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SAY ON PAY VOTING UPDATE

JULY 2026

The following blog summarizes the say on pay voting results in Canada (among the TSX Composite companies) and the U.S. (among the S&P 500 companies) based on results as of July 20, 2026. It updates the early say on pay trends we shared in May. The data were collected by ESGAUGE, a data analytics firm.

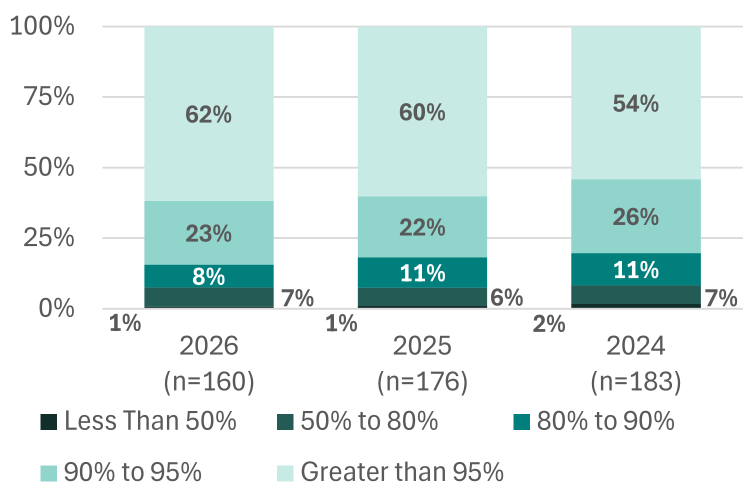
CANADA RESULTS

At this point in the proxy season, 160 Canadian companies have reported their say on pay results for 2026. Median and mean voting results have remained steady over the last three years, while a higher proportion of companies received over 95% support compared with previous years.

Table 1 – Canada say on pay results

	2026 (n=160)	2025 (n=176)	2024 (n=183)
Average	92.89%	92.96%	92.10%
50th percentile	95.65%	95.80%	95.56%

Chart 1 – Distribution of Canada say on pay results



As shown in Chart 1, 62% of companies received over 95% support, 23% received 90% to 95% support, 8% received 80% to 90% support, 7% received 50% to 80% support, and one company (Allied Properties) failed year to date.

Canadian say on pay support in 2026 to date shows notable sector divergence: **Energy** (96%) and **Consumer Discretionary** (96%) lead with the strongest support and largest year-over-year improvement, while **Real Estate** (89%) is the only sector below 90% and continues a three-year decline. **Information Technology** has shown the strongest recovery, climbing from 78% in 2024 to 90% in 2026.

The year-over-year change in average support was partially influenced by changes in index composition, including the removal of certain companies that experienced significant declines in shareholder support. For example, Enghouse Systems Limited's say on pay support fell from 76% in 2025 to 52% in 2026. The AGAINST recommendations from proxy advisors on its say on pay vote were extended to its compensation committee members. The company triggered proxy advisors' 80% thresholds for board responsiveness but did not address shareholder feedback or enhance pay design disclosure, which was particularly significant given its sharp performance decline relative to the indices.

Of the reporting companies, 88% reported results that changed by less than 10 percentage points year-over-year. Table 2 highlights companies with year-over-year changes of more than 10 percentage points in say on pay support, separating increases and decreases to show where shareholder sentiment shifted most meaningfully.

Table 2 – Large year-over-year changes in say on pay voting results

	Company	2025	2026	YOY Change	1-Yr TSR*
YOY Increases	Aya Gold & Silver Inc.	46%	95%	49%	92%
	First Majestic Silver Corp.	41%	66%	25%	205%
	Shopify Inc.	62%	81%	19%	51%
	Methanex Corporation	81%	98%	17%	-19%
	Gildan Activewear Inc.	83%	97%	14%	35%
	Algonquin Power & Utilities Corp.	83%	97%	14%	45%
	Topaz Energy Corp.	80%	91%	11%	4%
	The Toronto-Dominion Bank	84%	95%	11%	77%
	First Quantum Minerals Ltd.	87%	98%	11%	108%
YOY Decreases	GFL Environmental Inc.	67%	54%	-13%	-8%
	Pan American Silver Corp.	95%	81%	-14%	161%
	Barrick Mining Corporation	91%	77%	-14%	187%
	Altus Group Limited	97%	81%	-16%	2%
	B2Gold Corp.	93%	71%	-22%	88%
	Onex Corporation	96%	72%	-24%	6%
	Equinox Gold Corp.	98%	73%	-25%	180%
	Allied Properties Real Estate Investment Trust	79%	46%	-33%	-13%
	Intact Financial Corporation	98%	53%	-45%	11%

*TSR data effective December 31, 2025

Compared with the mid-May results, GFL Environmental, Pan American Silver, and B2Gold have been added to the list of largest year-over-year declines, with support falling by up to 22 percentage points. Aya Gold & Silver, First Majestic Silver, Shopify, and Algonquin Power & Utilities have also been added to the list of largest increases, with support improving by 14 to 49 percentage points. Notably, Aya Gold & Silver and First Majestic Silver both rebounded from failed say on pay votes last year, with Aya Gold & Silver showing a particularly strong turnaround.

