3/5/2018 Fir Tree reduces stake to 7.2%.
2/9/2018 Monarch (9.8%) says it will nominate 3 directors at AGM: Patrick Bartels, Joseph Citarrella and Samuel Langford.
2/7/2018 VR Global Partners (5.2%) supports Monarch's proposals of Jan. 26.
2/2/2018 Fir Tree (9.0%) supports Monarch's proposals of Jan. 26.
1/26/2018 Monarch (9.2%) files initial 13D, discloses Jan. 24 letter outlining case to explore strategic transactions to help close valuation gap. Proposes company immediately appoint two directors, form committee to explore transactions, hire an IB.

Robix Environmental Tech (RZX)

Activist: Concerned Shareholders
Meeting: 6/30/2018

4/5/2018 Special meeting of shareholders scheduled on April 26, 2018 has been cancelled.
2/26/2018 David Kushniruk, Peter Lacey, Alan Kerr, Cory Hlus and Rod Ross (collectively 5%) issue meeting requisition to set number directors at 5, to remove Robin Ray and Josh Macnevin, and to elect James Tworek, Josef Korec and Aziz Khadem.

Proxy Contests - North America

Safeguard Scientifics, Inc. (SFE)

Activist: Horton Capital Partners

Meeting: 6/30/2018

- 4/23/2018 Settlement. Russell Glass and Ira Lubert appointed to the board effective immediately. Cooperation agreement with Sierra group expiring earlier of 10 days prior to 2019 AGM advance notice period or 100 days prior to anniversary of 2018 AGM.
- 4/6/2018 Company announces reorganization. Current COO Brian Sisko to succeed Stephen Zarrilli as CEO on July 1, 2018. Controller David Kille to succeed Jeffrey McGroarty as CFO. COO, Investor Relations and Corporate Controller positions will be eliminated.
- 2/27/2018 Sierra/Horton (5.1%) says formally nominated 4 people for board: Russell Glass, Ira Lubert, Paul McNulty, Darren Wallis.
- 2/21/2018 Sierra/Horton (5.1%) issues press release condemning adoption of NOL pill ahead of upcoming election as entrenchment device. Says tax assets appear to be at little risk. Preparing to nominate directors by 2/23 deadline.
- 2/20/2018 Company adopts an NOL pill with 5% threshold and 3 yr sunset.
- 2/14/2018 Sierra/Horton condemns company's adoption of "more onerous" nomination procedures 10 days before deadline for shareholder nominations for 2018 AGM. Calls allowing mgmt to vet board nominees "incomprehensible."
- 2/14/2018 Yakira Capital (2.4%) issues public letter, criticizing chairman for lack of involvement in finding new directors. Calls for new mgmt; smaller, refreshed board; new exec comp plan; more cost-cutting.
- 2/13/2018 Board approves amendments to bylaws focused on advance notice provisions re: proposed nominations and/or other proposed business by shareholders planning to make such proposals at AGM.

- 2/8/2018 Sierra/Horton (5.1%) announces that it intends to nominate director candidates for 2018 AGM; claim that CEO and COO, instead of board nov/gov committee members, are leading the interviewing process for new director candidates.
- 1/29/2018 Group headlined by Horton Capital/Sierra (5.0%) files 13D detailing four years of engagement with the company. In January 2018, delivered a list of potential board candidates per chairman's request.

Spectrum Brands Holdings, Inc. (SPB)

Activist: Tourbillion

Meeting: 6/30/2018

- 4/26/2018 Company announces exec chair David Maura has been named CEO, succeeding Andreas Rouve. Board authorizes new \$1.0bn share repurchase program. Global reorg divides company into 2 operating groups: consumer products and home improvement.
- 2/26/2018 The company and HRG announce that they will merge in an all-stock transaction.
- 1/16/2018 Company announces sale of global battery, lighting and portable power business for \$2.0 billion cash to Energizer Holdings. Transaction expected to close prior to EOY 2018.
- 1/3/2018 Company announces it intends to sell global batteries & appliances businesses in 2018 and will reallocate capital to consumer brands businesses. Also intends to reduce debt and repurchase shares.
- 12/20/2017 SPB issues public response, has been in discussions with HRG for 9 months and exchanged multiple proposals. Parties in broad consensus until Dec. 19, when HRG pushed for greater economic benefit. Special cmte remains ready to negotiate.
- 12/19/2017 HRG Group (59.6%) amends 13D, discloses Dec. 17 and Dec. 19 letters to the board re a potential transaction and proposed board changes. Wants two HRG designees added to the board and three added to nomgov cmte.

Proxy Contests - North America

5/18/2017 Tourbillon Capital Partners sends public letter to board, wants a special committee to explore downstream merger with majority holder HRG Group.

StoneMor Partners LP (STON)

Activist: Axar Capital

Meeting: 6/30/2018

3/9/2018 Axar Capital (17.5%) talking with company about switching from MLP to C-corp. May also engage re: governance, strategy, board, mgmt, etc.

The Macerich Company (MAC)

Activist: Third Point

Meeting: 6/30/2018

2/1/2018 Company discloses John Sullivan (Ontario Teachers' rep) will not stand for reelection at 2018 AGM.

1/25/2018 Company states media reports of a significant shareholder discussing privatization are, to the company's knowledge, inaccurate.

1/22/2018 Bloomberg reports largest shareholder Ontario Teachers is speaking with sovereign wealth to consider backing potential privatization of the company.

11/9/2017 Third Point reports new 1.3% stake in Macerich as of Sept. 30, 2017. Bloomberg reports that Third Point has since increased its stake to nearly 5 percent and is expected to push for changes, including a potential sale.

Track Group, Inc. (TRCK)

Activist: ETS Limited

Meeting: 6/30/2018

2/8/2018 The company announces that Karim Sehnaoui was appointed to the board on Feb. 7, 2018. Sehnaoui is a financial advisor and director of ETS.

1/4/2018 Company announces Derek Cassell to become next CEO. Current CEO Guy Dubois will remain chairman.

9/28/2017 ETS (46.5%) amends 13D. States that it may hold discussions with the board and/or management and may seek to appoint one or more directors to the board or make other changes.

uSell.com, Inc. (USEL)

Activist: Kokino

Meeting: 6/30/2018

11/22/2017 Company announces 7.7M share private placement to 11 investors. Intends to use proceeds for working capital and funding reserve account required by recent Note amendment. Kokino increases stake to 28.3% via the private placement.

6/2/2017 Kokino (23.1%) files 13D, will engage in discussions.

Wheeler REIT (WHLR)

Activist: Joseph Stilwell

Meeting: 6/30/2018

4/16/2018 Company announces new director Armstrong, as well as appointment of Andrew Jones of North Star Partners to the board, effective immediately. John Sweet elected chair. Directors William King and Kurt Harrington retire. Board at 8.

4/13/2018 Westport amends 13D, discloses April 11 appointment of Armstrong to the board.

3/23/2018 Sean Armstrong of Westport Capital (9.5%) appointed to board as an observer.

1/29/2018 NS Advisors (6.8%) amends 13D. Notes that it sent a letter to the company on Jan. 26 in which it urged a liquidation.

Proxy Contests - North America

- 12/20/2017 Westport Capital Partners (9.3%) says it will nominate Sean Armstrong and Howard Fife as directors at 2018 AGM.
- 12/4/2017 Stilwell amends 13D, discloses proposed nominees Joseph Stilwell and Paula Poskon, and alternate nominee Corissa Briglia.
- 8/9/2017 Stilwell increases stake to 9.6%, plans to seek board representation.
- 7/31/2017 NS Advisors (5.4%) files 13D; expresses concern with share price.
- 7/3/2017 Stilwell (8.6%) believes stock is undervalued, opposes any future offering of preferred shares.

Xerox Corp. (XRX)

Activist: Icahn Capital

Meeting: 6/30/2018

- 5/1/2018 Settled. Jacobson will resign as CEO & director. Chair Keegan & 5 other directors will also resign. 6 of 10 directors to be backed by Icahn/Deason, including new CEO Visentin & new chair Cozza.
- 4/27/2018 New York State Supreme Court issues preliminary injunction temporarily blocking Xerox from holding shareholder vote on merger. Also, Xerox must allow Deason to nominate alternative slate for 2018 AGM.
- 4/27/2018 Xerox requests renegotiation of deal.
- 4/20/2018 Icahn/Deason demand books and records.
- 4/19/2018 Deason files amended complaints, publicizes portion of discovery findings regarding deal process.
- 4/18/2018 Icahn/Deason file preliminary proxy.
- 4/17/2018 Ichan/Deason (15.2% combined) file investor presentation.
- 4/15/2018 Deason files amended complaints, releases redacted versions, and publicizes his specific allegations.
- 4/10/2018 Company files preliminary proxy.
- 3/14/2018 Icahn discloses consulting agreement with John Visentin. Says Visentin "has the ideal skill set to help us show shareholders... how there is tremendous value potential in a stand-alone Xerox with new management."
- 3/2/2018 Deason files suit in NY State Supreme Ct, demanding right to nominate candidates for all directors. Says company rejected Feb. 26 demand.
- 2/26/2018 Deason demands right to nominate candidates for all directors, despite Dec. 11, 2017 nomination deadline. Says NY state law give shareholders that right if directors cause a "material" change in circumstances post-deadline.
- 2/20/2018 Icahn/Deason release open letter saying viable alternatives to the proposed merger are available to XRX.
- 2/13/2018 Deason files complaint in the Supreme Court of the State of New York seeking to enjoin Xerox and Fuji from proceeding with the transaction.
- 2/12/2018 Icahn/Deason release open letter, criticizing merger with Fuji.
- 1/31/2018 Company announces it will merge with JV partner, Fujifilm Holdings. XRX shareholders will own 49.9% of combined co. & receive ~\$9.80/shr special cash dividend. XRX CEO Jeff Jacobson will be CEO of combined co.
- 1/22/2018 Icahn (9.7%) & Deason (6.0%) file as a group. Say XRX should immediately: explore strategic alternatives w/new advisors, disclose JV agreements w/Fuji, replace CEO Jeff Jacobson, remove directors unwilling to make tough choices.
- 1/18/2018 Icahn files letter, agreeing with Deason and asking for more disclosure on Fujifilm JV. Believes current XRX mgmt team and board need to be replaced, even if reach M&A agreement with Fujifilm.
- 1/17/2018 Darwin Deason (6.0%) sent a letter to the board, publicly demanding the company immediately disclose its JV with Fujifilm and the board hire new & independent advisors to evaluate its strategic options with Fuji.

