



EDGAR Form N-PX CTR XML Technical Specification

February 2025

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1. INTRODUCTION

1.1 Purpose

This document details the valid structure and content of the Form N-PX CTR Electronic Data Gathering, Analysis, and Retrieval (EDGAR) Extensible Markup Language (XML) submission types. The following table lists the submission types for Form N-PX CTR.

Table 1-1: Form N-PX CTR Submission Types

| Submission Type | Description |
|-----------------|---|
| N-PX CTR | Form N-PX Confidential Treatment Request |
| N-PX CTR/A | Amendment to a Form N-PX Confidential Treatment Request |

This specification provides the basis for creating the aforementioned submission types for Form N-PX CTR XML submissions. Filers must use this technical specification to generate a Form N-PX CTR XML submission that can be successfully parsed by the EDGAR system.

The Form N-PX CTR submission file must conform to the EDGAR Form N-PX CTR Submission Taxonomy. This taxonomy is comprised of a collection of XML Schema Definition (.xsd) files that define the structures of EDGAR Form N-PX CTR submissions.

The Form N-PX CTR XML submissions can be transmitted to the SEC via the EDGAR Filing (<https://www.edgarfiling.sec.gov/>) or the “Transmit XML Submission” option from the EDGAR OnlineForms/XML website (<https://www.onlineforms.edgarfiling.sec.gov/>).

To access the EDGAR Filing and EDGAR OnlineForms websites, you must have a Central Index Key (CIK) and a current EDGAR password and CIK confirmation code (CCC).

If you do not have a CIK, password and/or CCC, please consult How Do I Understand and Utilize EDGAR CIKs, Passphrases and Access Codes on SEC.gov.

For further information about EDGAR Filing and EDGAR OnlineForms, specifically with respect to the transmission of filer-constructed submissions, refer to the “Filer Constructed XML Submission” section of the EDGAR Filer Manual, Volume II (EDGAR Filing).

Note to filers using Online Application to file Form N-PX CTR: For guidance on how to prepare the Information table XML document, please refer to “Data Specification for Proxy Voting Record Table” in Section 3.4 of this document. The Proxy Voting Record Table must conform to “eis_NPX_PROXY_VOTING_RECORD.xsd” schema file included in this Technical Specification package. A sample Proxy Voting Record Table XML document titled “SampleProxyVotingRecordTable.xml” is also provided in this package.

1.1. Summary of Changes

On February 3, 2025, EDGAR Release 25.0.1 will introduce the following changes:

- A deprecated address field was removed to avoid confusion.

2. EDGAR SCHEMA FILES

Table 2-1: Form N-PX CTR Schema Files describes the schema files that the EDGAR system uses to validate Form N-PX CTR submissions. These schemas are considered part of this specification and are distributed with this document.

Table 2-1: Form N-PX CTR Schema Files

| XML Schema File | Scope of File |
|---------------------------------|--|
| eis_NPX_CTR_Filer.xsd | Defines the elements for a Form N-PX CTR submission |
| eis_NPX_PROXY_VOTING_RECORD.xsd | Defines the elements for the Information table document required by N-PX CTR |
| eis_Common.xsd | Defines the common elements for all EDGAR submissions |
| eis_Common_SC.xsd | Defines series and class elements for all EDGAR submissions |
| eis_stateCodes.xsd | Defines State Country codes referred in eis_Common.xsd. |

The schema files define the valid data elements for a Form N-PX CTR submission, the hierarchy and sequencing of these elements, data types, valid values, maximum lengths, and number of occurrences, etc.

It is recommended that you download these files and use them for your own validation prior to filing a submission. This will greatly reduce the likelihood of receiving an EDGAR Suspend error. These schema files contain several annotations that describe the nature of the content of some of the elements.

EDGAR performs several validation checks that are not related to the schema files, so it is possible for a submission to meet all the schema constraints and still be **SUSPENDED** or **BLOCKED**. For instance, EDGAR verifies that each CIK/CCC pair is valid.

2.1. Schema Table Column Definitions

We assume the filer is familiar with the basics of the XML language, Namespaces, and the XML Schema Definition language. If not, you can find numerous references on the World Wide Web. One recommended website that provides several useful tutorials and examples is <http://www.w3schools.com/>.

The table below highlights the schema language features used most heavily in the EDGAR Form N-PX CTR submission schema files. These are:

Table 2-2: Schema Language

| Indicator | Purpose |
|-------------|---|
| <sequence> | Specifies that child elements must appear in a specific order. This indicator is used with each element hierarchy. Elements must always appear in the order shown in Section 3.4. |
| <choice> | Specifies that only one of the child elements can be present within the containing element. |
| <minOccurs> | Specifies the minimum number of times that an element can occur. |
| <maxOccurs> | Specifies the maximum number of times that an element can occur. |

The default value for the <minOccurs> and <maxOccurs> indicator is 1. An optional field will

have a <minOccurs> value of zero.

This excerpt is from the eis_NPX_CTR_Filer.xsd schema file and includes some of these indicators:

```
<xs:complexType name="CONTACT_TYPE">
  <xs:annotation>
    <xs:documentation>These elements are part of the
CONTACT_TYPE</xs:documentation>
  </xs:annotation>
  <xs:sequence>
    <xs:element name="contactName" type="ns1:NAME_TYPE"
minOccurs="0"/>
    <xs:element name="contactPhoneNumber"
type="ns1:EDGAR_PHONE_TYPE" minOccurs="0"/>
    <xs:element name="contactEmailAddress"
type="ns1:INTERNET_ADDRESS_TYPE" minOccurs="0"/>
  </xs:sequence>
</xs:complexType>
```

This is a sample of XML that conforms to the schema definition above:

```
<edgarSubmission>
...
  <filerinfo>
    ...
    <contact> <contactName>Contact Name</contactName>
      <contactPhoneNumber>000-000-0000</contactPhoneNumber>

    <contactEmailAddress>name@xyzname.com</contactEmailAddress>
  </contact>
    ...
  </filerinfo>
  ...
</edgarSubmission>
```

3. XML SCHEMAS

This section summarizes the restrictions and constraints imposed on the content of the two Form N-PX CTR submission types. These rules are enforced by the schema files and by EDGAR submission processing applications.

