

CNR International (UK) Limited Pension Scheme

Statement of Investment Principles

Barnett Waddingham LLP

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Contents

CNR International (UK) Limited Pension Scheme.....	1
Introduction.....	4
2. Choosing investments.....	4
3. Investment objectives	5
4. Kinds of investments to be held	5
5. The balance between different kinds of investments.....	5
6. Risks.....	6
Inflation Risk	6
Conversion risk	6
Retirement income risk	6
Investment manager risk.....	6
Concentration/ Market risk.....	6
Currency risk.....	6
Loss of investment	6
7. Expected return on investments	7
8. Realisation of investments	7
9. Financially material considerations, non-financially material considerations, the exercise of voting rights and engagement activities	7
10. Policy on arrangements with asset managers.....	7
11. Monitoring.....	9
11.1. Investment Performance:.....	9
11.2. Objectives:	9
11.3. Investment Choices:.....	9
12. Agreement.....	9
Appendix 1 Note on investment policy of the Scheme in relation to the current Statement of Investment Principles	10
1. The balance between different kinds of investment.....	10
2. Default option	10
3. Alternative investment options	13
Cash lifestyle strategy	13
Annuity investment lifestyle strategy.....	13
Self-select fund range	14

Appendix 2: Financially material considerations, non-financially material considerations, the exercise of voting rights and engagement activities	16
1. Financially Material Considerations	16
2. Non-financially material considerations	17
3. The exercise of voting rights	17
4. Engagement activities	17

Introduction

- 1.1. This is the Statement of Investment Principles prepared by the Trustees and relates to the defined contribution (DC) benefits provided through the CNR International (UK) Limited Pension Scheme ("the Scheme"). This statement sets down the principles which govern the decisions about investments that enable the Scheme to meet the requirements of:
 - the Pensions Act 1995, as amended by the Pensions Act 2004; and
 - the Occupational Pension Schemes (Investment) Regulations 2005 as amended by the Occupational Pension Schemes (Investment) (Amendment) Regulations 2010.
 - the Occupational Pension Schemes (Investment and Disclosure) (Amendment and Modification) Regulations 2018.
 - the Occupational Pension Schemes (Investment and Disclosure) (Amendment) Regulations 2019.
- 1.2. In preparing this statement the Trustees have consulted CNR International (UK) Limited, the Principal Employer, and obtained advice from Barnett Waddingham LLP, the Trustees' investment consultant. Barnett Waddingham is authorised and regulated by the Financial Conduct Authority and licensed by the Institute and Faculty of Actuaries for a range of investment business activities.
- 1.3. This statement has been prepared with regard to the 2001 Myners review of institutional investment (including subsequent updates), and Scheme Funding legislation.
- 1.4. The Trustees will review this statement at least every three years or if there is a significant change in any of the areas covered by the statement.
- 1.5. The investment powers of the Trustees are set out in Clause 12.9 of the Definitive Trust Deed & Rules, dated 18 March 2002. This statement is consistent with those powers.

2. Choosing investments

- 2.1. The Trustees carefully consider its Investment Objectives, shown in the Appendix, when designing the range of investment options to offer to its members. The Trustees also acknowledge that members will have different attitudes to risk and different aims for accessing their retirement savings – and therefore, whilst seeking good member outcomes net of fees, it also considers the level of risk that is appropriate based on the anticipated needs of the membership profile of the Scheme.
- 2.2. The Trustees' policy is to offer a default investment arrangement plus a core range of investment funds suitable for the Scheme's membership profile into which members can choose to invest their contributions and those contributions made by the employer. Details of these are given in the Appendix. In doing so, the Trustees consider the advice of their professional advisers, whom they consider to be suitably qualified and experienced for this role.
- 2.3. The day-to-day management of the Scheme's assets is delegated to one or more investment managers. The Scheme's investment managers are detailed in the Appendix to this Statement. The investment managers are authorised and regulated by the Financial Conduct Authority, and are responsible for stock selection and the exercise of voting rights.
- 2.4. The Trustees review the appropriateness of the Scheme's investment strategy on an ongoing basis. This review includes consideration of the continued competence of the investment managers with respect to

performance within any guidelines set. The Trustees will also consult the Principal Employer before amending the investment strategy.

