

FIRST NORTHERN COMMUNITY BANCORP

Form DEF 14A

April 14, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934

Filed by the Registrant [X]

Filed by a Party other than the Registrant []

Check the appropriate box:

[] Preliminary Proxy Statement

[] Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

[X] Definitive Proxy Statement

[] Definitive Additional Materials

[] Soliciting Material Pursuant to §240.14a-12

First Northern Community Bancorp

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing fee (Check the appropriate box)

[X] No fee required.

[] Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total fee paid:

[Fee paid previously with preliminary materials.
]

[Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for
] which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the
Form or Schedule and the date of its filing.

1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing party:

4) Date filed:

April 14, 2016

Dear Shareholder:

You are cordially invited to attend the 2016 Annual Meeting of Shareholders of First Northern Community Bancorp (the "Company") on Tuesday, May 17, 2016, at 5:30 p.m., local time. The meeting will be held at First Northern Bank's Operations Center located at 210 Stratford Avenue in Dixon, California. A reception will follow the meeting. At the meeting, shareholders will be asked to elect as directors the eleven individuals nominated by the Board of Directors, to ratify the appointment by the Audit Committee of the Board of Directors of Moss Adams LLP as the Company's independent registered public accounting firm for the year ending December 31, 2016, and to approve such other matters as may properly come before the Annual Meeting or any adjournment thereof. The accompanying Proxy Statement provides detailed information about the nominees for director, the independent registered public accounting firm, and other matters regarding the Annual Meeting. Included with this Proxy Statement is the Company's Annual Report on Form 10-K for the year ended December 31, 2015.

The Board of Directors recommends that you vote "FOR" the election of the eleven directors nominated, and "FOR" ratification of the appointment by the Audit Committee of the Board of Directors of Moss Adams LLP as the Company's independent registered public accounting firm for the year ending December 31, 2016.

It is very important that as many shares as possible be represented at the meeting. Whether or not you plan to attend the Annual Meeting, we respectfully ask that you sign and return the enclosed proxy in the postage-paid envelope as soon as possible. So that we may provide adequate seating and refreshments, please be sure to indicate whether or not you plan to attend in person by completing the bottom portion of the proxy form.

We look forward to seeing you at the meeting on May 17th.

Sincerely,

Louise A. Walker
President and Chief Executive Officer
Enclosures

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

May 17, 2016

To the Shareholders of First Northern Community Bancorp:

The 2016 Annual Meeting of Shareholders of First Northern Community Bancorp (the "Company") will be held at First Northern Bank's Operations Center located at 210 Stratford Avenue, Dixon, California 95620, on Tuesday, May 17, 2016, at 5:30 p.m., local time, to:

1. Elect the following eleven (11) directors, each to serve until the next Annual Meeting of Shareholders, until their successors are elected and qualified, or until an individual director has reached the mandatory retirement age of 72 years (or, if approved by the Board of Directors by resolution, at the adjournment of the first meeting of the Board of Directors following his or her 72nd birthday):

Lori J. Aldrete Gregory DuPratt Owen J. Onsum

Frank J. Andrews, Jr. Barbara A. Hayes David W. Schulze

Patrick R. Brady Richard M. Martinez Louise A. Walker

John M. Carbahal Foy S. McNaughton

2. Ratify the appointment by the Audit Committee of the Board of Directors of Moss Adams LLP to act as the independent registered public accounting firm of First Northern Community Bancorp for the year ending December 31, 2016.

3. Act upon such other matters as may properly come before such meeting or any adjournment or postponement thereof.

All of the above matters are more fully described in the accompanying Proxy Statement.

Shareholders of record at the close of business on March 31, 2016, are entitled to notice of and to vote at the Annual Meeting or any postponement or adjournment thereof.

You are strongly encouraged to attend the Annual Meeting and also to complete, sign, date and return as promptly as possible, the accompanying proxy card in the return envelope provided for your use whether or not you plan to attend the meeting in person. The giving of such proxy will not affect your right to revoke such proxy or to vote in person, should you later decide to attend the Annual Meeting.

BY ORDER OF THE
BOARD OF DIRECTORS

John M. Carbahal
Chairman of the Board
Executive Officer
Dated: April 14, 2016

Louise A. Walker
President and Chief

Table of Contents	
2016 Annual Meeting Of Shareholders	1
Voting Rights and Vote Required	1
Voting of Proxies—Quorum	2
Revocability of Proxy	2
Proposal 1 Nomination and Election of Directors	3
Nominees	4
Board Oversight of Risk Management	6
Committees of the Board of Directors of the Company and the Bank	7
Report of the Compensation Committee	9
Board of Directors Meetings	11
Director Independence	11
Director Compensation	11
Report of Audit Committee	13
Pre-Approval Policy for Services Provided by our Independent Registered Public Accounting Firm	15
Security Ownership of Certain Beneficial Owners and Management	16
Executive Officers	18
Executive Compensation	18
Narrative to Summary Compensation Table	19
2015 Outstanding Equity Awards at Fiscal Year-End	23
Proposal 2 Ratification of the Company's Independent Registered Public Accounting Firm	24
Transactions with Related Persons	25
Insider Lending Policy	25
Section 16(A) Beneficial Ownership Reporting Compliance	25
Information Available to Shareholders	25
Shareholder Proposals	26
Other Matters	26

FIRST NORTHERN COMMUNITY BANCORP

195 North First Street, Dixon, California 95620

PROXY STATEMENT

2016 Annual Meeting Of Shareholders

This Proxy Statement is furnished to the shareholders of First Northern Community Bancorp (the "Company") in connection with the solicitation of proxies to be used in voting at the 2016 Annual Meeting of Shareholders of the Company to be held on May 17, 2016, at First Northern Bank's Operations Center located at 210 Stratford Avenue, Dixon, California at 5:30 p.m., local time, and at any adjournment or postponement thereof. The solicitation of proxies in the form accompanying this Proxy Statement is made by the Board of Directors of the Company, and the costs of such solicitation, including the expense of preparing, assembling, printing, and mailing this Proxy Statement and the material used in this solicitation of proxies, will be borne by the Company. It is contemplated that proxies will be solicited through the mail, but officers and staff of the Company may solicit proxies personally. The Company may, at its discretion, engage the services of a proxy solicitation firm to assist in the solicitation of proxies. The total expense of this solicitation will be borne by the Company and will include reimbursement paid to brokerage firms and others for their expenses in forwarding soliciting material and such expenses as may be paid to any proxy solicitation firm engaged by the Company.

It is expected that this Proxy Statement and accompanying Notice will be mailed to shareholders on or about April 14, 2016.

A proxy for the Annual Meeting is enclosed. Any shareholder who executes and delivers a proxy has the right to revoke it at any time before it is voted by mailing an instrument revoking it, or a duly executed proxy bearing a later date, to our Corporate Secretary at 195 North First Street, Dixon, California 95620. In addition, a proxy will be revoked if the person executing the proxy is present at the Annual Meeting and advises the Chairman of his or her election to vote in person.

The proxy also confers discretionary authority to vote the shares represented thereby on any matter that was not known at the time this Proxy Statement was mailed which may properly be presented for action at the Annual Meeting; action with respect to procedural matters pertaining to the conduct of the Annual Meeting; and election of any person to serve as a director in lieu of a bona fide nominee named herein, if such nominee is unable or unwilling to serve.

UNLESS REVOKED, ALL SHARES REPRESENTED BY A PROPERLY EXECUTED PROXY RECEIVED IN TIME FOR THE MEETING WILL BE VOTED AS SPECIFIED IN SUCH PROXY OR, IF NOT SPECIFIED, THEN IN FAVOR OF ELECTION OF NOMINEES TO THE BOARD OF DIRECTORS, IN FAVOR OF THE RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF MOSS ADAMS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2016, AND IN THE DISCRETION OF THE PROXYHOLDERS WITH RESPECT TO ALL OTHER PROPOSALS PROPERLY BROUGHT BEFORE THE MEETING.

Voting Rights and Vote Required

Only shareholders of record at the close of business on the record date of March 31, 2016 will be entitled to vote in person or by proxy at the Annual Meeting. On the record date, there were 10,704,559 shares of our common stock outstanding.

Shareholders of common stock of the Company are entitled to one vote for each share held, except that in the election of Directors, under California law and the Bylaws of the Company, each shareholder may be eligible to exercise cumulative voting rights and may be entitled to as many votes as shall equal the number of shares of common stock of the Company held by such shareholder multiplied by the number of directors to be elected, and such shareholder may cast all of such votes for a single nominee or may distribute them among two or more nominees. No shareholder, however, shall be entitled to cumulate votes (in other words, cast for any candidate a number of votes greater than the number of shares of common stock held by such shareholder multiplied by the number of directors to be elected) unless the name(s) of the candidate(s) has (have) been placed in nomination prior to voting in accordance with Article III, Section 23 of the Company's Bylaws (which requires that nominations made other than by the Board of Directors be made at least 30 and not more than 60 days prior to any meeting of shareholders) and a shareholder has given notice to the Company of an intention to cumulate votes prior to the voting in accordance with Article II, Section 13 of the Company's Bylaws. If any shareholder has given such notice, all shareholders may cumulate their votes for candidates in nomination, in which event votes represented by proxies delivered pursuant to this Proxy Statement may be cumulated, in the discretion of the proxyholders, in accordance with the recommendation of the Board of Directors. Discretionary authority to cumulate votes in such event is, therefore, solicited in this Proxy Statement. The vote required to approve each proposal is as follows:

In the election of directors, the eleven nominees receiving the highest number of votes will be elected. It is required that all shareholders who hold their shares in "street name" provide voting instructions for nominees as brokerage

1. firms no longer have discretionary authority to vote your shares for you; therefore, we respectfully request you vote your proxy.

