

Shareholder Engagement

October 2025

**Statement in response to SRD II and the
UK Stewardship Code**

01. Introduction

The Shareholder Rights Directive II (SRD II) aims to promote better shareholder engagement and improve transparency in the ownership of companies.

The UK Stewardship Code sets high stewardship standards for asset owners and asset managers, and for service providers that support them.

This document sets out our approach to stewardship and engagement. This document applies to Investment Fund Services Limited ('IFSL'), as Authorised Fund Manager (AFM) to a number of collective investment schemes ("Funds") which are authorised and regulated by the Financial Conduct Authority ("FCA").

This includes Undertakings for the Collective Investment in Transferable Securities ("UCITS"), which comply with the conditions of the UCITS Directive, and Non-UCITS Retail Schemes ("NURS") which constitute Alternative Investment Funds under the Alternative Investment Fund Managers Regulation ("UK AIFM Regime").

IFSL is domiciled in the United Kingdom and authorised and regulated by the Financial Conduct Authority.

02. Investment management activities

Firms which carry out the investment management activities of investing and managing Funds' assets must have robust processes in place, to manage these assets in line with the Funds' investment objectives and policy. This includes being engaged with all Fund assets to ensure they continue to perform in line with expectations.

The business model of IFSL is such that all investment management activities are delegated to various authorised and regulated investment management firms, known as '**Delegates**' in this document. As a result, IFSL doesn't carry out any investment management activities on behalf of the Funds we operate and hence has chosen not to conform to the requirements set out by SRD II and The UK Stewardship Code.

Not all Delegates are in scope for SRD II or the Stewardship Code. Where Delegates are in scope, they are required to have their own processes and procedures in place to ensure compliance with the requirements or alternatively to provide an appropriate explanation as to why they have chosen not to comply.

03. Oversight of investment management activities

Although IFSL delegates the investment management activity for all its Funds to the Delegates, as AFM, we remain responsible for the activities carried out by the Delegates on behalf of our Funds.

Therefore, we have systems and controls in place to oversee IFSL's Funds and the investment managers we appoint. This includes procedures for monitoring Delegates' approach to stewardship and engagement.

04. Delegates' systems and controls

The following list of topics are the areas that IFSL expect to review when monitoring Delegates' compliance.

Voting

For Funds which invest in equities, voting at Annual and Extraordinary General Meetings (AGMs and EGMs) provides an opportunity for engagement with companies.

Voting decisions are made by Delegates in accordance with their individual determination of the significance of the shareholding within the Fund. Where a significant shareholding exists within a Fund, voting rights are exercised in an informed manner.

Delegates generally vote in support of company management but where appropriate, will vote against should they consider this to be in accordance with their stewardship responsibilities and the shared investment aims of investors.

Non-Voting Engagement with companies

Engagement is an opportunity for Delegates to develop their understanding of companies and to share their approach to investment with these companies to enhance their understanding of mutual objectives.

Typically, this is achieved through face-to-face meetings, telephone calls and emails, and collaboration with other industry bodies or shareholders.

Monitoring

Delegates carefully monitor chosen investments and potential investments. Companies are assessed on material issues including strategy, capital structure, financial and non-financial performance, and risk factors. Material issues are considered matters likely to affect the ability to create future value.

Managing conflicts

Conflicts of interest can and do arise. Where potential conflicts may occur or arise, Delegates act in the best interests of our Funds and investors, ahead of their own interests.

Reporting

In scope Delegates are responsible for producing and publishing their own engagement and voting policies and making an annual disclosure of compliance.

Further details can be found on each Delegated investment manager's website. Links to these are on our website.