

N-PX: Filer Information

Filer CIK

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Filer CCC

Date of Report

06/30/2024

Are you a Registered Management Investment Company or an Institutional Manager?

Institutional Manager

Is this a LIVE or TEST Filing?

☒ LIVE ☐ TEST

Is this an electronic copy of an official filing submitted in paper format?

☐

Submission Contact Information

Name

Phone Number

E-mail Address

Notification Information

Notify via Filing Website only?

☐

N-PX: Cover Page

Name and address of reporting person:

Name of reporting person (For registered management investment companies, provide exact name of registrant as specified in charter)

Cramer Rosenthal McGlynn LLC

Street 1

300 First Stamford Place

Street 2

Suite 440

City

Stamford

State/Country

CONNECTICUT

Zip code and zip code extension or foreign postal code

06902

Telephone number of reporting person, including area code:

212-326-5300

Name and address of agent for service:

Name of agent for service

Street 1

Street 2

City

State/Country

Zip code and zip code extension or foreign postal code

Reporting Period:

Report for the year ended June 30, 2024

SEC Investment Company Act or Form 13F File Number:

028-02028

CRD Number (if any):

Other SEC File Number (if any):

Legal Entity Identifier (if any):

Report Type (check only one):

Registered Management Investment Company.

☐ Fund Voting Report (Check here if the registered management investment company held one or more securities it was entitled to vote.)
☐ Fund Notice Report (Check here if the registered management investment company did not hold any securities it was entitled to vote.)

Institutional Manager.

☒ Institutional Manager Voting Report (Check here if all proxy votes of this reporting manager are reported in this report.)
☐ Institutional Manager Notice Report (Check here if no proxy votes are reported in this report and complete the notice report filing explanation section below)
☐ Institutional Manager Combination Report (Check here if a portion of the proxy votes for this reporting manager are reported in this report and a portion are reported by other reporting person(s).)

Do you wish to provide explanatory information pursuant to Special Instruction B.4?:

☐ Yes ☒ No

Additional information:

N-PX: Summary - Included Managers

Number of Included Institutional Managers:

0

Included Institutional Managers:

NONE

N-PX: Signature Block

Reporting Person:	Cramer Rosenthal McGlynn LLC
By (Signature):	Stephen Gaeta
By (Printed Signature):	Stephen Gaeta
By (Title):	Chief Compliance Officer
Date:	08/30/2024