2. Ratification of the appointment by the Audit Committee of the Board of Directors of the independent registered public accounting firm will require the affirmative vote of a majority of the shares represented and voting at the Annual Meeting.

If you hold your shares in street name, you must vote your shares in the manner prescribed by your brokerage firm, bank or other nominee. Your brokerage firm, bank or other nominee has enclosed or otherwise provided a voting instruction card for you to use in directing the brokerage firm, bank or other nominee how to vote your shares. If you hold your shares in street name and do not provide voting instructions to your broker or other nominee, your shares will be considered to be "broker non-votes" and will not be voted on any proposal on which your broker or other nominee does not have discretionary authority to vote. Shares that constitute broker non-votes will be counted as present at the meeting for the purpose of determining a quorum. Your broker or other nominee has discretionary authority to vote your shares on the ratification of Moss Adams LLP as our independent auditor. Brokers that have sent proxy soliciting materials to a beneficial owner but have not received voting instructions from the beneficial owner may nevertheless vote on routine matters, including the election of directors and the ratification of the appointment by the Audit Committee of the Board of Directors of Moss Adams LLP as independent registered public accounting firm. If you hold your shares in street name and you want to vote in person at the Annual Meeting, you must obtain a legal proxy from your broker and present it at the Annual Meeting.

Voting of Proxies—Quorum

The shares of common stock of the Company represented by all properly executed proxies received in time for the Annual Meeting will be voted in accordance with the shareholders' choices specified therein; where no choices have been specified, the shares will be voted "FOR" each of the eleven nominees for director recommended by the Board of Directors, and "FOR" the ratification of the appointment by the Audit Committee of the Board of Directors of Moss Adams LLP as the independent registered public accounting firm for the year ending December 31, 2016, and at the proxyholder's discretion, on such other matters, if any, which may properly come before the Annual Meeting (including any proposal to adjourn the Annual Meeting). A majority of the shares entitled to vote, represented either in person or by a properly executed proxy, will constitute a quorum at the Annual Meeting.

Abstentions and broker "non-votes" are each included in the determination of the number of shares present and voting for purposes of determining the presence of a quorum.

Revocability of Proxy

A shareholder using the enclosed proxy may revoke the authority conferred by the proxy at any time before it is exercised by delivering written notice of revocation or a duly executed proxy bearing a later date to the Secretary of the Company at our executive offices located at 195 North First Street, Dixon, California 95620, or by appearing and voting by ballot in person at the Annual Meeting after advising the Chairman of the shareholder's intention to do so.

Proposal 1

Nomination and Election of Directors

At the Annual Meeting it will be proposed to elect eleven (11) directors of the Company, each to hold office until the next annual meeting, until their successors shall be elected and qualified, or until an individual director has reached the mandatory retirement age of 72 years (or, if approved by the Board of Directors by resolution, at the adjournment of the first meeting of the Board of Directors following his or her 72nd birthday). It is the intention of the proxyholders named in the enclosed proxy to vote such proxies (except those containing contrary instructions) for the eleven (11) nominees named below.

The Board of Directors does not anticipate that any of the nominees will be unable or unwilling to serve as a director of the Company, but if that should occur before the Annual Meeting, the proxyholders, in their discretion, upon the recommendation of the Company's Board of Directors, reserve the right to substitute a nominee and vote for another person of their choice in the place and stead of any nominee unable or unwilling to serve. The proxyholders reserve the right to cumulate votes for the election of directors and cast all of such votes for any one or more of the nominees, to the exclusion of the others, and in such order of preference as the proxyholders may determine in their discretion, based upon the recommendation of the Board of Directors.

Nominees

The following table sets forth each of the nominees for election as a director, their age, their position with the Company, and the period during which they have served as a director of the Company and the Bank.

<u>Name</u>	<u>Age</u>	<u>Position with the Company</u>	<u>Director of Bank Since</u>	<u>Director of the Company Since</u>
Lori J. Aldrete	69	Director – Vice Chairman	1995	2000
Frank J. Andrews, Jr.	67	Director	1993	2000
Patrick R. Brady	63	Director	2013	2013
John M. Carbahal	61	Chairman of the Board	1996	2000
Gregory DuPratt	62	Director	1996	2000
Barbara A. Hayes	52	Director	2016	2016
Richard M. Martinez	60	Director	2011	2011
Foy S. McNaughton	65	Director	2000	2000
Owen J. Onsum	71	Director	1996	2000
David W. Schulze	71	Director	1978	2000
Louise A. Walker	55	President, Chief Executive Officer and Director	2011	2011

Lori J. Aldrete is the owner of Aldrete Communications, a regional public affairs, marketing and communications firm headquartered in Davis, California. Ms. Aldrete is also the Executive Vice President/Chief Operating Officer of Aldrete Enterprises. Ms. Aldrete has held senior executive management positions for large healthcare organizations in Sacramento and San Francisco, and worked in the business and communications fields for more than 35 years. She received her undergraduate degree in Communications from Michigan State University and her Master of Business Administration from California State University Sacramento. Ms. Aldrete helped found and operate more than five successful small business ventures since 1977. During the past 20 years, Ms. Aldrete has worked with or served on numerous boards, including her current roles as a board member of First Northern Bank, First Northern Community Bancorp and the United Way California Capitol Region. Ms. Aldrete's service on boards both in the private and public sectors and her ownership of small businesses and management positions of large organizations has provided her with extensive knowledge and experience in strategic planning, corporate governance, marketing, and management. Ms. Aldrete is the Chairman of the Bank's Compensation Committee, and a member of the Bank's Information Services Steering, Loan, and Nominating and Corporate Governance Committees.

Frank J. Andrews, Jr. has been President of Andrews, Lando & Associates since 1995, and a partner in ASB Properties, established in 1990, both of which are real estate development firms. Prior to that time, Mr. Andrews was President of Andrews Management Services for three years and Vice President of Amos & Andrews, Inc., for fifteen years. Andrews Management Services and Amos & Andrews, Inc. are also real estate development companies. For the past 30 years, Mr. Andrews has worked with various cities and agencies throughout Solano County. Mr. Andrews is a retired board member, past president, and member of the Solano Farm Land Trust. He served as a board member on the Solano County Economic Council in the past, whose mission was to bring industry to Solano County. Mr. Andrew's service on boards both in the private and public sectors and his experience in land development has provided him with extensive knowledge and experience in marketing, real estate development, and management. Mr. Andrews is a member of the Bank's Asset Quality and Loan Committees.

Patrick R. Brady is Chief Executive Officer of Sutter Roseville Medical Center. He has been involved with Sutter since 1981, and has been in his current position since January 1999. Prior to assuming his current duties, Mr. Brady served as the Chief Executive Officer of Sutter Solano Medical Center (SSMC) for approximately six and a half years. Prior to SSMC, he served in a variety of executive level positions with Sutter Health in the greater Sacramento Area and in hospital management in Los Angeles, California and Tucson, Arizona. Mr. Brady has a Bachelor of Science degree in Public Administration from the University of Arizona, and a Masters degree in Hospital Administration from the University of Minnesota. His professional activities include leadership roles in the American Hospital Association, American College of Healthcare Executives, California Healthcare Association, The Hospital Council of Northern and Central California, and the American Heart Association. He has participated actively in local and regional affairs through Chamber of Commerce Boards, the Board of the Partnership HealthPlan of California, the Board of the Solano Coalition for Better Health, the Board for the Child Abuse Prevention Council for Placer County, the Board for Northern California P.E.T. Imaging, the Placer County Community Advisory Board, Rotary Club of Roseville, and the Roseville Economic Development Steering Committee. Mr. Brady's service on boards both in the private and public sectors and experience as a Chief Executive Officer, has provided him with extensive knowledge and experience in financial management, corporate governance, and risk management. Mr. Brady is a member of the Bank's Compensation and Asset Management and Trust Committees.

John M. Carbahal is a Certified Public Accountant and since 1984 has been a principal and shareholder of Carbahal & Company, Inc., an Accountancy Corporation. Mr. Carbahal received his undergraduate degree in Business Administration – Accounting from California State University Chico, and his Masters of Business Administration from Golden Gate University. He is currently a member of the American Institute of Certified Public Accountants, as well as the California Society of Certified Public Accountants. He is very involved in the community as a member of the Davis Sunrise Rotary Club. He is a past board member of the Yolo County Land Trust, and past president of the Winters Rotary Club and the Yolo County Chamber of Commerce, as well as a board member of First Northern Bank and First Northern Community Bancorp. Mr. Carbahal's service on boards both in the private and public sectors, and his experience as a Certified Public Accountant and owning his own company has provided him with extensive knowledge and experience in financial management, corporate governance, risk management, and auditing. Mr. Carbahal is Chairman of the Board, and Chairman of the Bank's Nominating and Corporate Governance Committee, and a member of the Bank's Audit, Compensation, and Loan Committees.

Gregory DuPratt served as Vice President/Sales Manager of Ron DuPratt Ford until 2014. The Dixon automobile dealership and family business was established in 1956. Prior to becoming Vice President, Mr. DuPratt worked in all phases of the dealership from the repair shop to accounting, sales, and sales management. Mr. DuPratt graduated with honors from the University of Southern California with a Master of Business Administration. He is very involved in the Community as a member of the Dixon Rotary Club (past President), Chamber of Commerce Board Member, Silveyville Cemetery District Board Member, numerous Ad Hoc Committees, and a board member of First Northern Bank and First Northern Community Bancorp. Mr. DuPratt's management and marketing experience, in addition to his service on boards, has provided him with extensive operational and oversight experience with regard to corporate governance, marketing, and management. Mr. DuPratt is the Chairman of the Bank's Asset Management and Trust Committee and a member of the Bank's Asset/Liability, Compensation, Nominating and Corporate Governance, and Profit Sharing Committees.