Proxy Contests - North America

- 1/10/2018 WSJ reports Xerox is in talks with Japan's Fujifilm, notes cos. already have a joint venture, says discussing many possible deals, which could include change of control at XRX, but not full takeover of XRX.
- 12/12/2017 Icahn (9.7%) amends 13D, releases letter to shareholders claiming XRX dramatically underperforms once results of Conduent split (pushed by Icahn) are excised. TheStreet reports Icahn is focused on CEO Jacobson.
- 12/11/2017 Icahn amends 13D, will nominate 4 directors. WSJ reports Icahn will attempt to change XRX management.
- 12/8/2017 Christodoro resigns from the board, terminating standstill agreement.
- 6/27/2016 Icahn appoints Jonathan Christodoro to XRX board.
- 1/29/2016 The company agrees to spin off its business process outsourcing business. Icahn will designate 3 of 9 directors for the newly spun-off company.
- 11/23/2015 Icahn announces 7.1% stake, says company is undervalued and that he may seek board seats.
- 10/26/2015 CEO announces "review of structural options for the company's portfolio."

Ximen Mining Corp. (XIM)

Activist: Alan Slaughter

Meeting: 6/30/2018

- 4/11/2018 Company announces success in its defense of shareholder oppression action brought by a group of dissident shareholders led by Allan Slaughter. Petition was dismissed with costs in favour of company and its directors.
- 9/29/2017 Company announces that nine shareholders, led by Alan Slaughter and David Townsend, filed a petition in the Supreme Court of British Columbia against the company and each of its directors (other than Roy Davis).

- 4/3/2017 Roy Davis appointed as director.
- 3/13/2017 All five management nominees approved at shareholders meeting.
- 3/8/2017 Company's board affirms support of management.
- 3/3/2017 Dissident, Alan Slaughter, calls for new AGM and demands issuance of new share certificates. Management responds to correct misrepresentations contained in dissident news release.
- 2/15/2017 Annual general and special meeting, which was originally scheduled to be held on Feb. 15, 2017, adjourned to March 10, 2017.

SITO Mobile, Ltd. (SITO)

Activist: Baksa/Candelaria; Karen Singer

Meeting: 7/3/2018

- 2/20/2018 Settled between TAR/Karen Singer and company. Company will pay \$3.5 mn, all litigation dropped, 5-year standstill.
- 8/24/2017 Karen Singer decreases stake to 6.7%.
- 8/8/2017 Thekkethala/Stecker issue letter to CEO; claim they've been excluded from board deliberations.
- 8/1/2017 Company issues public reply. Says equity offering used to repay principal, interest, and fees of notes acquired by Singer family. Notifying SEC of concerns re: possible illegal conduct on behalf of Gary Singer (spouse of Karen Singer).
- 7/31/2017 Singer amends 13D, cites July 27 letter from two undisclosed directors alleging their deliberate exclusion from board proceedings. Singer calls for resignation of "4-member faction." Reverses again on new CEO, calling for his resignation.
- 7/26/2017 Singer amends 13D, discloses July 25 issuance of loan default notice to company and responds to company's July 26 reply accusing Singer of price manipulation.

Proxy Contests - North America

- 7/24/2017 Singer amends 13D, believes proposed equity offering and exec comp packages announced July 24 are egregious, that board is in breach of fiduciary duties, and Rosenthal's service on comScore board is a conflict requiring his immediate removal.
- 7/20/2017 Singer amends 13D, discloses negotiating stalemate re: potential default. Believes board should promptly pursue a sale of business/assets.
- 7/12/2017 Singer updates 13D, believes company is in default of \$10MM senior secured note from Singer family. Singer willing to negotiate.
- 6/23/2017 Karen Singer (10.2%), after discussion with CEO & sr mgmt, changes mind and supports CEO's installation. Requests company remove its poison pill and allow her to buy up to 19.9% of shares.
- 6/19/2017 Karen Singer (10.2%) believes reconstituted board and interim CEO and CFO not acting in the best interests of company's stockholders. Demands search for new CEO & new CFO.
- 6/1/2017 Proposals approved by written consent, board will not contest. Durden, Fisher, Pallack, Stecker, and Thekkethala appointed to the board; Pallack appointed interim CEO; Mark Del Priore appointed interim CFO.
- 5/25/2017 Company issues press release disclosing that consents and revocations have been delivered to independent inspector for certification. Company expects to make final results publicly available by the end of the following week.
- 5/24/2017 Baksa (6.9%) discloses delivery of consents representing 58% o/s approving all dissident proposals and electing dissident slate. New board acts by unanimous consent to terminate interim CEO and CFO. Baksa files Delaware suit to expedite transition.
- 5/23/2017 Company files definitive proxy, sets AGM record date for May 17, 2017.
- 5/18/2017 Singer (10.2%) amends 13D. Reports shares were voted in favor of the Baksa consent solicitation, believes Baksa nominees are qualified and preferable to the company slate.
- 5/16/2017 Singer files preliminary proxy statement listing Barr, Ramlall, and Steven Singer as nominees. Will not oppose O'Connell or Beatty. Opposing company's exec comp and poison pill proposals.
- 5/8/2017 Company files preliminary proxy statement, sets AGM date for June 27, 2017.
- 5/5/2017 Singer discloses letter to company further disclaiming affiliation with Baksa, says company's claims are false. Criticizes interim CEO Rory O'Connell and interim CFO Lawrence Firestone for alleged histories of professional misconduct.
- 5/3/2017 Baksa letter disclaims formation of group with Singer. Company publishes letter claiming Baksa group seeks control of company without paying control premium in order to enrich Karen Singer (purportedly a front for Gary Singer) and Evolving Systems.
- 5/2/2017 Baksa files def consent to replace board. Company files def consent revocation.
- 4/28/2017 Company revises prelim materials. Board believes Baksa solicitation attempts to "advance an undisclosed agenda related to Evolving Systems" given interlocks and given disclosure that Evolving Systems seeks "future cooperation" with the company.
- 4/25/2017 Company issues press release commenting on "extensive and undisclosed" interlocks of Baksa group with Karen Singer via the company Evolving Systems, of which Singer is a large holder.
- 4/21/2017 Baksa files new prelim consent, now seeks to remove Robinson in addition to Bernard, O'Connell, Sandelman, and Beatty.
- 4/19/2017 Company files prelim consent revocation. Lowell Robinson added to board to replace Rosenthal (who has a relationship w/Baksa). Appointment will temporarily increase board size to six, which automatically reverts back to five following AGM.
- 4/13/2017 Baksa and Candelaria amend 13D, disclose request to company to fix a record date for the consent.

Proxy Contests - North America

- 4/12/2017 Baksa/Candelaria file prelim consent to reverse March 2017 bylaw amendments, set board size at 6, elect 5 nominees and remove directors Bernard, O'Connell, Sandelman and Beatty (and any successors elected); will not seek to remove Brent Rosenthal.
- 4/10/2017 Singer (10.2%) amends 13D, discloses Apr. 7 advance notice nominating Steven Singer, Wayne Barr, Jr., and Richard Ramlall. Says significant refreshment warranted given CEO's & CFO's funds misappropriation, board's defensive maneuvers.
- 4/7/2017 Baksa and Candelaria (6.8%) amend 13D, seek to replace entire board. Group discloses nomination of Michael Durden, Itzhak Fisher, Thomas Pallack, Matthew Stecker, and Thomas Thekkethala.
- 4/4/2017 Company discloses adoption of 4.99% trigger NOL poison pill. Rights will be distributable to shareholders of record as of Apr. 14, 2017.
- 4/3/2017 Karen Singer (10.2%) files 13D, criticizes company performance and recent bylaw amendments; may seek board representation.
- 3/23/2017 Company amends bylaws pertaining to the scheduling of shareholder meetings, presentation of shareholder proposals, director nominations, and other procedural provisions for shareholder meetings and actions by written consent.
- 3/17/2017 Dissidents Stephen Baksa (4.8%) and Thomas Candelaria (2.0%) believe stock undervalued and board needs to be changed. Specifically seeking removal of directors Betsy Bernard, Richard O'Connell, Jonathan Sandelman and Joseph Beatty.
- 3/16/2017 Company announces resignation of CFO Kurt Streams. Following the resignation of former CEO Gerard Hug, the audit committee identified misappropriation of company funds by both Streams and Hug. Lawrence Firestone is appointed to serve as interim CFO.
- 2/17/2017 Company announces resignation of CEO Gerard Hug. CFO Richard O'Connell, Jr. is appointed to serve as interim CEO.

SuperValu, Inc. (SVU)

Activist: Blackwells Capital
Meeting: 7/18/2018

- 3/22/2018 Company says Blackwells' economic stake is ~2% when excluding out of the money options.
- 3/22/2018 Blackwells (4.9%) says it will nominate 6 candidates for 9 seats at 2018 AGM.
- 2/7/2018 Blackwells Capital (4.4% economic stake) announces intention to nominate directors at 2018 AGM. Says company rejected request for 3 board seats.
- 10/26/2017 Blackwells Capital (3.6%) releases public letter, requests meeting with board to discuss value-enhancing steps including new leadership, selling real estate, closing stores, paying dividends and buying back stock.

Spok Holdings, Inc. (SPOK)

Activist: Braeside Investments
Meeting: 7/23/2018

- 4/12/2018 Settled. Todd Stein will join board, Braeside will maintain between 4.75% and 19.99% ownership. Expires before 2020 AGM.
- 4/2/2018 Braeside Investments (5.1%) have engaged and will engage with board about board membership.

Alexandria Minerals Corp. (AZX)

Activist: Concerned Shareholders
Meeting: 7/24/2018

- 3/28/2018 Company comments on termination of Eric Owens and unauthorized financing scheme.