The schema files cannot enforce all the rules concerning data content, so it is possible for a submission to satisfy all the schema constraints and still be SUSPENDED or BLOCKED by EDGAR.

3.1. Schema Table Column Definitions

The following table defines the columns in the two schema summation tables provided in Sections 3.4:

Table 3-1: Column Definitions for the Tables in Section 3-4

| Column Name | Description |
|--------------------------|--|
| Level | Depth of element in the XML node hierarchy. |
| Order | Order in which elements must appear. |
| Data Type | See Table in Section 3.2 for a detailed description. |
| Element Name | Name of the XML element. This is case-sensitive. |
| Max Length | Maximum length for elements. EDGAR database stores up to this number of characters. "Unlimited" means no maximum length constraint for the element value. |
| Data Value Constraint | The paragraph that describes the data value constraint for the element. The values specified are case sensitive. |
| Max Occur | Maximum times a set of elements may be repeated. The maximum occurrence is 1, if not specified. |
| Applicability of Element | Indicates applicability of the element. m = Mandatory o = Optional NA = Does not apply. EDGAR uses this element for server-side processing. Do not provide a value for this element. |

3.2. Data Type Constraints

Each entry in the "Data Type" column of these tables will be one of these values:

| Data Type | Constraints |
|-----------|---|
| Boolean | Indicate a "true" value with either a "1" or the word "true." Indicate a "false" value with either a "0" or the word "false." A Boolean element may not have a null or blank value. This is a schema violation and will cause a SUSPENSE error. |
| date | Must be of the format MM-DD-YYYY. A date element may not have a null or blank value. This is a schema violation and will cause a SUSPENSE error. Do not include a date element at all if your goal is to not provide an optional date. |
| integer | Only valid characters are 0-9. Cannot contain commas, a minus sign, a dollar sign, or parentheses. An integer element may not have a null or blank value. This is a schema violation and will cause a SUSPENSE error. |

| | |
|--------|---|
| string | <p>Should be no longer than the length shown in the tables in Section 3.4.</p> <p>EDGAR stores values in the <signatureName>, and <contactEmailAddress> elements exactly as provided. All other values are stored in the database as uppercase.</p> <p>You must use special escape sequences to represent these four characters:</p> <p>For the < character use the escape sequence "&lt;" or "&#60;".</p> <p>For the > character use the escape sequence "&gt;" or "&#62;".</p> <p>For the & character use the escape sequence "&amp;" or "&#38;".</p> <p>For the " character use the escape sequence "&quot;" or "&#34;".</p> |
| NV | These fields cannot have a value. They are parent element nodes that contain other XML elements. These elements need to be present for proper validation. |
| attr | Attribute property for an XML element. |

3.3. Applicability of Schema Elements

Each entry in the submission/document type column in Section 3.4 will have one of these values:

| Value | Description |
|-------|--|
| m | Mandatory |
| m# | Conditional Mandatory. The element is mandatory if its parent element is included. The element cannot be included if its parent is not included. |
| m#1 | Conditional Mandatory. The element is mandatory if specific values are provided for other elements. |
| m#2 | This element is required for correct processing of the submission type. |
| o | Optional |
| o# | Optional in the Schema. The value will be populated by EDGAR. Any value provided will be overwritten and a WARNING generated. |
| NA | Does not apply to submission type. EDGAR uses this field for server-side processing. Do not provide a value for this element. |
| blank | Does not apply to submission type. |

3.4. Mapping of N-PX CTR Submission Schemas to Submission Types

Mapping of N-PX CTR Submission Schema to Submission Type

| Level | Order | Data Type | Element/Attribute Name | Max Length | Choice List | Max Occur | N-PX CTR | N-PX CTR/A |
|-------|-------|-----------|------------------------|------------|-------------|-----------|----------|------------|
| 1 | 1 | NV | edgarSubmission | | | 1 | m | m |
| 2 | 1 | String | schemaVersion | 5 | | 1 | o | o |

| | | | | | | | | |
|---|---|---------|--------------------------|----|---------------------------------|---|-----|-----|
| 2 | 2 | NV | headerData | | | 1 | m | m |
| 3 | 1 | String | submissionType | 10 | SUBMISSION_TYPE | 1 | m | m |
| 3 | 2 | NV | filerInfo | | | 1 | m | m |
| 4 | 1 | NV | liveTestFlag | | LIVE_TEST_TYPE | 1 | m | m |
| 4 | 2 | NV | flags | | | 1 | o | o |
| 5 | 1 | boolean | confirmingCopyFlag | | "true" or "false" | 1 | o | o |
| 5 | 2 | boolean | overrideInternetFlag | | "true" or "false" | 1 | o | o |
| 4 | 3 | NV | filer | | | 1 | m | m |
| 5 | 1 | NV | issuerCredentials | | | 1 | m | m |
| 6 | 1 | String | cik | 10 | | 1 | m | m |
| 6 | 2 | String | ccc | 8 | | 1 | m | m |
| 5 | 2 | String | fileNumber | 17 | | 1 | m#1 | m#1 |
| 4 | 4 | NV | contact | | | 1 | m | m |
| 5 | 1 | String | contactName | 30 | | 1 | m | m |
| 5 | 2 | String | contactPhoneNumber | 20 | | 1 | m | m |
| 5 | 3 | String | contactEmailAddress | 80 | | 1 | m | m |
| 4 | 5 | NV | notifications | | | 1 | o | o |
| 5 | 1 | String | notificationEmailAddress | 80 | | 3 | o | o |
| 4 | 6 | Date | periodOfReport | | | 1 | m | m |
| 4 | 7 | String | deNovoRequestChoice | | "Y" or "N" | 1 | o | o |
| 2 | 3 | NV | formData | | | 1 | m | m |
| 3 | 1 | NV | coverPage | | | 1 | m | m |
| 4 | 1 | NV | amendmentInfo | | | 1 | NA | m |
| 5 | 1 | String | isAmendment | | "Y" or "N" | 1 | NA | m |