FORM N-PX PROXY VOTING RECORD

COLUMN1	COLUMN2	COLUMN3	COLUMN4	COLUMN5	COLUMN6	COLUMN7	COLUMN8	COLUMN9	COLUMN10	COLUMN11	COLUMN12			COLUMN13	COLUMN14	COLUMN15
NAME OF ISSUER	CUSIP	ISIN	FIGI	MEETING DATE	VOTE DESCRIPTION	VOTE CATEGORY	DESCRIPTION OF OTHER CATEGORY	VOTE SOURCE	SHARES VOTED	SHARES ON LOAN	DETAILS OF VOTE			MANAGER NUMBER	SERIES ID	OTHER INFO
											HOW VOTED	SHARES VOTED	FOR OR AGAINST MANAGEMENT			
ACV AUCTIONS INC.	00091G104	US00091G1040		-05/29/2024	Approval, on a non-binding, advisory basis, of the compensation of our named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	624125	82499	FOR	624125	FOR		-	-
ADVANCED DRAINAGE SYSTEMS, INC./WMS	00790R104	US00790R1041		-07/20/2023	Approval, in a non-binding advisory vote, of the compensation for named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	122495	0	FOR	122495	FOR		-	-
AGILYSYS, INC.	00847J105	US00847J1051		-08/21/2023	Advisory vote regarding executive compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	75326	0	FOR	75326	FOR		-	-
AGILYSYS, INC.	00847J105	US00847J1051		-08/21/2023	Advisory vote regarding frequency of advisory vote regarding executive compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	75326	0	1 YEAR	75326	FOR		-	-
ALCON INC.	101301128	CH0432492467		-05/08/2024	Consultative vote on the 2023 Compensation Report	SECTION 14A SAY-ON-PAY VOTES		ISSUER	3568	0	AGAINST	3568	AGAINST		-	-
AMETEK, INC.	031100100	US0311001004		-05/07/2024	Approval, by advisory vote, of the compensation of AMETEK, Inc.'s named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	15458	0	FOR	15458	FOR		-	-
APPLIED INDUSTRIAL TECHNOLOGIES, INC.	03820C105	US03820C1053		-10/24/2023	Say on Pay - To approve, through a nonbinding advisory vote, the compensation of Applied's named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	43138	0	FOR	43138	FOR		-	-
APPLIED INDUSTRIAL TECHNOLOGIES, INC.	03820C105	US03820C1053		-10/24/2023	Say on Pay Frequency -- To approve, through a nonbinding advisory vote, the frequency of the advisory vote on the compensation of Applied's named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	43138	0	1 YEAR	43138	FOR		-	-
ARCOSA INC.	039653100	US0396531008		-05/08/2024	Advisory vote to approve named executive officer compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	0	0					-	-
ARCOSA, INC.	039653100	US0396531008		-05/08/2024	Advisory vote to approve named executive officer compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	215039	0	FOR	215039	FOR		-	-
ASHLAND INC.	044186104	US0441861046		-01/23/2024	To consider and vote upon a non-binding advisory resolution approving the compensation Paid to the Company's named executive officers.	SECTION 14A SAY-ON-PAY VOTES		ISSUER	146298	0	FOR	146298	FOR		-	-
ATMOS ENERGY CORPORATION	049560105	US0495601058		-02/07/2024	Proposal for an advisory vote by shareholders to approve the compensation of the Company's named executive officers for fiscal 2023 ("Say-on-Pay")	SECTION 14A SAY-ON-PAY VOTES		ISSUER	88234	0	FOR	88234	FOR		-	-
AVERY DENNISON CORPORATION	053611109	US0536111091		-04/25/2024	Approval, on an advisory basis, of our executive compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	28187	0	FOR	28187	FOR		-	-
BJS RESTAURANTS, INC.	09180C106	US09180C1062		-06/18/2024	Approval, on an advisory and non-binding basis, of the compensation of named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	141943	0	FOR	141943	FOR		-	-
BURLINGTON STORES INC	122017106	US1220171060		-05/22/2024	Approval, on a non-binding advisory basis, of the compensation of Burlington Stores, Inc.'s named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	0	0					-	-
BURLINGTON STORES, INC.	122017106	US1220171060		-05/22/2024	Approval, on a non-binding advisory basis, of the compensation of Burlington Stores, Inc.'s named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	80219	0	FOR	80219	FOR		-	-
CADENCE BANK	12740C103	US12740C1036		-04/24/2024	Non-Binding, Advisory Vote Regarding the Compensation of the Named Executive Officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	377699	17987	FOR	377699	FOR		-	-
CANADIAN PACIFIC KANSAS CITY LIMITED	13646K108	CA13646K1084		-04/24/2024	Advisory vote to approve the Corporation's approach to executive compensation as described in the Proxy Circular.	SECTION 14A SAY-ON-PAY VOTES		ISSUER	104336	0	FOR	104336	FOR		-	-
CBRE GROUP, INC.	12504L109	US12504L1098		-05/22/2024	Advisory vote to approve named executive officer compensation for 2023	SECTION 14A SAY-ON-PAY VOTES		ISSUER	40972	0	FOR	40972	FOR		-	-
CCC INTELLIGENT SOLUTIONS HOLDINGS INC.	12510Q100	US12510Q1004		-05/23/2024	To approve, on an advisory (non-binding) basis, the compensation of the Company's named executive officers as set forth in the Proxy Statement for the Annual Meeting	SECTION 14A SAY-ON-PAY VOTES		ISSUER	233313	0	FOR	13935	FOR		-	-