Proxy Contests - North America

- 3/16/2018 Company sets date for requisitioned shareholder meeting at July 24, 2018.
- 3/13/2018 Mary Vorvis, VP corporate development and investor relations, ceased to be employed by the company.
- 2/26/2018 Dissidents deliver requisition of shareholder meeting.
- 2/22/2018 Company provides more information on events leading to termination of Owens.
- 2/14/2018 Company announces termination of CEO Owens for cause, says Owens' prior release contains misrepresentations.
- 2/13/2018 CEO Owens announces board terminated him in retaliation. Says special committee examining unexecutable options previously rejected by management. Has put together >\$20M financing, proposes seeking opportunities after releasing NI 43-101 report.
- 2/9/2018 Board responds CS' assertions are puzzling since special committee update is forthcoming.
- 2/9/2018 Concerned Shareholders (>5%) opposes strategic review, wants special meeting to replace incumbents Gundy, Henry, and O'Connor with nominees Ian Mellon, Chris Hopkins, and Brian Murray. CS group includes founder/CEO Eric Owens.
- 12/20/2017 Company forms special committee, comprised of Walter Henry, Priya Patil and Gary O'Connor, to assess strategic alternatives.
- 2/21/2018 Company amends Feb. 16 8-K relating to delisting notice. Notice stated Nasdaq staff believed the company made misleading statements to investors to take advantage of general interest in bitcoin and blockchain.
- 2/20/2018 Director Shamyli Malik appointed to replace Philip Thomas as CEO. Company announces formation of subcommittee to oversee intended spinoff of beverage subsidiary.
- 2/16/2018 Company discloses receipt of Feb. 15 delisting notice from Nasdaq.
- 2/2/2018 Company will not purchase bitcoin mining equipment.
- 1/9/2018 Company will not proceed with previously announced public offering.
- 1/5/2018 Company announces commencement of public offering and agreement to purchase bitcoin mining equipment.
- 1/4/2018 Company announces appointment of Shamyli Malik and Som Ghosh to the board in connection with recently announced convertible debt facility. Director William Hayde appointed chair.
- 12/21/2017 Company announces shift of primary focus from beverages to blockchain. Enters loan agreement for 12.5% facility. Loan agreement states future spinout into new company intended. Julian Davidson and Richard Roberts to resign from board EOY 2017.
- 12/15/2017 Cullen Inc Holdings (21.7%) files initial 13D, opposes company's plan to conduct follow-on offering. Is open to arranging bridge financing instead.

Long Blockchain Corp. (LBCC)

Activist: Cullen Inc Holdings

Meeting: 8/9/2018

- 4/11/2018 Company announces delisting determination from Nasdaq. Will remain public and trade OTC.
- 2/28/2018 Company announces Loretta Joseph appointed to board.
- 2/22/2018 Cullen Inc (9.0%) amends 13D, discloses voting agreement in favor of spinoff. Cullen gets one designee appointed to the board.

Delaware Enhcd Dvd Inc Fund (DEX)

Activist: Saba Capital

Meeting: 8/16/2018

- 3/9/2018 Saba intends to nominate 8 people to the board.

Proxy Contests - North America

3/7/2018 Saba Capital (12.1%) requests the board consider a self-tender offer for all common shares at or close to NAV, and that if >50% of outstanding shares are tendered, the fund be liquidated or converted into an open-end fund.

Harte Hanks, Inc. (HHS)

Activist: H. Harte; B. Radoff/Fondren Mgmt

Meeting: 8/17/2018

- 3/2/2018 Houston H. Harte (10.6%) sends board letter, saying may nominate 3 director candidates.
- 2/15/2018 radley L. Radoff/Fondren Mgmt (7.2%) amend 13D, states they have had numerous conversations w/co. Continue to demand the chairman resign, the board be meaningfully reconstituted, & the co. adhere to best corp. governance practices.
- 2/14/2018 Harte (10.57%) & Franklin (former CEO/chrmn) file 13D, indicates the co. unreceptive to engagement, say concerned with poor performance, stock price decline, transaction history, & corp. governance. May nominate directors, make other proposals.
- 1/12/2018 Bradley L. Radoff/Fondren Mgmt (5.9%) demands new chairman; significant changes to board, including removal of longstanding directors; declassification of board; ability of shareholders owning 10% to call special meetings.
- 12/27/2017 Houston H. Harte (10.6%) may talk with mgmt, board and other shareholders about ways to enhance shareholder value, including immediately declassifying the board at next AGM & allowing shareholders to call meetings with 10% threshold.

Commvault Systems, Inc. (CVLT)

Activist: Elliott Associates

Meeting: 8/23/2018

4/2/2018 Elliott (7.4% stake, 10.3% economic) says stock undervalued but requires fundamental changes in its business, including mgmt. & board. Says will nominate four candidates for board at 2018 AGM.

Madison Cvd Call Eq Strat Fund (MCN)

Activist: Karpus Management

Meeting: 9/7/2018

- 2/15/2018 Karpus (10.5%) submits stockholder proposal to authorize self-tender at/close to NAV.
- 8/1/2017 ISS recs FOR management, AGAINST shareholder proposals (AGM).
- 7/31/2017 ISS recs FOR reorg (special mtg).
- 6/26/2017 Company files def proxy (AGM).
- 6/16/2017 Company files prelim proxy (AGM) containing shareholder proposals.
- 6/7/2017 Karpus issues press release, announcing opposition to merger of MSP into MCN, says dilutive to MSP shareholders.
- 6/1/2017 Company files preliminary proxy, with May 25 record date and Aug. 18 meeting date, to merge MSP into MCN.
- 5/24/2017 The boards of the Madison Strategic Sector Premium Fund (MSP) and the Madison Covered Call & Equity Strategy Fund (MCN) each approve proposed merger of MSP into MCN.
- 5/3/2017 Karpus (10.6%) amends 13D, discloses Apr. 28, 2017 stockholder proposal of self-tender for all outstanding shares at/close to NAV and nominating Arthur Charles Regan for election to the board at the 2017 annual meeting.
- 4/7/2017 Karpus amends 13D, reports 10.2% stake.
- 2/8/2017 Karpus Management (9.1%) sends letter to shareholders asking to terminate the Investment Advisory Agreement between the Fund and Madison Asset Management.

Proxy Contests - North America

Determine, Inc. (DTRM)

Activist: Neil S. Subin
Meeting: 9/12/2018

2/26/2018 Neil S. Subin (30.4%) amends 13D, states that the share price does not reflect the company's true value, that he has engaged with the company, and that the company should pursue strategic alternatives to enhance stockholder value.

Madison Strat Sect Prem Fund (MSP)

Activist: Karpus
Meeting: 9/14/2018

4/24/2018 Karpus (26.0%) amends 13D.

3/5/2018 Karpus (24.7%) amends 13D.

2/7/2018 Karpus (23.5%) submits shareholder proposal that board consider a self-tender for all fund shares at/close to NAV.

STRATA Skin Sciences, Inc. (SSKN)

Activist: Sabby Management
Meeting: 9/14/2018

4/3/2018 Accelmed Growth Partners (58.3%) files initial 13D. Per March 30 share purchase agreement with the company, will have right to appoint 4 of 7 directors. Company to make several governance modifications post-closing.

1/2/2018 Sabby Management (9.99%) files initial 13D. Disagrees with board opting for strategic review over taking a \$15M equity investment. Also disagrees with recent choice of chairperson. May seek director nominations.

Oxford Lane Capital Corp. (OXLC)

Activist: Karpus Management
Meeting: 9/19/2018

2/9/2018 Karpus Management (26.79%) files 13D, reserves right to contact the company to express concerns.

PolarityTE, Inc. (COOL)

Activist: John Stetson; Barry Honig
Meeting: 10/18/2018

3/19/2018 CEO Denver Lough (52.6%) amends 13D, reports March 6 conversion of Series E shares resulting in issuance of 7.1 million shares (and control of the company), and irrevocable proxy to vote an additional 0.8 million shares.

2/14/2018 Barry Honig (9.99%) amends 13D, echoes concerns and intent expressed by Stetson.

2/13/2018 Stetson (7.7%) files 13D, may engage, in particular on board composition and options for increasing shareholder value.

Seagate Technology plc (STX)

Activist: ValueAct Capital
Meeting: 10/18/2018

1/25/2018 ValueAct (7.4%) amends 13D. Company issues 8K reporting VA's observer Dylan Haggart is appointed to the board, will serve on compensation committee. Company also appoints Judy Bruner, who will serve on audit and finance committees.

9/1/2017 ValueAct (7.4%) amends 13D and discloses agreement to purchase up to 6,000,000 additional shares.

Proxy Contests - North America

8/14/2017 ValueAct increases stake to 7.2%. VA has had and anticipates having further discussions with company's officers and directors. VA has had an employee acting as board observer since Sept. 19, 2016.

Altaba, Inc. (AABA)

Activist: TCI Fund Management

Meeting: 10/24/2018

3/15/2018 TCI Fund Management (9.7%) files 13D and sends letter to the board urging a liquidation.

FieldPoint Petroleum Corp. (FPPP)

Activist: Natale Rea

Meeting: 10/26/2018

4/20/2018 Natale Rea (6.98%) says poor operational, financial, stock performance due to management. Proposed non-renewal of management's contracts. Also mentions the company owes his Trivista Operating \$107,000, plus attorney fees and court costs.

China Auto Logistics, Inc. (CALI)

Activist: Barna Capital Group

Meeting: 11/16/2018

1/10/2018 Barna Capital Group (19.5%) files initial 13D, wants to address discount to NAV. Wants operational changes, dividend/buybacks, and eventually a sale/take private transaction. May seek a board seat.

Managed Drn Inv Gr Muni Fnd (MZF)

Activist: Karpus Investment Management

Meeting: 12/6/2018

3/12/2018 Karpus (24.95%) files 13D, prelim proxy, and sends letter to the board. Will nominate Arthur Charles Regan to the board of trustees and propose a board declassification.