| 5 | 2 | Integer | amendmentNo | 2 | | 1 | NA | m |
|-------|-------|-----------|------------------------|------------|-------------------------------------|-----------|----------|------------|
| Level | Order | Data Type | Element/Attribute Name | Max Length | Choice List | Max Occur | N-PX CTR | N-PX CTR/A |
| 5 | 3 | String | amendmentType | | AMENDMENT_TYPE | 1 | NA | m |
| 4 | 2 | NV | reportingPerson | | | 1 | m | m |
| 5 | 1 | String | name | 150 | | 1 | m | m |
| 5 | 2 | String | phoneNumber | 20 | | 1 | m | m |
| 5 | 3 | NV | address | | | 1 | m | m |
| 6 | 1 | String | street1 | 40 | | 1 | m | m |
| 6 | 2 | String | street2 | 40 | | 1 | o | o |
| 6 | 3 | String | city | 30 | | 1 | m | m |
| 6 | 4 | String | stateOrCountry | | STATE_COUNTRY_CODES | 1 | m | m |
| 6 | 6 | String | zipCode | 10 | | 1 | m | m |

| | | | | | | | | |
|---|----|--------|------------------------|-----|--------------------------------------|-----|-----|-----|
| 4 | 3 | NV | agentForService | | | 1 | o | o |
| 5 | 1 | String | name | 150 | | 1 | o | o |
| 5 | 2 | NV | address | | | 1 | o | o |
| 6 | 1 | String | street1 | 40 | | 1 | o | o |
| 6 | 2 | String | street2 | 40 | | 1 | o | o |
| 6 | 3 | String | city | 30 | | 1 | o | o |
| 6 | 4 | String | stateOrCountry | | STATE COUNTRY CODES | 1 | o | o |
| 6 | 6 | String | zipCode | 10 | | 1 | o | o |
| 4 | 4 | String | yearOrQuarter | | REPORT DURATION TYPE | 1 | m | m |
| 4 | 5 | Year | reportCalendarYear | 4 | | 1 | m#1 | m#1 |
| 4 | 6 | Year | reportQuarterYear | 4 | | 1 | m#1 | m#1 |
| 4 | 7 | String | fileNumber | 17 | | 1 | m | m |
| 4 | 8 | String | reportingCrdNumber | 9 | | 1 | o | o |
| 4 | 9 | String | reportingSecFileNumber | 17 | | 1 | o | o |
| 4 | 10 | String | leiNumber | 20 | | 1 | o | o |
| 4 | 11 | NV | reportInfo | | | 1 | m | m |
| 5 | 1 | String | reportType | | REPORT TYPE | 1 | m | m |
| 4 | 12 | NV | otherManagersInfo | | | 1 | m#1 | m#1 |
| 5 | 1 | NV | otherManager | | | 999 | m#1 | m#1 |
| 6 | 1 | String | icaOr13FFFileNumber | 17 | | 1 | o | o |
| 6 | 2 | String | crdNumber | 9 | | 1 | o | o |
| 6 | 3 | String | otherFileNumber | 17 | | 1 | o | o |

| Level | Order | Data Type | Element/Attribute Name | Max Length | Choice List | Max Occur | N-PX | N-PX/A |
|-------|-------|-----------|----------------------------|------------|-------------|-----------|------|--------|
| 6 | 4 | String | leiNumberOM | 20 | | 1 | o | o |
| 6 | 5 | String | managerName | 150 | | 1 | m#1 | m#1 |
| 4 | 13 | NV | explanatoryInformation | | | 1 | m | m |
| 5 | 1 | String | explanatoryChoice | | "Y" or "N" | 1 | m | m |
| 5 | 2 | String | explanatoryNotes | 4000 | | 1 | m#1 | m#1 |
| 3 | 2 | NV | summaryPage | | | 1 | m | m |
| 4 | 1 | Integer | otherIncludedManagersCount | 3 | | 1 | m#1 | m#1 |
| 4 | 2 | NV | otherManagers2 | | | 1 | m#1 | m#1 |
| 5 | 1 | NV | investmentManagers | | | 999 | m#1 | m#1 |
| 6 | 1 | Integer | serialNo | 3 | | 1 | m#1 | m#1 |
| 6 | 2 | String | form13FFFileNumber | 17 | | 1 | o | o |
| 6 | 3 | String | crdNumber | 9 | | 1 | o | o |