											AGAINST	219378	AGAINST		-	-
CENTRAL PACIFIC FINANCIAL CORP.	154760409	US1547604090		-04/25/2024	To approve, on a non-binding advisory basis, the compensation of the company's named executive officers ("Say-on-Pay")	SECTION 14A SAY-ON-PAY VOTES		ISSUER	388369	0	FOR	388369	FOR		-	-
CHAMPIONX CORPORATION	15872M104	US15872M1045		-05/15/2024	Advisory Vote to Approve the Compensation of ChampionX's Named Executive Officers for 2023	SECTION 14A SAY-ON-PAY VOTES		ISSUER	476842	0	FOR	476842	FOR		-	-
CHAMPIONX CORPORATION	15872M104	US15872M1045		-05/15/2024	Advisory Vote to Approve the Compensation of ChampionX's Named Executive Officers for 2023	SECTION 14A SAY-ON-PAY VOTES		ISSUER	0	0					-	-
CHAMPIONX CORPORATION	15872M104	US15872M1045		-06/18/2024	To approve, by non-binding, advisory vote, the compensation that may become payable to ChampionX's named executive officers in connection with the Merger (the "Compensation Proposal")	SECTION 14A SAY-ON-PAY VOTES		ISSUER	345595	0	FOR	345595	FOR		-	-
CHESAPEAKE UTILITIES CORPORATION	165303108	US1653031088		-05/08/2024	Cast a non-binding advisory vote to approve the compensation of the Company's Named Executive Officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	27915	0	FOR	27915	FOR		-	-
CIENA CORPORATION	171779309	US1717793095		-03/21/2024	Advisory vote on our named executive officer compensation, as described in the proxy materials	SECTION 14A SAY-ON-PAY VOTES		ISSUER	223689	0	FOR	223689	FOR		-	-
CITIGROUP INC.	172967424	US1729674242		-04/30/2024	Advisory vote to Approve our 2023 Executive Compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	28705	0	FOR	28705	FOR		-	-
CLARIVATE PLC	G21810109	JE008BJN4441		-05/07/2024	Approval, on an advisory, non-binding basis, of the compensation of our named executive officers.	SECTION 14A SAY-ON-PAY VOTES		ISSUER	948244	0	FOR	948244	FOR		-	-
CLARIVATE PLC	G21810109	JE008BJN4441		-05/07/2024	Approval, on an advisory, non-binding basis, of the compensation of our named executive officers.	SECTION 14A SAY-ON-PAY VOTES		ISSUER	0	0					-	-
CLEAN HARBORS INC	184496107	US1844961078		-05/22/2024	To approve on a non-binding, advisory basis, the compensation of the Company's named executive officers as described in the Company's definitive proxy statement	SECTION 14A SAY-ON-PAY VOTES		ISSUER	0	0					-	-
CLEAN HARBORS, INC.	184496107	US1844961078		-05/22/2024	To approve on a non-binding, advisory basis, the compensation of the Company's named executive officers as described in the Company's definitive proxy statement	SECTION 14A SAY-ON-PAY VOTES		ISSUER	68195	0	FOR	68195	FOR		-	-
COPT DEFENSE PROPERTIES	22002T108	US22002T1088		-05/09/2024	Approval, on an advisory basis, of the compensation of our named executive officers as disclosed in the proxy statement for this meeting	SECTION 14A SAY-ON-PAY VOTES		ISSUER	220798	0	FOR	220798	FOR		-	-
CORTEVA INC.	22052L104	US22052L1044		-04/26/2024	Advisory resolution to approve executive compensation of the Company's named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	68760	0	FOR	68760	FOR		-	-
CRANE COMPANY	224408104	US2244081046		-04/22/2024	Say on pay- An advisory vote to approve the compensation paid to certain executives officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	8186	0	FOR	8186	FOR		-	-
CRANE COMPANY	224408104	US2244081046		-04/22/2024	Say on Frequency- An advisory vote to approve the frequency with which we will ask stockholders to approve the compensation paid to certain executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	8186	0	1 YEAR	8186	FOR		-	-
CRH PUBLIC LIMITED COMPANY	G25508105	IE0001827041		-04/25/2024	Consideration of Executive Compensation for 2023	SECTION 14A SAY-ON-PAY VOTES		ISSUER	57641	0	FOR	57641	FOR		-	-
DANAHER CORPORATION	235851102	US2358511028		-05/07/2024	To approve on an advisory basis the Company's named executive officer compensation.	SECTION 14A SAY-ON-PAY VOTES		ISSUER	12648	0	FOR	12648	FOR		-	-
DIGITAL REALTY TRUST, INC.	253868103	US2538681030		-06/07/2024	To approve, on a non-binding, advisory basis, the compensation of the Company's named executive officers, as more fully described in the accompanying Proxy Statement (Say-on-Pay)	SECTION 14A SAY-ON-PAY VOTES		ISSUER	6860	0	FOR	6860	FOR		-	-
EAGLE MATERIALS INC.	26969P108	US26969P1084		-08/03/2023	Advisory resolution regarding the compensation of our Named Executive Officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	60513	0	FOR	60513	FOR		-	-
EAGLE MATERIALS INC.	26969P108	US26969P1084		-08/03/2023	To recommnd by non-binding advisory vote,the frequency of future advisory votes on the compensation of											