Towerstream Corp. (TWER)

Activist: Barry Honig

Meeting: 12/13/2018

2/15/2018 Barry Honig (8.8%) files 13D, may engage, in particular on board composition and options for increasing shareholder value.

Bravo Brio Restaurant Group (BBRG)

Activist: PHR Holdings; Kanen Wealth Mgmt

Meeting: 12/14/2018

4/4/2018 Kanen (4.99%) amends 13D.

3/2/2018 Kanen (3.6%) amends 13D.

1/31/2018 Kanen Wealth Management (5.3%) files 13D, intends to hold discussions with the company on operational and strategic matters, including ways to improve same store sales and operational performance.

1/29/2018 PHR Holdings (5.5%) files 13D, may seek discussions.

WSI Industries, Inc. (WSCI)

Activist: DPW Holdings

Meeting: 12/21/2018

3/19/2018 Company discloses March 19 response rejecting DPW's request for company opt-out of Minnesota's Control Share Acquisition provisions and for special committee approval to become an interested shareholder. Believes DPW has not made a good faith proposal.

Proxy Contests - North America

- 3/13/2018 DPW (9.2%) amends 13D, discloses March 12 letter outlining DPW's agreement with the company's March 9 proposal to attend the March 16 board meeting and withdraw its demand for a special meeting.
- 3/5/2018 DPW amends 13D, discloses March 4 letter to the company including required information on the proposed control share acquisition.
- 2/21/2018 DPW (8.8%) amends 13D, discloses Feb. 16 letter to company declaring intention to commence a tender at \$6.00/share cash.
- 1/16/2018 DPW increases stake to 8.4%.
- 1/4/2018 DPW Holdings (7.8%) has acquired shares for investment purposes and potentially with a view to acquiring a controlling interest in the company.

Actuant Corp. (ATU)

Activist: Southeastern Asset Management
Meeting: 1/23/2019

- 3/21/2018 Southeastern amends 13D, gets 2 of 9 directors. Discloses agreement with company to appoint Sidney Simmons and Palmer Clarkson to the board nlt 3/31/2018. Standstill through 2019 AGM.
- 2/20/2018 Southeastern (9.8%) changes from 13G to 13D. Wants direct communication with the company to identify best directors and governance practices to support the long-term business plan. Supportive of CEO's direction for the company.

Geospace Technologies Corp. (GEOS)

Activist: Lemelson Capital Management
Meeting: 2/7/2019

- 4/3/2018 Lemelson (8.4%) converts from 13G to 13D.

- 2/9/2018 Lemelson Capital Management releases public letter to the board. Wants removal of CEO Rick Wheeler and CFO Thomas McEntire. Also wants board to explore an immediate sale of the company.

Greif, Inc. (GEF)

Activist: GAMCO
Meeting: 2/27/2019

- 3/20/2018 GAMCO (5.1%) files initial 13D, no present plans.

Ecology and Environment, Inc. (EEI)

Activist: Harbert Discovery Fund
Meeting: 4/18/2019

- 4/27/2018 Harbert Discovery Fund (7.7%) files initial 13D, intends to engage the company regarding possible ways to enhance shareholder value.

Digirad Corp. (DRAD)

Activist: Cannell Capital
Meeting: 4/26/2019

- 4/19/2018 Cannell Capital (10.8%) says may discuss with board & mgmt. strategic alternatives to maximize shareholder value.

Owens-Illinois, Inc. (OI)

Activist: Atlantic Investment Mgmt
Meeting: 5/10/2019

- 4/30/2018 Atlantic Investment Mgmt. (5.1%) says may talk with mgmt. and the board about composition of management and the board, etc.

Proxy Contests - International

Smith & Nephew plc (SN.)

Activist: Elliott Associates

Meeting: 4/12/2018 Confirmed

- 4/4/2018 CEO Olivier Bohuon to step down on May 7.
- 2/8/2018 SN unveils cost-cutting plan; targeting GBP 160 mn in savings per year by 2022. CEO, Olivier Bohuon, to retire in Oct. 2018.
- 10/23/2017 Dissident Elliott reportedly asking the company to shed certain parts of its business, in a move that could make it a more attractive takeover target.

Icade (ICAD)

Activist: Credit Agricole Assurances

Meeting: 4/25/2018 Confirmed

- 4/25/2018 Dissident nominees not elected (more than 60% of votes AGAINST).
- 4/9/2018 ISS recs FOR 1 of 3 dissident nominees, and AGAINST (re)election of 4 non-independent management nominees.
- 4/4/2018 Credit Agricole (18.5%) files resolutions to elect three additional representatives to the board. Board opposes publicly the nominations.

Bezeq Israeli Telecom Corp. (BEZQ)

Activist: Elliott Associates

Meeting: 4/26/2018 Confirmed

- 4/26/2018 Dissidents win 1 of 2 seats for newly appointed external directors.
- 4/11/2018 ISS rec. FOR management slate.

- 4/2/2018 Group of Israeli institutional investors (including Amitim Senior Pension Funds, Meitav Dash Investment House and Clal Insurance Company Ltd, 6.6% of BEZQ) file minority slate (3 directors).
- 2/28/2018 CEO Stella Handler resigns amid corruption investigation.
- 2/25/2018 Three directors representing the controlling shareholder B Com resign from the board.
- 1/30/2018 Acting chairman said he expects changes in company's board, in response to Elliott's concerns.
- 1/16/2018 Elliott (4.8%) sends letter to company, calling for restructuring of the holding group that controls Bezeq & immediate resignation of some board members.

BRF SA (BRFS3)

Activist: Previ/Petros Pension Fund

Meeting: 4/26/2018 Confirmed

- 4/13/2018 ISS rec. AGAINST dissidents.
- 4/6/2018 Company proposes its own slate, renewing six of 10 board members, including its chairman.
- 2/25/2018 Dissidents Brazilian pension funds Petros (11.4) and Previ (10.7%). Seeking to replace entire board. Besides operational issues, BRF is targeted by a corruption investigation.

Retelit SpA (LIT)

Activist: Shareholder Value/ Raffaele Mincione

Meeting: 4/27/2018 Confirmed

- 4/27/2018 Shareholder Value Management (SVM)/Bousval slate wins majority support. New board will be composed of 8 SVM/Bousval nominees, incl. board chairman, and 1 nominee from competing slate.
- 4/13/2018 ISS rec. FOR Shareholder Value Management slate.

Proxy Contests - International

4/9/2018 Shareholder Value Management and Bousval (24.4%) propose slate to renew board, but keeping current CEO and chairman. Competing slate from Raffaele Mincione, who recently bought 8.9% and signed agreement with other shareholders (total 19.2%).

Latecoere (LAT)

Activist: Sterling Strategic Value
Meeting: 5/4/2018

4/18/2018 Activist dissident Sterling Strategic Value (6.6% in conjunction with La Financiere de l'Echiquier). Seeking two of 11 seats. Argues Apollo Management and Monarch (24% of LAT) control 5 seats, limiting board independence.

Telecom Italia SpA (TIT)

Activist: Elliott Associates
Meeting: 5/4/2018 Confirmed

4/23/2018 Court rules Elliott proposals will not be included at April 24 AGM.
4/18/2018 ISS rec. FOR Elliott slate (majority) at May 4 EGM.
4/9/2018 ISS rec. FOR Elliott slate at April 24 AGM.
4/9/2018 TI's board states Elliott's proposals will not be voted upon at April 24 AGM.
4/9/2018 ISS rec. FOR dissident proposals. Elliott increases stake to 13.7%, including derivatives.
4/5/2018 Italian government plans to buy 5% stake in TI.
3/22/2018 TI announces the resignation of 8 directors (incl 3 Vivendi representatives), triggering a renewal of the entire board.
3/5/2018 Elliott (6%) concerned about stock price drop and business performance; considers nominating directors in a challenge to largest shareholder Vivendi (24%).

Pershing Square Holdings Ltd. (PSH)

Activist: Undisclosed shareholders
Meeting: 5/10/2018 Confirmed

4/25/2018 PSH announces a self-tender offer to acquire own shares for up to \$300 million at a 25%-15% discount to NAV.
2/28/2018 PSCM Acquisition Co. withdraws proposed tender offer for PSH due to regulatory concerns with the Dutch Authority for Financial Markets (AFM).
1/18/2018 After shareholder opposition, the management company agrees to raise the price of its tender offer to range of a 16% to 10% discount to NAV. Shareholders also request share buybacks from PSH.
1/3/2018 The management company of PSH announces a tender offer to buy up to \$300 million of the company's shares at a 24%-16% discount to net asset value.

Hyundai Motor Co. (A005380)

Activist: Elliott Advisors
Meeting: 5/29/2018 Confirmed

4/24/2018 Elliott releases its plan for Hyundai, including a merger of Hyundai Motors and Hyundai Mobis; reducing cash on the balance sheet; pay up to 50 per cent of net income in dividends; and appointing three new independent directors.
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Proxy Contests - International

- 4/4/2018 Shareholders to vote on Hyundai Mobis/Globis transaction on May 29.
- 4/4/2018 Reuters reports investor complains regarding its plan to spin off some Hyundai Mobis' businesses and merge them with Hyundai Glovis (personally backed by Hyundai' controlling Chung family).
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- 4/4/2018 Shareholders to vote on Hyundai Mobis/Globis transaction on May 29.
- 4/3/2018 Elliott has disclosed \$1 bn. stake in the company and its listed subsidiaries KIA and Hyundai Mobis; Calls on the board to provide detailed "road map as to how it will improve corporate governance, optimize balance sheets, and enhance capital returns".
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Wienerberger AG (WIE)

Activist: Petrus Advisers
Meeting: 6/14/2018 Confirmed

- 4/30/2018 Petrus Advisers sends a letter to board expressing concerns with strategy and operating performance; nominates two directors to supervisory board.

Whitbread plc (WTB)

Activist: Sachem Head Capital
Meeting: 6/21/2018

- 4/25/2018 Company announces it will pursue a spin-off of Costa Coffee within 24 months.
- 4/17/2018 Elliott discloses a 6% stake; FT reports it has presented a plan for separating Costa Coffee from the Premier Inn chain.
- 12/7/2017 Activist Sachem Head Capital Management (3.4%).Analyst speculation that it might push WTB to spin off Costa, exit the pubs business or borrow against its property portfolio.