- 2.5. The Trustees review the quarterly performance report provided by Scottish Widows. Further, the Trustees carry out a more detailed review of the active funds within the default strategy, through analysis provided by their professional advisers on a quarterly basis.

3. Investment objectives

- 3.1. The Trustees have discussed and agreed key investment objectives in light of an analysis of the Scheme's membership profile as well as the constraints the Trustees face in achieving these objectives. These are set out in the Appendix.

4. Kinds of investments to be held

- 4.1. The Scheme is permitted to invest in a wide range of assets including equities, bonds, cash, property and alternatives.

5. The balance between different kinds of investments

- 5.1. Members can choose to invest in any of the funds detailed in the Appendix or can elect to invest in a lifestyle strategy. Where members do not choose where their contributions, and those made on their behalf by the employer, are invested, the Trustees will invest these contributions according to the default investment strategy set out in the Appendix.
- 5.2. The Trustees consider the merits of both active and passive management for the various elements of the Scheme's portfolio and may select different approaches for different asset classes.
- 5.3. The Trustees are aware that the appropriate balance between different kinds of investments will vary over time and the asset allocation may change as the membership profile evolves.
- 5.4. The default arrangement for the Scheme does not currently invest in illiquid assets such as private equity, infrastructure and real estate. The Trustees believe that the reduced liquidity and higher complexity of these investments, along with the fees currently available in the market for illiquid DC funds, makes them unsuitable for the default arrangement at this time. The Trustees have no immediate plans to introduce illiquid assets to the strategy, noting uncertainty at the time of writing around the outlook for private markets asset classes. The Trustees will review this policy periodically and may consider introducing some allocation to illiquid assets in future if member demographics and developments in the investment landscape make this appropriate.

6. Risks

6.1. Risk in a defined contribution scheme lies with the members themselves. The Trustees has considered a number of risks when designing and providing suitable investment choices to members. A comprehensive list of risks is set out in the Trustees' risk register, however, the main investment risks affecting all members are:

Inflation risk	The risk that the investments do not provide a return at least in line with inflation, thus eroding the purchasing power of the retirement savings. The Trustees make available investment options that are expected to provide a long-term real rate of return.
Conversion risk	The risk that fluctuations in the assets held, particularly in the period before retirement savings are accessed, lead to uncertainty over the benefit amount likely to be received. In the lifestyle arrangements made available through the Scheme/Plan (see Appendix), the Trustees change the proportion and type of investments so that in the run up to retirement the investments gradually start to more closely match how the Trustees expect members to access their retirement savings. The Trustees keep under review the appropriateness of the strategies.
Retirement income risk	The risk that a member's retirement income falls short of the amount expected, whether this is due to lower investment returns than expected or insufficient contributions being paid. The Trustees periodically review the appropriateness of the investment options offered to ensure member outcomes can be maximised. Communications to members will seek to encourage them to regularly review the level of their contributions, but ultimately this is a risk which lies with each member.
Investment manager risk	The Trustees monitor the performance of the Scheme's investment manager on a regular basis in addition to having meetings with them from time to time as necessary. The Trustees have a written agreement with each investment manager, which contains a number of restrictions on how the investment manager may operate.
Concentration/Market risk	Each investment manager is expected to manage properly diversified portfolios and to spread assets across a number of individual shares and securities.
Currency risk	The Scheme may gain exposure to overseas currencies by investing in assets that are denominated in a foreign currency or via currency management.
Loss of investment	The risk of loss of investment by the investment manager and custodian is assessed by the Trustees. This includes losses beyond those caused by market movements (e.g. default risk, operational errors or fraud). The Trustees also undertake an annual review of the internal controls and processes of the investment manager.

7. Expected return on investments

- 7.1. The Trustees have regard to the relative investment return and risk that each asset class is expected to provide. The Trustees are advised by their professional advisors on these matters, who they deem to be appropriately qualified experts. However, the day-to-day selection of investments is delegated to the investment managers.
- 7.2. The Trustees recognise the need to distinguish between nominal and real returns and to make appropriate allowance for inflation when making decisions and comparisons.