THE ESTEE LAUDER COMPANIES INC.	518439104	US5184391044	-	11/17/2023	Advisory vote to approve executive compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	18542	0		FOR AGAINST	818 17724	FOR AGAINST		-	-
THE ESTEE LAUDER COMPANIES INC.	518439104	US5184391044	-	11/17/2023	Advisory vote on the frequency of the advisory vote on executive compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	18542	0		1 YEAR	18542	FOR		-	-
THE SIMPLY GOOD FOODS COMPANY	82900L102	US82900L1026	-	01/18/2024	To approve, by an advisory vote, the compensation of our named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	192781	0		FOR	192781	FOR		-	-
TRUIST FINANCIAL CORPORATION	89832Q109	US89832Q1094	-	04/23/2024	Advisory vote to approve Truist's executive compensation program	SECTION 14A SAY-ON-PAY VOTES		ISSUER	52229	0		FOR	52229	FOR		-	-
TRUSTCO BANK CORP NY	898349204	US8983492047	-	05/21/2024	Approval of a non-binding advisory resolution on the compensation of TrustCo's named executive officers as disclosed in the proxy statement	SECTION 14A SAY-ON-PAY VOTES		ISSUER	51908	0		FOR	51908	FOR		-	-
TYLER TECHNOLOGIES, INC.	902252105	US9022521051	-	05/09/2024	Advisory Approval of Our Executive Compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	3693	0		FOR	3693	FOR		-	-
UNION PACIFIC CORPORATION	907818108	US9078181081	-	05/09/2024	An advisory vote to approve executive compensation ("Say On Pay")	SECTION 14A SAY-ON-PAY VOTES		ISSUER	7503	0		FOR	7503	FOR		-	-
URBAN EDGE PROPERTIES	91704F104	US91704F1049	-	05/01/2024	The approval, on a non-binding advisory basis, of a resolution approving the compensation of our named executive officers as described in the Proxy Statement.	SECTION 14A SAY-ON-PAY VOTES		ISSUER	598262	25571		FOR	598262	FOR		-	-
URBAN EDGE PROPERTIES	91704F104	US91704F1049	-	05/01/2024	The approval, on a non-binding advisory basis, of a resolution approving the compensation of our named executive officers as described in the Proxy Statement.	SECTION 14A SAY-ON-PAY VOTES		ISSUER	0	0						-	-
VALVOLINE INC.	92047W101	US92047W1018	-	01/25/2024	Non-binding Advisory Resolution Approving our Executive Compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	45788	0		FOR	45788	FOR		-	-
VICTORIA'S SECRET & CO.	926400102	US9264001028	-	06/13/2024	To approve, on an advisory basis, the compensation of our named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	174938	0		FOR	174938	FOR		-	-
VONTIER CORPORATION	928881101	US9288811014	-	05/28/2024	To approve, on an advisory basis, Vontier's named executive officer compensation as disclosed in the Proxy Statement.	SECTION 14A SAY-ON-PAY VOTES		ISSUER	242060	0		FOR	242060	FOR		-	-
WEBSTER FINANCIAL CORP (CONN)	947890109	US9478901096	-	04/24/2024	To approve, on a non-binding advisory basis, the compensation of the named executive officers of Webster	SECTION 14A SAY-ON-PAY VOTES		ISSUER	0	0						-	-
WEBSTER FINANCIAL CORPORATION	947890109	US9478901096	-	04/24/2024	To approve, on a non-binding advisory basis, the compensation of the named executive officers of Webster	SECTION 14A SAY-ON-PAY VOTES		ISSUER	198029	0		FOR	198029	FOR		-	-
WOODWARD, INC.	980745103	US9807451037	-	01/24/2024	Vote on an advisory resolution regarding the compensation of the Company's named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	48069	0		FOR	48069	FOR		-	-
XENIA HOTELS & RESORTS, INC.	984017103	US9840171030	-	05/14/2024	To approve, on an advisory and non-binding basis, the compensation of the named executive officers as disclosed in the proxy statement.	SECTION 14A SAY-ON-PAY VOTES		ISSUER	102439	0		FOR	102439	FOR		-	-
XYLEM INC.	98419M100	US98419M1009	-	05/16/2024	Advisory vote to approve the compensation of our named executive officers	SECTION 14A SAY-ON-PAY VOTES		ISSUER	49955	0		FOR	49955	FOR		-	-
XYLEM INC.	98419M100	US98419M1009	-	05/16/2024	Advisory vote on the frequency of future advisory votes to approve named executive officer compensation	SECTION 14A SAY-ON-PAY VOTES		ISSUER	49955	0		1 YEAR	49955	FOR		-	-

[Repeat as Necessary]