| | | | | | | | | |
|---|---|--------|-----------------------|-----|------------------------------------|-----------|-----|-----|
| 6 | 4 | String | secFileNumber | 17 | | 1 | o | o |
| 6 | 5 | String | leiNumber | 20 | | 1 | o | o |
| 6 | 6 | String | name | 150 | | 1 | m#1 | m#1 |
| 3 | 3 | NV | signaturePage | | | 1 | m | m |
| 4 | 1 | String | reportingPerson | 150 | | 1 | m | m |
| 4 | 2 | String | txSignature | 150 | | 1 | m | m |
| 4 | 3 | String | txPrintedSignature | 150 | | 1 | m | m |
| 4 | 4 | String | txTitle | 60 | | 1 | m | m |
| 4 | 5 | Date | txAsOfDate | | | 1 | m | m |
| 4 | 6 | NV | secondaryRecords | | | 1 | o | o |
| 5 | 1 | NV | secondaryRecord | | | 5 | o | o |
| 6 | 1 | String | txSignature | 150 | | 1 | m | m |
| 6 | 2 | String | printedSign | 150 | | 1 | m | m |
| 6 | 3 | String | txTitle | 60 | | 1 | m | m |
| 6 | 4 | Date | txAsOfDate | | | 1 | m | m |
| 2 | 4 | NV | documents | | | 1 | m | m |
| 3 | 1 | NV | document | | | Unlimited | m | m |
| 4 | 1 | String | conformedName | 32 | | 1 | m | m |
| 4 | 2 | String | conformedDocumentType | 32 | BASE_DOCUMENT_TYPE | 1 | m | m |
| 4 | 3 | String | description | 255 | | 1 | o | o |
| 4 | 5 | String | contents | | | 1 | m | m |

Data Specification for Proxy Voting Record Table

| Level | Order | Data Type | Element/Attribute Name | Max Length | Choice List | Max Occur | Proxy Voting Record |
|-------|-------|-----------|------------------------|------------|-------------|-----------|---------------------|
| 1 | 1 | NV | proxyVoteTable | | | 1 | m |
| 2 | 1 | NV | proxyTable | | | 500000 | m |
| 3 | 1 | String | issuerName | 150 | | 1 | m |
| 3 | 2 | String | cusip | 9 | | 1 | o |
| 3 | 3 | String | isin | 12 | | 1 | o |
| 3 | 4 | String | figi | 12 | | 1 | o |
| 3 | 5 | Date | meetingDate | | | 1 | m |
| 3 | 6 | String | voteDescription | 20K | | 1 | m |

| | | | | | | | |
|---|----|---------|--------------------------|------|--|-----|---|
| 3 | 7 | NV | voteCategories | | | 1 | m |
| 4 | 1 | NV | voteCategory | | | 14 | m |
| 5 | 1 | String | categoryType | | VOTE_CATEGORY | 1 | m |
| 3 | 8 | String | otherVoteDescription | 500 | | 1 | o |
| 3 | 9 | String | voteSource | | MATTER_DISCLOSURE_TYPE | 1 | o |
| 3 | 10 | Float | sharesVoted | 24 | | 1 | m |
| 3 | 11 | Float | sharesOnLoan | 24 | | 1 | m |
| 3 | 12 | NV | vote | | | 1 | o |
| 4 | 1 | NV | voteRecord | | | 999 | o |
| 5 | 1 | String | howVoted | | VOTE_TYPE | 1 | o |
| 5 | 2 | Float | sharesVoted | 24 | | 1 | o |
| 5 | 3 | String | managementRecommendation | | MANAGEMENT_TYPE | 1 | o |
| 3 | 13 | NV | voteManager | | | 1 | o |
| 4 | 1 | NV | otherManagers | | | 25 | o |
| 5 | 1 | Integer | otherManager | 3 | | 1 | o |
| 3 | 14 | String | voteSeries | 10 | | 1 | o |
| 3 | 15 | String | voteOtherInfo | 4000 | | 1 | o |

4. XML SCHEMAS

4.1. LIVE_TEST_TYPE

These are the valid values for the <liveTestFlag> element in the submission file:

| VALUE |
|-------|
| LIVE |
| TEST |

4.2. AMENDMENT_TYPE

These are the valid values for the <amendmentType> element in the submission file:

| VALUE |
|-------------|
| RESTATEMENT |
| NEW PROXY |

4.3. REPORT_DURATION_TYPE

These are the valid values for the <yearOrQuarter> element in the submission file:

| VALUE |
|---------|
| YEAR |
| QUARTER |

4.4. REPORT_TYPE

These are the valid values for the <reportType> element in the submission file:

| VALUE |
|--|
| INSTITUTIONAL MANAGER VOTING REPORT |
| INSTITUTIONAL MANAGER COMBINATION REPORT |

4.5. BASE_DOCUMENT_TYPE

These are the valid values for the <conformedDocumentType> element in the submission file:

| VALUE |
|---------------------|
| PROXY VOTING RECORD |
| COVER |
| CORRESP |
| GRAPHIC |
| REQUEST LETTER |

4.6. VOTE_CATEGORY

These are the valid values for the <categoryType> element in the submission file:

| VALUE |
|---|
| DIRECTOR ELECTIONS |
| SECTION 14A SAY-ON-PAY VOTES |
| AUDIT-RELATED |
| INVESTMENT COMPANY MATTERS |
| SHAREHOLDER RIGHTS AND DEFENSES |
| EXTRAORDINARY TRANSACTIONS |
| CAPITAL STRUCTURE |
| COMPENSATION |
| CORPORATE GOVERNANCE |
| ENVIRONMENT OR CLIMATE |
| HUMAN RIGHTS OR HUMAN CAPITAL/WORKFORCE |
| DIVERSITY, EQUITY, AND INCLUSION |
| OTHER SOCIAL ISSUES |
| OTHER |

4.7. MATTER_DISCLOSURE_TYPE

These are the valid values for the <voteSource> element in the submission file:

| VALUE |
|-----------------|
| ISSUER |
| SECURITY HOLDER |

4.8. VOTE_TYPE

These are the valid values for the <howVoted> element in the submission file:

| VALUE |
|-------------------------------------|
| FOR |
| AGAINST |
| ABSTAIN |
| User can enter up to 150 characters |
| WITHHOLD |

4.9. MANAGEMENT_TYPE

These are the valid values for the <managementRecommendation> element in the submission file:

| VALUE |
|---------|
| FOR |
| AGAINST |
| NONE |

5. BASIC SUBMISSION CONSTRUCTION

5.1. General Formatting of XML Files

The following rules apply to the submission file of an XML-format Form N-PX CTR submission:

1. The filename must end with an “.xml” extension.
2. The file cannot be compressed in any fashion.
3. We strongly recommend you format the submission as shown in the provided sample files. This makes the raw XML files easier to view in a text editor. The submission of ASCII XML files with no line breaks, while legal XML, is strongly discouraged. XML filings are required to be posted on public websites. While usually formatted via style sheets, the raw XML is frequently available for inspection and should be readable by a person. A single line XML file is not viewer-friendly and should be avoided.
4. The <?xml version=“1.0”?> declaration line is optional; however, if it is included it must be the first line in the file. Any text entered before this line, even white space, will cause a SUSPENSE error. The version value must be “1.0.” Any other value for version will cause a SUSPENSE error.
5. For an XML element with a data value, keep the begin tag, data value, and end tag on the same line of text. Otherwise, you could get a schema violation error. As an example, for a filer ID value which cannot be longer than 10 characters, this specification is correct:

```
<cik>1212121212</cik>
```

6. The specification below will result in a parsing error because the extraneous white space and line feeds will be counted as part of the length of the data value. In other words, the CIK value will be regarded as longer than 10 characters.

```
<cik>  
1212121212  
</cik>
```

5.2. Formatting of Supporting Document XML Files

The following rules apply to the supporting document XML-format:

1. The <?xml version=“1.0”?> declaration line is optional; however, if it is included it must be the first line in the file. Any text entered before this line, even white space,

will cause an error. The version value must be “1.0.” Any other value for version will cause an error.

2. The beginning tag for the << proxyVoteTable > must match the following:
<inf:proxyVoteTable xmlns:inf="http://www.sec.gov/edgar/document/npxproxy/informationtable">
3. The XML elements cannot have any namespaces. For eg: It has to be <cusip> and not <ns1:cusip>

Here is a sample of what the information table should look like:

```
<inf:proxyVoteTable
xmlns:inf="http://www.sec.gov/edgar/document/npxproxy/informationtable">
  <!--1 to 500000 repetitions:-->
  <inf:proxyTable>
    <inf:issuerName>Issuer Name</inf:issuerName>
    <!--Optional:-->
    <inf:cusip>123456789</inf:cusip>
    <!--Optional:-->
    <inf:isin>N/A</inf:isin>
    <!--Optional:-->
    <inf:figi>1</inf:figi>
    <inf:meetingDate>10/11/2022</inf:meetingDate>
    <inf:voteDescription>token</inf:voteDescription>
    <inf:voteCategories>
      <inf:voteCategory>
        <inf:categoryType>SECTION 14A SAY-ON-PAY VOTES</inf:categoryType>
      </inf:voteCategory>
      <inf:voteCategory>
        <inf:categoryType>OTHER</inf:categoryType>
      </inf:voteCategory>
    </inf:voteCategories>
    <!--Optional:-->
    <inf:otherVoteDescription>otherVoteDescription</inf:otherVoteDescription>
    <!--Optional:-->
    <inf:voteSource>ISSUER</inf:voteSource>
    <inf:sharesVoted>1</inf:sharesVoted>
    <inf:sharesOnLoan>1</inf:sharesOnLoan>
  </inf:vote>
  <!--1 to 999 repetitions:-->
  <inf:voteRecord>
    <inf:howVoted>WITHHOLD</inf:howVoted>
    <inf:sharesVoted>1</inf:sharesVoted>
    <inf:managementRecommendation>AGAINST</inf:managementRecommendation>
  </inf:voteRecord>
  <inf:voteRecord>
    <inf:howVoted>WITHHOLD</inf:howVoted>
    <inf:sharesVoted>2</inf:sharesVoted>
    <inf:managementRecommendation>FOR</inf:managementRecommendation>
  </inf:voteRecord>
  <inf:voteRecord>
```

```

        <inf:howVoted>WITHHOLD</inf:howVoted>
        <inf:sharesVoted>3</inf:sharesVoted>
        <inf:managementRecommendation>FOR</inf:managementRecommendation>
    </inf:voteRecord>

</inf:vote>
    <inf:voteManager>
    <!--1 to 25 repetitions:-->
    <inf:otherManagers>
        <inf:otherManager>200</inf:otherManager>
    </inf:otherManagers>
        <inf:otherManagers>
        <inf:otherManager>100</inf:otherManager>
    </inf:otherManagers>
    </inf:voteManager>
        <inf:voteSeries>s888895895</inf:voteSeries>
    <!--Optional:-->
    <inf:voteOtherInfo>voteOtherInfo</inf:voteOtherInfo>
</inf:proxyTable>
</inf:proxyVoteTable>

```

5.3. XML Submission File Rules

The following rules are specific to the submission file:

1. The order of any <notificationEmailAddress> element in the <notificationAddresses> element block does not matter. EDGAR will generate a WARNING for any duplicate values in the <notificationEmailAddress> element.
2. The submission file must conform to the eis_NPX_Filer.xsd XML schema file. Any violation of this schema will result in the suspension of the submission.

5.3.1. Primary Document

EDGAR will construct the “document of record” from the XML submission that will be disseminated. The following provides information regarding the constructed primary document:

1. The <schemaVersion> element should not be included. If you do provide a value for this element, EDGAR will generate a WARNING and discard the value and replace it with the correct value.
2. The following elements will be removed if provided, due to their confidential nature:
 - <contact>
 - <notifications>
3. The value for the <ccc> element will be masked with XXXXXXXXX

5.3.2. Supporting Documents

The <documents> element block specifies supporting documents. The following rules apply to this <documents> element block:

1. Allowable file extensions are .xml.
2. The allowable document types are shown in the Table 5-1: Supporting

Document Maximum Allowed.