Barbara A. Hayes is a past President & CEO of the Sacramento Area Commerce and Trade Organization (SACTO), an economic development organization and business recruiter serving the six-county Sacramento Region. Ms. Hayes served 14 years as President and CEO, and six years as Deputy Director. Prior to joining SACTO, Ms. Hayes held positions with the California Trade and Commerce Agency, where she managed small business financial and technical assistance programs across the state. She has extensive knowledge and experience with strategic vision and planning, economic development, public policy and legislative relations, marketing, and corporate communications. Ms. Hayes holds a Bachelor of Arts in International Relations and Economics from the University of California, Davis. She also completed coursework in accounting and business law at Sacramento State University, and holds a Public Service Ethics Certificate. Ms. Hayes has served or is serving on the Boards of the Sacramento Employment Training Agency Workforce Investment Board, the California Safety Center, the California Statewide Certified Development Corporation, and as Chair of the Sutter Hospital Sacramento-Sierra Region Anderson Lucchetti Women's and Children's Center. Ms. Hayes is a member of the Bank's Audit Committee.

Richard M. Martinez is a partner in Triad Farms, a diversified row crop farm that operates property in Solano and Yolo Counties. He has been responsible for the financial management of the farming operations for over 30 years. From 1981 to 1985, Mr. Martinez was employed by the Yolo County Flood Control and Water Conservation District in Yolo County and served as Division Manager for the Irrigation and Flood Control operations. Mr. Martinez received a Bachelor of Science Degree in Agriculture from California State University at Chico. He has served for the past 20 years and continues to be a director for the Dixon Resource Conservation District and also serves as the Chairman for the Dixon Joint Powers Authority for regional drainage. Mr. Martinez remains active in many agricultural and natural resources related associations and advisory committees. His experience in the management of both private and public sectors in the region has provided him with extensive knowledge of the local agriculture community. Mr. Martinez is a member of the Bank's Audit, Compensation, and Loan Committees.

Foy S. McNaughton is the President and Chief Executive Officer of McNaughton Newspapers, a group of community newspapers that includes the Davis Enterprise, Daily Republic (Fairfield), Mountain Democrat (Placerville), Winters Express, and Life Newspapers (El Dorado County). He has held this position since 1985 and also operates as the company's CFO. His newspapers employ over 250 people in the local area. Mr. McNaughton has served on the board of directors of many community groups such as the Davis and Fairfield Chambers of Commerce and Rotary Clubs. He is past president of the Travis Regional Armed Forces Committee, Sutter Davis Hospital, and the Fairfield Community Services Foundation. He has been a resident of Davis, California since 1973. Mr. McNaughton's service on boards of both private and public sector companies has provided him with broad financial knowledge and experience in marketing and advertising and extensive operational and oversight management. Mr. McNaughton is the Chairman of the Bank's Audit Committee and a member of the Bank's Compensation, Information Services Steering, Loan, and Nominating and Corporate Governance Committees.

Owen J. (John) Onsum served as the President and Chief Executive Officer of First Northern Bank of Dixon from 1997 to 2010. Mr. Onsum joined the Bank in 1972. Mr. Onsum holds a Masters of Science in Agricultural Economics from the University of California, Davis, a Bachelor of Science in Economics from the University of California, Santa Barbara, and is also a graduate of the Pacific Coast Banking School at the University of Washington. Mr. Onsum is past president of the Dixon Rotary Club and has served as a director on numerous association and non-profit boards, including: Solano Economic Development Corporation; UC Davis Mondavi Center for the Performing Arts; KVIE Channel 6; the California Bankers Association (CBA); the ABA National BankPac Committee; the Solano Community College Scholarship Foundation; Friends of the Dixon May Fair; the Dixon Chamber of Commerce; and the Dixon Community Church. Mr. Onsum has extensive knowledge and experience in banking, financial management, risk management, corporate governance, and marketing. Mr. Onsum is Chairman of the Bank's Loan Committee, and a member of the Bank's Asset/Liability, and Profit Sharing Committees.

David W. Schulze has been the owner/operator of a family farming operation since 1967, and as General Partner he continues to lease row crop land and manage a walnut orchard. Prior to assuming that position, Mr. Schulze was involved in property management and apartment ownership. Mr. Schulze formed a development partnership, which sold property to Pulte Homes in Dixon, and continues to partner a similar development in El Dorado County. Mr. Schulze graduated from Occidental College with a Bachelor of Arts in Economics. He has been a shareholder of First Northern since the early 1960's, and board member of First Northern Bank and First Northern Community Bancorp since 1978 and 2000, respectively. Mr. Schulze's experience with both private and public companies has provided him with extensive knowledge and experience in agriculture, real estate development, marketing, and management. Mr. Schulze is member of the Bank's Audit, Loan, and Nominating and Corporate Governance Committees.

Louise A. Walker has served as President and Chief Executive Officer of First Northern Community Bancorp and its wholly owned subsidiary, First Northern Bank, since January 1, 2011. Ms. Walker joined First Northern Bank in 1979, and has been a member of Senior Management since 1989. During her career, she has held a variety of positions, which included head of Operations and Data Processing and the oversight of Human Resources, Risk Management, Compliance, Accounting, and Finance. Most recently, Ms. Walker held the position of Senior Executive Vice President/Chief Financial Officer. She has a Bachelor of Arts degree in Management from Saint Mary's College of California. Ms. Walker is Chairwoman-elect and a member of the California Banker's Association Board of Directors, member of Valley Vision Board of Directors, member of Yolo Food Bank Board of Directors, Vice Chairwoman and Treasurer of Solano Economic Development Corporation, member of Dixon Rotary, past member of the State Controller's Financial Literacy Advisory Committee, and past president of Soroptimist International of Dixon. Ms. Walker is also a member of Lambda Alpha International, Sacramento Chapter. Ms. Walker's extensive service as a board member of both private and public organizations has provided her with extensive knowledge and experience in the banking industry, financial management, risk management, corporate governance, and marketing. Ms. Walker is a member of the Bank's Asset/Liability, Asset Management and Trust, Asset Quality, Loan, Information Services Steering, and Profit Sharing Committees.

None of the Directors of the Company were selected pursuant to arrangements or understandings other than with the Directors and shareholders of the Company acting within their capacity as such. There are no family relationships between any of the directors, and none of the directors serve as a director of any other company which has a class of securities registered under, or subject to periodic reporting requirements of, the Securities Exchange Act of 1934, as amended, or any company registered as an investment company under the Investment Company Act of 1940.

Board Oversight of Risk Management

The Board of Directors of the Bank is engaged in Bank-wide risk management oversight, which constitutes substantially all of the assets of the Company. The Board of Directors of the Bank relies upon the Chief Executive Officer and Chief Financial Officer/Chief Operating Officer to supervise day-to-day risk management and bring to its attention the most material risks to the Bank. The Chief Executive Officer and Chief Financial Officer/Chief Operating Officer each provide reports directly to the Board of Directors of the Bank and certain of its committees, as appropriate. Directors may also from time to time rely on the advice of outside advisors and auditors provided they have a reasonable basis for such reliance.

The Board of Directors of the Bank also delegates certain oversight responsibilities to its Board committees. The full Board of the Bank considers strategic risks and opportunities and regularly receives detailed reports from the committees regarding risk oversight in their area of responsibility. For example, while the primary responsibility for financial and other reporting, internal controls, compliance with laws and regulations, and ethics rests with the management of the Company and the Bank, the Audit Committee provides risk oversight with respect to our financial statements. For a description of the functions of the various committees of the board, see "Committees of the Board of Directors of the Company and the Bank" below.

Committees of the Board of Directors of the Company and the Bank

The Company does not have Audit, Nominating or Compensation Committees or committees performing similar functions. However, the Board of Directors of the Bank has several standing committees, as discussed below, including an Audit, Compensation, Loan, and Nominating and Corporate Governance committees, which perform the functions of such committees for the Company. The Directors of the Company are also Directors of the Bank. As such, the Bank committees supervise and review the activities of the Bank, which constitute substantially all of the assets of the Company on a consolidated basis. The Audit Committee and Compensation Committee have charters. Audit and Compensation Committee Charters are available for review on the Bank's website at www.thatsmybank.com.

The Bank has a standing Asset/Liability Committee composed of Gregory DuPratt, Owen J. Onsum, and Louise A. Walker. Jeremiah Z. Smith, Senior Executive Vice President and Chief Financial Officer/Chief Operating Officer, is the Asset/Liability Committee Chairman. The Asset/Liability Committee reviews and oversees the management of the Bank's assets and liabilities. The Asset/Liability Committee held 7 meetings with Director participation in 2015. The Bank has a standing Asset Management and Trust Committee composed of Patrick R. Brady, Gregory DuPratt, and Louise A. Walker. Gregory DuPratt is the Asset Management and Trust Committee Chairman. The Asset Management and Trust Committee held 4 meetings during 2015 for the purpose of reviewing the general status of the Bank's Asset Management and Trust Department.

The Bank has a standing Audit Committee composed of John M. Carbahal, Barbara A. Hayes, Richard M. Martinez, Foy S. McNaughton, and David W. Schulze. Foy S. McNaughton is the Audit Committee Chairman. The Audit Committee reviews and oversees the audit results for the Bank. The Audit Committee of the Bank held 6 meetings during 2015.

The Bank has a standing Compensation Committee composed of Lori J. Aldrete, Patrick R. Brady, John M. Carbahal, Gregory DuPratt, Richard M. Martinez, and Foy S. McNaughton. Lori J. Aldrete is the Compensation Committee Chairwoman. The Compensation Committee held 5 meetings during 2015 for the purpose of reviewing and recommending to the Bank's Board of Directors the Bank's compensation objectives and policies and administering the Company's stock plans.

The Bank has a standing Asset Quality Committee composed of Frank J. Andrews, Jr. and Louise A. Walker. Paul Ubrun, Vice President/Special Assets Manager, is the Committee Chairman. The Asset Quality Committee held 4 meetings during 2015 for the purpose of reviewing and monitoring special assets in the Bank's loan portfolio.