8. Realisation of investments

- 8.1. The Trustees have delegated the responsibility for buying and selling investments to the investment managers.

9. Financially material considerations, non-financially material considerations, the exercise of voting rights and engagement activities

- 9.1. The Trustees have set policies in relation to these matters. These policies are set out in the Appendix.

10. Policy on arrangements with asset managers

Incentivising alignment with the Trustees' investment policies

- 10.1. Prior to appointing an investment manager, the Trustees discuss the investment manager's approach to the management of ESG and climate related risks with the Scheme's investment consultant, and how their policies are aligned with the Trustees' own investment beliefs.
- 10.2. When appointing an investment manager, in addition to considering the investment manager's investment philosophy, process and policies to establish how the manager intends to make the required investment returns, the Trustees also consider how ESG and climate risk are integrated into these. If the Trustees deem any aspect of these policies to be out of line with their own investment objectives for the part of the portfolio being considered, they will consider using another manager for the mandate.
- 10.3. The Trustees carry out a strategy review at least every three years where they assess the continuing relevance of the strategy in the context of the Scheme's membership and their aims, beliefs and constraints. The Trustees monitor the active investment managers' approach to ESG and climate related risks on an annual basis.
- 10.4. In the event that an investment manager ceases to meet the Trustees' desired aims, using the approach expected of them, their appointment will be terminated. The investment managers have been informed of this by the Trustees.
- 10.5. Investment manager ESG policies are reviewed in the context of best industry practice and feedback will be provided to the investment manager.

Incentivising assessments based on medium to long term, financial and non-financial considerations

- 10.6. The Trustees are mindful that the impact of ESG and climate change has a long-term nature. However, the Trustees recognise that the potential for change in value as a result of ESG and climate risk may occur over a much shorter term than climate change itself. The Trustees acknowledge this in their investment management arrangements.
- 10.7. When considering the management of objectives for an investment manager (including ESG and climate risk objectives), and then assessing their effectiveness and performance, the Trustees assess these over a rolling timeframe. The Trustees believe the use of rolling timeframes, typically 3 to 5 years, is consistent with ensuring the investment manager makes decisions based on an appropriate time horizon. Where a fund may have an absolute return or shorter term target, this is generally supplementary to a longer term performance target. In the case of assets that are actively managed, the Trustees expect this longer term performance target to be sufficient to ensure an appropriate alignment of interests.
- 10.8. The Trustees expect investment managers to be voting and engaging on behalf of the Scheme's holdings and the Scheme monitors this activity within the Implementation Statement in the Scheme's Annual Report and Accounts. The Trustees do not expect ESG considerations to be disregarded by the investment managers in an effort to achieve any short term targets.

Method and time horizon for assessing performance

- 10.9. The Trustees monitor the performance of their investment managers over medium to long term periods that are consistent with the Trustees' investment aims, beliefs and constraints.
- 10.10. With the exception of cash in bank accounts, the Scheme invests exclusively in pooled funds. The investment manager is remunerated by the Trustees based on the assets they manage on behalf of the Trustees. As the funds grow, due to successful investment by the investment manager, they receive more and as values fall they receive less.
- 10.11. The Trustees believe that this fee structure, including the balance between any fixed and performance related element, enables the investment manager to focus on long-term performance without worrying about short term dips in performance significantly affecting their revenue.
- 10.12. The Trustees ask the Scheme's investment consultant to assess if the asset management fee is in line with the market when the manager is selected, and the appropriateness of the annual management charges are considered regularly as part of the review of the Statement of Investment Principles.

Portfolio turnover costs

- 10.13. The Trustees acknowledge that portfolio turnover costs can impact on the performance of their investments. Overall performance is assessed as part of the quarterly investment monitoring process.
- 10.14. During the investment manager appointment process, the Trustees may consider both past and anticipated portfolio turnover levels. When underperformance is identified, deviations from the expected level of turnover may be investigated with the investment manager concerned if it is felt they may have been a significant contributor to the underperformance. Assessments reflect the market conditions and peer group practices.

