

Nuance Communications, Inc.

Ticker: NUAN.US Country of Operation: UNITED STATES Industry Sector: Application Software

Meeting Date : 1/22/2020 Meeting Type : Annual

Item #	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	Vote Rationale
1	Require Independent Board Chairman	Shareholder	Against	Against	Current chair is independent and the company made further disclosure on duties of the lead independent director in case chairman becomes non-independent. Financial performance alone is not a reason to require an independent chair based on AB policy in absence of other notable governance failures. As such, we will support management at this time.