The Bank has a standing Information Services Steering Committee composed of Lori J. Aldrete, Foy S. McNaughton, and Louise A. Walker. Bruce Orris, Executive Vice President/Chief Information Officer, is Committee Chairman. The Committee held 3 meetings during 2015 for the purpose of reviewing and monitoring bankwide IT issues and safety according to the Information Services Department policies and procedures.

The Bank has a standing Loan Committee composed of Lori J. Aldrete, Frank J. Andrews, Jr., John M. Carbahal, Richard M. Martinez, Foy S. McNaughton, Owen J. Onsum, David W. Schulze, and Louise A. Walker. Owen J. Onsum is the Loan Committee Chairman. The Loan Committee held 19 meetings during 2015 for the purpose of approving loans and loan policy.

The Bank has a standing Profit Sharing Committee composed of Gregory DuPratt, Owen J. Onsum, and Louise A. Walker. The Profit Sharing Committee held 4 meetings during 2015 for the purpose of considering plan administration and investments.

The Bank has a standing Nominating and Corporate Governance Committee composed of Lori J. Aldrete, John M. Carbahal, Gregory DuPratt, Foy S. McNaughton, and David W. Schulze. John M. Carbahal is the Nominating and Corporate Governance Committee Chairman. The Nominating and Corporate Governance Committee held 2 meetings during 2015 for the purpose of considering corporate governance best practices and to review and nominate potential candidates for directors of the Bank and the Company as needed. This Committee fulfills the responsibilities of a director nominating committee for the Company. The Nominating and Corporate Governance Committee operates under a written charter.

The Nominating and Corporate Governance Committee will consider candidates nominated by the Company's shareholders, Directors, officers, and from other sources. The Company does not have a formal policy with regard to the consideration of diversity in identifying Director nominees, but the Nominating and Corporate Governance Committee strives to nominate Directors with a variety of complementary attributes so that, as a group, the Board of Directors will possess the appropriate talent, skills, and expertise to oversee our business. In evaluating candidates, the Board of Directors considers the attributes of the candidate (including skills, experience, diversity, age, and legal and regulatory requirements), and the needs of the Board of Directors, and will review all candidates in the same manner, regardless of the source of the recommendation.

The Board of Directors will consider candidates nominated by the shareholders of the Company if the nomination is made in writing in accordance with the procedures for nominating Directors of the Company, as described above in this Proxy Statement. These nomination procedures are designed to give the Board of Directors advance notice of competing nominations, if any, and the qualifications of nominees, and may have the effect of precluding third-party nominations if the nomination procedures are not followed.

Pursuant to Article III, Section 23 of the Bylaws of the Company, director nominations, other than those made by the Board of Directors, shall be made by notification in writing delivered or mailed to the President of the Company, not less than 30 days or more than 60 days prior to any meeting of shareholders called for election of directors. The provision also requires that the notice contain detailed information necessary to determine if the nominee is qualified under our Bylaws. Under our Bylaws, no person may be a member of the Board of Directors:

who has not been a resident for a period of at least two years immediately prior to his or her election of a county in which any subsidiary of the Company maintains an office, unless the election of such person is approved by the affirmative vote of at least two-thirds of the members of the Board of Directors of the Company then in office, who owns, together with his or her family residing with him or her, directly or indirectly, more than one percent of the outstanding shares of any banking corporation, affiliate or subsidiary thereof, bank holding company, industrial loan company, savings bank or association or finance company, other than the Company or any affiliate or subsidiary of the Company, who is a director, officer, employee, agent, nominee, or attorney of any banking corporation, affiliate, or subsidiary thereof, bank holding company, industrial loan company, savings bank or association or finance company, other than the Company or any affiliate or subsidiary of the Company, or

who has or is the nominee of anyone who has any contract, arrangement or understanding with any banking corporation, or affiliate or subsidiary thereof, bank holding company, industrial loan company, savings bank or association or finance com

3 Elect Director Ura, Shingo For For Management 2.4 Elect Director Kotera, Yasuo For For Management 2.5 Elect Director Murata, Toshihiko For For Management 2.6 Elect Director Sato, Takehito For For Management 2.7 Elect Director Sato, Toshimi For For Management 2.8 Elect Director Otake, Shinichi For For Management 2.9 Elect Director Koizumi, Shinichi For For Management 2.10 Elect Director Izumiya, Naoki For For Management 3.1 Appoint Statutory Auditor Ueno, Hikaru For For Management 3.2 Appoint Statutory Auditor Nakakita, For For Management Tetsuo 3.3 Appoint Statutory Auditor Nakamura, For For Management Akihiko

----- OMV AG Ticker: OMV Security ID: A51460110
Meeting Date: MAY 22, 2018 Meeting Type: Annual Record Date: MAY 12, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1 Receive Financial Statements and None None Management Statutory Reports (Non-Voting) 2 Approve Allocation of Income For For Management 3 Approve Discharge of Management Board For For Management 4 Approve Discharge of Supervisory Board For For Management 5 Approve Remuneration of Supervisory For For Management Board Members 6 Ratify Auditors For For Management 7.1 Approve Long Term Incentive Plan 2018 For For Management for Key Employees 7.2 Approve Equity Deferral Plan For For Management 8.1 Elect Alyazia Ali Al Kuwaiti as For For Management Supervisory Board Member 8.2 Elect Mansour Mohamed Al Mulla as For For Management Supervisory Board Member -----

PARKER-HANNIFIN CORPORATION Ticker: PH Security ID: 701094104 Meeting Date: OCT 25, 2017 Meeting Type: Annual Record Date: AUG 31, 2017 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Lee C. Banks For For Management 1.2 Elect Director Robert G. Bohn For For Management 1.3 Elect Director Linda S. Harty For For Management 1.4 Elect Director Robert J. Kohlhepp For For Management 1.5 Elect Director Kevin A. Lobo For For Management 1.6 Elect Director Klaus-Peter Muller For For Management 1.7 Elect Director Candy M. Obourn For For Management 1.8 Elect Director Joseph Scaminace For For Management 1.9 Elect Director Wolfgang R. Schmitt For For Management 1.10 Elect Director Ake Svensson For For Management 1.11 Elect Director James R. Verrier For For Management 1.12 Elect Director James L. Wainscott For For Management 1.13 Elect Director Thomas L. Williams For For Management 2 Ratify Deloitte & Touche LLP as For For Management Auditors 3 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 4 Advisory Vote on Say on Pay Frequency One Year One Year Management -----

PARTNERS GROUP HOLDING Ticker: PGHN Security ID: H6120A101 Meeting Date: MAY 09, 2018 Meeting Type: Annual Record Date: # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Allocation of Income and For For Management Dividends of CHF 19.00

per Share 3 Approve Remuneration Report For Against Management 4 Approve Discharge of Board and Senior For For Management Management 5 Amend Articles Re: Composition of For For Management Board Committees 6.1 Approve Revised Compensation Budget For For Management for Remuneration of Directors 6.2 Approve Maximum Remuneration of For For Management Directors in the Amount of CHF 8 Million 6.3 Approve Revised Compensation Budget For For Management for Remuneration of Executive Management for Fiscal 2017 and Fiscal 2018 6.4 Approve Remuneration of Executive For For Management Committee in the Amount of CHF 30 Million 7.1.a Reelect Steffen Meister as Director For For Management and Board Chairman 7.1.b Reelect Charles Dallara as Director For For Management 7.1.c Reelect Grace del Rosario-Castano as For For Management Director 7.1.d Reelect Marcel Erni as Director For For Management 7.1.e Reelect Michelle Felman as Director For For Management 7.1.f Reelect Alfred Gantner as Director For For Management 7.1.g Reelect Eric Strutz as Director For For Management 7.1.h Reelect Patrick Ward as Director For For Management 7.1.i Reelect Urs Wietlisbach as Director For For Management 7.1.j Reelect Peter Wuffli as Director For For Management 7.2.1 Appoint Grace del Rosario-Castano as For For Management Member of the Compensation Committee 7.2.2 Appoint Peter Wuffli as Member of the For For Management Compensation Committee 7.3 Designate Hotz & Goldmann as For For Management Independent Proxy 7.4 Ratify KPMG AG as Auditors For For Management 8 Transact Other Business (Voting) For Against Management ----- PERSIMMON PLC Ticker: PSN Security ID: G70202109 Meeting Date: APR 25, 2018 Meeting Type: Annual Record Date: APR 23, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Final Dividend For For Management 3 Approve Remuneration Report For For Management 4 Re-elect Nigel Mills as Director For For Management 5 Re-elect Jeffrey Fairburn as Director For For Management 6 Re-elect Michael Killoran as Director For For Management 7 Re-elect David Jenkinson as Director For For Management 8 Re-elect Marion Sears as Director For For Management 9 Re-elect Rachel Kentleton as Director For For Management 10 Re-elect Simon Litherland as Director For For Management 11 Reappoint Ernst & Young LLP as Auditors For For Management 12 Authorise the Audit Committee to Fix For For Management Remuneration of Auditors 13 Approve Savings-Related Share Option For For Management Scheme 14 Authorise Issue of Equity with For For Management Pre-emptive Rights 15 Authorise Issue of Equity without For For Management Pre-emptive Rights 16 Authorise Market Purchase of Ordinary For For Management Shares 17 Authorise the Company to Call General For For Management Meeting with Two Weeks' Notice