MMC Norilsk Nickel PJSC (MNOD)

Activist: Vladimir Potanin/Oleg Deripaska
Meeting: 6/28/2018

- 4/13/2018 Vladimir Potanin rejects idea of forced auction to solve dispute.
- 2/23/2018 Deripaska to seek Rusal's shareholders approval to initiate a "shoot out" (forced auction) to decide whether it relinquishes or takes full control of MMC.
- 2/20/2018 Vladimir Potanin (30%) to buy Roman Abramovich's 6% stake in MMC, breaking a 2012 agreement with Oleg Deripaska (28%) not to increase his stake. Deripaska sues Potanin in London to block the deal.

Proxy Contests - International

Arcturus Therapeutics Ltd. (ARCT)

Activist: Joseph Payne

Meeting: 6/30/2018

- 4/20/2018 The board postpones indefinitely the EGM; files lawsuit against former CEO for violation of securities law.
- 2/16/2018 Joseph Payne (13.7%), former President and CEO, requisitioned special meeting to replace 4 directors, after being fired by the board. EGM scheduled for May 7.

Mellanox Technologies, Ltd. (MLNX)

Activist: Starboard Value

Meeting: 7/25/2018

- 3/19/2018 Starboard press release says company's plan to hold special meeting in May and delay AGM is an entrenchment tactic and exemplifies that changes are needed.
- 3/15/2018 Company discloses letter from counsel to Starboard saying EGM is necessary b/c of lack of Israeli precedent to reliably determine vote requirement to elect directors and how shareholders would vote on proxy cards for those directors.
- 3/12/2018 Starboard delivers letter to the board, argues the EGM is an attempt to delay the AGM, and that the governance reforms can be implemented while holding the 2018 AGM without the delay.
- 3/7/2018 Starboard files prelim proxy for AGM. Company files prelim proxy for EGM.
- 3/7/2018 Company announces May EGM for shareholders to vote on plurality standard and universal proxy cards for contested director elections will precede anticipated July 25 AGM. Starboard counters that company is making "reactionary" changes.

- 2/21/2018 Company announces resignation of CFO, effective May 4, announces immediate appointment to board of Steve Sanghi and Umesh Padval, filling existing vacancies.
- 1/18/2018 Starboard announces nominees for all 9 board seats.
- 1/8/2018 Starboard publishes open letter to CEO/board, says recently announced plan does not go nearly far enough to address the company's problems with revenue growth and margins, skeptical co can reach those "modest targets."
- 1/2/2018 Starboard (10.7%) amends 13D to report that it exercised all forward purchase contracts previously disclosed.
- 11/22/2017 Starboard (10.7%) argues that operating margins are significantly below peers.
- 11/20/2017 Starboard Value (9.8%) files 13D, notes "growing disparity" between company's margins, growth, and stock price vs. its peer group.

Gloo Networks plc (GLOO)

Activist: Richard Bernstein

Meeting: 9/12/2018

- 4/17/2018 Activist Richard Bernstein (8%). Calles on Gloo to stop spending the cash left and to return it to shareholders if it cannot complete a takeover.

Unilever plc (ULVR)

Activist: Columbia Threadneedle

Meeting: 9/14/2018

- 3/22/2018 Shareholder opposition: Columbia Threadneedle.
- 3/14/2018 Unilever to consolidating its headquarters in the Netherlands, abandoning a U.K. base.

Proxy Contests - International

BHP Billiton (BHP)

Activist: Elliott Associates

Meeting: 11/16/2018

- 3/7/2018 BHP to consider swapping onshore US shale assets for offshore assets.
- 2/20/2018 BHP says will meet with Elliott this week.
- 2/5/2018 Elliott (5.5%) says BHP Billiton should immediately review its dual structure; says reorganizing as one company in Australia would add >\$22 billion in shareholder value.

thyssenkrupp AG (TKA)

Activist: Cevian

Meeting: 1/18/2019

- 1/19/2018 Activist Cevian (18%), questions the company's complex structure and strategy.

Koninklijke Ahold Delhaize NV (AD)

Activist: CIAM

Meeting: 4/11/2019

- 3/29/2018 Activist dissident CIAM. Calls for AD to drop option agreement with the Stichting Continuïteit Ahold Delhaize (antitakeover device).

Barclays plc (BARC)

Activist: Edward Bramson

Meeting: 5/1/2019

- 3/19/2018 Activist Edward Bramson has reportedly built a stake in the company and controls 5.16% of the voting rights.

Mergers - North America

Dell Technologies, Inc. (DVMT)

Bidder: VMware Inc (VMW)

Meeting:

- 3/13/2018 Jericho Capital (1.8% of VMW) criticizes potential merger with Dell.
- 2/28/2018 Company announces IoT collaborations with Dell on surveillance, edge-to-cloud solutions.
- 2/2/2018 Dell files 13D, says it's evaluating potential business combination between Dell & VMW.
- 2/1/2018 Reuters reports that Dell is exploring reverse merger with VMW, with VMW buying Dell.
- 1/25/2018 WSJ reports that Dell is exploring strategic alternatives with VMW. Dell owns 82.0% of VMW Class A shares.

GGP, Inc. (GGP)

Bidder: Brookfield Property Partners L (BPY)

Meeting:

- 3/26/2018 Brookfield agrees to buy rest of GGP at \$23.50/shr. in cash. BTIG calls offer "wholly inadequate."
- 12/29/2017 Company announces Heath Fear to succeed to Michael Berman as CFO, effective Jan. 2, 2018.
- 12/11/2017 GGP rejects Brookfield's \$23.00/shr. offer. Brookfield CEO says talks remain active, expects Brookfield to ultimately buy GGP.
- 11/13/2017 GGP confirms receipt of Brookfield offer, forms special committee.
- 11/11/2017 Brookfield Property Partners L.P. (BPY) makes unsolicited bid for GGP. Offer is \$23.00/shr, 50% in cash, 50% stock. GGP had closed on Nov. 6, last day before media reports of deal talks, at 52-week low of \$19.01.

- 11/7/2017 Media reports that Brookfield Asset Mgmt. is in early talks to acquire shares of GGP it does not own; Brookfield owns 34.6%.

Globalstar, Inc. (GSAT)

Bidder: NULL

Meeting:

- 4/30/2018 Mudrick Capital (5.6%) believes sale to Thermo is ill-advised and dilutes unaffiliated shareholders to benefit company's CEO/chairman. Looking at all avenues, including legal, to oppose deal.
- 4/25/2018 Globalstar agrees to be acquired by Thermo Acquisitions, which is controlled by Jay Monroe, Executive Chairman & CEO of Globalstar.

LaSalle Hotel Properties (LHO)

Bidder: Pebblebrook Hotel Trust (PEB)

Meeting:

- 4/23/2018 HG Vora (8.2%) amends 13D. Has engaged with the company concerning strategic alternatives, including a potential sale of the company.
- 4/2/2018 HG Vora Capital (7.1%) agrees that Pebblebrook offer inadequate but says board should evaluate potential sale, which it believes would maximize value.
- 3/28/2018 Pebblebrook says willing to negotiate on price and cash/stock mix after due diligence; notes that proposal valued LHO at \$30.00/shr.
- 3/28/2018 LaSalle Hotel Properties rejects' Pebblebrook's unsolicited bid of 0.8655 PEB shares of per LHO share.

Mergers - North America

Layne Christensen Company (LAYN)

Bidder: GRANITE CONSTRUCTION INCORPORA (G

Meeting:

- 3/20/2018 Cetus Capital and Littlejohn & Co (9.9% combined) amend joint 13D in LAYN, disclose letter to shareholders. Will oppose proposed acquisition by GVA on grounds it undervalues LAYN.
- 2/14/2018 Layne Christensen and Granite Construction announce execution of merger agreement. Stock for stock deal, LAYN holders to receive fixed ratio of 0.27 GVA shares and own 12% of pro forma combined co. Close expected 2Q2018.

Nordstrom, Inc. (JWN)

Bidder: Nordstrom family ()

Meeting:

- 3/5/2018 Company announces that a special committee of the board has rejected \$50/shr mgmt buyout offer received from Nordstrom family, which includes several top executives.
- 10/16/2017 Nordstrom family has told Special Committee that, due to financing concerns, it has suspended actively exploring a going private transaction through the end of the year.
- 6/7/2017 Company has formed special committee of board and approved in advance formation of potential MBO group, due to potential conflicts. Standstill through Jan. 31, 2019.
- 6/7/2017 Nordstrom family (31.4% combined) forming group interested in taking company private. Hired Moelis as financial advisor. Group includes current execs. Not interested in other offers.

The Finish Line, Inc. (FINL)

Bidder: Sports Direct International pl (SPD)

Meeting:

- 3/26/2018 Company announces it will be acquired for \$13.50/shr. in cash by UK's JD Sports Fashion Plc (LSE: JD).
- 2/20/2018 Sports Direct reports 31.8% economic interest and 3.97 million voting shares (approx 9.8%).
- 1/22/2018 Sports Direct reports reduced economic and voting interest. Economic interest at 26.3%. Voting shares at 2.96 million (approx 7.3%).
- 11/20/2017 Sports Direct reports 35.0% economic interest including 10.8% voting interest, with the rest held through derivatives without voting power.
- 11/2/2017 Sports Direct reports 30.5% economic interest including 3.7% voting interest, with the rest held through derivatives without voting power.
- 8/30/2017 Finish line shares fall 24%; company adopts poison pill (12.5% trigger). A week prior, Sports Direct International updated 13D disclosing 7.9% stake plus additional economic interest of 20.13%.

UTStarcom Holdings Corp. (UTSI)

Bidder: Tonghao Group ()

Meeting:

- 12/8/2018 Tonghao Group files 13D (9.9% stake); will engage with the board, with the view to acquire all outstanding shares.