3. The attached document must conform to the eis_NPX_PROXY_VOTING_RECORD.xsd XML schema file.
4. The attached documents contain requestletter.pdf file.
5. You may enclose the following documents for submission of form types N-PX CTR and N-PX CTR/A. The document count limits are provided in Table 5-1: Supporting Document Maximum Allowed.

Table 5-1: Supporting Document Maximum Allowed

| Document Type | Maximum Allowed |
|---------------------|-----------------|
| PROXY VOTING RECORD | 1 |
| REQUEST LETTER | 1 |

6. The names of attached document files must follow the EDGAR file naming conventions:
 - File names cannot exceed 32 characters, including the file extension.
 - Valid characters are lowercase letters, digits 0-9, up to one underscore, up to one hyphen, and up to one period.
 - First character must be a letter.
 - Spaces are not allowed.
 - File name must have a file type extension of .xml.
7. The <description> is optional, but all other elements must be present and must have a value.
8. The <contents> element must contain a MIME encoded document. You can use any standard 64-character set based MIME encoding algorithm to create a MIME document.
9. The XML for an enclosed supporting document looks like this:

```
<document>  
    <conformedName>ProxyVotingTable.xml</conformedName>  
  
    <conformedDocumentType>PROXY VOTING RECORD</conformedDocumentType>  
  
    <description>Proxy Table</description>  
  
    <contents>  
        PT09PT09PT09PT09PT09PT09PT09PT09PT09PSAgIGNvdmVyIGxldHRl  
ciAglID09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT0NCg0KV GhpcyBp  
cyBhlHBYaXZhdGUgY292ZXIgbGV0dG VylHRoYXQqZG9lcyBub3QqY29udGFp  
biBhbngkcmVk bGluZQ0KdGFncy4gVGhpcyBpcyBzdHJpY3RseSBhIHRIc3Qu  
DQoNCj09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09  
PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09PT09DQo=  
    </contents></document>
```

6. ERROR REPORTING

EDGAR will generate an error for each violation of an XML schema constraint, as well as for each violation of a Form N-PX CTR filing business rule. The schema files do not enforce all error checks, so it is possible to construct a submission that meets all the schema constraints yet is still

SUSPENDED.

This table summarizes the errors that can result from violations of schema constraints and EDGAR business rules. This is not an all-inclusive list.

Table 6-1: Submission Errors and Severity

| Error Condition | Severity |
|--|-----------|
| Elements not in sequence prescribed in Section 3.4 | SUSPENDED |
| Inclusion of XML-stylesheet reference or any other Processing Instruction | SUSPENDED |
| Inclusion of an element not prescribed in the schema | SUSPENDED |
| String value exceeds maximum length constraint | SUSPENDED |
| Element constrained by a Choice List has an invalid value | SUSPENDED |
| Mandatory element has no value or an invalid value | SUSPENDED |
| Special character (&, <, >) not provided as escape sequence | SUSPENDED |
| Date, Boolean, or Decimal element does not have a value | SUSPENDED |
| Duplicate Notification Address | WARNING |
| “NA” or blank field has a value | WARNING |
| Invalid Issuer CIK | SUSPENDED |
| Improperly formatted email address | SUSPENDED |
| Exceeding a “Max Occur” limit from Section 3.4 (e.g., more than 999Other Managers on the Cover Page) | SUSPENDED |
| Missing the required XML Instance document for the Proxy Voting Record Table for N-PX CTR submissions. | SUSPENDED |
| Invalid content in an enclosed XML Instance document for the Proxy Voting Record table. | SUSPENDED |
| Any XML schema violation not mentioned in previous table row | SUSPENDED |

You may sometimes get multiple error messages reporting the same error. The XML parser EDGAR used to process a Form N-PX CTR submission generates messages that are rather technical in nature and require an understanding of the XML schema language. Whenever possible, EDGAR generates a more “friendly” error message to give a precise description of the error.

7 .EXAMPLE FORM N-PX CTR SUBMISSION FILES

Table 7-1: Sample Submission/Document Files provides a list of sample submission files as well as a sample Information Table document.

Table 7-1: Sample Submission/Document Files

| Submission/Document Type | Sample File |
|--------------------------|----------------------------------|
| N-PX CTR | SampleN-PXCTR.xml |
| N-PX CTR/A | SampleN-PXCTRA.xml |
| PROXY VOTING RECORD | SampleProxyVotingRecordTable.xml |
| REQUEST LETTER | N-PXCTR.PDF |

8. STATE/COUNTRY CODES and ACRONYMS

8.1. STATE_COUNTRY_CODES

These are the valid designators for the <stateOrCountry> element in the primary document.

| Code | State/Country Name |
|------|----------------------|
| AL | ALABAMA |
| AK | ALASKA |
| AZ | ARIZONA |
| AR | ARKANSAS |
| CA | CALIFORNIA |
| CO | COLORADO |
| CT | CONNECTICUT |
| DE | DELAWARE |
| DC | DISTRICT OF COLUMBIA |
| FL | FLORIDA |
| GA | GEORGIA |
| GU | GUAM |
| HI | HAWAII |
| ID | IDAHO |
| IL | ILLINOIS |
| IN | INDIANA |
| IA | IOWA |
| KS | KANSAS |
| KY | KENTUCKY |
| LA | LOUISIANA |
| ME | MAINE |
| MD | MARYLAND |
| MA | MASSACHUSETTS |
| MI | MICHIGAN |
| MN | MINNESOTA |
| MS | MISSISSIPPI |
| MO | MISSOURI |
| MT | MONTANA |
| NE | NEBRASKA |
| NV | NEVADA |
| NH | NEW HAMPSHIRE |
| NJ | NEW JERSEY |
| NM | NEW MEXICO |
| NY | NEW YORK |
| NC | NORTH CAROLINA |
| ND | NORTH DAKOTA |

