

# PROPOSED AMENDMENT

## HB 1273 # 4

### DIGEST

Proxy advisor. Amends the definition of "proxy advisor".

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- 1           Page 2, line 34, after "entity." insert "**The term does not include:**  
2           **(1) a financial institution (as defined in IC 4-4-28-3) that has**  
3           **its deposits insured by the FDIC (as defined in IC 28-6.2-1-10)**  
4           **and provides proxy advisory services as a result of a fiduciary**  
5           **duty that the financial institution owes to the recipient of the**  
6           **financial institution's proxy advisory services, regardless of**  
7           **whether the fiduciary duty is required by agreement, statute,**  
8           **regulation, or common law; and**  
9           **(2) any:**  
10           **(A) employee of a financial institution described in**  
11           **subdivision (1);**  
12           **(B) affiliate of a financial institution described in**  
13           **subdivision (1); and**  
14           **(C) employee of an affiliate of a financial institution**  
15           **described in subdivision (1)."**

(Reference is to HB 1273 as printed January 13, 2026.)