Duration of arrangement with asset manager

- 10.15. For the open-ended pooled funds in which the Scheme invests, there are no predetermined terms of agreement with the investment managers.
- 10.16. The suitability of the Scheme's asset allocation and its ongoing alignment with the Trustees' investment beliefs and the membership profile of the Scheme is assessed every three years, or when changes deem it appropriate to do so more frequently. As part of this review the ongoing appropriateness of the investment managers, and the specific funds used, is assessed.

11. Monitoring

- 11.1. **Investment Performance:** The Trustees review the performance of each investment option offered through the Scheme against the stated performance objective and, in doing this, the Trustees receive a performance monitoring report on a regular basis. This monitoring takes into account both short-term and long-term performance. The investment manager's overall suitability for each mandate will be monitored as frequently as the Trustees consider appropriate in light of both its performance and other prevailing circumstances.
- 11.2. **Objectives:** The Trustees monitor the suitability of the objectives for the Scheme (as detailed in the appendix) and performance (net of fees) against these objectives at least every three years and also when there is any significant change in the investment policy, underlying economic conditions or the profile of the members.
- 11.3. **Investment Choices:** The Trustees monitor the ongoing appropriateness of the investment choices offered on a periodic basis.

12. Agreement

- 12.1. This Statement was agreed by the Trustees, and replaces any previous statements. Copies of this Statement and any subsequent amendments will be made available to the Principal Employer, the investment manager, the actuary and the Scheme auditor upon request.

Signed:.....

Date:.....

On behalf of the CNR International (UK) Limited Pension Scheme

Appendix 1 Note on investment policy of the Scheme in relation to the current Statement of Investment Principles dated December 2023

1. The balance between different kinds of investment

12.2. The Trustees' main investment objectives are:

- to provide a suitable default investment option that is likely to be suitable for a typical member;
- to offer an appropriate range of alternative investment options so that members who wish to make their own investment choices have the freedom to do so, recognising that members may have different needs and objectives;
- seek to achieve good member outcomes net of fees and subject to acceptable levels of risk;

The Trustees are responsible for the design of the default investment option and for choosing which investment options to make available to members. Members are responsible for their own choice of investment options (including where the default investment option is selected for them because they have not selected other funds).

The Trustees have made available a range of funds to suit the individual needs of the Scheme's members. For example, a range of equity funds is available for those members willing to accept a greater level of volatility in pursuit of higher expected retirement savings. Bond and cash funds are also offered for those members who are less comfortable with the likely volatility of the equity funds.

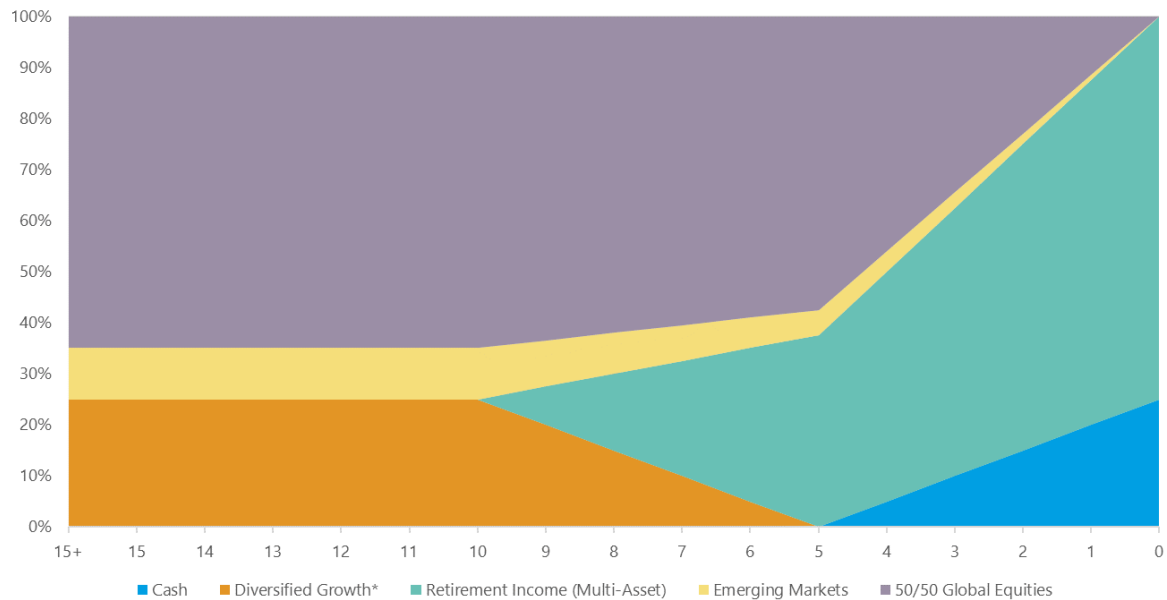
Alternatively, the Trustees have made available a lifestyle arrangement, whereby a member's assets are automatically invested in line with a pre-determined strategy that changes as the member gets closer to accessing their retirement savings. Emphasis is placed on medium to higher risk funds (i.e. investment largely in growth assets) in search of long-term inflation-protected growth whilst the member is a long way off accessing their retirement savings, switching progressively to protection assets over the years preceding the member's target retirement date so as to protect the purchasing power of the retirement savings.