----- PFIZER INC. Ticker: PFE Security ID: 717081103 Meeting Date: APR 26, 2018 Meeting Type: Annual Record Date: FEB 27, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Dennis A. Ausiello For For Management 1.2 Elect Director Ronald E. Blaylock For For Management 1.3 Elect Director Albert Bourla For For Management 1.4 Elect Director W. Don Cornwell For For Management 1.5 Elect Director Joseph J. Echevarria For For Management 1.6 Elect Director Helen H. Hobbs For For Management 1.7 Elect Director James M. Kilts For For Management 1.8 Elect Director Dan R. Littman For For Management 1.9 Elect Director Shantanu Narayen For For Management 1.10 Elect Director Suzanne Nora Johnson For For Management 1.11 Elect Director Ian C. Read For For Management 1.12 Elect Director James C. Smith For For Management 2 Ratify KPMG LLP as Auditors For For Management 3 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 4 Amend Omnibus Stock Plan For For Management 5 Provide Right to Act by Written Consent Against Against Shareholder 6 Require Independent Board Chairman Against Against Shareholder 7 Report on Lobbying Payments and Policy Against Against Shareholder

----- PHILIPS LIGHTING NV Ticker: LIGHT Security ID: N3577R102 Meeting Date: MAY 15, 2018 Meeting Type: Annual Record Date: APR 17, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1 Presentation by Eric Rondolat, CEO None None Management 2 Discuss Remuneration Report None None Management 3 Receive Explanation on Company's None None Management Reserves and Dividend Policy 4 Discussion on Company's Corporate None None Management Governance Structure 5 Adopt Financial Statements For For Management 6 Approve Dividends of EUR 1.25 per Share For For Management 7a Approve Discharge of Management Board For For Management 7b Approve Discharge of Supervisory Board For For Management 8 Elect Eelco Blok to Supervisory Board For For Management 9a Amend Articles Re: Change of Company For For Management Name 10a Grant Board Authority to Issue Shares For For Management Up to 10 Percent of Issued Capital 10b Authorize Board to Exclude Preemptive For For Management Rights from Share Issuances 11 Authorize Repurchase of Up to 10 For For Management Percent of Issued Share

Edgar Filing: FIRST NORTHERN COMMUNITY BANCORP - Form DEF 14A

Capital 12 Approve Cancellation of Repurchased For For Management Shares 13 Other Business (Non-Voting) None
None Management ----- PRINCIPAL FINANCIAL

GROUP, INC. Ticker: PFG Security ID: 74251V102 Meeting Date: MAY 22, 2018 Meeting Type: Annual Record
Date: MAR 28, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Roger C. Hochschild For For
Management 1.2 Elect Director Daniel J. Houston For For Management 1.3 Elect Director Diane C. Nordin For For
Management 1.4 Elect Director Elizabeth E. Tallett For For Management 2 Advisory Vote to Ratify Named For For
Management Executive Officers' Compensation 3 Ratify Ernst & Young LLP as Auditors For For Management

----- PRUDENTIAL FINANCIAL, INC. Ticker: PRU

Security ID: 744320102 Meeting Date: MAY 08, 2018 Meeting Type: Annual Record Date: MAR 09, 2018 #
Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Thomas J. Baltimore, Jr. For For Management 1.2 Elect
Director Gilbert F. Casellas For For Management 1.3 Elect Director Mark B. Grier For For Management 1.4 Elect
Director Martina Hund-Mejean For For Management 1.5 Elect Director Karl J. Krapek For For Management 1.6
Elect Director Peter R. Lighte For For Management 1.7 Elect Director George Paz For For Management 1.8 Elect
Director Sandra Pianalto For For Management 1.9 Elect Director Christine A. Poon For For Management 1.10 Elect
Director Douglas A. Scovanner For For Management 1.11 Elect Director John R. Strangfeld For For Management
1.12 Elect Director Michael A. Todman For For Management 2 Ratify PricewaterhouseCoopers LLP as For For
Management Auditors 3 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 4
Require Independent Board Chairman Against Against Shareholder

----- PVH CORP. Ticker: PVH Security ID:

693656100 Meeting Date: JUN 21, 2018 Meeting Type: Annual Record Date: APR 24, 2018 # Proposal Mgt Rec
Vote Cast Sponsor 1a Elect Director Mary Baglivo For For Management 1b Elect Director Brent Callinicos For For
Management 1c Elect Director Emanuel Chirico For For Management 1d Elect Director Juan R. Figuereo For For
Management 1e Elect Director Joseph B. Fuller For For Management 1f Elect Director V. James Marino For For
Management 1g Elect Director G. Penny McIntyre For For Management 1h Elect Director Amy McPherson For For
Management 1i Elect Director Henry Nasella For For Management 1j Elect Director Edward R. Rosenfeld For For
Management 1k Elect Director Craig Rydin For For Management 1l Elect Director Judith Amanda Sourry For For
Management Knox 2 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 3
Ratify Ernst & Young LLP as Auditors For For Management

----- QANTAS AIRWAYS LIMITED Ticker: QAN

Security ID: Q77974550 Meeting Date: OCT 27, 2017 Meeting Type: Annual Record Date: OCT 25, 2017 #
Proposal Mgt Rec Vote Cast Sponsor 2.1 Elect William Meaney as Director For For Management 2.2 Elect Paul
Rayner as Director For For Management 2.3 Elect Todd Sampson as Director For For Management 2.4 Elect Richard
Goyder as Director For For Management 3 Approve Grant of Performance Rights to For For Management Alan
Joyce 4 Approve Remuneration Report For For Management

----- RESONA HOLDINGS, INC. Ticker: 8308

Security ID: J6448E106 Meeting Date: JUN 22, 2018 Meeting Type: Annual Record Date: MAR 31, 2018 # Proposal
Mgt Rec Vote Cast Sponsor 1 Amend Articles to Remove Provisions on For For Management Non-Common Shares
2.1 Elect Director Higashi, Kazuhiro For For Management 2.2 Elect Director Iwanaga, Shoichi For For Management
2.3 Elect Director Fukuoka, Satoshi For For Management 2.4 Elect Director Isono, Kaoru For Against Management
2.5 Elect Director Arima, Toshio For For Management 2.6 Elect Director Sanuki, Yoko For For Management 2.7
Elect Director Urano, Mitsudo For For Management 2.8 Elect Director Matsui, Tadamitsu For For Management 2.9
Elect Director Sato, Hidehiko For For Management 2.10 Elect Director Baba, Chiharu For For Management

----- RIO TINTO LTD. Ticker: RIO Security ID:

Q81437107 Meeting Date: MAY 02, 2018 Meeting Type: Annual Record Date: APR 30, 2018 # Proposal Mgt Rec
Vote Cast Sponsor 1 Approve the Financial Statements and For For Management Reports of the Directors and
Auditor 2 Approve Remuneration Policy Report for For For Management UK Law Purposes 3 Approve the Director's
Remuneration For For Management Report: Implementation Report 4 Approve the Remuneration Report For For
Management 5A Approve 2018 Equity Incentive Plan For For Management 5B Approve Potential Termination
Benefits For For Management Under the 2018 Equity Incentive Plan 6 Elect Megan Clark as Director For For
Management 7 Elect David Constable as Director For For Management 8 Elect Ann Godbehere as Director For For
Management 9 Elect Simon Henry as Director For For Management 10 Elect Jean-Sebastien Jacques as For For

Edgar Filing: FIRST NORTHERN COMMUNITY BANCORP - Form DEF 14A

Management Director 11 Elect Sam Laidlaw as Director For For Management 12 Elect Michael L'Estrange as Director For For Management 13 Elect Chris Lynch as Director For For Management 14 Elect Simon Thompson as Director For For Management 15 Appoint PricewaterhouseCoopers LLP as For For Management Auditors of the Company 16 Authorize Board to Fix Remuneration of For For Management the Auditors 17 Approve Political Donations For For Management 18 Approve the Renewal of Off- Market and For For Management On-Market Share Buyback Authorities 19 Amend Company's Constitution Against Against Shareholder 20 Approve Public Policy Advocacy on Against Against Shareholder Climate Change

----- RIO TINTO PLC Ticker: RIO Security ID: G75754104 Meeting Date: APR 11, 2018 Meeting Type: Annual Record Date: APR 09, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Remuneration Policy For For Management 3 Approve Remuneration Report for UK Law For For Management Purposes 4 Approve Remuneration Report for For For Management Australian Law Purposes 5A Approve 2018 Equity Incentive Plan For For Management 5B Approve the Potential Termination of For For Management Benefits Payable under the 2018 Equity Incentive Plan 6 Re-elect Megan Clark as Director For For Management 7 Re-elect David Constable as Director For For Management 8 Re-elect Ann Godbehere as Director For For Management 9 Re-elect Simon Henry as Director For For Management 10 Re-elect Jean-Sebastien Jacques as For For Management Director 11 Re-elect Sam Laidlaw as Director For For Management 12 Re-elect Michael L'Estrange as Director For For Management 13 Re-elect Chris Lynch as Director For For Management 14 Re-elect Simon Thompson as Director For For Management 15 Reappoint PricewaterhouseCoopers LLP For For Management as Auditors 16 Authorise the Audit Committee to Fix For For Management Remuneration of Auditors 17 Authorise EU Political Donations and For For Management Expenditure 18 Authorise Issue of Equity with For For Management Pre-emptive Rights 19 Authorise Issue of Equity without For For Management Pre-emptive Rights 20 Authorise Market Purchase of Ordinary For For Management Shares 21 Authorise the Company to Call General For For Management Meeting with Two Weeks' Notice -----

ROYAL CARIBBEAN CRUISES LTD. Ticker: RCL Security ID: V7780T103 Meeting Date: MAY 21, 2018 Meeting Type: Annual Record Date: APR 18, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1a Elect Director John F. Brock For For Management 1b Elect Director Richard D. Fain For For Management 1c Elect Director William L. Kimsey For For Management 1d Elect Director Maritza G. Montiel For For Management 1e Elect Director Ann S. Moore For For Management 1f Elect Director Eyal M. Ofer For For Management 1g Elect Director Thomas J. Pritzker For For Management 1h Elect Director William K. Reilly For For Management 1i Elect Director Bernt Reitan For For Management 1j Elect Director Vagn O. Sorensen For For Management 1k Elect Director Donald Thompson For For Management 1l Elect Director Arne Alexander For For Management Wilhelmsen 2 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 3 Ratify PricewaterhouseCoopers LLP as For For Management Auditors -----

