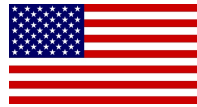


<b>Meeting Date:</b>	Thu, 19 Jun 2014 16:00pm	<b>Type:</b>	AGM	<b>Issue date:</b>	Fri, 06 Jun 2014
<b>Meeting Location:</b>	4010 City Avenue, Philadelphia, Pennsylvania 19131				
<b>Current Indices:</b>	PIRC Global				
<b>Sector:</b>	Electronic Components				

PROPOSALS	ADVICE
<b>1a Elect Steven V. Abramson</b> President and Chief Executive Officer.	<b>For</b>
<b>1b Elect Leonard Becker</b> Non-Executive Director. Not independent as he has been on the Board for more than nine years, there are insufficient independent directors on the Board.	<b>Oppose</b>
<b>1c Elect Richard C. Elias</b> Independent Non-Executive Director.	<b>For</b>
<b>1d Elect Elizabeth H. Gemmill</b> Non-Executive Director. Not independent as she has been on the Board for more than nine years, there are insufficient independent directors on the Board.	<b>Oppose</b>
<b>1e Elect C. Keith Hartley</b> Non-Executive Director. Not independent as he has been on the Board for more than nine years, there are insufficient independent directors on the Board.	<b>Oppose</b>
<b>1f Elect Lawrence Lacerte</b> Non-Executive Director. Not independent as he has been on the Board for more than nine years, there are insufficient independent directors on the Board.	<b>Oppose</b>
<b>1g Elect Sidney D. Rosenblatt</b> Executive Director.	<b>For</b>
<b>1h Elect Sherwin I. Seligsohn</b> Executive Chairman. Best practice is for the board chairman to be independent and not to hold executive office. Triodos does not support a chairman with executive responsibilities.	<b>Oppose</b>
<b>2 Approve the company Equity Compensation Plan</b> The Board is seeking shareholder approval for a new share based incentive plan. Dilution limits within the plan are acceptable. <b>Analysis:</b> There are two main concerns with the scheme: (1) <i>Performance Conditions:</i> there is little actual information available to shareholders to allow them to make an informed decision as to the appropriateness of the targets. In addition some of the awards will not have any performance conditions attached other than time served and/or share price appreciation; and (2) <i>Excessiveness:</i> the proposal as drafted is considered excessive. Based on concerns over the lack of disclosure, particularly with respect to performance conditions, Triodos does not support this resolution.	<b>Oppose</b>
<b>3 Approve Executive Compensation</b> The Company has submitted a proposal for shareholder ratification of its executive compensation policy and practices. The vote on this proposal is non-binding and advisory. The voting outcome for this resolution reflects the balance of opinion on the adequacy of disclosure, the balance of performance and reward and the terms of executive employment. The Compensation Rating is: CDA <b>Disclosure C:</b> Shareholders are provided with only limited information with respect to targets under the various schemes <b>Balance D:</b> Overall awards are deemed excessive and restricted stock awards have no performance criteria beyond time-based vesting. Based on concerns over the lack of performance criteria, Triodos does not support this resolution.	<b>Oppose</b>

**4 Appoint the auditors**

**Oppose**

KPMG LLP are proposed. For the year under review the non-audit fees were approximately 40% of the audit fee. On a three year average this increases to 70%. This raises concerns over the independence of the external audit process. Triodos opposes this resolution.

**\* = Special resolution**

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