The lifestyle arrangement is constructed from some of the funds mentioned above that are offered to members wanting to manage their own asset allocation decisions.

2. Default option

The Trustees acknowledge that members will have different attitudes to risk and different aims for accessing their retirement savings, and so it is not possible to offer a single investment option that will be suitable for each individual member. However, having analysed the Scheme's membership profile, the Trustees decided that the lifestyle arrangement set out below represents a suitable default investment option for the majority of members who do not make a choice about how their contributions (and those made on their behalf by the employer) are invested. The aims, objectives and policies relating to the default option are intended to ensure that assets are invested in the best interests of relevant members and their beneficiaries.

The objective of the continued investment lifestyle strategy is to grow members' assets during the accumulation phase whilst managing downside risk. It then shapes member's assets towards a portfolio at retirement designed to be appropriate to regular withdrawals over the course of a member's retirement. This is consistent with the Trustees' main investment objectives.



**Diversified Growth Fund is split 50/50 between the BlackRock DC Diversified Fund and the LGIM Diversified Fund.*

The fund's used in the default, cash lifestyle and annuity investment lifestyle strategies are set out below:

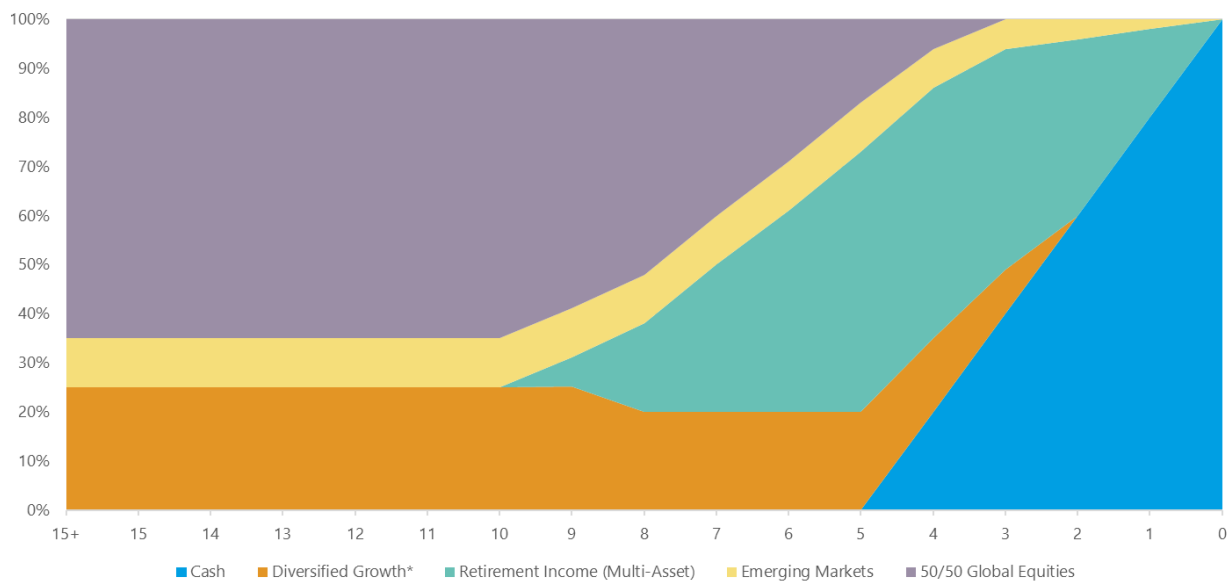
Investment manager	Fund	Benchmark	Objective
BlackRock	50/50 Global Equity Index	BlackRock FTSE Custom Composite UK All-Share 50% Net Tax (UK Pension)	To match benchmark performance
	Corporate Bond All Stocks Index	Markit iBoxx Sterling Non- Gilts (Midday)	To match benchmark performance
	Index-Linked Over 5 Year Gilt Index	FTSE Actuaries UK Index-Linked Over 5 Years Midday (12:00 UK)	To match benchmark performance
	Over 15 Year UK Gilt Index	FTSE Actuaries UK Conventional Gilts Over 15 Years Midday (12:00 UK)	To match benchmark performance
	DC Diversified Growth	Bank Of England Base Rate + 3.5%	To achieve an investment return of 3.5% above the Bank of England official Bank Rate measured over rolling 3 year periods
	Sterling Liquidity	SONIA	To match benchmark performance
Capital Group	Emerging Markets Total Opportunities	MSCI Emerging Markets	Outperform benchmark
Legal & General Investment Management	Diversified Fund	FTSE Developed World Index-50% GBP hedged	Perform broadly in line with comparator
	Retirement Income Multi-Asset Fund	Bank of England base rate	Comparator +3.5% p.a.
Newton	Real Return Fund	SONIA 1 month	Outperform benchmark by over 4% p.a. (gross of fees) over rolling 5 year periods