Viacom, Inc. (VIAB)

Bidder: CBS (CBS)

Meeting:

- 4/9/2018 Viacom asks for 0.68 CBS shares per Viacom class B share; CBS had offered 0.55, Reuters reports.

Mergers - North America

- 4/3/2018 CBS makes \$12.5 billion offer to Viacom, just below Viacom's current price and wants its mgmt team to run the combined company, according to media reports.
- 2/1/2018 Viacom and CBS issue separate press releases, each announcing that its board has formed a special committee to evaluate a potential combination between the two companies.
- 1/17/2018 Shari Redstone, vice chair of Viacom & of CBS, is pushing for the two cos. to merge; CBS' CEO has concerns. Redstone family has ~80% voting stake in both cos. Also pushing for new directors at CBS, which already has such plans.

Kindred Healthcare, Inc. (KND)

Bidder: Humana Inc (HUM)

Meeting: 4/5/2018 Confirmed

- 4/5/2018 Deal approved.
- 3/27/2018 Delaware Chancery Court requires that the company hold the meeting open from March 29 through April 5 to allow shareholders time to consider additionally disclosed information.
- 3/23/2018 Company files supplemental materials; Brigade highlights concerns over the sales process.
- 3/21/2018 Brigade (7.4%) discloses letter reaffirming its opposition to the merger.
- 3/16/2018 ISS recs for the merger.
- 3/8/2018 Brigade files lawsuit in Delaware Court, seeking to block acquisition of Kindred.
- 2/1/2018 Brigade (5.8% KND stake) amends 13D. Maintains opposition to \$9 price, claims timing at current valuation shortchanges existing KND shareholders.
- 12/27/2017 Brigade Capital (5.8% KND stake) files initial 13D, discloses letter to the Kindred board opposing the deal on grounds that timing is opportunistic and \$9 valuation is inadequate.

- 12/19/2017 Kindred announces acquisition by a consortium of Humana plus two PE funds for \$9 cash/share.

Amber Road, Inc. (AMBR)

Bidder: E2open Inc (EOPN)

Meeting: 5/1/2018 Confirmed

- 4/26/2018 Altai ups stake to 8.4%.
- 3/12/2018 Altai Capital Management (5.83%) files 13D, intends to engage in discussions related to the unsolicited offer by E2open and Insight Venture Partners to acquire the company.

USG Corp. (USG)

Bidder: NULL

Meeting: 5/9/2018 Confirmed

- 5/1/2018 Company announces board has authorized management to negotiate and is prepared to enter into a confidentiality agreement for due diligence.
- 4/29/2018 ISS recs AGAINST management.
- 4/26/2018 Company files investor presentation.
- 4/24/2018 Bloomberg reports 5th largest shareholder Shapiro Capital Management (3.1%) supports withhold campaign, believes \$42 is an adequate bid.
- 4/20/2018 Knauf files definitive proxy.
- 4/17/2018 Knauf files shareholder presentation.
- 4/16/2018 Knauf releases public letter to board, criticizes USG for refusing to provide list of shareholders and refusing to meaningfully engage.
- 4/12/2018 Berkshire Hathaway (31.0%) tells Bloomberg that it intends to vote against the 4 directors management is proposing.

Mergers - North America

4/10/2018 Knauf urges shareholders to vote against all four management director nominees at 2018 AGM.

4/10/2018 Knauf files preliminary proxy.

3/29/2018 Company files definitive proxy.

3/26/2018 Gebr. Knauf KG of Germany (10.5% shareholder) makes unsolicited, all-cash offer of \$42.00/shr.

3/26/2018 Berkshire Hathaway (30.8%) proposes to write Knauf a 6-month option for \$2.00/shr. to purchase all of Berkshire's USG shares at same price (less \$2/shr) as other shareholders (if deal consummated) and not less than \$42 per share.

3/26/2018 USG board rejects Knauf's \$42/shr. all-cash offer as "wholly inadequate," says "does not reflect USG's intrinsic value."

NXP Semiconductors NV (NXPI)

Bidder: QUALCOMM Incorporated (QCOM)

Meeting: 5/11/2018 Confirmed

4/27/2018 Tender offer extended to May 11 (only 12.7% of shares tendered).

4/27/2018 Tender offer extended to May 11 (only 12.7% of shares tendered).

4/19/2018 Chinese authorities say deal may have a negative impact on market competition, QCOM makes further concessions. Parties extend acquisition agreement to July 25. Deal will terminate if regulatory approval not obtained by then.

4/19/2018 Chinese authorities say deal may have a negative impact on market competition, QCOM makes further concessions. Parties extend acquisition agreement to July 25. Deal will terminate if regulatory approval not obtained by then.

4/6/2018 Tender offer extended to April 13 (only 16.1% of shares tendered).

4/6/2018 Tender offer extended to April 13 (only 16.1% of shares tendered).

3/24/2018 Tender offer extended to April 2 (only 15.1% of shares tendered).

3/24/2018 Tender offer extended to April 2 (only 15.1% of shares tendered).

3/5/2018 Tender offer extended to March 9 (only 10.5% of shares tendered).

3/5/2018 Tender offer extended to March 9 (only 10.5% of shares tendered).

2/20/2018 QCOM increases offer to \$127.50 (16% increase) and reduces acceptance threshold to 70%; Elliott and other dissidents, controlling 28% in total, enter into a binding agreement to accept the offer. Offer valid until 5 March.

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1/12/2018 NXP extends tender offer period to Feb. 9.

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12/11/2017 Elliott releases letter, saying NXP is worth \$135 a share on a standalone basis.

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11/6/2017 Broadcom makes a hostile bid for QCOM, inclusive of NXP acquisition based on current terms.

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9/26/2017 Offer extended to Oct. 20.

9/26/2017 Offer extended to Oct. 20.

8/24/2017 Offer period extended to Sept. 22.

8/24/2017 Offer period extended to Sept. 22.

Mergers - North America

- 8/4/2017 Elliott disclosed 6% stake; indicates it's pushing for an increase in the offer.
- 8/4/2017 Elliott disclosed 6% stake; indicates it's pushing for an increase in the offer.
- 7/27/2017 Tender offer extended to August 24.
- 7/27/2017 Tender offer extended to August 24.
- 6/28/2017 Offer period extended to July 27.
- 6/28/2017 Offer period extended to July 27.
- 6/9/2017 EU Commission opens in-depth investigation into proposed merger; raises anti-competition concerns. Decision expected by Oct. 17.
- 6/9/2017 EU Commission opens in-depth investigation into proposed merger; raises anti-competition concerns. Decision expected by Oct. 17.
- 5/31/2017 Tender extended to June 28.
- 5/31/2017 Tender extended to June 28.
- 5/30/2017 Investors, including Elliott Management, urging NXP to renegotiate higher offer with Qualcomm.
- 5/30/2017 Investors, including Elliott Management, urging NXP to renegotiate higher offer with Qualcomm.
- 10/27/2016 Qualcomm to buy NXP for \$38 billion; \$110 cash/share offer represents 34% premium to unaffected price. Rumors of a deal surfaced 9/29/16.
- 10/27/2016 Qualcomm to buy NXP for \$38 billion; \$110 cash/share offer represents 34% premium to unaffected price. Rumors of a deal surfaced 9/29/16.
- 5/1/2018 Company files definitive proxy; board size is 4.
- 4/30/2018 Miller files definitive proxy, nominates 4 to board.
- 4/23/2018 Company files definitive proxy.
- 4/20/2018 Miller (8.7%) files prelim proxy, reduces dissident slate from 5 to 4 by withdrawing his own name from nomination.
- 4/16/2018 Miller letter to board cites concern over uncertainty created by company's multiple re-sizings of the board over prior two weeks, and company's request to add two dissident nominees to mgmt card after having rejected use of universal card.
- 4/13/2018 Company files prelim proxy and announces Michael Blitzer will not stand for re-election. Board will decrease to four directors, effective upon commencement of the AGM.
- 4/12/2018 Company announces board decreased to 5 following Apr. 11 resignation of Jean-Claude Jacomin (appointed in connection with the Orchestra settlement) due to health reasons. Miller to nominate two more--self plus Holly Alden--at 2018 AGM.
- 4/12/2018 Company announces board decreased to 5 following Apr. 11 resignation of Jean-Claude Jacomin (appointed in connection with the Orchestra settlement) due to health reasons. Miller to nominate two more--self plus Holly Alden--at 2018 AGM.
- 4/3/2018 Settled with Orchestra-Premaman (13.2%), who gets 2 representatives on the board, including its chairman. Board expands to 6. Standstill expires prior to 2019 AGM.
- 4/3/2018 Settlement. Orchestra-Premaman (13.2%) gets 2 representatives on the board, including its chairman. Board expands to 6. Standstill expires prior to 2019 AGM.
- 3/30/2018 Miller letter to board requests use of universal proxy card.
- 3/30/2018 Nathan Miller requests company use universal proxy card in upcoming proxy contest.
- 3/27/2018 Nathan Miller, if elected to the board, would support expanding the board to allow Orchestra-Premaman board seats.

Destination Maternity Corp. (DEST)

Bidder: Nathan Miller

Meeting: 5/23/2018 Confirmed

Mergers - North America

- 3/27/2018 Miller supports expanding the board to add Orchestra representatives if Miller nominees are elected.
- 3/26/2018 Nathan Miller intends to nominate three people for board at 2018 AGM: Christopher Morgan, Marla Ryan and Anne-Charlotte Windal.
- 3/26/2018 Nathan Miller (7.8%) forms group with Peter O'Malley (1.0%), discloses nomination of Christopher Morgan, Marla Ryan and Anne-Charlotte Windal to the board for 2018 AGM.
- 12/27/2017 Nathan Miller (7.8%) intends to engage in "constructive dialogue" with board & mgmt. including identifying qualified board & mgmt candidates, increasing the size of the board, and optimizing the capital structure.
- 10/19/2017 Shareholders elect all incumbent directors up for re-election.
- 10/10/2017 Dissident files def proxy for vote no campaign.
- 9/29/2017 ISS recs FOR incumbent directors.
- 9/28/2017 Orchestra-Premaman S.A.(13.8%) files preliminary proxy urging shareholders to oppose reelection of incumbent directors given the company's "decreasing revenue, insufficiently clear financial reporting and prolonged stock underperformance."
- 9/25/2017 Orchestra-Premaman (13.8%) announces Vote No campaign against incumbent directors.
- 9/7/2017 Director Allen Weinstein appointed Interim CEO, replacing Anthony Romano. Barry Erdos appointed chairman.
- 7/27/2017 Parties terminate merger agreement, noting regulatory concerns.
- 12/23/2016 Director Dan Plants resigns.
- 12/20/2016 Companies announce def merger agreement.
- 3/15/2016 Company enters into a confidentiality agreement with Orchestra-Premaman to evaluate possible strategic transactions.
- 2/8/2016 Orchestra-Premaman increases cash component from 20 percent to approximately 29 percent of the aggregate offer value.
- 12/14/2015 Orchestra-Premaman (13.3%) made an unsolicited bid to purchase the company. The board rejected the offer.