STATOIL ASA Ticker: STL Security ID: R8413J103 Meeting Date: MAY 15, 2018 Meeting Type: Annual Record Date: # Proposal Mgt Rec Vote Cast Sponsor 1 Open Meeting None None Management 2 Registration of Attending Shareholders None None Management and Proxies 3 Elect Chairman of Meeting For For Management 4 Approve Notice of Meeting and Agenda For For Management 5 Designate Inspector(s) of Minutes of For For Management Meeting 6 Accept Financial Statements and For For Management Statutory Reports; Approve Allocation of Income and Dividends of USD 0.23 Per Share 7 Authorize Board to Distribute Dividends For For Management 8 Change Company Name to Equinor ASA For For Management 9 Instruct Board to Present a Strategy Against Against Shareholder for Business Transformation from Producing Energy from Fossil Sources to Renewable Energy 10 Discontinuation of Exploration Against Against Shareholder Drilling in the Barents Sea 11 Approve Company's Corporate Governance For For Management Statement 12a Approve Remuneration Policy And Other For For Management Terms of Employment For Executive Management (Advisory) 12b Approve Remuneration Linked to For For Management Development of Share Price (Binding) 13 Approve Remuneration of Auditors For For Management 14 Elect Members and Deputy Members of For For Management Corporate Assembly as a Joint Proposal (or Individually for Each Candidate in item 14a-14p) 14a Reelect Tone Lunde Bakker (Chairman) For For Management as Member of Corporate Assembly 14b Reelect Nils Bastiansen (Vice Chair) For For Management as Member of Corporate Assembly 14c Reelect Greger Mannsverk as Member of For For Management Corporate Assembly 14d Reelect Ingvald Strommen as Member of For For Management Corporate Assembly 14e Reelect Rune

Bjerke as Member of For For Management Corporate Assembly 14f Reelect Siri Kalvig as Member of For For Management Corporate Assembly 14g Reelect Terje Venold as Member of For For Management Corporate Assembly 14h Reelect Kjersti Kleven as Member of For For Management Corporate Assembly 14i Reelect Birgitte Ringstad Vartdal as For For Management Member of Corporate Assembly 14j Reelect Jarle Roth as Member of For For Management Corporate Assembly 14k Elect Finn Kinserdal as New Member of For For Management Corporate Assembly 14l Elect Kari Skeidsvoll Moe as New For For Management Member of Corporate Assembly 14m Reelect Kjerstin Fyllingen as Deputy For For Management Member of Corporate Assembly 14n Reelect Nina Kivijervi Jonassen as For For Management Deputy Member of Corporate Assembly 14o Elect Marit Hansen as Deputy Member of For For Management Corporate Assembly 14p Elect Martin Wien Fjell as Deputy For For Management Member of Corporate Assembly 15 Approve Remuneration of Corporate For For Management Assembly in the Amount of NOK 125,500 for Chairman, NOK 66,200 for Deputy Chair, NOK 46,500 for Other Members and NOK 6,650 Per Meeting for Deputy Members 16 Elect Members of Nominating Committee For For Management as a Joint Proposal (or Individually for Each Candidate in item 16a-16d) 16a Reelect Tone Lunde Bakker (Chairman) For For Management as Member of Nominating Committee 16b Reelect Elisabeth Berge as Member of For For Management Nominating Committee with Personal Deputy Member Bjorn Stale Haavik 16c Reelect Jarle Roth as Member of For For Management Nominating Committee 16d Reelect Berit L. Henriksen as Member For For Management of Nominating Committee 17 Approve Remuneration of Nominating For For Management Committee in the Amount of NOK 12,500 Per Meeting for Chair and NOK 9,250 Per Meeting for Members 18 Approve Equity Plan Financing For Against Management 19 Authorize Share Repurchase Program and For For Management Cancellation of Repurchased Shares 20 Amend Marketing Instructions for the For For Management Company

----- STEEL DYNAMICS, INC. Ticker: STLD
Security ID: 858119100 Meeting Date: MAY 17, 2018 Meeting Type: Annual Record Date: MAR 19, 2018 #
Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Mark D. Millett For For Management 1.2 Elect Director Keith E. Busse For For Management 1.3 Elect Director Frank D. Byrne For For Management 1.4 Elect Director Kenneth W. Cornew For For Management 1.5 Elect Director Traci M. Dolan For For Management 1.6 Elect Director Jurgen Kolb For For Management 1.7 Elect Director James C. Marcuccilli For For Management 1.8 Elect Director Bradley S. Seaman For For Management 1.9 Elect Director Gabriel L. Shaheen For For Management 1.10 Elect Director Richard P. Teets, Jr. For For Management 2 Ratify Ernst & Young LLP as Auditors For For Management 3 Amend Articles of Incorporation to For For Management Provide Shareholders the Right to Amend Bylaws 4 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 5 Approve Restricted Stock Plan For For Management

----- SUMITOMO MITSUI FINANCIAL GROUP, INC. Ticker: 8316 Security ID: J7771X109 Meeting Date: JUN 28, 2018 Meeting Type: Annual Record Date: MAR 31, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve Allocation of Income, with a For For Management Final Dividend of JPY 90 2.1 Elect Director Miyata, Koichi For Against Management 2.2 Elect Director Kunibe, Takeshi For Against Management 2.3 Elect Director Takashima, Makoto For For Management 2.4 Elect Director Ogino, Kozo For For Management 2.5 Elect Director Ota, Jun For For Management 2.6 Elect Director Tanizaki, Katsunori For For Management 2.7 Elect Director Yaku, Toshikazu For For Management 2.8 Elect Director Teramoto, Toshiyuki For Against Management 2.9 Elect Director Mikami, Toru For Against Management 2.10 Elect Director Kubo, Tetsuya For For Management 2.11 Elect Director Matsumoto, Masayuki For For Management 2.12 Elect Director Arthur M. Mitchell For For Management 2.13 Elect Director Yamazaki, Shozo For For Management 2.14 Elect Director Kono, Masaharu For For Management 2.15 Elect Director Tsutsui, Yoshinobu For For Management 2.16 Elect Director Shimbo, Katsuyoshi For For Management 2.17 Elect Director Sakurai, Eriko For For Management

----- TAISEI CORP.
Ticker: 1801 Security ID: J79561148 Meeting Date: JUN 28, 2018 Meeting Type: Annual Record Date: MAR 31, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve Allocation of Income, with a For For Management Final Dividend of JPY 75

----- TAKEDA
PHARMACEUTICAL CO. LTD. Ticker: 4502 Security ID: J8129E108 Meeting Date: JUN 28, 2018 Meeting Type: Annual Record Date: MAR 31, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve Allocation of Income, with a For For Management Final Dividend of JPY 90 2 Amend Articles to Amend Business Lines For For Management 3.1 Elect Director Christophe Weber For For Management 3.2 Elect Director Iwasaki, Masato For For Management 3.3 Elect Director Andrew Plump For For Management 3.4 Elect Director Sakane, Masahiro For For Management 3.5

Edgar Filing: FIRST NORTHERN COMMUNITY BANCORP - Form DEF 14A

Elect Director Fujimori, Yoshiaki For For Management 3.6 Elect Director Higashi, Emiko For For Management 3.7
Elect Director Michel Orsinger For For Management 3.8 Elect Director Shiga, Toshiyuki For For Management 4.1
Elect Director and Audit Committee For For Management Member Yamanaka, Yasuhiko 4.2 Elect Director and
Audit Committee For For Management Member Kuniya, Shiro 4.3 Elect Director and Audit Committee For For
Management Member Jean-Luc Butel 4.4 Elect Director and Audit Committee For For Management Member
Hatsukawa, Koji 5 Approve Annual Bonus For For Management 6 Amend Articles to Require Shareholder Against
Against Shareholder Vote on Acquisition of Companies Whose Consideration Exceeds JPY 1 Trillion

----- TATE & LYLE PLC Ticker: TATE Security ID:
G86838128 Meeting Date: JUL 27, 2017 Meeting Type: Annual Record Date: JUL 25, 2017 # Proposal Mgt Rec
Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve
Remuneration Policy For For Management 3 Approve Remuneration Report For For Management 4 Approve Final
Dividend For For Management 5 Elect Dr Gerry Murphy as Director For For Management 6 Re-elect Javed Ahmed
as Director For For Management 7 Re-elect Nick Hampton as Director For For Management 8 Re-elect Paul Forman
as Director For For Management 9 Re-elect Lars Frederiksen as Director For For Management 10 Re-elect Douglas
Hurt as Director For For Management 11 Elect Jeanne Johns as Director For For Management 12 Re-elect Anne
Minto as Director For For Management 13 Re-elect Dr Ajai Puri as Director For For Management 14 Re-elect
Sybella Stanley as Director For For Management 15 Reappoint PricewaterhouseCoopers LLP For For Management
as Auditors 16 Authorise the Audit Committee to Fix For For Management Remuneration of Auditors 17 Authorise
EU Political Donations and For For Management Expenditure 18 Authorise Issue of Equity with For For
Management Pre-emptive Rights 19 Authorise Issue of Equity without For For Management Pre-emptive Rights 20
Authorise Issue of Equity without For For Management Pre-emptive Rights in Connection with an Acquisition or
Other Capital Investment 21 Authorise Market Purchase of Ordinary For For Management Shares 22 Authorise the
Company to Call General For For Management Meeting with Two Weeks' Notice