The statements made in the main body of this Statement of Investment Principles also apply to the default arrangement.

3. Alternative investment options

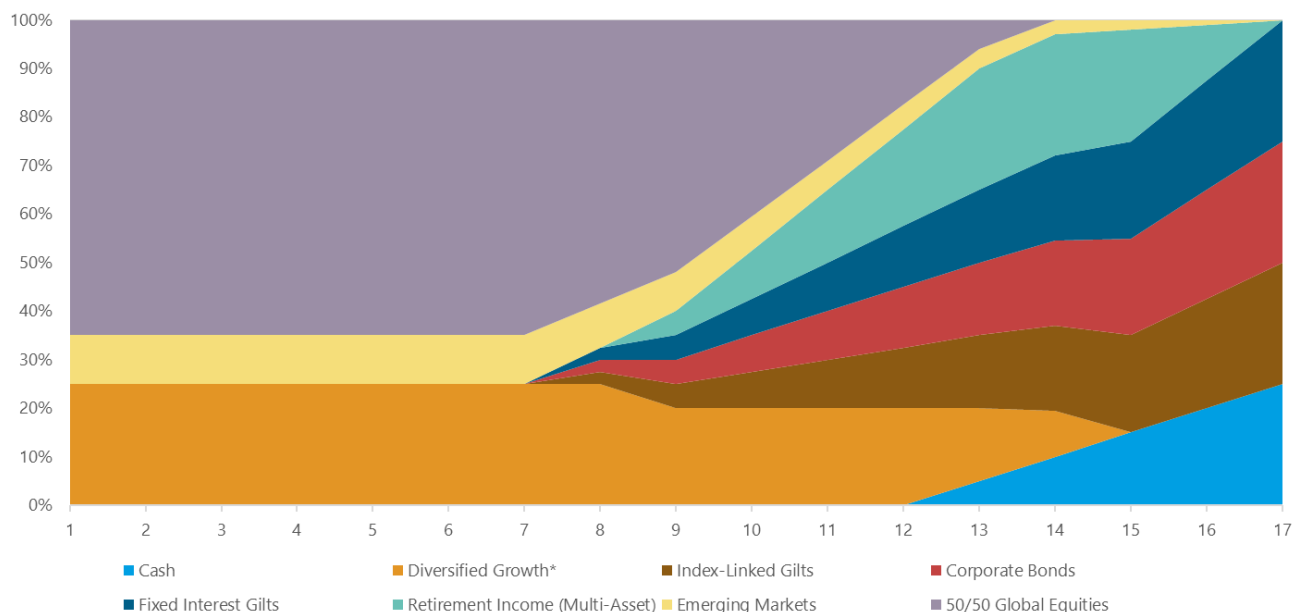
Acknowledging the challenge of identifying the best solution for different groups of members, and in focusing on its key objective, the Trustees have focused on the default strategy. Alongside the default investment option, the Trustees also makes available a range of alternative investment choices as set out below:

Cash lifestyle strategy



**Diversified Growth Fund is split 50/50 between the BlackRock DC Diversified Fund and the LGIM Diversified Fund.*

Annuity investment lifestyle strategy



**Diversified Growth Fund is split 50/50 between the BlackRock DC Diversified Fund and the LGIM Diversified Fund.*

Self-select fund range

The self-select fund range includes all the investment funds used for the lifestyle strategies and some additional funds. The entire fund range is shown in the table below:

Investment manager	Fund	Benchmark	Objective
Blackrock	50/50 Global Equity Index	BlackRock FTSE Custom Composite UK All-Share 50% Net Tax (UK Pension)	To match benchmark performance
	DC Diversified Growth	Bank of England Base Rate + 3.5%	To achieve an investment return of 3.5% above the Bank of England official Bank Rate measured over rolling 3 year periods
	Corporate Bond All Stocks Index	Markit iBoxx Sterling Non- Gilts (Midday)	To match benchmark performance
	Index-Linked Over 5 Year Gilt Index	FTSE Actuaries UK Index- Linked Over 5 Years Midday (12:00 UK)	To match benchmark performance
	Over 15 Year UK Gilt Index	FTSE Actuaries UK Conventional Gilts Over 15 Years Midday (12:00 UK)	To match benchmark performance
	BlackRock Sterling Liquidity	SONIA	To match benchmark performance
	UK Equity Index	BlackRock FTSE Custom All- Share ESG Screened Midday (12:00 UK) Net Tax	To match benchmark performance
	Pacific Rim Equity Index	FTSE Developed Asia Pacific ex Japan	To match benchmark performance
	US Equity Index	BlackRock FTSE Custom USA ESG Screened Midday (12:00 UK)	To match benchmark performance
	European Equity Index	BlackRock FTSE Custom Developed Europe ex UK ESG Screened Midday (12:00UK) Net Tax	To match benchmark performance
Capital Group	Emerging Markets Total Opportunities	MSCI Emerging Markets	Outperform benchmark
Newton	Real Return Fund	SONIA 1 month	Outperform benchmark by over 4% p.a. (gross of fees) over rolling 5 year periods
LGIM	Diversified Fund	FTSE Developed World Index- 50% GBP hedged	Perform broadly in line with comparator
	Retirement Income Multi Asset Fund	Bank of England base rate	Comparator +3.5% p.a.

Appendix 2: Financially material considerations, non-financially material considerations, the exercise of voting rights and engagement activities

1. Financially Material Considerations

The Trustees are also cognisant of the different investment timeframes that members will have. Further to this, the Trustees believe that ESG issues will be more important for members who are further from retirement, as the financial materiality of such issues will have a greater impact over their longer timeframe. Therefore, within the Scheme's default investment strategy, the Trustees consider the financial materiality of ESG over various timeframes and will consider changes in relation to this as part of their periodic investment reviews.

The Trustees have elected to invest the Scheme's assets through pooled funds. The choice of underlying funds is made by the Trustees after taking advice from their investment consultant. The Trustees, and the managers of the underlying funds, take into account ESG factors (including climate change risks) in their decisions in relation to the selection, retention and realisation of investments.

The Trustees take those factors into account in the selection, retention and realisation of investments as follows:

Selection of investments: assess the investment managers' ESG integration credentials and capabilities, including stewardship, as a routine part of requests for information/proposals as well as through other regular reporting channels.

Retention of investments: Developing a robust monitoring process in order to monitor ESG considerations on an ongoing basis by regularly seeking information on the responsible investing policies and practices of the investment managers.