Aya Gold & Silver's low say on pay support last year was primarily driven by a one-time retention-focused option grant, which contributed to a more than 400% year-over-year increase in CEO pay. This year, the company did not issue any one-time awards and added PSUs to its long-term incentive plan (LTIP), further strengthening the rigor of its pay design.

First Majestic also responded to shareholder feedback by signing a new employment agreement with its CEO. The agreement changed the company's change-in-control provisions by capping severance payments and removing the legacy single-trigger provision, while also increasing the share ownership requirement and reducing the CEO's base salary by approximately 12%.

For details on Intact and Allied REIT, which experienced the largest declines in say on pay results, please refer to our May blog for additional context.

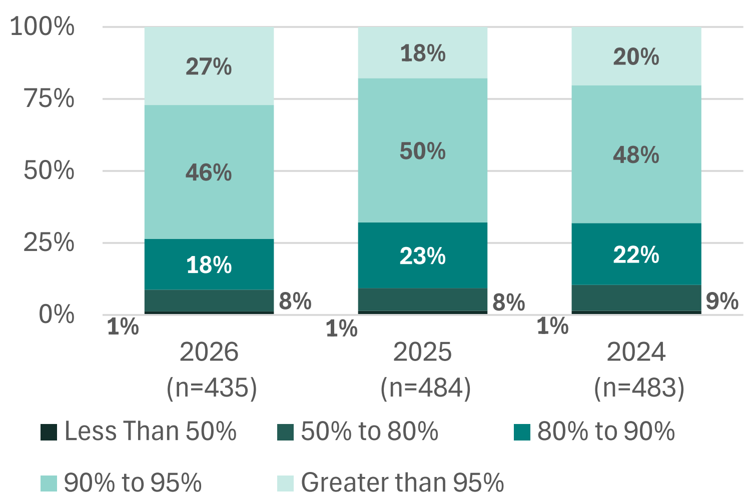
U.S. RESULTS

In the U.S., the average support level among S&P 500 companies that reported as of July 20, 2026, increased slightly compared with prior years' results, as shown in Table 3.

Table 3 – U.S. say on pay results

	2026 (n=435)	2025 (n=484)	2024 (n=483)
Average	90.12%	89.45%	89.29%
50th percentile	93.00%	92.20%	92.22%

Chart 2 – Distribution of U.S. say on pay results



As illustrated in Chart 2, the percentage of companies garnering more than 95% shareholder support climbed from 18% to 27%. Year to date, five companies have failed the say on pay vote, compared with seven for full-year 2025.

U.S. say on pay support in 2026 to date shows Energy (95%) and Materials (94%) leading all sectors, while Communication Services (74%) lags well behind, down from 86% in 2025. This decline was partially driven by Warner

Bros. Discovery, Inc.'s exceptionally low support level of 16%. Real Estate continues a three-year decline, from 92% in 2024 to 85% in 2026, and Industrials shows the strongest improvement, rising from 88% in 2024 to 93% in 2026.

ISS STOXX 2026 ANNUAL GLOBAL BENCHMARK POLICY SURVEY

Looking ahead to the proxy voting season next year, ISS STOXX (ISS) launched its annual global benchmark policy survey on July 21, 2026. This survey helps inform potential policy changes for the coming year and provides an indication of potential focus areas for ISS and institutional investors. For the Canadian and U.S. markets, topics related to executive compensation are listed below:

- **Say on pay and board responsiveness [Canada and U.S.]**: In the absence of a say on pay vote, ISS is revisiting the director election threshold used to assess board responsiveness to compensation-related concerns, such as whether it should align with the say on pay responsiveness threshold (70% in the U.S. and 80% in Canada).
- **Say on pay [U.S.]**: Recent SEC rules issued in May 2026 simplified company filer status and public disclosure requirements. For companies exempt from say on pay votes, ISS is seeking feedback on how it should signal significant compensation concerns in the absence of a say on pay vote.
- **Discretionary bonus programs [U.S.]**: The survey focuses on large U.S. financial services companies, where bonus programs are often determined through committee discretion. ISS is asking whether highly discretionary short-term incentive programs should continue to be viewed as a governance concern in this sector, and if so, what disclosure would be sufficient to address that concern.
- **Long-term incentive performance goal disclosure [U.S.]**: Many issuers do not disclose LTIP targets, citing potential competitive harm. ISS is soliciting views on whether competitive harm is a compelling rationale for non-disclosure, and whether the non-disclosure of relative goals raises greater concern than the non-disclosure of absolute goals.

ABOUT US

Southlea Group is a national independent compensation advisory firm that provides global perspectives as a GECN Group company working with over 150 compensation professionals across 6 continents. We are headquartered in Toronto with offices in Montreal, Calgary, and Vancouver, and clients across Canada, representing all industries and organization structures. Our team of advisors is multi-disciplined with diverse backgrounds and experiences. We are proud to be a certified Women's Business Enterprise by WBE Canada and to be Rainbow Registered as an LGBT+ friendly organization.

We would be pleased to address any questions and/or explore how we can support your challenging compensation needs. Please email us at hello@southlea.com and we will follow up to set-up a time to discuss further.