| Code | State/Country Name |
|------|------------------------------|
| OH | OHIO |
| OK | OKLAHOMA |
| OR | OREGON |
| PA | PENNSYLVANIA |
| RI | RHODE ISLAND |
| SC | SOUTH CAROLINA |
| SD | SOUTH DAKOTA |
| TN | TENNESSEE |
| TX | TEXAS |
| UT | UTAH |
| VT | VERMONT |
| VA | VIRGINIA |
| WA | WASHINGTON |
| WV | WEST VIRGINIA |
| WI | WISCONSIN |
| WY | WYOMING |
| PR | PUERTO RICO |
| VI | VIRGIN ISLANDS, U.S. |
| A0 | ALBERTA, CANADA |
| A1 | BRITISH COLUMBIA, CANADA |
| Z4 | CANADA (FEDERAL LEVEL) |
| A2 | MANITOBA, CANADA |
| A3 | NEW BRUNSWICK, CANADA |
| A4 | NEWFOUNDLAND, CANADA |
| A5 | NOVA SCOTIA, CANADA |
| A6 | ONTARIO, CANADA |
| A7 | PRINCE EDWARD ISLAND, CANADA |
| A8 | QUEBEC, CANADA |
| A9 | SASKATCHEWAN, CANADA |
| B0 | YUKON, CANADA |
| B2 | AFGHANISTAN |
| Y6 | ALAND ISLANDS |
| B3 | ALBANIA |
| B4 | ALGERIA |
| B5 | AMERICAN SAMOA |
| B6 | ANDORRA |
| B7 | ANGOLA |
| 1A | ANGUILLA |
| B8 | ANTARCTICA |
| B9 | ANTIGUA AND BARBUDA |
| C1 | ARGENTINA |
| 1B | ARMENIA |
| 1C | ARUBA |

| Code | State/Country Name |
|------|---------------------------------------|
| C3 | AUSTRALIA |
| C4 | AUSTRIA |
| 1D | AZERBAIJAN |
| C5 | BAHAMAS |
| C6 | BAHRAIN |
| C7 | BANGLADESH |
| C8 | BARBADOS |
| 1F | BELARUS |
| C9 | BELGIUM |
| D1 | BELIZE |
| G6 | BENIN |
| D0 | BERMUDA |
| D2 | BHUTAN |
| D3 | BOLIVIA |
| 1E | BOSNIA AND HERZEGOVINA |
| B1 | BOTSWANA |
| D4 | BOUVET ISLAND |
| D5 | BRAZIL |
| D6 | BRITISH INDIAN OCEAN TERRITORY |
| D9 | BRUNEI DARUSSALAM |
| E0 | BULGARIA |
| X2 | BURKINA FASO |
| E2 | BURUNDI |
| E3 | CAMBODIA |
| E4 | CAMEROON |
| E8 | CAPE VERDE |
| E9 | CAYMAN ISLANDS |
| F0 | CENTRAL AFRICAN REPUBLIC |
| F2 | CHAD |
| F3 | CHILE |
| F4 | CHINA |
| F6 | CHRISTMAS ISLAND |
| F7 | COCOS (KEELING) ISLANDS |
| F8 | COLOMBIA |
| F9 | COMOROS |
| G0 | CONGO |
| Y3 | CONGO, THE DEMOCRATIC REPUBLIC OF THE |
| G1 | COOK ISLANDS |
| G2 | COSTA RICA |
| L7 | COTE D'IVOIRE |
| 1M | CROATIA |
| G3 | CUBA |
| G4 | CYPRUS |

| Code | State/Country Name |
|------|-----------------------------------|
| 2N | CZECH REPUBLIC |
| G7 | DENMARK |
| 1G | DJIBOUTI |
| G9 | DOMINICA |
| G8 | DOMINICAN REPUBLIC |
| H1 | ECUADOR |
| H2 | EGYPT |
| H3 | EL SALVADOR |
| H4 | EQUATORIAL GUINEA |
| 1J | ERITREA |
| 1H | ESTONIA |
| H5 | ETHIOPIA |
| H7 | FALKLAND ISLANDS (MALVINAS) |
| H6 | FAROE ISLANDS |
| H8 | FIJI |
| H9 | FINLAND |
| I0 | FRANCE |
| I3 | FRENCH GUIANA |
| I4 | FRENCH POLYNESIA |
| 2C | FRENCH SOUTHERN TERRITORIES |
| I5 | GABON |
| I6 | GAMBIA |
| 2Q | GEORGIA (COUNTRY) |
| 2M | GERMANY |
| J0 | GHANA |
| J1 | GIBRALTAR |
| J3 | GREECE |
| J4 | GREENLAND |
| J5 | GRENADA |
| J6 | GUADELOUPE |
| J8 | GUATEMALA |
| Y7 | GUERNSEY |
| J9 | GUINEA |
| S0 | GUINEA-BISSAU |
| K0 | GUYANA |
| K1 | HAITI |
| K4 | HEARD ISLAND AND MCDONALD ISLANDS |
| X4 | HOLY SEE (VATICAN CITY STATE) |
| K2 | HONDURAS |
| K3 | HONG KONG |
| K5 | HUNGARY |
| K6 | ICELAND |
| K7 | INDIA |