Perry Ellis International, Inc. (PERY)

Bidder: George Feldenkreis ()

Meeting: 6/13/2018

- 4/26/2018 Feldenkreis and Fortress again reaffirm the offer of \$27.50/shr. Feldenkreis and company amend confidentiality agreement to further facilitate discussions/due diligence.
- 4/9/2018 Feldenkreis and Fortress Credit Advisors reaffirm offer with Fortress' financial backing. Company agrees to extend nomination deadline until April 30 and permit Feldenkreis to nominate director candidates after 11:59 p.m. EDT on April 26, 2018.
- 3/14/2018 Feldenkreis & company enter into a confidentiality agreement to facilitate due diligence in connection with a going private transaction. Also entered into a standstill, & company extended the window to nominate directors at 2018 AGM.
- 3/12/2018 Feldenkreis (11.3%) amends 13D & delivers letter to board reaffirming the offer & requesting extension of the deadline for nominating directors at 2018 AGM to allow for discussions. Will nominate directors if extension is not granted.
- 2/26/2018 Company has authorized independent special committee to evaluate the Feldenkreis offer. Independent financial advisor and legal counsel retained.
- 2/7/2018 Company founder George Feldenkreis (11.3%), with backing of Fortress Investment Group offers to buy company for \$27.50/shr. in cash.

Mergers - North America

SandRidge Energy, Inc. (SD)

Bidder: Midstates Petroleum Company In (MPO)

Meeting: 6/15/2018

- 4/27/2018 Fir Tree decreases stake to 5.7%.
- 4/24/2018 Icahn files preliminary proxy.
- 4/23/2018 Icahn demands books and records.
- 4/20/2018 Company files prelim proxy.
- 4/19/2018 Company announces Michael Bennett appointed to replace John Genova as chairman; Kenneth Beer appointed as new independent director. Board wants shareholder approval to keep the limited duration poison pill in place until Nov. 26, 2018.
- 4/16/2018 Icahn discloses April 13 nomination of Jonathan Frates, Nicholas Graziano, Jack Lipinski, Bob Alexander, and Randolph Read for election at 2018 AGM.
- 4/4/2018 Icahn announces intent to nominate full slate of nominees at 2018 who would run a formal process to evaluate strategic alternatives, believes current board would destroy value if allowed to pursue strategic alternatives.
- 3/19/2018 Company announces it has rejected offer by Midstream, will undertake formal process to evaluate strategic alternatives to maximize shareholder value.
- 3/19/2018 Company announces rejection of MPO's offer, says proposed combination is highly dilutive. Launches strategic review to evaluate mid-continent options and North Park Basin assets. Has received other indications of interest.
- 2/8/2018 Company announces departure of CEO, immediately, and of CFO, after 10-K filed. Appoints board member Bill Griffin as interim CEO & ex-banker Sylvia Barnes as independent board member. Commits to cutting CapEx and SG&A in 2018.

- 2/7/2018 SD says its board will "carefully review and evaluate Midstates' proposal," taking into account co's strategic plan and standalone prospects.
- 2/6/2018 Midstates Petroleum offers to buy SandRidge for all stock; SD shareholders would own 60% of combined company. Supported by large Midstates shareholder Fir Tree, which also owns 8.2% of SD.
- 1/23/2018 Company raises poison pill threshold to 15%, eliminates "acting in concert" portion. Rejects Icahn's requests to replace 2 board members and require supermajority vote on M&A, exec. comp. Says "will readily consider a premium takeover proposal."
- 1/9/2018 Icahn Associates (13.5%) calls on board to remove 2 of 5 incumbent directors, add 2 reps chosen by large shareholders (>=1 by Icahn), require >=4 directors to approve big transactions, cancel poison pill or raise threshold to 25%.

Connecticut Water Service, Inc. (CTWS)

Bidder: SJW Group (SJW)

Meeting: 6/30/2018

- 4/27/2018 Eversource files preliminary proxy in opposition to MOE between CTWS and SJW.
- 4/19/2018 Eversource Energy announces unsolicited Apr. 5 cash bid of \$63.50/CTWS shr. CTWS announces board has unanimously reaffirmed MOE, which now (based on Apr. 19 closing price) represents \$63.70/shr.
- 3/15/2018 CTWS announces MOE with SJW Group. CTWS shareholders to receive 1.1375 shares of SJW per share of CTWS, equivalent to \$61.86/shr at announcement, and will own approx 40% (fully diluted basis) of combined co.

Mergers - North America

Maritime Resources Corp. (MAE)

Bidder: Anaconda Mining Inc (ANX)

Meeting: 6/30/2018

- 4/30/2018 Director circular is filed recommending rejection of unsolicited hostile bid by Anaconda Mining.
- 4/27/2018 Company announces private placement of up to \$1M.
- 4/16/2018 Company advises shareholders to take no action regarding unsolicited offer.
- 4/13/2018 Anaconda Mining files takeover circular offering 0.39 ANX shares for each MAE share.
- 3/26/2018 Company closes private placement announced on December 15, 2017 and March 1, 2018 by raising additional \$530,000.
- 3/20/2018 Company responds to Anaconda announcement.
- 3/19/2018 Anaconda Mining Inc. (TSX:ANX) announces intention to make a formal offer to acquire company for consideration of 0.364 of ANX shares for each MAE share.

Sinovac Biotech Ltd. (SVA)

Bidder: CEO-led MBO ()

Meeting: 6/30/2018

- 3/6/2018 Company amends shareholder rights plan. Says dissident shareholders including 1Globe Capital and Chiang Li family have ~45% stake.
- 3/5/2018 Company says all directors re-elected. Says dissident shareholders' votes not validly cast.
- 1/31/2018 Group affiliated with Sinobioway Biomedicine writes open letter, says it made \$8.00/shr cash offer. Says board has not fulfilled fiduciary duty, should not be re-elected.

- 6/23/2017 Consortium led by CEO Yin agreed to revised purchase price of \$7.00/shr cash.
- 2/4/2016 Group affiliated with Chinese co Sinobioway Biomedicine offers \$7.00/shr in cash.
- 2/1/2016 Consortium led by CEO Yin (29.5% as of June 23, 2017) agreed to buy company for \$6.18/shr cash.

BioCryst Pharmaceuticals, Inc. (BCRX)

Bidder: Idera Pharmaceuticals Inc (IDRA)

Meeting: 7/10/2018 Confirmed

- 4/10/2018 BioCryst and Idera announce meetings rescheduled to July 10.
- 4/2/2018 RA Capital Management (7.1%) to vote against transaction.
- 3/6/2018 Baker Bros. Advisors & affiliates increase stake to 19.99%. Signed voting agreement (at time of merger) to vote for merger.
- 2/15/2018 Great Point Partners (7.6% of BCRX) opposes deal.
- 1/22/2018 BioCryst and Idera announce definitive merger agreement. BioCryst stockholders to own 51.6% of combined company.

Microwave Filter Company, Inc. (MFCO)

Bidder: Zeff Capital, LP ()

Meeting: 1/30/2019

- 1/30/2018 Gerst Capital (6.4%) files 13D, indicates that it sent a letter to the board on 1/29 expressing agreement with Zeff's position. Argues that Greg Gerst should be added to the board if the company declines to be purchased.
- 1/22/2018 Zeff Capital (8.6%) offers to acquire company for \$0.72/shr. in cash.

Mergers - International

Firstgroup plc (FGP)

Bidder: Apollo Global Management ()

Meeting:

4/12/2018 Unsolicited bid from Apollo, cash offer, undisclosed price.FGP rejects the offer: "opportunistic" timing.

Hammerson plc (HMSO)

Bidder: Klepierre (LI)

Meeting:

4/16/2018 Klepierre withdraws bid.

4/11/2018 Klepierre reportedly increases offer to 635 p per HMSO share (50% in cash and 50% in stock). HMSO's board rejects the increased offer; says it "continues very significantly to undervalue the company".

3/19/2018 Klepierre makes unsolicited bid for HMSO. Cash-and-share offer of 615 p per share (41% premium). HMSO's board rejects the offer as opportunistic.

Intu Properties plc (INTU)

Bidder: Hammerson plc (HMSO)

Meeting:

4/25/2018 Deal cancelled.

4/20/2018 Elliott discloses 1.5% stake in HMSO.

4/18/2018 HMSO's board no longer recommends voting for the acquisition of INTU.

4/13/2018 Acquirer shareholder opposition: APG (7% of HMSO).

12/6/2017 Agreed deal, 0.475 HMSO shares per INTU share. Statutory merger, requires target and acquirer shareholder approval. Committed support for the deal at target (50.6%) and acquirer (11.9%).

NH Hotel Group SA (NHH)

Bidder: Grupo Barcelo ()

Meeting:

1/10/2018 NH's board rejects the offer; argues offer undervalues NH and does not incl control premium; leaves door open for other bids.

11/20/2017 Unsolicited bid, stock deal. Barcelo proposes to merge and control 60% of the combined entity.

Shire plc (SHP)

Bidder: Takeda Pharmaceutical Co Ltd (4502)

Meeting:

4/25/2018 Takeda reaches preliminary agreement with Shire, raises bid to GBP 49 per share (59.6% premium to unaffected price), GBP 21.75 in cash and GBP 27.26 in stock. Poor market reaction on acquirer's side.