----- TAYLOR WIMPEY PLC Ticker: TW. Security
ID: G86954107 Meeting Date: APR 26, 2018 Meeting Type: Annual Record Date: APR 24, 2018 # Proposal Mgt
Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Final
Dividend For For Management 3 Approve Special Dividend For For Management 4 Re-elect Kevin Beeston as
Director For For Management 5 Re-elect Pete Redfern as Director For For Management 6 Re-elect Ryan Mangold as
Director For For Management 7 Re-elect James Jordan as Director For For Management 8 Re-elect Kate Barker as
Director For For Management 9 Re-elect Mike Hussey as Director For For Management 10 Re-elect Angela Knight
as Director For For Management 11 Re-elect Humphrey Singer as Director For For Management 12 Elect Gwyn Burr
as Director For For Management 13 Reappoint Deloitte LLP as Auditors For For Management 14 Authorise the
Audit Committee to Fix For For Management Remuneration of Auditors 15 Authorise Issue of Equity with For For
Management Pre-emptive Rights 16 Authorise Issue of Equity without For For Management Pre-emptive Rights 17
Authorise Issue of Equity without For For Management Pre-emptive Rights in Connection with an Acquisition or
Other Capital Investment 18 Authorise Market Purchase of Ordinary For For Management Shares 19 Approve
Remuneration Report For For Management 20 Authorise EU Political Donations and For For Management
Expenditure 21 Authorise the Company to Call General For For Management Meeting with Two Weeks' Notice

----- TELENOR ASA Ticker: TEL Security ID:
R21882106 Meeting Date: MAY 02, 2018 Meeting Type: Annual Record Date: # Proposal Mgt Rec Vote Cast
Sponsor 1 Approve Notice of Meeting and Agenda For For Management 2 Designate Inspector(s) of Minutes of
None None Management Meeting 3 Receive President's Report None None Management 4 Accept Financial
Statements and For For Management Statutory Reports; Approve Allocation of Income and Dividends of NOK 8.10
Per Share 5 Approve Remuneration of Auditors For For Management 6 Discuss Company's Corporate Governance
None None Management Statement 7a Advisory Vote on Remuneration Policy For For Management And Other
Terms of Employment For Executive Management 7b Approve Guidelines for Share Related For Against
Management Incentive Arrangements 8 Approve NOK 180 Million Reduction in For For Management Share Capital
via Share Cancellation and Redemption of Shares Held by the Norwegian Government 9 Authorize Board to
Distribute Special For For Management Dividends 10 Authorize Share Repurchase Program and For For
Management Cancellation of Repurchased Shares 11 Bundled Election of Members and Deputy For For Management
Members For Corporate Assembly (Shareholder May Also Vote On Each Candidate Individually Under Items

Edgar Filing: FIRST NORTHERN COMMUNITY BANCORP - Form DEF 14A

11a-11b) 11a Elect Heidi Finskas as Member of For For Management Corporate Assembly 11b Elect Lars Tronsgaard as Member of For For Management Corporate Assembly 12 Approve Remuneration of Members of For For Management Corporate Assembly and Nomination Committee

----- TEXAS INSTRUMENTS INCORPORATED
Ticker: TXN Security ID: 882508104 Meeting Date: APR 26, 2018 Meeting Type: Annual Record Date: FEB 26, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1a Elect Director Ralph W. Babb, Jr. For For Management 1b Elect Director Mark A. Blinn For For Management 1c Elect Director Todd M. Bluedorn For For Management 1d Elect Director Daniel A. Carp For For Management 1e Elect Director Janet F. Clark For For Management 1f Elect Director Carrie S. Cox For For Management 1g Elect Director Brian T. Crutcher For For Management 1h Elect Director Jean M. Hobby For For Management 1i Elect Director Ronald Kirk For For Management 1j Elect Director Pamela H. Patsley For For Management 1k Elect Director Robert E. Sanchez For For Management 1l Elect Director Richard K. Templeton For For Management 2 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 3 Approve Non-Employee Director Omnibus For For Management Stock Plan 4 Ratify Ernst & Young LLP as Auditors For For Management -----

THE BANK OF NOVA SCOTIA Ticker: BNS Security ID: 064149107 Meeting Date: APR 10, 2018 Meeting Type: Annual Record Date: FEB 13, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Nora A. Aufreiter For For Management 1.2 Elect Director Guillermo E. Babatz For For Management 1.3 Elect Director Scott B. Bonham For For Management 1.4 Elect Director Charles H. Dallara For For Management 1.5 Elect Director Tiff Macklem For For Management 1.6 Elect Director Thomas C. O'Neill For For Management 1.7 Elect Director Eduardo Pacheco For For Management 1.8 Elect Director Michael D. Penner For For Management 1.9 Elect Director Brian J. Porter For For Management 1.10 Elect Director Una M. Power For For Management 1.11 Elect Director Aaron W. Regent For For Management 1.12 Elect Director Indira V. Samarasekera For For Management 1.13 Elect Director Susan L. Segal For For Management 1.14 Elect Director Barbara S. Thomas For For Management 1.15 Elect Director L. Scott Thomson For For Management 2 Ratify KPMG LLP as Auditors For For Management 3 Advisory Vote on Executive For For Management Compensation Approach 4 SP 1: Revision to Human Rights Policies Against Against Shareholder -----

THE BERKELEY GROUP HOLDINGS PLC Ticker: BKG Security ID: G1191G120 Meeting Date: SEP 06, 2017 Meeting Type: Annual Record Date: SEP 04, 2017 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Remuneration Report For For Management 3 Re-elect Tony Pidgley as Director For For Management 4 Re-elect Rob Perrins as Director For For Management 5 Re-elect Richard Stearn as Director For For Management 6 Re-elect Karl Whiteman as Director For For Management 7 Re-elect Sean Ellis as Director For For Management 8 Re-elect Sir John Armitage as Director For For Management 9 Re-elect Alison Nimmo as Director For For Management 10 Re-elect Veronica Wadley as Director For For Management 11 Re-elect Glyn Barker as Director For For Management 12 Re-elect Adrian Li as Director For For Management 13 Re-elect Andy Myers as Director For For Management 14 Re-elect Diana Brightmore-Armour as For For Management Director 15 Reappoint KPMG LLP as Auditors For For Management 16 Authorise the Audit Committee to Fix For For Management Remuneration of Auditors 17 Authorise Issue of Equity with For For Management Pre-emptive Rights 18 Authorise Issue of Equity without For For Management Pre-emptive Rights 19 Authorise Issue of Equity without For For Management Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment 20 Authorise Market Purchase of Ordinary For For Management Shares 21 Authorise EU Political Donations and For For Management Expenditure 22 Authorise the Company to Call General For For Management Meeting with Two Weeks' Notice -----

THE INTERPUBLIC GROUP OF COMPANIES, INC. Ticker: IPG Security ID: 460690100 Meeting Date: MAY 24, 2018 Meeting Type: Annual Record Date: MAR 29, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Jocelyn Carter-Miller For For Management 1.2 Elect Director H. John Greeniaus For For Management 1.3 Elect Director Mary J. Steele Guilfoile For For Management 1.4 Elect Director Dawn Hudson For For Management 1.5 Elect Director William T. Kerr For For Management 1.6 Elect Director Henry S. Miller For For Management 1.7 Elect Director Jonathan F. Miller For For Management 1.8 Elect Director Patrick Q. Moore For For Management 1.9 Elect Director Michael I. Roth For For Management 1.10 Elect Director David M. Thomas For For Management 1.11 Elect Director E. Lee Wyatt Jr. For For Management 2 Ratify PricewaterhouseCoopers LLP as For For Management Auditors 3 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 4 Require Independent Board Chairman

Against Against Shareholder ----- THE PNC
FINANCIAL SERVICES GROUP, INC. Ticker: PNC Security ID: 693475105 Meeting Date: APR 24, 2018
Meeting Type: Annual Record Date: FEB 02, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Charles
E. Bunch For For Management 1.2 Elect Director Debra A. Cafaro For For Management 1.3 Elect Director Marjorie
Rodgers For For Management Cheshire 1.4 Elect Director William S. Demchak For For Management 1.5 Elect
Director Andrew T. Feldstein For For Management 1.6 Elect Director Daniel R. Hesse For For Management 1.7
Elect Director Richard B. Kelson For For Management 1.8 Elect Director Linda R. Medler For For Management 1.9
Elect Director Martin Pfinsgraff For For Management 1.10 Elect Director Donald J. Shepard For For Management
1.11 Elect Director Michael J. Ward For For Management 1.12 Elect Director Gregory D. Wasson For For
Management 2 Ratify PricewaterhouseCoopers LLP as For For Management Auditors 3 Advisory Vote to Ratify
Named For For Management Executive Officers' Compensation

----- TOLL BROTHERS, INC. Ticker: TOL Security
ID: 889478103 Meeting Date: MAR 13, 2018 Meeting Type: Annual Record Date: JAN 19, 2018 # Proposal Mgt
Rec Vote Cast Sponsor 1.1 Elect Director Robert I. Toll For For Management 1.2 Elect Director Douglas C. Yearley,
Jr. For For Management 1.3 Elect Director Edward G. Boehne For For Management 1.4 Elect Director Richard J.
Braemer For For Management 1.5 Elect Director Christine N. Garvey For For Management 1.6 Elect Director Carl B.
Marbach For For Management 1.7 Elect Director John A. McLean For For Management 1.8 Elect Director Stephen
A. Novick For For Management 1.9 Elect Director Wendell E. Pritchett For For Management 1.10 Elect Director
Paul E. Shapiro For For Management 2 Ratify Ernst & Young LLP as Auditors For For Management 3 Advisory
Vote to Ratify Named For For Management Executive Officers' Compensation