| Code | State/Country Name |
|------|--|
| K8 | INDONESIA |
| K9 | IRAN, ISLAMIC REPUBLIC OF |
| L0 | IRAQ |
| L2 | IRELAND |
| Y8 | ISLE OF MAN |
| L3 | ISRAEL |
| L6 | ITALY |
| L8 | JAMAICA |
| M0 | JAPAN |
| Y9 | JERSEY |
| M2 | JORDAN |
| 1P | KAZAKSTAN |
| M3 | KENYA |
| J2 | KIRIBATI |
| M4 | KOREA, DEMOCRATIC PEOPLE'S REPUBLIC OF |
| M5 | KOREA, REPUBLIC OF |
| M6 | KUWAIT |
| 1N | KYRGYZSTAN |
| M7 | LAO PEOPLE'S DEMOCRATIC REPUBLIC |
| 1R | LATVIA |
| M8 | LEBANON |
| M9 | LESOTHO |
| N0 | LIBERIA |
| N1 | LIBYAN ARAB JAMAHIRIYA |
| N2 | LIECHTENSTEIN |
| 1Q | LITHUANIA |
| N4 | LUXEMBOURG |
| N5 | MACAU |
| 1U | MACEDONIA, THE FORMER YUGOSLAV REPUBLIC OF |
| N6 | MADAGASCAR |
| N7 | MALAWI |
| N8 | MALAYSIA |
| N9 | MALDIVES |
| O0 | MALI |
| O1 | MALTA |
| 1T | MARSHALL ISLANDS |
| O2 | MARTINIQUE |
| O3 | MAURITANIA |
| O4 | MAURITIUS |
| 2P | MAYOTTE |
| O5 | MEXICO |
| 1K | MICRONESIA, FEDERATED STATES OF |
| 1S | MOLDOVA, REPUBLIC OF |

| Code | State/Country Name |
|------|---------------------------------|
| O9 | MONACO |
| P0 | MONGOLIA |
| Z5 | MONTENEGRO |
| P1 | MONTSERRAT |
| P2 | MOROCCO |
| P3 | MOZAMBIQUE |
| E1 | MYANMAR |
| T6 | NAMIBIA |
| P5 | NAURU |
| P6 | NEPAL |
| P7 | NETHERLANDS |
| P8 | NETHERLANDS ANTILLES |
| 1W | NEW CALEDONIA |
| Q2 | NEW ZEALAND |
| Q3 | NICARAGUA |
| Q4 | NIGER |
| Q5 | NIGERIA |
| Q6 | NIUE |
| Q7 | NORFOLK ISLAND |
| 1V | NORTHERN MARIANA ISLANDS |
| Q8 | NORWAY |
| P4 | OMAN |
| R0 | PAKISTAN |
| 1Y | PALAU |
| 1X | PALESTINIAN TERRITORY, OCCUPIED |
| R1 | PANAMA |
| R2 | PAPUA NEW GUINEA |
| R4 | PARAGUAY |
| R5 | PERU |
| R6 | PHILIPPINES |
| R8 | PITCAIRN |
| R9 | POLAND |
| S1 | PORTUGAL |
| S3 | QATAR |
| S4 | REUNION |
| S5 | ROMANIA |
| 1Z | RUSSIAN FEDERATION |
| S6 | RWANDA |
| Z0 | SAINT BARTHELEMY |
| U8 | SAINT HELENA |
| U7 | SAINT KITTS AND NEVIS |
| U9 | SAINT LUCIA |
| Z1 | SAINT MARTIN |

| Code | State/Country Name |
|------|--|
| V0 | SAINT PIERRE AND MIQUELON |
| V1 | SAINT VINCENT AND THE GRENADINES |
| Y0 | SAMOA |
| S8 | SAN MARINO |
| S9 | SAO TOME AND PRINCIPE |
| T0 | SAUDI ARABIA |
| T1 | SENEGAL |
| Z2 | SERBIA |
| T2 | SEYCHELLES |
| T8 | SIERRA LEONE |
| U0 | SINGAPORE |
| 2B | SLOVAKIA |
| 2A | SLOVENIA |
| D7 | SOLOMON ISLANDS |
| U1 | SOMALIA |
| T3 | SOUTH AFRICA |
| 1L | SOUTH GEORGIA AND THE SOUTH SANDWICH ISLANDS |
| U3 | SPAIN |
| F1 | SRI LANKA |
| V2 | SUDAN |
| V3 | SURINAME |
| L9 | SVALBARD AND JAN MAYEN |
| V6 | SWAZILAND |
| V7 | SWEDEN |
| V8 | SWITZERLAND |
| V9 | SYRIAN ARAB REPUBLIC |
| F5 | TAIWAN |
| 2D | TAJIKISTAN |
| W0 | TANZANIA, UNITED REPUBLIC OF |
| W1 | THAILAND |
| Z3 | TIMOR-LESTE |
| W2 | TOGO |
| W3 | TOKELAU |
| W4 | TONGA |
| W5 | TRINIDAD AND TOBAGO |
| W6 | TUNISIA |
| W8 | TURKEY |
| 2E | TURKMENISTAN |
| W7 | TURKS AND CAICOS ISLANDS |
| 2G | TUVALU |
| W9 | UGANDA |
| 2H | UKRAINE |
| C0 | UNITED ARAB EMIRATES |

| Code | State/Country Name |
|------|--------------------------------------|
| X0 | UNITED KINGDOM |
| 2J | UNITED STATES MINOR OUTLYING ISLANDS |
| X3 | URUGUAY |
| 2K | UZBEKISTAN |
| 2L | VANUATU |
| X5 | VENEZUELA |
| Q1 | VIET NAM |
| D8 | VIRGIN ISLANDS, BRITISH |
| X8 | WALLIS AND FUTUNA |
| U5 | WESTERN SAHARA |
| T7 | YEMEN |
| Y4 | ZAMBIA |
| Y5 | ZIMBABWE |

8.2. ACRONYMS

| Acronym | Description |
|---------|--|
| ASCII | American Standard Code for Information Interchange |
| CCC | CIK Confirmation Code |
| CIK | Central Index Key |
| EDGAR | Electronic Data Gathering, Analysis, and Retrieval |
| ICT | Investment Company Type |
| PDF | Portable Document Format |
| SEC | Securities and Exchange Commission |
| XML | Extensible Markup Language |