4/20/2018 Takeda increases offer to GBP 47 per share, GBP 21 in cash and GBP 26 in stock.

4/19/2018 SHP rejects the offer.

4/17/2018 Takeda made three offers, the last one at 17.75 in cash and GBP 28.75 in stock, total of GBP 46.50 a share.

3/27/2018 Takeda considering an offer for SHP.

Smurfit Kappa Group plc (SK3)

Bidder: International Paper Company (IP)

Meeting:

Mergers - International

3/26/2018 SK3's board rejects an increased offer from IP; Cash-and stock proposal of EUR 37.54 per share.

3/6/2018 International Paper made an unsolicited cash and stock bid to purchase the company. The board rejects the offer.

TDC A/S (TDC)

Bidder: Danish pension funds/Macquarie Group

Meeting: 4/4/2018 Confirmed

4/5/2018 Tender offer successful; 87.4% of shares tendered.

2/13/2018 TDC accepts Dkr 50.25 per share in cash offer from Macquarie consortium, scraps acquisition of MTG assets.Tender offer.

2/12/2018 TDC approached by unidentified bidder. Company announces it intends to withdraw its recommendation of the transaction with MTG if an offer for all shares of TDC is made.

2/8/2018 TDC shareholder meeting expected for March 8. Acquirer shareholder opposition: AllianceBernstein (2.3%).

2/8/2018 Unsolicited bid from pension funds PFA, PKA, ATP and Macquarie Infrastructure. Offer rumored to be Dkr47 a share in cash.TDC rejects the offer.

1/31/2018 TDC to buy Swedish MTG's TV station Viasat and other entertainment assets for \$2.5 bn: 309m new shares and SKr3.3bn (\$419m) in cash. Statutory merger; requires target and acquirer shareholder approval.Negative acquirer share price reaction: 8.1%.

BancTec, Inc. ()

Bidder: Mitsui & Co (8031)

Meeting: 4/18/2018 Confirmed

4/24/2018 Mitsui discloses 93.5% ownership at close of extended period; confirms it will proceed with minority squeeze-out.

4/9/2018 Mitsui's offer declared unconditional; 75.3% of shares tendered.

2/5/2018 AWE board unanimously recommends Mitsui's cash offer.

2/2/2018 AWE raises concerns with Takeover Panel, saying that CERCG's bid fails to address a rival offer by Mineral Resources and does not sufficiently disclose whether funding is available for CERCG.

1/29/2018 Deal jump by Mitsui&Co offering AUD 0.95 per share in cash.

12/21/2017 Mineral Resources increases offer to AUD 0.415 in cash and between 0.0198 and 0.0277 Mineral Resources shares, implying a value of AUD 0.83 per share. AWE accepts the offer; statutory merger.

12/10/2017 Deal jump by Mineral Resources offering AUD 0.80 per share in an all-stock deal.

12/8/2017 CERCG increases offer to AUD 0.73 per share in cash.

11/30/2017 AWE reports it has received a cash offer from China Energy Reserve and Chemicals Group (CERCG), valuing its shares at AUD 0.71 per share. Board rejects the offer as too low.

Ablynx NV (ABLX)

Bidder: Sanofi (SAN)

Meeting: 5/4/2018 Confirmed

1/29/2018 Deal jump by SAN, agreed deal for EUR 45 per share in cash. Tender offer.

1/8/2018 Unsolicited bid by NOVO, EUR 28 per share in cash and one contingent value right with potential payment up to EUR 2.50 per share. Target's board reportedly rejected the offer.

Yoox Net-A-Porter Group SpA (YNAP)

Bidder: Compagnie Financiere Richemont (CFR)

Meeting: 5/9/2018 Confirmed

3/26/2018 CFR officially launches a cash-offer at EUR 38 per share; acceptance period until May 9 (90% acceptance required).

Mergers - International

- 2/18/2018 Robotti & Company (1%) states offer undervalues company.
- 1/22/2018 Richemont (49% holder) makes tender offer for remaining shares it does not own at EUR 38. YNAP CEO Federico Marchetti supportive of deal.

Westfield Corp. (WFD)

Bidder: Unibail Rodamco SE (UL)
Meeting: 5/17/2018 Confirmed

- 12/12/2017 Agreed deal, 0.01844 UL shares and USD 2.67 in cash per WFD share (17.8% premium). Poor market reaction on acquirer side.

Fidessa group plc (FDSA)

Bidder: Temenos Group AG (TEMN)
Meeting: 5/21/2018

- 4/23/2018 Deal jump by Ion Investment Group, 39.50 p per share including dividend. Trading above the offer.
- 4/3/2018 FDSA's board adjourns April 5 GM in light of two additional takeover approaches.
- 2/21/2018 Elliott Capital Advisors discloses 4.9% stake; argues offer too low. FDSA trading above the offer.
- 2/20/2018 Agreed deal, GBP 35.67 in cash plus a final dividend of GBP 0.78 per FDSA share. TEMN share 6% down.

Fortis Healthcare Limited (532843)

Bidder: Jupiter Asset Management
Meeting: 5/22/2018 Confirmed

- 4/19/2018 Dissident Jupiter (12%). Seeking to remove all four incumbents, and appoint 3 nominees. Fortis is facing opposition to a related party transaction, and is dealing with unsolicited takeover/merger offers.

Gemalto (GTO)

Bidder: Thales (HO)
Meeting: 6/6/2018 Confirmed

- 12/17/2017 Deal jump by HO, EUR 51 per share in cash: GTO accepts the offer. Tender offer; GTO shareholders to vote at EGM on technical resolutions that are conditional on the consummation of the offer. ATO drops its bid.
- 12/14/2017 GTO rejects the offer, "opportunistic" timing.
- 12/12/2017 Unsolicited bid by ATO, EUR 46.00 per share in cash. French state-backed investment fund BPI (8.3% of GTO) supports the deal.

Sky plc (SKY)

Bidder: Comcast Corporation (CMCSA)
Meeting: 6/29/2018

- 4/13/2018 Takeover panel rules Disney must make a cash offer for Sky at a price of GBP 10.75 a share within 28 days of its deal with FOXA completing.
- 2/27/2018 Deal jump by Comcast offering GBP 12.50 per share in cash (16% premium to FOXA's offer). Stock trading above the offer.
- 2/20/2018 Elliott increases stake to 2.3%.
- 1/26/2018 Elliott Capital Advisors discloses 1.1% stake.
- 1/23/2018 UK regulator blocks the acquisition of SKY by FOXA on concerns of too much media power concentration.
- 12/18/2017 Disney requests to the UK Takeover Panel that it should be exempt from rules that would force it to make a mandatory bid for SKY, assuming regulators block FOXA's offer. Hedge fund Polygon argues Disney should launch a mandatory offer at GBP 13 per share.

Mergers - International

- 12/15/2017 Disney to buy FOXA's entertainment assets, including its 39% stake in Sky.
- 11/8/2017 Media reports that Murdoch held talks about selling FOXA to Walt Disney add uncertainty to the SKY takeover.
- 9/12/2017 Deal referred to the Competition and Markets Authority for further investigation.
- 8/10/2017 Odey Asset Management (1%) opposes the deal on "cheap price".
- 8/8/2017 UK govt asked communications regulator Ofcom to re-examine the deal.
- 7/14/2017 FOXA declines to table a new offer to protect the editorial independence of SKY News, almost certainly triggering a full inquiry by the British competition authorities.
- 4/7/2017 EU competition authorities clear the deal.
- 12/12/2016 Shareholder opposition: Jupiter, Royal London, Standard Life (0.26%), seeking an increase in the offer price.
- 12/9/2016 Twenty-First Century Fox (39%) offers GBP 10.75 per share in cash (36% premium).

XL Group ()

Bidder: Axa (CS)

Meeting: 6/29/2018

- 3/3/2018 Agreed deal with AXA, USD 57.60 in cash per share. Acquirer stock down 10%. Statutory merger, it does not require acquirer shareholder approval.

Abertis Infraestructuras SA (ABE)

Bidder: Atlantia SPA (ATL)

Meeting: 6/30/2018

- 3/15/2018 ATL and ACS to launch joint bid for ACS.

- 10/18/2017 ABE considers ATL offer to "be attractive from the industrial point of view but also believes that the value of the cash consideration could be improved."
- 10/18/2017 Deal jump by ACS, through Hochtief: EUR 18.76 for each ABE share or 0.1281 Hochtief share.
- 10/17/2017 ATL's tender offer closes on Oct. 24.
- 10/9/2017 Spain's stock market regulator (CNMV) authorizes ATL bid.
- 8/2/2017 ATL shareholders approve capital increase to finance acquisition of ABE.
- 7/21/2017 ACS studying a potential bid for ABE. ABE trading above ATL's cash offer.
- 5/15/2017 ATL offers EUR 16.50 in cash per share or 0.697 ATL restricted shares per ABE share.
- 4/18/2017 ATL preparing unsolicited bid for ABE.

Firstgroup plc (FGP)

Bidder: West Face Capital

Meeting: 7/18/2018

- 4/11/2018 Company receives, and rejects, takeover approach from Apollo.
- 7/15/2017 Activist dissident West Face (5%). Press speculation the activist is seeking a break-up of FGP.

Fortis Healthcare Limited (532843)

Bidder: Manipal Health ()

Meeting: 9/28/2018

- 4/19/2018 Jupiter Asset Management (12% of Fortis) calls EGM to remove four directors and appoint three nominees.
- 4/17/2018 Deal jump by three different bidders: IHH, Munjal and Burman and Forsun international.

Mergers - International

- 4/11/2018 Manipal Health increases offer by 21% to Rs6,061 crore (Rs116 per share).
- 4/4/2018 Shareholder opposition: Daiichi Sankyo files petition against transaction.
- 4/2/2018 Shareholder opposition: Eastbridge Capital, Elliott
- 3/27/2018 Fortis announces plan to demerge its hospital business and merge it with Manipal Health, in exchange for shares and cash.

Mergers - International

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