----- TOYOTA MOTOR CORP. Ticker: 7203 Security
ID: J92676113 Meeting Date: JUN 14, 2018 Meeting Type: Annual Record Date: MAR 31, 2018 # Proposal Mgt
Rec Vote Cast Sponsor 1.1 Elect Director Uchiyamada, Takeshi For For Management 1.2 Elect Director Hayakawa,
Shigeru For For Management 1.3 Elect Director Toyoda, Akio For For Management 1.4 Elect Director Kobayashi,
Koji For For Management 1.5 Elect Director Didier Leroy For For Management 1.6 Elect Director Terashi, Shigeki
For For Management 1.7 Elect Director Sugawara, Ikuro For For Management 1.8 Elect Director Sir Philip Craven
For For Management 1.9 Elect Director Kudo, Teiko For For Management 2.1 Appoint Statutory Auditor Yasuda,
For For Management Masahide 2.2 Appoint Statutory Auditor Hirano, For Against Management Nobuyuki 3
Appoint Alternate Statutory Auditor For For Management Sakai, Ryuji

----- TYSON FOODS, INC. Ticker: TSN Security ID:
902494103 Meeting Date: FEB 08, 2018 Meeting Type: Annual Record Date: DEC 11, 2017 # Proposal Mgt Rec
Vote Cast Sponsor 1a Elect Director John Tyson For For Management 1b Elect Director Gaurdie E. Banister, Jr. For
For Management 1c Elect Director Dean Banks For Against Management 1d Elect Director Mike Beebe For Against
Management 1e Elect Director Mikel A. Durham For Against Management 1f Elect Director Tom Hayes For For
Management 1g Elect Director Kevin M. McNamara For For Management 1h Elect Director Cheryl S. Miller For For
Management 1i Elect Director Jeffrey K. Schomburger For For Management 1j Elect Director Robert Thurber For
Against Management 1k Elect Director Barbara A. Tyson For For Management 2 Ratify PricewaterhouseCoopers
LLP as For For Management Auditors 3 Amend Omnibus Stock Plan For For Management 4 Report on Lobbying
Payments and Policy Against Against Shareholder 5 Implement a Water Quality Stewardship Against Against
Shareholder Policy ----- UNITED OVERSEAS BANK

LIMITED Ticker: U11 Security ID: Y9T10P105 Meeting Date: APR 20, 2018 Meeting Type: Annual Record Date: #
Proposal Mgt Rec Vote Cast Sponsor 1 Adopt Financial Statements and For For Management Directors' and
Auditors' Reports 2 Approve Final and Special Dividends For For Management 3 Approve Directors' Fees For For
Management 4 Approve Fee to Wee Cho Yaw, Chairman For For Management Emeritus and Adviser of the Bank for
the Period from January 2017 to December 2017 5 Approve Ernst & Young LLP as Auditors For For Management
and Authorize Board to Fix Their Remuneration 6 Elect Lim Hwee Hua as Director For For Management 7 Elect
Wong Kan Seng as Director For For Management 8 Elect Alexander Charles Hungate as For For Management
Director 9 Elect Michael Lien Jown Leam as For For Management Director 10 Elect Alvin Yeo Khirn Hai as
Director For For Management 11 Approve Issuance of Equity or For For Management Equity-Linked Securities with
or without Preemptive Rights 12 Approve Issuance of Shares Pursuant to For For Management the UOB Scrip
Dividend Scheme 13 Authorize Share Repurchase Program For Against Management

----- UNITEDHEALTH GROUP INCORPORATED
Ticker: UNH Security ID: 91324P102 Meeting Date: JUN 04, 2018 Meeting Type: Annual Record Date: APR 10, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1a Elect Director William C. Ballard, Jr. For For Management 1b Elect Director Richard T. Burke For For Management 1c Elect Director Timothy P. Flynn For For Management 1d Elect Director Stephen J. Hemsley For For Management 1e Elect Director Michele J. Hooper For For Management 1f Elect Director F. William McNabb, III For For Management 1g Elect Director Valerie C. Montgomery For For Management Rice 1h Elect Director Glenn M. Renwick For For Management 1i Elect Director Kenneth I. Shine For For Management 1j Elect Director David S. Wichmann For For Management 1k Elect Director Gail R. Wilensky For For Management 2 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 3 Ratify Deloitte & Touche LLP as For For Management Auditors

----- UNUM GROUP Ticker: UNM Security ID: 91529Y106 Meeting Date: MAY 24, 2018 Meeting Type: Annual Record Date: MAR 26, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Theodore H. Bunting, Jr. For For Management 1.2 Elect Director E. Michael Caulfield For For Management 1.3 Elect Director Susan D. DeVore For For Management 1.4 Elect Director Joseph J. Echevarria For For Management 1.5 Elect Director Cynthia L. Egan For For Management 1.6 Elect Director Kevin T. Kabat For For Management 1.7 Elect Director Timothy F. Keaney For For Management 1.8 Elect Director Gloria C. Larson For For Management 1.9 Elect Director Richard P. McKenney For For Management 1.10 Elect Director Ronald P. O'Hanley For For Management 1.11 Elect Director Francis J. Shammo For For Management 2 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 3 Ratify Ernst & Young LLP as Auditors For For Management 4 Eliminate Supermajority Vote For For Management Requirement

----- VALERO ENERGY CORPORATION Ticker: VLO Security ID: 91913Y100 Meeting Date: MAY 03, 2018 Meeting Type: Annual Record Date: MAR 06, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1A Elect Director H. Paulett Eberhart For For Management 1B Elect Director Joseph W. Gorder For For Management 1C Elect Director Kimberly S. Greene For For Management 1D Elect Director Deborah P. Majoras For For Management 1E Elect Director Donald L. Nickles For For Management 1F Elect Director Philip J. Pfeiffer For For Management 1G Elect Director Robert A. Profusek For For Management 1H Elect Director Stephen M. Waters For For Management 1I Elect Director Randall J. Weisenburger For For Management 1J Elect Director Rayford Wilkins, Jr. For For Management 2 Ratify KPMG LLP as Auditors For For Management 3 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 4 Remove Supermajority Vote Requirement For For Management 5 Provide Right to Act by Written Consent For For Management

----- VF CORPORATION Ticker: VFC Security ID: 918204108 Meeting Date: APR 24, 2018 Meeting Type: Annual Record Date: MAR 01, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Richard T. Carucci For For Management 1.2 Elect Director Juliana L. Chugg For For Management 1.3 Elect Director Benno Dorer For For Management 1.4 Elect Director Mark S. Hoplamazian For For Management 1.5 Elect Director Laura W. Lang For For Management 1.6 Elect Director W. Alan McCollough For For Management 1.7 Elect Director W. Rodney McMullen For For Management 1.8 Elect Director Clarence Otis, Jr. For For Management 1.9 Elect Director Steven E. Rendle For For Management 1.10 Elect Director Carol L. Roberts For For Management 1.11 Elect Director Matthew J. Shattock For For Management 2 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 3 Ratify PricewaterhouseCoopers LLP as For For Management Auditors

----- WH GROUP LTD. Ticker: 288 Security ID: G96007102 Meeting Date: JUN 04, 2018 Meeting Type: Annual Record Date: MAY 29, 2018 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2a Elect Wan Long as Director For For Management 2b Elect Jiao Shuge as Director For For Management 3 Authorize Board to Fix Remuneration of For For Management Directors 4 Approve Ernst & Young as Auditor and For For Management Authorize Board to Fix Their Remuneration 5 Approve Final Dividend For For Management 6 Authorize Repurchase of Issued Share For For Management Capital 7 Approve Issuance of Equity or For Against Management Equity-Linked Securities without Preemptive Rights 8 Authorize Reissuance of Repurchased For Against Management Shares

----- ZURICH INSURANCE GROUP AG Ticker: ZURN Security ID: H9870Y105 Meeting Date: APR 04, 2018 Meeting Type: Annual Record Date: # Proposal Mgt Rec Vote Cast Sponsor 1.1 Accept Financial Statements and For For Management Statutory

Edgar Filing: FIRST NORTHERN COMMUNITY BANCORP - Form DEF 14A

Reports 1.2 Approve Remuneration Report For For Management (Non-Binding) 2.1 Approve Allocation of Income and For For Management Dividends of CHF 16.60 per Share from Available Earnings 2.2 Approve Dividends of CHF 1.40 per For For Management Share from Capital Contribution Reserves 3 Approve Discharge of Board and Senior For For Management Management 4.1.a Elect Michel Lies as Director and For For Management Board Chairman 4.1.b Reelect Joan Amble as Director For For Management 4.1.c Reelect Catherine Bessant as Director For For Management 4.1.d Reelect Alison Canrath as Director For For Management 4.1.e Reelect Christoph Franz as Director For For Management 4.1.f Reelect Jeffrey Hayman as Director For For Management 4.1.g Reelect Monica Maechler as Director For For Management 4.1.h Reelect Kishore Mahbubani as Director For For Management 4.1.i Reelect David Nish as Director For For Management 4.1.j Elect Jasmin Staiblin as Director For For Management 4.2.1 Reappoint Christoph Franz as Member of For For Management the Compensation Committee 4.2.2 Reappoint Kishore Mahbubani as Member For For Management of the Compensation Committee 4.2.3 Reappoint Catherine Bessant as Member For For Management of the Compensation Committee 4.2.4 Reappoint Michel Lies as Member of the For For Management Compensation Committee 4.3 Designate Andreas Keller as For For Management Independent Proxy 4.4 Ratify PricewaterhouseCoopers AG as For For Management Auditors 5.1 Approve Remuneration of Directors in For For Management the Amount of CHF 4.6 Million 5.2 Approve Remuneration of Executive For For Management Committee in the Amount of CHF 72.2 Million 6 Approve Creation of CHF 4.5 Million For For Management Pool of Capital with Partial Exclusion of Preemptive Rights 7 Transact Other Business (Voting) For Against Management ===== END N-PX REPORT

----- SIGNATURES Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized. VOYA GLOBAL ADVANTAGE AND PREMIUM OPPORTUNITY FUND By: /s/ Dina Santoro ----- Dina Santoro President Date: August 24, 2018