

Snow Capital Management L.P. ("SCM") has been delegated by many clients the authority to vote all proxies and corporate actions for securities held within client portfolios. We follow written policies and procedures to ensure that SCM votes proxies in accordance with SEC rules and the best interest of clients. In upholding our fiduciary obligation to clients, we strive to keep all votes free from any inappropriate influences. Our policies and procedures describe how we manage material conflicts between our interests and those of our clients in the proxy voting process.

We exercise voting responsibilities to serve the best interests of our clients as shareholders of a company and in a manner most likely to increase the value of the securities within the portfolio. We rely on outside proxy recommendation firms and media sources to make voting decisions.

Unless our client directs otherwise, we vote all proxies and corporate actions according to our internal voting policies. If a client wishes to have SCM vote proxies based on other specific proxy voting guidelines, the client must make this request in writing. We keep detailed records of all client proxy votes. A copy of our proxy voting policies and your account's voting history may be obtained by contacting us.

SCM typically does not advise or act for clients in any legal proceedings, including bankruptcies or class actions, involving securities held or previously held in a client's account or the issuers of such securities. Some clients may enroll in class action voting programs offered by their custodian. These programs may provide clients with advantages that other clients do not enjoy.

### **Policy Inquiries**

This Proxy & Corporate Actions Voting Policies Notice is provided for your information and no action on your part is required.

Please direct your questions about this notice to:

Snow Capital Management L.P.  
Compliance  
2100 Georgetowne Drive  
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