

**PPF UK Voting Disclosure Report:
July 2007 to June 2008**

July 2008

PPF UK voting record – July 2007 to June 2008

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Introduction

As set out in the Statement of Investment Principles it is the PPF's policy to exercise its voting rights. The PPF is also committed to disclosing details of its UK voting activities.

Responsibility for voting the shares at FTSE All-Share company meetings is currently delegated to the PPF's UK fund managers – Lazard and SSgA – who are monitored regularly.

The PPF has approved the corporate governance and voting policies of these managers after reviewing them against UK and International best practice guidelines (e.g. those of the NAPF, OECD and ICGN).

Commentary

This report provides a summary of our voting activity from July 2007 to June 2008, inclusive.

During the reporting period the PPF voted 2422 resolutions at 191 company meetings. For 98% of votes cast the PPF supported the proposed resolutions. For the remaining 2% of votes cast the PPF either voted against the proposed resolutions or abstained.

The PPF abstained or voted against management at 21 company meetings over the period on remuneration and board composition issues. Details of these votes are provided below.

Meetings	191
Votes	2422
For	2394
Against	18
Abstain	10

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Company	Meeting Type	Meeting Date	Resolution No.	Resolution Type	Resolution Text	Vote cast	Reason
Aveva	AGM	12-Jul-07	14	Mgmt	Approve Executive Share Option Scheme	Against	Performance targets and award limits not disclosed
N Brown	AGM	17-Jul-07	8	Mgmt	Approve Remuneration Report	Against	Insufficiently stretching performance targets
N Brown	AGM	17-Jul-07	2	Mgmt	Re-elect Ivan Fallon as Director	Against	Non-independent member of the Audit and Remuneration Committees
BT Group	AGM	19-Jul-07	2	Mgmt	Approve Remuneration Report	Abstain	Concern regarding performance pay elements of the report
Vodafone	AGM	24-Jul-07	4	Mgmt	Re-elect Michael Boskin as Director	Against	Non-independent Chair of the Audit Committee
BSS Group	AGM	26-Jul-07	4	Mgmt	Re-elect Peter Warry as Director	Abstain	Non-independent candidate for the Audit Committee
Investec	AGM	08-Aug-07	8	Mgmt	Re-elect Peter Thomas as Director	Abstain	Non-independent member of the Audit Committee
Reckitt-Benckiser	EGM	04-Oct-07	9	Mgmt	Approve Incentive Plan	Against	Elements of the proposed LTIP do not meet UK best practice.
Rightmove	EGM	07-Jan-08	4	Mgmt	Approve Executive Share Option Plan	Against	Performance conditions not disclosed

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Company	Meeting Type	Meeting Date	Resolution No.	Resolution Type	Resolution Text	Vote cast	Reason
Autonomy Corporation	AGM	19-Mar-08	2	Mgmt	Approve Remuneration Report	Against	Insufficient information to make an informed voting decision
Autonomy Corporation	AGM	19-Mar-08	4	Mgmt	Re-elect John McMonigall as Director	Against	Proposed director has served on the board for more than 10 years
BP plc	AGM	17-Apr-08	2	Mgmt	Approve Remuneration Report	Abstain	Concern regarding the use of discretionary and retention awards with no performance conditions
Persimmon	AGM	24-Apr-08	5	Mgmt	Re-elect Hamish Melville as Director	Against	Proposed director has served on the board for more than 10 years
Reckitt Benckiser Group	AGM	01-May-08	4	Mgmt	Re-elect Adrian Bellamy as Director	Against	Non-independent member of the Remuneration Committee
Smith & Nephew	AGM	01-May-08	2	Mgmt	Approve Remuneration Report	Against	Fundamental concerns regarding the company's remuneration arrangements
Xstrata	AGM	06-May-08	4	Mgmt	Re-elect Willy Strothotte as Director	Abstain	Non-independent Chair of the Remuneration Committee
Centrica	AGM	12-May-08	6	Mgmt	Re-elect Jake Ulrich as Director	Abstain	Proposed director not standing for re-election

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Company	Meeting Type	Meeting Date	Resolution No.	Resolution Type	Resolution Text	Vote cast	Reason
ITV	AGM	15-May-08	4	Mgmt	Elect Dawn Airey as Director	Against	Proposed director not standing for re-election
New Star Asset Management Group	AGM	15-May-08	13	Mgmt	Re-elect Martin Smith as Director	Against	Non-independent member of the Audit Committee
Royal Dutch Shell	AGM	20-May-08	14	Mgmt	Amend Royal Dutch Shell plc Restricted Share Plan	Abstain	Concern regarding the use of discretionary and retention awards with no performance conditions
GlaxoSmithKline	AGM	21-May-08	2	Mgmt	Approve Remuneration Report	Abstain	Concern regarding the use of retention awards
JKX Oil & Gas	AGM	29-May-08	2	Mgmt	Approve Remuneration Report	Against	Fundamental concerns regarding the company's remuneration arrangements
JKX Oil & Gas	AGM	29-May-08	3	Mgmt	Re-elect Lord Fraser of Carmyllie as Director	Abstain	Non-independent member of the Audit committee
JKX Oil & Gas	AGM	29-May-08	4	Mgmt	Re-elect Viscount Asquith as Director	Against	Concern regarding the independence of the proposed candidate
WPP Group	AGM	24-Jun-08	5	Mgmt	Re-elect Stanley Morten as Director	Abstain	Non-independent member of the Audit committee