Realisation of investments: The Trustees will request information from investment managers about how ESG considerations are taken into account in decisions to realise investments.

The Trustees will also take those factors into account as part of its investment process to determine a strategic asset allocation, and consider them as part of ongoing reviews of the Scheme's investments.

The Trustees will continue to monitor and assess ESG factors, and risks and opportunities arising from them, as follows:

- The Trustees will obtain regular training on ESG considerations in order to understand fully how ESG factors including climate change could impact the Scheme and its investments;
- As part of ongoing monitoring of the Scheme's investment managers, the Trustees will use any ESG ratings information available within the pensions industry or provided by its investment consultant, to assess how the Scheme's active investment managers take account of ESG issues; and
- Through their investment consultant the Trustees will request that all of the Scheme's investment managers provide information about their ESG policies, and details of how they integrate ESG into their investment processes on an annual basis.

2. Non-financially material considerations

The Trustees do not take account of non-financial matters (such as member ethical views) within the default investment strategy.

3. The exercise of voting rights

The Trustees' policy on the exercise of rights attaching to investments, including voting rights, and in undertaking engagement activities in respect of the investments is that these rights should be exercised by the investment managers on the Trustees' behalf. In doing so, the Trustees expect that the investment managers will use their influence as major institutional investors to exercise the Trustees' rights and duties as shareholders, including where appropriate engaging with underlying investee companies to promote good corporate governance, accountability and to understand how those companies take account of ESG issues in their businesses.

The Trustees will monitor and engage with the investment managers about relevant matters (including matters concerning an issuer of debt or equity, including their performance, strategy, capital structure, management of actual or potential conflicts of interest, risks, social and environmental impact and corporate governance), through the Scheme's investment consultant.

Investment managers will be asked to provide details of their stewardship policy and engagement activities on at least an annual basis. The Trustees will, with input from their investment consultant, monitor and review the information provided by the investment managers. Where possible and appropriate, the Trustees will engage with their investment managers for more information and ask them to confirm that their policies comply with the principles set out in the Financial Reporting Council's UK Stewardship Code.

4. Engagement activities

The Trustees acknowledge the importance of ESG and climate risk within their investment framework. When delegating investment decision making to their investment managers they provide their investment managers with a benchmark they expect the investment managers to either follow or outperform. The investment manager has discretion over where in an investee company's capital structure it invests (subject to the restrictions of the mandate), whether directly or as an asset within a pooled fund.

The Trustees are of the belief that ESG and climate risk considerations extend over the entirety of a company's corporate structure and activities, i.e. that they apply to equity, credit and property instruments or holdings. The Trustees also recognise that ESG and climate related issues are constantly evolving and along with them so too are the products available within the investment management industry to help manage these risks.

The Trustees consider it to be a part of their investment managers' roles to assess and monitor developments in the capital structure for each of the companies in which the managers invest on behalf of the Scheme or as part of the pooled fund in which the Scheme holds units.

The Trustees also considers it to be part of their investment managers' roles to assess and monitor how the companies in which they are investing are managing developments in ESG related issues, and in particular climate risk, across the relevant parts of the capital structure for each of the companies in which the managers invest on behalf of the Scheme.

Should an investment manager be failing in these respects, this should be captured in the Scheme's regular performance monitoring.

The Scheme's investment managers are granted full discretion over whether or not to invest in the Principal Employer's business. Through their consultation with the Principal Employer when setting this Statement of Investment Principles, the Trustees have made the Principal Employer aware of their policy on ESG and climate related risks, how they intend to manage them and the importance that the pensions industry as a whole, and its regulators, place on them.

The Scheme's investment consultant is independent and no arm of their business provides asset management services. This, and their FCA Regulated status, makes the Trustees confident that the investment manager recommendations they make are free from conflict of interest.

The Trustees expect all investment managers to have a conflict of interest policy in relation to their engagement and ongoing operations. In doing so the Trustees believe they have managed the potential for conflicts of interest in the appointment of the investment manager and conflicts of interest between the Trustees' investment manager and the investee companies.

In selecting and reviewing their investment managers, where appropriate, the Trustees will consider investment managers' policies on engagement and how these policies have been implemented.